Jindal Poly Films Limited

Annual Report 2013-14

COMPANY INFORMATION

BOARD OF DIRECTORS	:	RASHID JILANI, INDEPENDENT DIRECTOR
	:	R.K. PANDEY, INDEPENDENT DIRECTOR
	:	J.P. MOHTA, INDEPENDENT DIRECTOR
	:	HEMANT SHARMA, NON EXECUTIVE DIRECTOR
	:	SANJAY MITTAL, WHOLE TIME DIRECTOR
	:	SUMITA DHINGRA, WHOLE TIME DIRECTOR
CHIEF FINANCIAL OFFICER	:	J. KRISHNA
COMPANY SECRETARY & COMPLIANCE OFFICER	:	AJIT MISHRA
AUDITORS	:	KANODIA SANYAL & ASSOCIATES, CHARTERED ACCOUNTANTS
BANKERS	:	PUNJAB NATIONAL BANK STATE BANK OF INDIA STATE BANK OF PATIALA AXIS BANK LIMITED HONGKONG & SHANGHAI BANKING CORP. LIMITED THE BANK OF NOVA SCOTIA DBS BANK LIMITED AKA,AUSFUHRKREDIT-GESELLSCHAFT MBH FRANKFURT, GERMANY COMMERZBANK, AKTIENGESELLSCHAFT FRANKFURT, GERMANY STANDARD CHARTERED BANK ICICI BANK LIMITED DEUTSCHE BANK CITI BANK INGVYSYA BANK INDUSIND BANK
REGISTERED OFFICE	:	19TH K.M. HAPUR-BULANDSHAHR ROAD P.O. GULAOTHI DISTT. BULANDSHAHR (U.P) - 203408
WORKS	:	(1) 19TH K.M., HAPUR- BULANDHSHAHR ROAD, P.O. GULAOTHI, DISTT. BULANDSHAHR (U.P.) (2) 28TH K.M. NASIK-BOMBAY HIGHWAY, VILLAGE MUNDEGAON, IGATPURI, DISTT. NASHIK, MAHARASHTRA (3) 160/1/7, AMBOLI ROAD, VILL. KALA, KHANVEL, SILVASSA (UT OF D&N)
CORPORATE OFFICE	:	PLOT NO. 12, SECTOR B-1, VASANT KUNJ LOCAL SHOPPING COMPLEX NEW DELHI - 110070
REGISTRAR & SHARE TRANSFER AGENTS	:	KARVY COMPUTERSHARE PVT. LTD (UNIT: JINDAL POLY FILMS LTD.) PLOT NO 17-24 VITTAL RAO NAGAR MADHAPUR, HYDERABAD- 500 081

CIN:L17111UP1974PLC003979

40th Annual Report 2013-2014

ANNUAL GENERAL MEETING ON SATURDAY 20TH SEPTEMBER, 2014 AT THE REGISTERED OFFICE AT 11:30 A.M

Contents

Page no.

Notice of Annual General Meeting 03

Report on Corporate Governance 15

Management's Discussion & Analysis 23

Directors' Report 26

Auditors' Report on Financial Statements 32

Balance Sheet 37

Cash Flow Statement 38

Profit & Loss Account 39

Significant Accounting Policies and Notes on Accounts 40

Notes forming part of Balance Sheet and Profit & Loss Account 42

Statement under section 212 of the Companies Act, 1956 & Details of Subsidiary Companies 57

Auditors' Report on Consolidated Financial Statements 59

Consolidated Balance Sheet 60

Consolidated Cash Flow Statement 61

Consolidated Profit & Loss Account 62

Significant Accounting Policies to the Consolidated Balance Sheet, Statement of Profit & Loss Account 63

Proxy From 81

Attendance Slip 83

NOTICE

Notice is hereby given that the 40th Annual General Meeting of the members of **JINDAL POLY FILMS LIMITED** will be held as scheduled below :-

Date : **Saturday, 20th September, 2014**
Time : **11:30 A.M.**
Venue : **Company's Registered Office at:**
19th K.M., Hapur-Bulandshahr Road, P.O.-Gulaothi, Distt-Bulandshahr (U.P.)

To transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:

   (a) the audited financial statement of the Company for the financial year ended March, 31, 2014, the reports of the Board of Directors and Auditors thereon; and

   (b) The audited consolidated financial statement of the Company for the financial year ended March 31, 2014.

2. To declare a dividend on Equity shares.

3. To appoint Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** M/s. Kanodia Sanyal & Associates, Chartered Accountants (firm registration no. 008396N) be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting to conclusion of next Annual General Meeting at a remuneration of Rs.14,50,000/- (Rupees fourteen lac fifty thousand only) plus out of pocket expense."

SPECIAL BUSINESS

4. Appointment of Mr. Rashid Jilani as Independent Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed there under read with Schedule IV to the Act, and Clause 49 of Listing Agreement, as amended from time to time, Mr. Rashid Jilani (DIN 00010624), a non-executive independent director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for five consecutive years with effect from 20th September, 2014 up to 19th September, 2019."

5. Appointment of Mr. Radha Krishna Pandey as Independent Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed there under read with Schedule IV to the Act, as amended from time to time, Mr. Radha Krishna Pandey (DIN 00190017), a non-executive independent director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for five consecutive years with effect from 20th September, 2014 up to 19th September, 2019."

6. Appointment of Mr. Jagdish Prasad Mohta as Independent Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed there under read with Schedule IV to the Act, as amended from time to time, Mr. Jagdish Prasad Mohta (DIN 00006478), a non-executive independent director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for five consecutive years with effect from 20th September, 2014 up to 19th September, 2019."

7. Appointment of Mr. Hemant Sharma as Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT due notice in writing signifying the intention of a member to propose Mr. Hemant Sharma (DIN 05235723) as a Director having been received pursuant to Section 160 of the Companies Act, 2013, Mr. Hemant Sharma be and is hereby appointed as Director of the Company liable to retire by rotation."

8. Appointment of Mr. Sanjay Mittal as Director

To consider and, if thought fit to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION**

"RESOLVED THAT due notice in writing signifying the intention of a member to propose Mr. Sanjay Mittal (DIN: 01327274) as a Director having been received pursuant to Section 160 of the Companies Act, 2013, Mr. Sanjay Mittal be and is hereby appointed as Director of the Company liable to retire by rotation."

9. Appointment of Mr. Sanjay Mittal as Whole Time Director

To consider and, if thought fit to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Company be and is hereby accorded to the appointment of Mr. Sanjay Mittal (DIN: 01327274) as Whole Time Director of the Company, for a period of 5 (five) years with effect from September 25, 2013, on the terms and conditions including remuneration as set out in the Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include (any committee of the Board) to alter and vary the terms and conditions of the said appointment and / or remuneration as it may deem fit and as may be acceptable to Mr. Sanjay Mittal, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

10. Appointment of Ms. Sumita Dhingra as Director

To consider and, if thought fit to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION**
"RESOLVED THAT due notice in writing signifying the intention of a member to propose Ms. Sumita Dhingra (DIN: 06929317) as a Director having been received pursuant to Section 160 of the Companies Act, 2013, Ms. Sumita Dhingra be and is hereby appointed as Director of the Company liable to retire by rotation."

11. Appointment of Ms. Sumita Dhingra as Whole Time Director

To consider and, if thought fit to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Company be and is hereby accorded to the appointment of Ms. Sumita Dhingra (DIN: 06929317) as Whole Time Director of the Company, for a period of 5 (five) years with effect from 19th July, 2014, on the terms and conditions including remuneration as set out in the Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include (any committee of the Board) to alter and vary the terms and conditions of the said appointment and / or remuneration as it may deem fit and as may be acceptable to Ms. Sumita Dhingra, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

12. Authorisation to make investment

To consider and if thought fit to pass, with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 186 of Companies Act, 2013 and all other applicable provisions,

if any, of the Companies Act, 2013, ('the Act') including any statutory modification or re- enactment thereof for the time being in force, the Board of Directors ("Board") of the Company be and is hereby authorised to agree to at its discretion to make investment of Rs.20,00,00,000.00 (Rupees Twenty crore only) in equity shares of **Jindal India Thermal Power Limited,** from time to time, in one or more tranches as per details contained in the Explanatory Statement annexed to the notice for this Annual General Meeting, notwithstanding the fact that the aggregate of the investments so far made, securities so far provided, Loans/Gurantees so far given by the Company alongwith the proposed investment may exceed 60% of the paid-up share capital, free reserves and security premium account of the Company or 100% of the free reserves and security premium account , whichever is more.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take from time to time all decisions and steps in respect of the above investment including the timing, amount and other terms and conditions of such investment and varying the same through transfer, sale, disinvestments or otherwise either in part or in full as it may deem appropriate, and to do and perform all such acts, deeds, matters and things, as may be necessary or expedient in this regard to implement the above resolution."

13. Authorisation to make investment

To consider and if thought fit to pass, with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 186 of Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013, ('the Act') including any statutory modification or re- enactment thereof for the time being in force, the Board of Directors ("Board") of the Company be and is hereby authorised to agree to at its discretion to make investment of Rs.50,00,00,000.00 (Rupees fifty crore only) in equity/ preference shares of **Global Nonwovens Limited,** from time to time, in one or more tranches as per details contained in the Explanatory Statement annexed to the notice for this Annual General Meeting, notwithstanding the fact that the aggregate of the investments so far made, securities so far provided, Loans/Gurantees so far given by the Company alongwith the proposed investment may exceed 60% of the paid-up share capital, free reserves and security premium account of the Company or 100% of the free reserves and security premium account , whichever is more.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take from time to time all decisions and steps in respect of the above investment including the timing, amount and other terms and conditions of such investment and varying the same through transfer, sale, disinvestments or otherwise either in part or in full as it may deem appropriate, and to do and perform all such acts, deeds, matters and things, as may be necessary or expedient in this regard to implement the above resolution.

14. Authorisation to make investment

To consider and if thought fit to pass, with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**:

RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013, and subject to such approvals, consents, sanctions and permissions of appropriate authorities, departments or bodies as may be necessary, consent of the Company be and is hereby accorded to the Board of Directors of the Company to acquire by way of subscription, purchase or otherwise the securities of its Joint Ventures / Wholly Owned Subsidiaries / Subsidiaries / Associate(s) / Group / Other Company(ies), both domestic and overseas, upto an amount not exceeding Rs. 500,00,00,000.00 (Rupees five hundred crore only), in one or more tranches as per details contained in the Explanatory Statement annexed to the notice for this Annual General Meeting, notwithstanding the fact that the aggregate of the investments so far made, securities so far provided, Loans/Gurantees so far given by the Company alongwith the proposed investment may exceed 60% of the paid-up share capital, free reserves and security premium account of the Company or 100% of the free reserves and security premium account , whichever is more.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take from time to time all decisions and steps in respect of the above investment including the timing, amount and other terms and conditions of such investment and varying the same through transfer, sale, disinvestments or otherwise either in part or in full as it may deem appropriate, and to do and perform all such acts, deeds, matters and things, as may be necessary or expedient in this regard to implement the above resolution.

By order of the Board of Directors

Place : New Delhi
Dated : 19th July, 2014

(Ajit Mishra)
Company Secretary

NOTES:

1. **A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.**

   A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.

3. Brief resume of Directors proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors *inter-se* as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, is separately annexed hereto.

4. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.

5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

6. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.

   (a) The Company has notified closure of Register of Members and Share Transfer Books from Monday, September 15, 2014 to Saturday, September 20, 2014 (both days inclusive) for determining the names of members eligible for dividend on Equity Shares, if declared at the Meeting.

   (b) The dividend on Equity Shares, if declared at the Meeting, will be credited / dispatched to the members on 30th September onwards.

7. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars and Transfer Agents, Karvy Computershare Private Limited ("Karvy") cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant by the members.

8. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company / Karvy.

9. Pursuant to the provisions of Section 205A(5) and 205C of the Companies Act, 1956, the Company has transferred the unpaid or unclaimed dividends for the financial years 2005-06 to the Investor Education and Protection Fund (the IEPF) established by the Central Government. Pursuant to the provisions of Investor Education and Protection Fund.

10. Members are requested to claim from the Company their unclaimed dividends, if any, in respect of financial years 2007-2008 or for any subsequent year at the earliest

11. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to send their request at the registered office and / or corporate office of the Company at least 7 days before the date of the meeting, so that the information required may be made available at the meeting.

12. **Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.**

13. Voting through electronic means:

I In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is providing facility to the members to exercise their right to vote at the 40th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting platform provided by Karvy.

The instructions for e-voting are as under:

i. Use the following URL for e-voting:

Karvy website: http://evoting.karvy.com

ii. Shareholders of the Company holding shares either in physical form or in dematerialized form, as on the record date, i.e. 8th August, 2014, (End of Day) may cast their vote electronically.

iii. Enter the login credentials i.e. User ID and password mentioned in the attensence slip attached with the Annual Report. Please follow the instructions given in the e-voting portal.

iv. After entering the details appropriately, click on LOGIN.

v.. You will reach the Password change menu wherein you are required to mandatorily change your password.

The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. The system will prompt you to change your password and update any contact details like mobile, email etc. on first log in. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

vi. You need to login again with the new credentials.

vii. On successful login, the system will prompt you to select the EVENT, i.e Jindal Poly Films Limited.

viii. On the voting page, enter the number of shares as on the cut off date under FOR/ AGAINST or alternately you may enter partially any number in FOR and partially in AGAINST but the total number in FOR/ AGAINST taken together should not exceed the total shareholding. You may also choose the option ABSTAIN.

ix. Shareholders holding multiple folios/demat account shall choose the voting process separately for each folios/demat account.

x. Cast your vote by selecting an appropriate option and click on SUBMIT. A confirmation box will be displayed. Click OK to confirm, else CANCEL to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, shareholders can login any number of times till they have voted on the resolution.

xi. Once the vote on the resolution is cast by the shareholder, he shall not be allowed to change it subsequently.

xii. The Portal will be open for voting from 9 A.M. on 15th September, 2014 to 6 P.M. on 17th September, 2014.

xiii. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual for shareholders available at the download section of http://evoting.karvy.com or contact Karvy Computershare Pvt Ltd at Tel No. 1800 345 4001(toll free).

II. The Company has appointed Mr. D. P. Gupta, SGS Associates, Practicing Company Secretary, as the Scrutinizer and Ms. Pragnya Parimita Pradhan, Pragnya Pradhan and Associates, Practicing Company Secretary as the alternate Scrutinizer who will collate the electronic voting process in a fair and transparent manner.

III. The Scrutinizer shall within a period not exceeding three working days from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

IV. The results shall be declared on or after the AGM of the Company. The results alongwith the Scrutinizer's Report shall be placed on the Company's website www.jindalpoly.com and on the website of Karvy.

14. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during 11 A.M.to 5 P.M. on all working days except Saturdays and Sundays, up to and including the date of the Annual General Meeting of the Company.

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

Mr. Rashid Jilani is former Chairman Cum Managing Directors of Punjab National Bank. He joined the Board of Directors of the Company on 30th May, 2005. He is a non-executive independent director of the Company and is considered as an Independent Director under Clause 49 of the Listing Agreement.

He holds a Master Degree in Commerce from Aligarh Muslim University, Aligarh. Mr. Jilani is also a Certified Associate of the Indian Institute of Bankers. He has 44 years of experience in Banking & Finance.

As per the provisions of Section 149 of the Companies Act, 2013 ("Act") which has come into force with effect from 1 April, 2014, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation. Mr. Rashid Jilani has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act. A notice has been received from a member of the Company along with requisite deposit signifying his intention to propose Mr. Jilani as a candidate for office of Independent Director of the Company.

The matter regarding appointment of Mr. Rashid Jilani as Independent Director was placed before the Board, which commends his appointment as an Independent Director from 20 September, 2014 up to 19 September, 2019.

In the opinion of the Board, Mr. Rashid Jilani fulfils the conditions specified in the Act and the Rules made there under for appointment as Independent Director and he is independent of the management. In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Rashid Jilani as Independent Director is now being placed before the Members in general meeting for their approval.

Copy of the draft letter for appointment of Mr.Rashid Jilani would be available for inspection without any fee by the Members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday till the commencement of forthcoming Annual General Meeting.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the above said resolution.

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the shareholders.

Item No. 5

Mr. Radha Krishna Pandey is a former Executive Director of Delhi Stock Exchange. He joined the Board of Directors of the Company on 30th January, 2007. He is a non-executive independent director of the Company and is considered as an Independent Director under Clause 49 of the Listing Agreement.

He holds a Master Degree in Commerce, Bachelor Degree in Law and Fellow Member of institute of Company Secretaries of India. He has 45 years of experience in Corporate Laws.

As per the provisions of Section 149 of the Companies Act, 2013 ("Act") which has come into force with effect from 1 April, 2014, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation. Mr. R. K. Pandey has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act. A notice has been received from a member of the Company along with requisite deposit signifying his intention to propose Mr. Pandey as a candidate for office of Independent Director of the Company.

The matter regarding appointment of Mr. R. K. Pandey as Independent Director was placed before the Board, which commends his appointment as an Independent Director from 20 September, 2014 up to 19 September, 2019.

In the opinion of the Board, Mr. R. K. Pandey fulfils the conditions specified in the Act and the Rules made there under for appointment as Independent Director and he is independent of the management. In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. R. K. Pandey as Independent Director is now being placed before the Members in general meeting for their approval.

Copy of the draft letter for appointment of Mr. R. K. Pandey would be available for inspection without any fee by the Members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday till the commencement of forthcoming Annual General Meeting.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the above said resolution.

The Board commends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the shareholders.

Item No. 6

Mr. Jagdish Prasad Mohta is a fellow member of the Institute of Chartered Accountant of India having 30 years of experience in finance, accounts, auditing, commercial and corporate matter. He joined the Board of Directors as a non-executive independent Director of the Company.

As per the provisions of Section 149 of the Companies Act, 2013 ("Act") which has come into force with effect from 1 April, 2014, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation. Mr. Jagdish Prasad Mohta has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act. A notice has been received from a member of the Company along with requisite deposit signifying his intention to propose Mr. Mohta as a candidate for office of Independent Director of the Company.

The matter regarding appointment of Mr. Jagdish Prasad Mohta as Independent Director was placed before the Board, which commends his appointment as an Independent Director from 20 September, 2014 upto 19 September, 2019.

In the opinion of the Board, Mr. Jagdish Prasad Mohta fulfils the conditions specified in the Act and the Rules made there under for appointment as Independent Director and he is independent of the management. In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Jagdish Prasad Mohta as Independent Director is now being placed before the Members in general meeting for their approval.

Copy of the draft letter for appointment of Mr. Jagdish Prasad Mohta would be available for inspection without any fee by the Members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday till the commencement of forthcoming Annual General Meeting. .

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the above said resolution.

The Board commends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the shareholders.

Item No. 7

The Board of Directors of the Company has appointed pursuant to the provision of section 260 of Companies Act, 1956 (now section 161 (1) of the Companies Act, 2013) and the Articles of Association of the Company Mr. Hemant Sharma as an additional director of the Company with effect from 19th July, 2014.

In term of the provision of section 260 of Companies Act, 1956 (now section 161 (1) of the Companies Act, 2013), Mr. Hemant Sharma would hold office upto the date of the ensuing Annual General Meeting.

The Company has received a notice in writing from a member along with the deposit of requisite amount under section 160 of the Act proposing the candidature of Mr. Hemant Sharma for the office of Director of the Company. Mr. Hemant Sharma is not disqualified from being appointed as a Director in term of section 164 of the Act and has given his consent to act as a Director.

Mr. Hemant Sharma is aged about 50 years, B.Text. Hons (Textile) and MBA (Marketing) having 28 year of experience in sales, marketing, strategic business development, operation and restructuring, keeping his vast experience and knowledge it will be in the interest of the Company.

The above may be treated as a written memorandum setting out the terms of appointment of Mr Hemant Sharma under section 190 of the Act,

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the above said resolution.

The Board commends the Ordinary Resolution set out at Item No. 7 of the Notice for approval by the shareholders.

Item no. 8.

The Board of Directors of the Company has appointed pursuant to the provision of section 260 of Companies Act, 1956 (now section 161 (1) of the Companies Act, 2013) and the Articles of Association of the Company Mr. Sanjay Mittal as an additional director of the Company with effect from 25th September, 2013.

In term of the provision of section 260 of Companies Act, 1956 (now section 161 (1) of the Companies Act, 2013), Mr. Sanjay Mittal would hold office upto the date of the ensuing Annual General Meeting.

The Company has received a notice in writing from a member along with the deposit of requisite amount under section 160 of the Act proposing the candidature of Mr. Sanjay Mittal for the office of Director of the Company. Mr. Sanjay Mittal is not disqualified from being appointed as a Director in term of section 164 of the Act and has given his consent to act as a Director.

Mr. Sanjay Mittal is aged about 49 years, is a B.Com, ICAI (Inter) and has 25 years of industrial experience in Accounts, Taxation and Management, keeping his vast experience and knowledge it will be in the interest of the Company.

The above may be treated as a written memorandum setting out the terms of appointment of Mr Sanjay Mittal under section 190 of the Act,

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the above said resolution.

The Board commends the Ordinary Resolution set out at Item No. 8 of the Notice for approval by the shareholders.

Item no. 9.

The Board of Directors in their meeting held on 25th September, 2013 has, subject to approval of members appointed Mr. Sanjay Mittal (DIN: 01327274) as Whole Time Director of the Company for a period of 5 (Five) years w.e.f 25th September, 2013. Mr. Sanjay Mittal is aged about 49 years, is a B.Com, ICAI (Inter) and has 25 years of industrial experience in Accounts, Taxation and Management.

The principal terms of appointment are as under:-

Basic Salary

1. Rs. 2,40,000/- per month with an annual increment as per the policy of the Company subject to maximum of Rs. 15,000/- per month for a year.

2. (A) Perquisites and Allowances

   (i) House Rent and other Allowance: Rs. 45,000/- per month and with an increase therein as per the rules of the Company.

   (ii) Ex-Gratia payment for each year as per policy of the company subject to a maximum of 20 percent of the basic salary earned during the preceding year.

   (iii) Leave Travel Allowance for self and family subject to a ceiling of one month's basic salary in a year in accordance with the rules of the Company.

   (iv) Medical reimbursement for the expenses incurred for self and family subject to a ceiling of one month's basic salary in a year.

   (v) Payment, if any, upto Rs.12,00,000/- (Twelve Lacs) in a financial year on account of performance based incentive as per policy of the Company .

   (B) The perquisites as above shall be evaluated as per Income-tax Rules wherever applicable. In the absence of any such rules, perquisites shall be evaluated at actual cost. Provision for use of Company's Car for official duties, Reimbursement of Conveyance, Maintenance and Driver Expenses under the Car Scheme of the Company and Telephone at residence (including payment for local calls and long distance official calls) shall not be included in the computation of perquisites.

   (C) Company's contribution to provident fund to the extent, the same is not taxable under the Income-Tax Act Gratuity payable as per the rules of the Company and Encashment of leave at the end of the tenure shall not be included in the computation of limits for the remuneration or perquisites aforesaid.

3. Notwithstanding anything to the contrary herein contained where in any financial year, during the currency of the tenure of the appointee, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites as specified in Section II of Part II of Schedule-V to the Companies Act, 2013, as may be amended from time to time.

4. If at any time the appointee ceases to be a Director of the Company for any cause whatsoever, he shall cease to be Whole Time Director as the case may be.

5. The terms and conditions of said appointment may be altered and varied in such manner as may be agreed to between

the Board of Directors and appointee.

6. In compliance with the provisions of Section 196 and 197 of the Companies Act, 2013, the terms of remuneration specified above are now being placed before the General Meeting for your approval.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the above said resolution.

The Board commends the Ordinary Resolution set out at Item No. 9 of the Notice for approval by the shareholders.

Item no. 10.

The Board of Directors of the Company has appointed pursuant to the provision of section 260 of Companies Act, 1956 (now section 161 (1) of the Companies Act, 2013) and the Articles of Association of the Company Ms. Sumita Dhingra as an additional director of the Company with effect from 19th July, 2013.

In term of the provision of section 260 of Companies Act, 1956 (now section 161 (1) of the Companies Act, 2013), Ms. Sumita Dhingra would hold office upto the date of the ensuing Annual General Meeting.

The Company has received a notice in writing from a member along with the deposit of requisite amount under section 160 of the Act proposing the candidature of Ms. Sumita Dhingra for the office of Director of the Company. Ms. Sumita Dhingra is not disqualified from being appointed as a Director in term of section 164 of the Act and has given his consent to act as a Director.

Ms. Sumita Dhingra is aged about 39 years, is a B.A, PGDBM and has 17 years of experience in Purchasing, Supply Chain Management, Logistics, Commercial Operations & Inventory Management, keeping her vast experience and knowledge it will be in the interest of the Company.

The above may be treated as a written memorandum setting out the terms of appointment of Ms. Sumita Dhingra under section 190 of the Act,

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the above said resolution.

The Board commends the Ordinary Resolution set out at Item No. 10 of the Notice for approval by the shareholders.

Item no. 11.

The Board of Directors in their meeting held on 19th July, 2014 has, subject to approval of members appointed Ms. Sumita Dhingra (DIN: 06929317) as Whole Time Director of the Company for a period of 5 (Five) years w.e.f 19 July, 2014. Ms. Sumita Dhingra is aged about 39 years, is a B.A, PGDBM and has 17 years of experience in Purchasing, Supply Chain Management, Logistics, Commercial Operations & Inventory Management,.

The principal terms of appointment are as under:-

Basic Salary

1. Rs. 1,13,000/- per month with an annual increment as per the policy of the Company subject to maximum of Rs. 15,000/- per month for a year.

2. (A) Perquisites and Allowances

   (i) House Rent and other Allowance: Rs. 74,000/- per month and with an increase therein as per the rules of the Company.

   (ii) Ex- Gratia payment for each year as per policy of the company subject to a maximum of 20 percent of the basic salary earned during the preceding year.

   (iii) Leave Travel Allowance for self and family subject to a ceiling of one month's basic salary in a year in accordance with the rules of the Company.

   (iv) Medical reimbursement for the expenses incurred for self and family subject to a ceiling of one month's basic salary in a year.

   (v) Payment, if any, upto Rs.12,00,000/- (Twelve Lacs) in a financial year on account of performance based incentive as per policy of the Company .

(B) The perquisites as above shall be evaluated as per Income-tax Rules wherever applicable. In the absence of any such rules, perquisites shall be evaluated at actual cost. Provision for use of Company's Car for official duties, Reimbursement of Conveyance, Maintenance and Driver Expenses under the Car Scheme of the Company and Telephone at residence (including payment for local calls and long distance official calls) shall not be included in the computation of perquisites.

(C) Company's contribution to provident fund to the extent, the same is not taxable under the Income-Tax Act Gratuity payable as per the rules of the Company and Encashment of leave at the end of the tenure shall not be included in the computation of limits for the remuneration or perquisites aforesaid.

3. Notwithstanding anything to the contrary herein contained where in any financial year, during the currency of the tenure of the appointee, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites as specified in Section II of Part II of Schedule-V to the Companies Act, 2013, as may be amended from time to time.

4. If at any time the appointee ceases to be a Director of the Company for any cause whatsoever, he shall cease to be Whole Time Director as the case may be.

5. The terms and conditions of said appointment may be altered and varied in such manner as may be agreed to between the Board of Directors and appointee.

6. In compliance with the provisions of Section 196 and 197 of the Companies Act, 2013, the terms of remuneration specified above are now being placed before the General Meeting for your approval.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the above said resolution.

The Board commends the Ordinary Resolution set out at Item No. 11 of the Notice for approval by the shareholders.

Item no. 12, 13 and 14

Pursuant to Section 186 of the Companies Act, 2013 (Act) and the Companies (meeting of Board and its Power) Rules, 2014, the Board of Directors is authorized to give loan, guarantee and provide security in connection with a loan to any person or other body corporate, or acquire by way of subscription, purchase or otherwise, the securities including shares, debenture etc. of any other body corporate upto an amount the aggregate of which should not exceed 60% of the paidup capital, free reserve and security premium account or 100 % of free reserve and security premium account of the Company, whichever is higher. In case the above limits are exceeded then, prior approval of shareholders by way of special resolution will be required.

Your Company is operating in growing business environment and it may be required in future to make investments, to give loans, guarantee or provide securities at any point of time as the requirement arise within or outside the group companies. It is therefore proposed to authorize Board of Directors to make investments, to give loans or provide guarantee or securities up to an amount as follows;

(i) Investment up to Rs. 20 crore (Rupees twenty crore only) in Jindal India Thermal Power Limited, a group company setting up a Coal based Thermal Power Plant (2 X 600 MW) at Derang, Distt Angul, Odisha.

(ii) Investment upto Rs.50 crore (Rupees fifty crore only) in Global Nonwovens Limited, a subsidiary of your company which is setting up a greenfield manufacturing unit of nonwoven products with SSMMXS line with annual capacity of 18,000 metric tons per annum at Nasik, Maharastra.

(iii) Investment in Joint Ventures / Wholly Owned Subsidiaries / Subsidiaries / Associate(s) / Group / Other Company(ies), both domestic and overseas, upto Rs.500 crore (Rupees five hundred crore only).

The Board of Directors had, in its meeting held on 19th July, 2014 considered and approved, subject to the approval of shareholders, this proposal and recommend resolution no.12, 13 and 14 of the accompanying Notice to shareholders for their approval by way of special resolutions.

The above limits will be in addition to existing Loans, Investments, Guarantees and Securities made by the Company till date.

Except the Directors and key managerial personnel or their relatives who may be concerned or interested, financial or otherwise, by way of directorship/shareholding or in any other manner in one or more companies/ body corporate as described in the said resolutions, no other Directors or Key managerial personnel or their relatives is concerned or interested in the above said resolutions.

The Board commends the Special Resolutions set out at Item Nos. 12,13 and 14 of the Notice for approval by the shareholders.

Details of the Directors seeking Appointment / re-appointment in Annual General Meeting fixed on 20th September, 2014.

Name of the Directors	**Mr. Rashid Jilani**	**Mr. R.K. Pandey**	**Mr. Sanjay Mittal**
Director Identification Number (DIN)	00010624	00190017	01327274
Date of Birth	08/10/1941	20/01/1940	17/10/1964
Date of Appointment	29/09/2012	24/09/2011	25/09/2013
Expertise in specific functional area	44 years experience in Banking and finance. Former CMD of Punjab National Bank.	45 years experience in Finance. Former Executive Director of Delhi Stock Exchange.	25 years of experience in Accounts, Taxation and Management.
Qualification	M.Com, CAIIB.	M.Com, LLB, FCS	B.Com, CA (Inter)
List of outside Directorship	1. Jindal India Thermal Power Limited 2. Jindal India Powertech Limited 3. Jindal Poly Investment and Finance Company Limited	1. Precise Laboratories Pvt. Ltd 2. British Health Product (India) Ltd 3. PTC Industries Limited 4. Hanung Toy and Textile Limited 5. Shree Rajasthan Syntex Limited 6. Welcure Drugs and Pharmacutical Ltd 7. Ricoh India Limited 8. Kamdhenu Ispat Limited 9. Morgan Venture Limited 10. Sanghi industries Limited 11. Jaypee Uttar Bharat Vikas Pvt. Ltd 12. Kanpur Fertilizer and Cement Limited 13. Andhra Cement Limited 14. SterenImpex Pvt. Ltd 15. Jaypee Devlopment Corporation Limited 16. Jindal Poly Investment and Finance Company Limited	NIL
Committee Membership of Company*	1. Audit Committee 2. Shareholder Committee	1. Audit Committee	NIL

Committee Membership of Other Companies	Chairman Audit Committee - Jindal India Thermal Power Limited Chairman Remuneration Committee - Jindal India Thermal Power Limited Chairman Audit Committee - Jindal Poly Invment and Finance Company Limited Chairman Shareholder Grievance Comm-ttee - Jindal Poly Investment and Finance Company Limited Chairman Audit Committee - Jindal India Powertech Limited	Chairman Audit Committee - Hanung Toy and Textile Limited Chairman Audit Committee - Welcure Drugs and Pharmaceutical Limited Member Audit Committee PTC Industries Limited Member Audit Committee - Ricoh India Limited Member Audit Committee - Kamdhenu Ispat Limited.	NIL
Shareholding in the Company	NIL	NIL	NIL

Name of the Directors	**Mr. Hemant Sharma**	**Mr. Jagdish Prasad Mohta**	**Ms. Sumita Dhingra**
Director Identification Number (DIN)	05235723	00006478	06929317
Date of Birth	23/04/1963	30/09/1959	22/06/1975
Date of Appointment	19/07/2014	19/07/2014	19/07/2014
Expertise in specific functional area	28 year of experience in sales, marketing, strategic business development, operation and restructuring	30 years of experience in finance, accounts, auditing, commercial and corporate matter	**17 years** of experience in Purchasing, Supply Chain Management, Logistics, Commercial Operations & Inventory Management
Qualification	B.Text. Hons (Textile) and MBA (Marketing)	FCA	B. A., PGDBM
List of outside Directorship	1. Jindal Films India Limited 2. Jindal Poly Investment and Finance Company Limited	NIL	NIL
Committee Membership of Company*	1. Shareholder Committee	1. Audit Committee 2. Shareholders Committee	NIL
Committee Membership of Other Companies	NIL	NIL	NIL
Shareholding in the Company	NIL	NIL	NIL

CIN:L17111UP1974PLC003979

REPORT ON CORPORATE GOVERNANCE

Your company has complied in all material aspects with the features of Corporate Governance Code as per Clause 49 of the Listing Agreements with the Stock Exchanges.

The Status of the Corporate Governance Code of the Listing Agreement by Jindal Poly Films Ltd (JPFL) is given below:-

A. MANDATORY REQUIREMENTS

1. Company's Philosophy on Corporate Governance

The foremost principles of the Corporate Philosophy of JPFL can be summarised as follows:-

Vision

"To be an acknowledged Leader in terms of maximizing stakeholder value, profitability and growth by being a financially strong, customer friendly, progressive Organisation."

Values

Openness and transparency
Integrity and Honesty
Dedication & Commitment
Creativity and teamwork
Mutual Trust & Appreciation
Pursuit of Excellence

2. Board of Directors

JPFL has a broad based Board of Directors with two Non-promoter Executive Directors, one Non-promoter Non-Executive Director and Three Non-promoter & Non- Executive Independent Directors. The Board elects its Chairman at its meetings.

The members of the Board possess adequate experience, expertise and skills necessary to manage the affairs of the company in the most efficient manner.

The constitution of the Board as on 19th July, 2014 is given below:-

Director	Executive/Non Executive	No. of Other Directorships	Membership of Total Board Committees
Mr. Sanjay Mittal	Executive	0	0
Ms. Sumita Dhingra	Executive	0	0
Mr. Rashid Jilani	Non-Executive & Independent	3	7
Mr. R.K. Pandey	Non-Executive & Independent	16	6
Mr. Jagdish Prasad Mohta	Non-Executive & Independent	1	2
Mr. Hemant Sharma	Non Executive	2	1

3. Attendance of Directors at the Board Meetings and Annual General Meeting

The Board of Directors of the Company met eleven times during the financial year 2013-14 on the following dates:

3/5/2013, 29/5/2013, 20/7/2013, 4/9/2013, 25/9/2013, 10/10/2013, 13/11/2013, 20/12/2013, 1/2/2014, 18/2/2014 and 24/2/2014.

For every Board Meeting the agenda papers along with explanatory notes are distributed in advance to the Board Members. The Company place before the Board the Minutes of Committees of the Board, Annual Operating Plans, Budgets and all other information including those specified under clause 49 of the Listing agreement.

The attendance of the Board members at the Board Meetings as above and in the last AGM were as under:

Name of Directors	Attendance No. of Meetings held during the tenure of Directors		Last AGM
	Held	Attended	Attended
Mr. Rashid Jilani	11	11	No
Mr. R.K. Pandey	11	10	Yes
Mr. Jogesh Bansal	11	3	No
Mr. Hemant Sharma (upto 28/2/2014)	11	6	No
Mr. Samir Banerjee (upto 24/9/2013)	4	4	Yes
Mr. Rathi Binod Pal	11	8	No
Mr. Sanjay Mittal (wef 25/9/2013)	6	5	NA
Mr.I Chandrakantha Rao (wef 1/3/2014)	0	0	NA

4. Committee of Directors

The following Committees of the Board of Directors of the company have been constituted.

a) Audit Committee

The Audit Committee consists of three independent Directors viz.

i) Mr. Rashid Jilani Chairman

ii) Mr. R.K. Pandey Member

iii) Mr. Jagdish Prasad Mohta Member

Mr. Ajit Mishra, Company Secretary acts as Secretary to the Committee. The Term of Reference of the Committee are in conformity with the provisions of Section 177 of the Companies Act, 2013 and Clause 49 of the Listing Agreements with the Stock Exchanges. The broad terms of reference of Audit Committee are as under:-

- Review of Quarterly/Half Yearly Un-audited /Annual Results
- Review of Quarterly Internal Audit Report and Internal Control Systems.
- Review with Internal Auditors and significant findings and follow up thereon.
- Recommending the appointment/re-appointment of Auditors, fixation of Audit Fees.
- Review of Annual Financial Statements.
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company
- Review and monitor the auditor's independence and performance and effectiveness of audit process
- Approval of transaction with related parties
- Review the functioning of the Whistle Blower mechanism
- Scrutiny inter-corporate loans and investment

During the financial year Audit committee met five time and the gap between two meetings did not exceed four months. The date on which audit committee meetings were held were: 29/5/2013, 20/7/2013, 13/11/2013, 20/12/2013 and 24/2/2014. Necessary quorum were present at the above meetings. Mr. R.K. Pandey members of audit committee was present at the Annual General Meeting of the Company held on 20th September, 2013.

The details of the meetings attended by the members of the committee during the financial year 2013-14 are as under:

Name	Designation	Profession	Committee Meetings attended
Mr. Rashid Jilani	Chairman	Consultant	5 (Five)
Mr. Jogesh Bansal	Member	Business	1 (One)
Mr. R.K.Pandey	Member	Consultant	5 (Five)

(b) Shareholders Committee

The Board has constituted a Shareholders Committee which monitors share transfers, transmissions, splits, consolidation and also redressal of shareholders and investor grievances. All shares are transferred within 15 days from the date of receipt. Investor grievances are resolved to the extent possible within one week. The committee consists of–

i) Mr. Rashid Jilani Chairman

ii) Mr. Jagdish Prasad Mohta Member

iii) Mr. Hemant Sharma Member

Mr. Ajit Mishra, Company Secretary, is the Compliance Officer.

The total numbers of shares transferred during the year 2013-14 were 900 Equity Shares and rejection for transfers were 1200 Equity Shares.

The total number of complaints received during the year 2013-14 were 14 and as on 31/03/2014, there was NIL complaint pending.

c) Remuneration of Directors

The Non-Executive Directors are paid sitting fees for attending the meetings of Board of Directors and Audit Committee. The Company do not pay sitting fees for any other committee meetings. The remuneration of Executive/ Whole Time Directors are approved at the meetings of Board of Directors of the Company and by shareholders.

Details of Remuneration paid to all the Directors for the period 1st April, 2013 to 31st March, 2014:

(Amount in Rs.)

Name of the Director	Mr. Samir Banerjee	Mr. Rathi Binod Pal	Mr. Hemant Sharma	Mr. Sanjay Mittal	Mr. I Chandera kantha Rao	Mr. Rashid Jilani	Mr. R.K. Pandey	Mr. Jogesh Bansal
Designation	Whole Time Director Upto 24.09.2013	Whole Time Director	Whole Time Director Upto 28.02.2014	Whole Time Director (Wef. 25.9.2013)	Whole Time Director (Wef. 1.03.2014)	Independent Director	Independent Director	Independent Director
Sitting fee	—	—	—	—	—	48,000	45,000	15,000
Salary	14,83,713	27,44,628	26,28,000	14,88,000	3,50,000	—	—	—
Allowances	1,62,837	15,77,381		8,69,977	1,98,333	—	—	—
Perquisite	6,16,407	8,40,830	11,99,010	8,75,522	1,04,810	—	—	—
Exgratia	3,89,880	5,18,203	6,52,800	5,27,600	—	—	—	—
Provident fund contribution	7,020	9,360	7,020	5,460	780	—	—	—
Stock option granted during the year	—	—		—	—	—	—	—
TOTAL	26,59,857	56,90,402	44,86,830	37,66,559	6,53,923	48,000	45,000	15,000

5. General Body Meetings

The place and time of the Annual General Meetings held during the last 3 years are as follows:-

Annual General Meeting (AGM)	Date	Time	Venue	No. of Special Resolutions Passed
37th AGM	24/09/2011	11.30AM	19th K.M. Hapur-Bulandshahr Road, P.O. Gulaothi, Distt. Bulandshahr, U.P.	One
38th AGM	29/09/2012	11.30AM	19th K.M. Hapur-Bulandshahr Road, P.O. Gulaothi, Distt. Bulandshahr, U.P.	Nil
39th AGM	20/09/2013	11.30AM	19th K.M. Hapur-Bulandshahr Road, P.O. Gulaothi, Distt. Bulandshahr, U.P.	One

Note: 1) Five Special resolutions were passed on 29th November, 2013 by way of postal ballot process.

6. Disclosure on materially significant related party transactions

No transaction of material nature has been entered into by the company with Directors or Management and their relatives etc. that may have a potential conflict with the interest of the company. The Register of contracts containing transactions, if any, in which Directors are interested, is placed before the Board regularly.

Transactions with the related parties are disclosed as required by Accounting Standard (AS-18) in the notes to the accounts in this Annual Report.

7. Details of non compliance by the Company, penalties and strictures imposed on the Company by the Stock Exchanges or SEBI or any statutory authority on the matter related to capital markets, during the last three years.

There has been no instances of non-compliance by the Company on any matter related to capital markets.

8. **Whistle Blower Policy**

The company has adopted a proper procedure in this regard. Employees can report to the management their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct. Further, no personnel has been denied access to the Audit Committee.

9. Details of compliance with mandatory requirements and adoption of the non mandatory requirements of this clause.

The Company has complied with all the mandatory requirements on the report of corporate governance. The Company has not adopted the non-mandatory requirements as specified in annexure ID of the Listing agreement.

10. **Code of Conduct for Directors and Senior Executives**

In line with the clause 49 of the listing agreement, the Company has adopted a Code of Conduct for its Directors and Senior Executives. The Code has also been posted on the Company's website.

Certificate of code of conduct

Declaration

This is to certify that the Company has laid down a code of conduct (the code) for all Board Members and senior management personnel of the Company and a copy of the code is put on the web site of the Company viz. **www.jindalpoly.com**.

It is certified further that the Directors and Senior Management have affirmed their compliance with the code for the year ended 31st March, 2014.

Sd/-
Sanjay Mittal
Whole Time Director

Place: New Delhi
Date : 19th July, 2014

11.Certification on Financial Statements and Internal Controls

A certificate duly signed by the Whole Time Directors of the Company relating to financial statements and internal controls and internal control systems for financial reporting as per the format provided in amended clause 49 of the listing agreement was placed before the Board and is given in this Annual Report.

12.Accounting Treatment

The Company has followed the guidelines of Accounting Standards laid down by the Institute of Chartered Accountants of India (ICAI) in the preparation of its financial statements.

13.Risk Management

The company has laid down procedures to inform Board members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that executive management controls risk through means of a properly defined framework.

14.Means of Communication

This is being done through submission of quarterly results to the stock exchanges in accordance with the listing agreement and publication in the leading newspapers like Business Standard (English and Hindi editions). Press releases are also issued time to time. The quarterly financial result and press release about the Performance of the Company are also filed with stock exchanges and displayed on company's website www.**jindalpoly.com.**

15. Management Discussion and Analysis Form part of this Annual Report

16. General Shareholder Information

a) Annual General Meeting

– Date and Time: Saturday, 20th September, 2014 at 11.30 AM.

– Venue: 19th K.M. Hapur-Bulandshahr Road, P.O.: Gulaothi, Distt. Bulandshahr, (U.P.)

b) Financial Calendar

i) Quarterly Financial Reporting (Tentative & subject to change)

Quarter ended June 30, 2014	Second week of August, 2014
Quarter ending September 30, 2014	Second week of November, 2014
Quarter ending December 31, 2014	Second week of February, 2015
Quarter ending March 31, 2015	Last week of May 2015

ii) Annual General Meeting

(For the year ending March 31, 2015) In August/September 2015.

c) Date of Book Closure Monday 15th September, 2014 to Saturday 20th September, 2014 (both days inclusive).

d) Listing on Stock Exchange & Stock Code

i) National Stock Exchange of India Ltd., (NSE) "Exchange Plaza" Bandra – Kurla Complex, Bandra – East, Mumbai – 400 051 Trading Symbol -JINDALPOLY

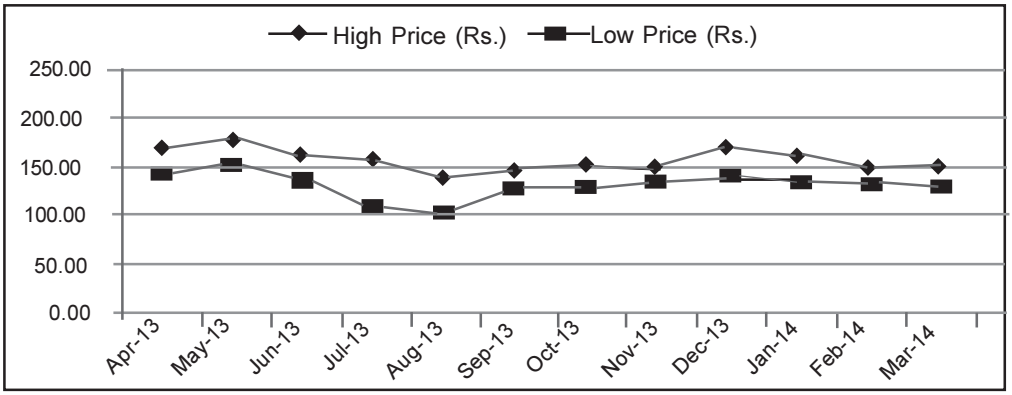
ii) BSE Limited,(BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 00, Scrip Code – 500227

e) Payment of Listing Fee The Company has paid in full the Annual listing fees to the Stock Exchanges for the year 2014-15.

f) Stock Market Data (on NSE) National Stock Exchange, Mumbai

JINDAL POLY FILMS LIMITED
NSE PRICE FROM 01.04.2013 TO 31.03.2014

Month	High Price (Rs.)	Low Price (Rs.)	Total Traded Quantity (Nos.)
April, 13	168.5	143.85	1553756
May, 13	180.85	151.95	2487833
June, 13	163.80	139.10	1742663
July, 13	158.35	109.95	633438
Aug., 13	138.55	104.05	404807
Sep., 13	145.90	128.25	743187
Oct., 13	153.20	129.95	1216109
Nov., 13	152.85	135.10	981528
Dec., 13	170.45	141.50	4190341
Jan., 14	162.40	136.35	861376
Feb., 14	149.65	134.10	357917
Mar., 14	149.80	131.10	791681



NSE Price List

g) Registrar and Share Transfer Agents

In Physical and Electronic Mode
Karvy Computershare Pvt. Ltd.
(Unit: Jindal Poly Films Ltd)
Plot Number 17-24 Vittal Rao Nagar, Madhapur, Hyderabad 500081
Tel. No.040-2342 0815-820 Fax 040-23420814
Email:einward.risk@karvy.com

h) Share Transfer System

The shares sent for physical transfer are registered within a period of 15 days from the date of receipt, provided the documents are clear in all respects. The shareholders committee meets after every 15 days or as often as required.

i) Distribution of Shareholding as on 31st March, 2014

Slab of Shareholding	No. of holders	% of holders	No of Shares	% of Shares
Upto – 5000	31667	99.40	5224831	12.43
5001 – 10000	84	0.26	588916	1.40
10001 – 20000	42	0.13	629022	1.50
20001 – 30000	18	0.06	426431	1.01
30001 – 40000	5	0.02	181150	0.43
40001 – 50000	9	0.03	431339	1.03
50001 – 100000	14	0.04	1001280	2.38
100001 & Above	19	0.06	33564745	79.82
Total	31858	100.00	42047713	100

j) Dematerialisation of Shares

As on 31st March, 2014 4,16,84,972 shares (99.14% of the total number of shares) are in dematerialized form. The company's share are compulsorily traded in dematerialized form.

k) **Plant Locations**

1. 19th K.M. Hapur-Bulandshahr Road, P.O. Gulaothi, Distt. Bulandshahr (U.P.)
2. 28th K.M., Nasik-Mumbai Highway, Vill. Mundegaon, Igatpuri Distt. Nasik, Maharashtra.
3. 160/17, Amboli Road, Vill. Kala, Khanvel, Silvassa (UT of D&N)

l) **Address for Correspondence**

Mr. Ajit Mishra
Company Secretary
Plot No. 12, Sector B-1, Vasant Kunj,
Local Shopping Complex New Delhi – 110070.
Tel : 91-11-26139256
Fax : 91-11-26125739
e-mail : cs_jpoly@jindalgroup.com
Website : www.jindalpoly.com

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

TO
THE MEMBERS OF
M/S JINDAL POLY FILMS LIMITED

We have examined the compliance of conditions of corporate governance by **M/S JINDAL POLY FILMS LIMITED** for the year ended on 31st March 2014, as stipulated in Clause 49 of the Listing Agreements of the said Company with the stock exchanges. The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreements.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we have to state that as per the records maintained by the Company, no investor grievance is pending for a period exceeding one month.

We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Kanodia Sanyal & Associates
Chartered Accountants
(R.K. Kanodia)
Partner
Membership No.016121

Place : New Delhi
Dated: 30th May, 2014

CERTIFICATION

We, Rathi Binod Pal and Sanjay Mittal, Whole Time Directors of Jindal Poly Films Limited, to the best of our knowledge and belief, certify that:

1. We have reviewed the Balance Sheet and profit and loss account, and all its schedules and notes to accounts, as well as the cash flow statements and the Directors' Report for the financial year 2013-14.
2. Based on our knowledge and information, these statements do not contain any untrue statement of a material fact or omit to state a material fact or contain statements that might be misleading.
3. Based on our knowledge and information, the financial statements, and other financial information included in this report, present in all material respects, a true and fair view of the company's affairs, and are in compliance with the existing accounting standards and / or applicable laws and regulations.
4. To the best of our knowledge and belief, no transactions entered into by the Company during the year are fraudulent, illegal or violative of the Company's code of conduct.
5. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness for the internal control system of the Company pertaining to financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware, have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
6. (a) There has not been any significant change in internal control over financial reporting during the year under reference.
   (b) There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and
   (c) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place: New Delhi
Date 30th May, 2014

(Rathi Binod Pal)
Whole Time Director

(Sanjay Mittal)
Whole Time Director

MANAGEMENT DISCUSSION & ANALYSIS

Overview

Jindal Poly Films Limited (JPFL) is a leading producer of high performance Polyester and BOPP films (plain and metallized) mainly used for the flexible packaging industry. The Company's manufacturing facility at Nasik is the world's single largest location factory for producing these plastic films. The Company's manufacturing units are amongst the most modern facilities available and are capable of producing high quality products. In October 2013, Jindal Poly Films Limited acquired the BOPP films division of ExxonMobil to emerge as the largest producer of BOPP films in the world with a combined capacity of 4,45,000 TPA ExxonMobil is known globally as a reputed manufacturer of BOPP films for food packaging and for labels. Now the Company has five manufacturing locations – two in U.S.A. and three in Europe in Itly, Belgium and Netherlands. They are leading suppliers of speciality BOPP films and tap coated BOPP films to the leading global brand owner in food, beverage and confectionery.

INDUSTRY, STRUCTURE & DEVELOPMENTS

Flexible Packaging Film

Flexible packaging typically includes materials such as plastic films, paper and aluminum foil. Over the years, BOPET Film and BOPP Film (forms of plastic-based flexible packaging film) have become the preferred choice for packaging consumer articles including food, personal products and clothing. Besides such films, JPFL also offers a range of metallised and coated film products to its customers for increased barrier properties.

JPFL is the leading producer of flexible packaging films in the country. The Company also maintains a strong presence as a key exporter to several countries. Flexible packaging film follows a business-to-business model, supplying base film to key converters/processors - who in turn sell the value added product to customers.

BOPET Film

BOPET Film is a versatile product broadly classified according to thickness of the film. Thick Films (50-350 microns in thickness) find application in photographic/X-ray, electronics, printing, textile, pre-press back up films, for photo voltaic cells used for generating solar power and office supplies, motor insulations photopolymer plates and document lamination. Thin Films (10-36 microns in thickness) are used in flexible packaging metallic yarn, cables, transformers, capacitors, audio/video tape, hot stamping foils, release films, decorative ribbons and labels.

JPFL has recently launched an opaque white polyester film with an off line coating on both sides to replace paper in the photographic printing industry. This film is increasingly finding popularity in the photo album segment. The Company's opaque white films have made significant entry in the label face stock application for the replacing paper

JPFL has a capacity to manufacture 1,27,000 TPA of BOPET Film, in the current financial year 2013-14.

BOPP Film

Better moisture retention properties render BOPP Film more suitable for food products like snack foods, biscuits, pasta, dried foods and woven polypropylene bags. Further, BOPP Film also finds application in over wrapping of cigarettes, C.Ds, cassettes perfume cartoons wrapping cigarette cartons, ready-made garment bags, adhesive tapes and print lamination.

The market for BOPP Film in India, unlike the rest of the world is underdeveloped, due to existence of popular low quality, cheap alternative in the form of TQPP (Tubular Quenched Polypropylene Film) which is being replaced by BOPP. Growing preference for premium and sophisticated packaging however is driving growth in India with increased availability of BOPP, TQPP is being fast replaced by BOPP.

JPFL has a capacity to manufacture 2,10,000 TPA of BOPP Film, in the current financial year 2013-14.

Metallised Films

Vacuum deposition of Aluminium on BOPET and BOPP films increases the barrier properties of such films. Besides flexible packaging metallised BOPET films is used for metallic yarn. Metallised BOPP is widely used for gift wrapping. In the last few years metallised polyester film has found application in sequins for the textile industry for sarees and dress material for women's wear. However the largest application of metalized BOPET and BOPP films continue to be in the flexible packaging segment.

Coated Films

PVDC coated BOPP and BOPET films are used in the flexible packaging industry. The Company has a capacity of 4500 TPA to manufacture PVDC, Acrylic and LTS coated films. During the current financial year the Company's silicon coating and other coated films have found wide range of applications in the label stock and flexible packaging industry. The Company expects to

enhance capacity utilization in 2014-15. Acrylic coated BOPP films has been developed by the Company which is replacing import in the bottle label applicaton.

Polyester Chips

JPFL has the in-house ability to manufacture polyester (BOPET) chips as per the product requirement, for its BOPET Film business. The Company has installed capacity of 1,76,400 TPA at Nashik, Maharashtra.

OPPORTUNITIES AND THREATS

BOPET Film

The company produces both types of BOPET Films (thin 8-36 microns) and thick (50-350- microns). Thin BOPET films constitute nearly three fourth of the worlds consumption of BOPET films and is mainly used in packaging. Industrial and electrical uses constituting over 90% of global consumption. The use in high end segments like imaging and magnetic media has reduced to below 10% owing to development of digital technology.

Flexible packaging improves the shelf life of products while increasing its product appeal. Increase in purchasing power in the developing countries has resulted in a significant rise in per capita consumption of flexible packaging materials. Asia (excluding Japan and Korea) has emerged as the largest market for BOPET films accounting for nearly 50% of the world consumption.

However the penetration of flexible packaging in the developing economies in Asia is still low and huge opportunities exist for growth with the increase in organized retail, small serve packs and increasing consumerism all requiring better and attractive packaging.

The recession of 2008 witnessed closing down of capacities in Western Europe and U.S.A. coupled with the shift in demand. On the supply side most of the new capacities were added in the low cost developing countries, primarily in Asia. From January, 2010, the effects of the closing of capacities were felt and prices of thin BOPET films started rising in the international markets. By April/May revival of demand in recession hit economies was observed and a perceived shortage in availability was established in all parts of the world including China and India. In the next few months prices of thin BOPET films more than doubled without any significant change in new material costs. By November prices started to come down but still ruled at above normal levels till the end of the year March 2011. However, the situation changed in the financial year 2011-12 and price continued to drop for BOPET films to reach level even below 2009-10 prices. This was owing to capacity increase in many part of Asia and also in India, without corresponding increase in demand. This trend prevailed in the year 2013-14 also. The 2014-15 is expected to see an improvement of price for both BOPET and BOPP.

Thick BOPET films experienced increased demand from new products like flat panel displays, LCD films and from Photo Voltaic panels. However the production of these high end products was limited to established producers in U.S.A., Europe, Japan and Korea. Penetration into China and India has not yet happened, but is expected in the next few years.

BOPP Films

The global BOPP industry is dominated by China which accounts for nearly 40% of the global capacity and consumption. The capacity utilization in China has been around 70% for the last few years. The Chinese market itself is growing at an average rate of around 8% p.a. It is also observed that Chinese cost is increasing compared to previous years largely due to reduction in subsidies. This has allowed prices of JPFL's products to increase both in the domestic and international market.

With the acquisition of ExxonMobil Chemical's Global BOPP Film business, your Company will add to its portfolio a range of premium products, Industry leading technology and R & D with capable and experienced workforce

The domestic market is enjoying good growth aided by the growth of the flexible packaging and textile packaging.

SEGMENT PERFORMANCE

Flexible Packaging Film

The flexible packaging gross turnover has increased from 2410.55 crore (2012-13) to 2848.50 crore (2013-14) which is mainly attributable to demand in BOPET films price.

OUTLOOK

Flexible Packaging Film

India is leading the growth in the global flexible packaging films, growing at above 12% per annum over the last few years. This growth is powered by increased penetration of packaged food and personal products in to the semi urban and rural segment. In tier 2 and tier 3 cities, the average pack sizes are usually smaller than the pack sizes in tier 1 cities. This results in increased use of flexible packaging consumption in the FMCG industry. As the Government is increasing its spending in the rural economy, increased demand for FMCG products is experienced in the hinter lands of India. The growth is likely to intensify in the next 2 – 3 years.

Growth in the flexible packaging industry is also aided by increase in the export of packaging material to high cost countries in Europe and the U.S.A.

BOPET Films

Over the last ten years, the dominance of the four leading producers – TORAY, DUPONT-TEIJIN, MITSUBISHI and SKC has been challenged by a new emerging breed of producers in India and China. These companies including Jindal Poly Films have identified an opportunity to gain market position through investment in low cost and highly efficient modern thin film extrusion plants and in doing so, have found their way in to the exclusive club of large producers.

BOPP Films

The BOPP film market in India is increasing owing to increased consumption in food packaging and large growth in textile packaging. Almost two thirds of the world's production of BOPP is consumed in food packaging. In India the consumption for food packaging is only one third of production. This gap is rapidly being bridged as the customers are increasing displaying a strong preference for hygienically packed food products. Combined with a robust growth in ready to wear apparels, the Indian BOPP film industry is expected to grow at over 15% per annum over the next 3 years.

RISKS & CONCERNS

Input costs

The largest component of costs involved in making flexible packaging film is attributable to raw materials. The BOPET chips used to make BOPET Film as well as the polymers that go into producing BOPP Film are derived from petroleum. Given the volatile trend in crude oil and demand for polymers for competing applications the pressure on input costs can be expected to fluctuate. Flexible packaging film makers have thus far been able to pass on these costs to end consumers and are expected to do so in the foreseeable future.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

JPFL employs stringent controls to ensure the safety of its asset base against loss and misuse. Further, enterprise wide adherence to corporate governance best practices is achieved through a combination of internal audits, management reviews and audit committee. The Company is thus able to secure and validate its business transactions on an ongoing basis and thereby maintain the accuracy of its financial records and the safety of its property.

FINANCIAL PERFORMANCE

Jindal Poly Films reported a gross revenue of Rs. 2848.50 crores as compared to Rs. 2410.55 crores in previous year. The Profit After Tax stood at Rs. 83.29 crores (last year Rs. 18.46 crore) giving an EPS of Rs. 19.8 (last year was 2.01)

HUMAN RESOURCES & INDUSTRIAL RELATIONS

Today, intense competition between products and services of uniformly high quality is the norm of the day. Even the latest and modern machinery with most competent technical backup does not ensure success against fierce competitions. That is precisely why we have built our growth plans on the premises that our manpower resources are our most valuable assets. All other resource have to be acted upon by this resource for their value to be realized.

All our efforts in human resource development need to focus on developing a keener perception and a superior performance in servicing the needs of the customer at a lower cost and in a shorter time frame. Therefore, our emphases have been on developing competent leadership and team building with focus on customer satisfaction. It is well recognized by us that customer is the prime reason for our existence and the entire team must focus on this critical fact that he needs to be well satisfied. Only then will this objective find basis in reality and only then will all other aspects of HRD - communication, problem solving, stress management etc. will have a measuring scale.

Our aim in the coming year would be to build ourself as a "Learning Organisation" - an organization that continuously anticipates changing environments and uses change proactively to actualize its strategic business plan more rigorously. Your company has excellent industrial relations which induces the right culture for an efficient working, Besides, your company also provides a large number of welfare measures for the employees and their families in the units. This ensures that there is a sense of belonging to the company, which goes a long way inforging an excellent environment in the workforce.

CAUTIONARY STATEMENT

Certain statements in the Management Discussion and Analysis describing the Company's views about the industry, expectations/ predictions, objectives etc. may be forward looking within the meaning of applicable laws and regulations. The future being uncertain, there cannot be any guarantee that the assumptions and expectations made will be realized. Actual results, performance or achievements and risks and opportunities could differ materially from those expressed or implied in such forward-looking statements. The Company undertakes no obligation to publicly amend, modify or revise any forward-looking statements on the basis of any subsequent developments, information or events. The management discussion and analysis should be read in conjunction with the Company's financial statements included herein and the notes thereto.

DIRECTORS' REPORT

To the Members,

Your Directors have pleasure in presenting the **40th Annual Report** of the Company together with Audited Accounts for the year ended 31st March, 2014.

The Financial results of the year under review are as given below:-

FINANCIAL RESULTS **(Rs. / Crores)**

	2013-14	2012-13
Profit from Operations (EBITDA)	**311.54**	**162.25**
Less / (Add) exceptional items	26.76	21.60
Less: Finance Cost	51.17	35.12
Profit Before Depreciation and Tax	**233.61**	**105.53**
Less: Depreciation	94.39	88.92
Profit before Tax	**139.22**	**16.61**
Less: Income Tax for the year	55.53	(0.41)
Deferred Tax	0.40	8.56
Profit After Tax	**83.29**	**8.46**
Add: Balance brought forward	466.28	487.75
Less: Taxes for the earlier years	NIL	NIL
Balance available for appropriation	549.58	496.21
APPROPRIATIONS		
Dividend on Equity Shares	4.20	4.20
Tax on Dividend	0.71	0.71
Transfer to General Reserve	25.00	25.00
Balance carried forward	519.66	466.29

PERFORMANCE HIGHLIGHTS

- **Gross sales/turnover increased to Rs.2848.50 crore in financial year 2013-14 i.e. up 18.17% from Rs. 2410.55 crore in year before**
- **The operating profit before exceptional item of the Company was Rs. 311.54 crore as against Rs. 162.25 crore last year given a growth of 92 %**

The Company is taking various measures to retain its market share and as also to improve margins.

DIVIDEND

Your Directors are pleased to recommend a dividend of Re.1/- per equity share (10%) (previous year Re.1/ per equity share) for the Financial Year 2013-14 for approval of the Members.

The total dividend would absorb a sum of Rs.4.20 crore and tax thereon of Rs. 0.71 crore. The dividend will be free of tax in the hands of recipients.

ACQUISITION OF GLOBAL BOPP BUSINESS OF EXXONMOBIL

During the year, the company has successfully completed the acquisition of Entire Global BOPP Films business of ExxonMobil, USA with the change of control from 1st October, 2013. The acquired business is interalia consisting of five manufacturing facilities, two located in USA and three are in Europe. Further details are given in note no. 30.19 to the notes to Accounts.

ExxonMobil was globally well-known reupted manufacturer of BOPP Films for food packaging and for labels. They were the leading suppliers of specialty BOPP Films and top coated BOPP Films to the leading global brand owners in food beverage and confectionary industry. With this acquisition, the company has become world's largest producer of BOPP Films with a combined capacity of 4,45,000 TPA.

MANAGEMENT DISCUSSION AND ANALYSIS

The MD&A has been included in the annual report as a separate section.

DIRECTORS

- During the year Mr. Samir Banerjee and Mr. Hemant Sharma resigned from Directorship due to their preoccupation. The Directors wish to place on record their appreciation of the valuable service rendered by these Director during their tenure of Director of your Company. Mr. Hemant Sharma was re-appointed on 19th July, 2014 subject to further approval of shareholders in this Annual General Meeting.
- Mr. Sanjay Mittal has been appointed as Whole Time Director of the Company for a period of 5 (Five) years w.e.f. 25th September, 2013. The terms and condition of his appointment and remuneration are subject to approval of the members.
- Ms. Sumita Dhingra has been appointed as Whole Time Director of the Company for a period of 5 (Five) years w.e.f. 19th July, 2014. The terms and condition of her appointment and remuneration are subject to approval of the members.
- Mr. I. Chandrakantha Rao has resigned w.e.f. 6th June, 2014 Mr. Rathi Binod Pal and Mr. Jogesh Bansal has resigned w.e.f. 19th July, 2014. Directors wish to place on record their appreciation of the valuable service rendered by Mr. Rao, Mr. Pal and Mr. Bansal during their tenure of Director of your Company.

  As per the provisions of Section 149 of the Companies Act, 2014 which has come into force with effect from 1st April, 2014, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation. In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Rashid Jilani, Mr. R.K. Pandey and Mr. Jagdish Prasad Mohta as Independent Directors is being placed before the Members in General Meeting for their approval. In the opinion of the Board, they fulfil the conditions specified in the Act and the Rules made there under for appointment as Independent Directors and are independent of the management. Members are requested to refer to the Notice of the Annual General Meeting and the Explanatory Statement for details of the qualifications and experience of the Directors and the period of their appointment.

  Brief resumes of above directors, names of other company (ies) in which they hold directorship, membership of committees of the Board and their shareholdings are given in the Notice to the Shareholders.

PARTICULAR OF EMPLOYEES UNDER SECTION 217 (2A) OF THE COMPANIES ACT, 1956

Particular of employees as required under section 217 (2A) of the Companies Act, 1956 read with Companies (particulars of employees) Rules 1988 is given in **Annexure "A"** forming part of this report.

CORPORATE GOVERNANCE

The Company has complied with the mandatory provisions of Corporate Governance as prescribed in the Listing Agreement with the Stock Exchanges. A separate report on Corporate Governance is included as a part of the Annual Report along with the Auditor's Report on its compliance.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under section 134 (5) of Companies Act, 2013 (erstwhile Section 217 (2AA) of the Companies Act, 1956) with respect to Director's Responsibility Statement, it is hereby confirmed;

- That in preparation of the accounts for the financial year ended 31st March, 2014 the applicable accounting standards have been followed along with proper explanations relating to material departures.
- That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for the year under review.
- That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 and Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- That the Directors have prepared the accounts for the financial year ended on 31st March, 2014 on a 'going concern' basis.
- That the Directors had laid down internal financial control to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- That the Directors had devised proper system to ensure compliance with the provisions of the all applicable laws and that a systems were adequate and were operating effectively.

SUBSIDIARY COMPANIES AND CONSOLIDATED FINANCIAL STATEMENTS

Consolidated Financial Statements of the Company and its subsidiaries, prepared in accordance with applicable accounting

standards issued by the Institute of Chartered Accountants of India, form part of the Annual Report. In terms of the Circular No.2/ 2011 dated 8th February, 2011 issued by the Ministry of Corporate Affairs, Government of India, the Board of Directors has, at its meeting held on 30th May, 2014 passed a resolution giving consent for not attaching the Balance Sheet, Statement of Profit and Loss and other documents of the subsidiary companies. The required information on subsidiary companies is given in this Annual Report. The said documents/details shall be made available, upon request, to any Member of the Company and will also be made available for inspection by any Member of the Company at the registered office of the Company

STATUTORY AUDITORS

M/s Kanodia Sanyal & Associates, Chartered Accountants retire and being eligible, offer themselves for re-appointment. The auditors have furnished certificate regarding their eligibility for re-appointment as Company's Auditors, pursuant to Section 139 of the Companies Act, 2013.

COST AUDITORS

The Board has appointed M/s. R.J. Goel & Company, Cost Accountants, New Delhi as Cost Auditors of the Company pursuant to section 233B of the Companies Act, 1956 for the financial year 2013 – 14, The Cost audit report for financial year 2012-13 approved by Board of Directors of the Company on 20th December, 2013 was filed on 24th December, 2013. Pursuant to provision of Section 148 of Companies Act, 2013 M/s. R.J. Goel & Company, Cost Accountants furnish a certificates of consent and independence for their reappointment. The Board of Directors appointed M/s. R.J. Goel & Company, Cost Accountants for audit of cost record of the company for the year ended 31st March, 2015.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION, FOREIGN EARNING & OUTGO

Information in accordance with the provisions of section 134 (5) of Companies Act, 2013 (erstwhile Section 217 (2AA) of the Companies Act, 1956) regarding conservation of Energy, technology absorption, foreign exchange earnings and outgo is given in the **'Annexure "B"** forming part of this report.

ACKNOWLEDGEMENT

Your Directors would like to express their gratitude to financial institutions, Banks and various State and Central Government authorities for the co-operation extended to the Company. Directors also take this opportunity to thanks the shareholders, customers, suppliers, lenders and distributors for the confidence reposed by them in the Company. The employees of the Company contributed significantly in achieving the results. Your Directors take this opportunity of thanking them and hope that they will maintain their commitment to excellence in the years to come.

For and on behalf of the Board

Place : New Delhi
Dated : 19th July, 2014

(Sanjay Mittal)
Whole Time Director
DIN:– 01327274

(Sumita Dhingra)
Whole Time Director
DIN:– 06929317

ANNEXURE TO DIRECTORS' REPORT

PARTICULARS REQUIRED UNDER THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988

Annexure-A

Information as per Section 217 (2A) read with Company (particulars of Employees) Rules, 1975 as amended and forming part of the Directors Report.

A. Employed for full year: Nil
B. Employed for part of the year:

Sl. no	Name	Age (yrs)	Designation/ nature of Duties	Remuneration (Rs)	Qualification	Experience (Yrs)	Period of Appointment	Last Employment (position held)
1	Mr. Pankaj Rajpal	54	Director-Sales and Marketing	48,84,913	B.Sc, PGDBA, MBA	30	01.04.2013 to 11.09.2013	Reliance Industries Ltd. (Sr. VP)
2	Mr. Ajay Kumar Todi	48	President (Corporate)	31,77,924	FCA, AICWA, DBF and MBA (Marketing)	20	25.06.2013 to 18.12.2013	Aditya Birla Group (CMO)
3	Mr. Inna Chandra-kantha Rao	51	Whole Time Director	6,53,923	B.tech (Mech) PGPIM from New Delhi	29	01.03.2014 to 31.03.2014	SSOE(AV Birla Group) President & Director

1. Remuneration includes salary, Bonus, contribution to Provident Funds and all other perquisites taxable or non taxable
2. All appointment are contractual
3. Information about qualification and last employment is based on particulars furnished by the concerned employee
4. Above employee himself or along with his spouse and dependent children is not holding 2% or more of equity shares of the Company
5. None of the above employee is a relative of any Director of the Company.

Annexure-B

Information regarding Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and outgo pursuant to Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 and forming part of Directors' Report.

1. CONSERVATION OF ENERGY

A. ENERGY CONSERVATION MEASURES TAKEN

1. Installation of Harmonic Filters in distribution transformers to reduce losses in electrical distribution system.
2. Installation of Transparent Sheet and Turbo Ventilators in OPP lines to reduce power consumption in lighting and exhaust fans
3. Installation variable frequency drives for Air Handling Unit.
4. Efficiency improvement of air washers for reduction of power consumption.

B. ADDITIONAL INVESTMENT AND PROPOSAL, IF ANY, BEING IMPLEMENTED FOR REDUCTION OF CONSUMPTION OF ENERGY

1. Installation of Vapour Absorption Machine in Poly CP to generate chilled water from process waste heat.

C. IMPACT OF ABOVE MEASURES

Implementation of Energy Conservation measures have resulted -

1. In reduction of energy cost and thereby production cost.
2. In the increase of awareness in the employees.

FORM "A"

Form for Disclosure of Particulars with respect to Conservation of Energy:

POWER AND FUEL CONSUMPTION
(including polymer production used for captive consumption)

		Current Year 31.03.2014	Previous Year 31.03.2013
1	Electricity		
	(a) Purchased from Electricity Board		
	Total Units	223504578	230719371
	Rate per unit (Rs/units)	6.19	7.42
	(b) Own Generation		
	(i) Through diesel generator		
	Total Units	7156527	540425
	Units/Ltrs. of HSD/F. Oil/LSHS & LDO	4.76	3.85
	Rate per unit (Rs./Units)	10.03	9.93
	(ii) Through Steam turbine/ generator		
	Total Units	-	-
	Units/Ltrs. of HSD/F. Oil/LSHS & LDO	-	-
	Rate per unit (Rs./Units)	-	-
2	Furnance Oil/LSHS/LDO/HSD Qty. (Ltrs.)		
	Total Amount (Rs.)	15528075	107549068
	Total Quantity (Ltrs.)	370886	2665516
	Average Rate (Rs./Ltrs)	41.87	40.35
3	Coal		
	Total Amount(Rs.)	341270085	301321166
	Total Quantity (Kg)	78365862	70553500
	Average Rate	4.35	4.27
4	Consumption Per Unit of Production (Polymer Chips, Biaxially Oriented Polyster/ Polyproplyne Films)		
	Electricity units per M.T. of Production	773.87	785.30
	F. Oil/LSHSLDO/HSD (Ltrs.) per M.T. of production	1.24	9.05
	Coal (Kg) unit per MT of production	262.92	239.58

FORM 'B'

Form for Disclosure of Particulars with respect to:

A) RESEARCH AND DEVELOPMENT (R&D)

Company has been giving thrust on R&D activities in following areas:

- New product development
- Specialized product development for new applications
- Increased efficiencies
- Energy conservation
- Improving yields
- Improving quality

C) BENEFITS DERIVED AS THE RESULT OF THE ABOVE R&D

Following new products developed during last financial year

Metallised High Heat Seal Strength High Hot Tack

Transparent Non Heat-sealable one side corona treated-Antislip

Transparent Non Heat-sealable Flame treated

Transparent Non Heat-sealable for Printing

Transparent Non Heat-sealable other side corona treated

Pearlised Cavitated base film for coating

Metallisable base film for coating

High Barrier Non Sealable one side metallised other side corona treated

High matte film for surface gloss transfer application

D) FUTURE PLAN OF ACTION

Steps are continuously taken for up gradation of technology which results in development of new products at lower costs, improvement of production yields and improvement in quality.

D) EXPENDITURE ON R&D

No specific account is kept.

2. TECHNOLOGY ABSORPTION, ADOPTION AND INNOVATION

a) **Efforts in brief made towards technology absorption, adaptation and innovation**

As company is setting up ultra modern oriented film lines, emphasis is always given on absorption of new technology.

Benefits derived as result of the above efforts.

Benefits derived from these efforts are improved product quality and higher efficiencies.

3. Export activities and Foreign Exchange earnings and outgo.

1) The Company has been continuously focusing on growth in increasing capacity of flexible packaging films with special emphasis on exports.

2) The Company has further developed new customer base by addition of new markets like Africa and more countries in South America and Middle East.

3) Foreign Exchange earnings (on FOB basis) and outgo

Rs./Crores

	2013-14	**2012-13**
Earnings	795.19	703.78
Outgo	934.29	618.36

INDEPENDENT AUDITORS' REPORT

To the Members of Jindal Poly Films Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Jindal Poly Films Limited (the "Company"), which comprise the Balance Sheet as at March 31,2014, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information, which we have signed under reference to this report.

Management's Responsibility for the Financial Statements

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards notified under the Companies Act, 1956' of India (the "Act")read with the General Circular 15/ 2013 dated 13 September 2013 of the ministry of Corporate Affairs in respect of section 133 of the Companies Act 2013.This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence, about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an effectiveness of Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, and to the best of our information and according to the explanations given to us, the accompanying financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

i) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;

ii) In the case of the Statement of Profit and Loss, of the Profit for the year ended on that date; and

iii) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Emphasis of Matter

We draw attention to the following Notes i) Note No. 30.10 to the financial statements, relating to accounting policy followed by the Company in respect of mega project subsidy received/receivable under the Package Scheme of Incentive 2001/2007 approved by the Government of Maharashtra. il.) Note No 30.18 to the Financial Statements, relating to the company had invested Rs. 167 Crores in the zero percent Redeemable Preference Share Capital (Redeemable at a premium of 10% within 15 year from the date of allotment) of Jindal India Powertech Limited (JPIL), a group-SPV Company. iii) Note No. 30.19 relating to the Company has completed the acquisition of overseas business.

Report on Other Legal and Regulatory Requirements

1) As required by 'the Companies (Auditor's Report) Order, 2003', as amended by 'the Companies (Auditor's Report) (Amendment) Order, 2004', issued by the Central Government of India in terms of sub-section (4A) of

Section 227 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.

2) As required by Section 227(3) of the Act, we report that:

(i) We have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purpose of our audit;

(ii) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;

(iii) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;

(iv) In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this report comply with the Accounting Standard15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act 2013 and ;

(v) The basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Act.

For KANODIA SANYAL & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 008396N

Place: New Delhi
Dated: 30th May, 2014

(R.K. KANODIA)
PARTNER
Membership No. 016121

ANNEXURE TO INDEPENDENT AUDITORS' REPORT OF JINDAL POLY FILMS LIMITED

(Annexure referred to in our report of even date)

1. **In respect of fixed assets:**

   (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

   (b) The company has a phased programme of physical verification of its fixed assets which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. As explained to us, the management during the year has physically verified all the fixed assets of the Company and no material discrepancies between the book records and the physical verification were noticed on such verification.

   (c) Fixed assets disposed off during the year, were not substantial and, therefore, it does not affect the going concern assumption.

2. **In respect of its inventories:**

   (a) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.

   (b) In our opinion and according to the information and explanations given to us, the procedure of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.

   (c) The company has maintained proper records of inventories. As explained to us, there were no material discrepancies noticed on physical verification of inventory as compared to the book records.

3. **In respect of the loans:**

   (a) The company has granted loans to three companies during the year. The maximum amount involved during the year was Rs. 84,06,24,938/- the year-end balance of loan granted to such companies was Rs.38,11,48,599 /-. The company has not taken any loans during the year secured or unsecured from any Company, firm or party covered in register maintained under section 301 of the companies act, 1956.

   (b) In our opinion and according to the information and explanations given to us, the rate of interest and other terms and conditions are not prima facie prejudicial to the interest of the company

   (c) In respect of loans granted by the company the interest payments are regular and the principal amounts are being received /renewed on the due dates. In respect of loans taken by the company, the interest payments are regular and the principal amount is repayable on demand.

   (d) There is no overdue amount in respect of the above loans.

4. In our opinion and according to the information and explanations given to us, there is an adequate internal control procedure commensurate with the size of the Company and the nature of its business for the purchase of stores, raw material including components, plant and machinery, equipment and other assets, and for the sale of goods. Further, on the basis of our examination of the books and records of the company in accordance with the generally accepted auditing practices, we have neither come across, nor have we been informed the existence of major weakness in the internal control procedures and systems. However, the corrective actions were taken against the minor weaknesses as noticed and informed to them.

5. (a) As per the audit procedures applied by us, and according to the information and explanations given to us by the management, the transactions made in pursuance of contracts or arrangements that needed to be entered in the register maintained under section 301 of the Companies Act have been so entered.

   (b) As per the audit procedures applied by us and as per the information and explanations given to us, with respect to the transactions as entered in the register maintained under section 301, exceeding the value of five lac rupees in respect to any party during the financial year, the prices at which these have been made are reasonable having regard to the prevailing, market prices at that time.

6. According to the information and explanations given to us, the company has not accepted any deposits from the public. Therefore, the provisions of Clause (vi) of the Companies (Auditors Report) Order, 2003 are not applicable to the Company.

7. In our opinion the company has an internal audit system commensurate with the nature and size of its business.

8. We have broadly reviewed the cost records maintained by the company pursuant to the order made by the Central Government for the maintenance of cost records, u/s 209(1)(d) of the Companies Act, 1956 and are of opinion that prima –facie the prescribed records and accounts have been maintained by the company. However, we have not made a detailed examination of these records to verify whether they are accurate or complete.

9. (a) The company is regular in depositing the undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income-Tax, Sales Tax, Wealth-tax, Custom Duty, Excise Duty, Cess and other statutory dues have been regularly deposited with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March 2014 for a period of more than six months from the date of becoming payable.

   (b) According to the information and explanation given to us, details of dues of income tax, sales tax, excise, customs, wealth tax and service tax which have not been deposited on account of any dispute are given below:

Nature of the Statute	Nature of the dues-demand on Assessment	Amount Disputed (Rs/Lacs)	Forum where dispute is pending
1. Income Tax Act	Income Tax demand	391.45	ITAT F.Y.1998-1999
	Income Tax demand	2.44	ITAT F.Y.2000-2001
	Income Tax demand	15.51	ITAT F.Y 1997-1998
	Income Tax demand	0.88	CIT(A) F.Y 2000-2001
	Income Tax demand	14.14	CIT(A) F.Y 2005-2006
	Income Tax demand U/s 153A	253.72	CIT(A) F.Y 2009-2010
	Income Tax demand U/s 153A	333.44	CIT(A) F.Y 2010-2011
	Income Tax demand U/s 153A	330.27	CIT(A) F.Y 2010-2011
2. Sales Tax Act	Sales Tax Demand	1929.35	Sales Tax Tribunal (2002-03 TO 2007-2008)
3. Excise Duty	Demand	207.08	High court year 2002-2005
	Demand	110.85	High court year 2002-2005
4 Service Tax	Demand	240.02	Tribunal Mumbai year 2008-2011
	Demand	66.60	Tribunal Delhi year 2002-2008
	Demand	188.58	Commissioner/ JT commissioner year 2006-2011

10. The Company does not have accumulated losses at the end of the financial year. The Company has not incurred cash losses during the financial year covered by the audit and in the immediately preceding financial year.

11. According to the information and explanations given to us and as per the books of accounts examined by us, the company has not defaulted in the repayment of dues to the financial institutions or to the banks or to the debenture holders.

12. According to the information and explanations given to us, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

13. In our opinion, the company is not a Chit Fund/Nidhi/Mutual Fund/ Society. Therefore, clause 4(xiii) of the Companies (Auditor's Report) Order 2003 is not applicable to the company.

14. The Company has maintained proper records of transactions and contracts in respect of trading in securities, debentures and other investments timely entries have been made therein. All shares, debentures, and other investments have been held by the Company in its own name.

15. In our opinion and according to the information and explanations given to us, the terms and conditions of the corporate guarantees given by the company for loan taken by other company from banks are not prima facie prejudicial to the interest of the company.
16. Based on information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.
17. According to the information and explanations given to us and as per the books and records examined by us, as on the date of balance sheet, the funds raised by the company on short-term basis have not been applied for long-term investments and vice versa.
18. The Company has not made any preferential allotment of shares to parties and Companies covered in the register maintained under section 301 of the Companies Act, 1956.
19. The company does not have any debentures outstanding as on the Balance Sheet date, hence, the clause 4(xix) of the order is not applicable.
20. The company has not raised any money through a public issue during the year.
21. According to the information and explanations given to us, and on the basis of our examination of the books and records of the company carried out in accordance with the generally accepted auditing practices in India, we have not come across any such instance of fraud on or by the company, noticed and reported during the year.

For KANODIA SANYAL & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Registration No.008396N

(R.K KANODIA)
PARTNER
Membership No. 016121

Place : New Delhi
Dated : 30th May, 2014

CIN:L17111UP1974PLC003979

BALANCE SHEET AS AT 31ST MARCH, 2014

	NOTES		As at 31.03.2014 Rs.		As at 31.03.2013 Rs.
I. EQUITIES & LIABILITIES					
(1)Shareholder's Funds					
a)Share Capital	1	42,04,77,130		42,04,77,130	
b)Reserves & Surplus	2	12,16,84,12,340	12,58,88,89,470	10,87,26,78,887	11,29,31,56,017
(2) Non-Current Liabilities					
(a) Long-Term Borrowings	3	32,26,29,434		1,95,88,58,990	
(b) Deferred Tax Liabilities (Net)	4	1,71,49,74,537	2,03,76,03,971	1,71,09,51,537	3,66,98,10,527
(3) Current Liabilities					
(a) Short-Term Borrowings	5	2,72,08,12,363		2,98,64,15,230	
(b) Trade Payables	6	2,34,69,92,009		1,13,48,00,989	
(c) Other Current Liabilities	7	2,38,95,62,642		1,42,85,93,979	
(d) Short-Term Provisions	8	12,46,66,297	7,58,20,33,311	10,74,52,384	5,65,72,62,582
Total			**22,20,85,26,752**		**20,62,02,29,126**
II. ASSETS					
1) Non Current Assets					
a) Fixed Assets	9				
(i) Tangible Assets		11,54,85,06,679		12,49,41,80,384	
(ii) Intangible Assets		-		-	
(iii) Capital Work-in-Progress		50,80,15,139		48,78,92,201	
(iv) Intangible Assets under Development		-		-	
		12,05,65,21,818		12,98,20,72,586	
(b) Non-Current Investments	10	2,19,80,27,407		9,70,06,001	
(c) Deferred Tax Assets (net)		-		-	
(d) Long Term Loans and Advances	11	18,55,35,235		4,35,01,222	
(e) Other Non-Current Assets		-	14,44,00,84,460	-	13,12,25,79,808
(2) Current Assets					
(a) Current Investments	12	34,81,72,881		97,94,66,847	
(b) Inventories	13	3,21,80,93,163		2,71,78,69,729	
(c) Trade Receivables	14	1,81,66,53,429		1,57,01,61,897	
(d) Cash and Bank Balances	15	63,07,06,448		19,53,23,363	
(e) Short-Term Loans and Advances	16	53,96,20,986		58,92,21,180	
(f) Other Current Assets	17	1,21,51,95,385	7,76,84,42,292	1,44,56,06,302	7,49,76,49,318
Total			**22,20,85,26,752**		**20,62,02,29,126**

Signficant Accounting Policies & Notes on Financial Statements 1-30

The accompanying Notes are Integral Part of the Financial Statements

As per our report of even date annexed hereto

For Kanodia Sanyal & Associates
Chartered Accountants
Firm Registration No : 008396N

(R. K. KANODIA)
Partner
M No : 016121

(R. B. Pal)
Whole Time Director
DIN-00092049

(Sanjay Mittal)
Whole Time Director
DIN-01327274

Place: New Delhi
Date: 30th May, 2014

(Ajit Mishra)
Company Secretary

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014

			Year ended 31.03.2014 Rs.		Year ended 31.03.2013 Rs.
A.	**Cash Flow from Operating activities:**				
	Net Profit before tax and extraordinary items		1,39,21,81,624		16,61,03,569
	Adjustment for:				
	Depreciation	96,52,16,924		91,04,79,849	
	(Profit)/Loss on sale of Assets (net)	(4,232)		(2,81,911)	
	(Profit)/Loss on sale of Investment (net)	(5,79,792)		(1,90,59,591)	
	Provision for diminution in value of Investments	-		(1,59,252)	
	Exchange Fluctuation on financing activities	28,11,52,463		9,04,75,083	
	Interest Income	(4,50,81,245)		(1,75,62,010)	
	Dividend Income	(3,74,41,453)		(3,01,15,347)	
	Interest on Borrowings	21,55,96,544		25,70,95,313	
			1,37,88,59,209		1,19,08,72,134
			2,77,10,40,833		**1,35,69,75,703**
	Operating Profit before Working Capital changes				
	Adjustments for:				
	Inventories	(50,02,23,434)		(70,21,83,640)	
	Trade receivables	(24,64,91,532)		9,75,08,512	
	Loans & Advances	15,82,19,628		37,94,40,755	
	Trade Payables and Other Liabilities	2,19,03,70,386	1,60,18,75,048	(15,95,32,384)	(38,47,66,756)
	Cash Generated from Operations		**4,37,29,15,880**		**97,22,08,946**
	Direct Taxes paid		(57,55,04,533)		(8,98,31,290)
	Net Cash from Operating Activities (A)		**3,79,74,11,348**		**88,23,77,656**
B.	**Cash Flow from Investing Activities:**				
	Purchase of Fixed Assets		(3,99,92,874)		(46,65,65,075)
	Sale of Fixed Assets		3,30,949		6,899
	Amount received from Industrial Promotion Subsidy under Mega Project		51,20,30,553		39,76,01,338
	Purchase of Investments		(2,44,91,94,287)		(97,99,66,847)
	Movement in Fixed Deposits		(2,25,61,237)		(10,05,36,000)
	Sale of Investments		98,00,46,639		21,92,02,311
	Interest Received		4,50,81,245		1,75,62,010
	Dividend Received		3,74,41,453		3,01,15,347
	Net Cash used in Investment Activities (B)		**(93,68,17,559)**		**(88,25,80,017)**
C.	**Cash Flow from Financing Activities:**				
	Increase/(Repayment) of Borrowings		(1,90,18,32,424)		59,00,10,048
	Shares Buyback		-		(18,53,89,568)
	Dividend paid		(4,91,90,511)		(12,21,75,469)
	Exchange Fluctuation on financing activities		(28,11,52,463)		(9,04,75,083)
	Interest Paid		(21,55,96,544)		(25,70,95,313)
	Net Cash from Financing Activities (C)		**(2,44,77,71,941)**		**(6,51,25,386)**
	Net increase/(decrease)in Cash and Cash Equivalents(A+B+C)		**41,28,21,848**		**(6,53,27,746)**
	Cash and Cash equivalents as at 1st April (Opening Balance)		**6,91,41,746**		**13,44,69,493**
	Cash and Cash equivalents as at period end (Closing Balance)		**48,19,63,594**		**6,91,41,746**

As per our report of even date annexed hereto

For Kanodia Sanyal & Associates
Chartered Accountants
Firm Registration No : 008396N

(R. K. KANODIA)
Partner
M No : 016121

(R. B. Pal)
Whole Time Director
DIN-00092049

(Sanjay Mittal)
Whole Time Director
DIN-01327274

Place: New Delhi
Date: 30th May, 2014

(Ajit Mishra)
Company Secretary

CIN:L17111UP1974PLC003979

STATEMENT OF PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014

REVENUES		Notes	Year Ended 31.03.2014 Rs.	Year Ended 31.03.2013 Rs.
I.	Revenue from Operations	18	26,30,72,46,748	22,31,79,11,509
II.	Other Income	19	29,43,54,604	24,03,27,182
III.	**Total Revenue (I +II)**		**26,60,16,01,352**	**22,55,82,38,692**
EXPENSES				
Cost of Materials Consumed		20	18,97,31,16,710	16,59,54,84,404
Changes in Inventories of Finished goods, Work-in-Progress and Stock-in-Trade		21	(7,99,08,676)	(17,12,91,209)
Employee Benefit Expenses		22	36,88,76,592	33,74,47,934
Finance Costs		23	51,17,04,101	35,11,86,643
Depreciation and Amortization Expense		9	94,38,99,591	88,91,78,127
Other Expenses		24	4,20,28,42,859	4,14,81,37,577
IV.	**Total Expenses**		**24,92,05,31,178**	**22,15,01,43,476**
V.	Profit before Exceptional and Extraordinary Items and Tax		**1,68,10,70,174**	**40,80,95,215**
VI.	Add/(Less) :- Exceptional Items	30.5	(26,76,48,936)	(21,59,98,217)
VII.	Profit before Extraordinary Items and Tax (V - VI)		**1,41,34,21,238**	**19,20,96,998**
VIII.	Extraordinary Items		-	**-**
IX.	Profit after Extraordinary Items and before Tax (VII - VIII)		**1,41,34,21,238**	**19,20,96,998**
X.	Less :- Provision for Taxation			
	-Current Tax		55,82,62,000	3,25,50,000
	-MAT Credit Entitlement		-	(3,14,50,000)
	-Deferred Tax		40,23,000	8,56,30,000
XI.	Profit(Loss) for the period from Continuing Operations		**85,11,36,238**	**10,53,66,998**
XII.	Profit/(Loss) from Discontinuing Operations		**(2,12,39,614)**	**(2,59,93,430)**
XIII.	Tax expense of Discontinuing Operations		**(30,00,000)**	**(52,00,000)**
XIV.	Profit/(Loss) from Discontinuing Operations (XII - XIII)		**(1,82,39,614)**	**(2,07,93,430)**
XV.	Profit/(Loss) for the period (XI + XIV)		**83,28,96,624**	**8,45,73,569**
XVI.	Earning per Equity Share:			
	Earning per Share (Basic & Diluted)	26	**19.81**	**2.01**
Signficant Accounting Policies & Notes on Financial Statements		1-30		

The accompanying Notes are Integral Part of the Financial Statements
As per our report of even date annexed hereto

For Kanodia Sanyal & Associates
Chartered Accountants
Firm Registration No : 008396N

(R. K. KANODIA)
Partner
M No : 016121

(R. B. Pal)
Whole Time Director
DIN-00092049

(Sanjay Mittal)
Whole Time Director
DIN-01327274

Place: New Delhi
Date: 30th May, 2014

(Ajit Mishra)
Company Secretary

SIGNIFICANT ACCOUNTING POLICIES

i. Recognition of Income and Expenditure

All revenues and expenditures are accounted for on accrual basis except wherever stated otherwise.

ii. Sales

Sales, other than export sales, are inclusive of Excise Duty and shown net of returns and discounts.
The Company is engaged in the business of manufacturing & sales of various types of films of various dimensions and grades. As per the company's usual policy, the low graded/surplus stock of films are sold at special discounted prices and such discounts are adjusted in unit sale price.

iii. Tangible Assets

Tangible Assets are stated at cost less depreciation.

iv. Depreciation

Depreciation on fixed assets has been calculated on Straight Line method on pro-rata basis at the rates specified in Schedule-XIV of the Companies Act, 1956. However in case of plant and machineries wherever applicable, higher depreciation rates are charged based upon residual useful life.

v. Investments

Current Investments are valued at acquisition cost or market value whichever is lower. Non- Current investments(Long Term) are valued at acquisition cost. Diminution in value of Non-Current investment is provided only if such a diminution is other than temporary in the opinion of the management.

vi. Inventories

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any. Cost of Finished goods comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads incurred in bringing them to their respective present location and condition. Cost of raw materials is determined on FIFO basis, cost of process chemicals, stores, packing materials are determined on weighted average basis. Non usable wastes are valued at net realizable value.

vii. Excise Duty

Excise duty is accounted for and included in the closing stock valuation of finished goods.

viii. Foreign Currency Transactions

Exchange difference arising on repayment of foreign currency liabilities taken for the purpose of acquiring fixed assets, which are carried in terms of historical cost, are recognized as income or expenses for the year as the case may be.

Exchange difference arising due to reinstatement of outstanding foreign currency loans taken for acquiring the fixed assets, by applying the closing rate of such foreign currency or the rate as per forward exchange contract if any, are recognized as income or expenses for the year as the case may be.

Exchange difference arising on foreign currency transactions other than those relating to liabilities incurred for the purpose of acquiring fixed assets, are recognised as income or expenses for the year as the case may be. Any profit or loss arising on cancellation or renewal of a forward exchange contract in those cases is also recognised as income or expense for the year. All current assets and current liabilities in any foreign currency outstanding at the end of the year are translated by applying the closing rate or the rate as per forward exchange contract, if any.

ix. Export Benefit

Export incentives in the form of Duty Draw back benefit is accounted for on accrual basis and treated as income from operations.

Advance licenses obtained against actual export made are being accounted on accrual basis based upon difference between domestic vs. imported raw material prices prevailing at the end of the period and is adjusted to raw material cost.

x. Employee Benefits

i. Short term Employee Benefits

All employee benefits payable within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, wages etc. and the expected cost of bonus, exgratia, incentives are recognized in the period during which the employee renders the related service.

ii. Post employment Benefits

(a) Defined Contribution Plans

State Government Provident Fund Scheme is a defined contribution plan. The contribution paid/payable under the scheme is recognized in the profit & loss account during the period during which the employee renders the related service.

(b) Defined Benefit Plans

The employee Gratuity Fund Scheme managed by a trust is a defined benefit plan. The present value of obligation under such defined benefit plan is determined based on actuarial valuation under the projected unit credit method which recognizes each period of service as giving rise to additional unit of employees benefits entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans is based on the market yields on government securities as at balance sheet date, having maturity periods approximated to the returns of related obligations.

Actuarial gains and losses are recognized immediately in the profit & loss account.

In case of funded plans the fair value of the planned assets is reduced from the gross obligation under the defined benefit plans to recognize the obligation on net basis.

(c) The obligation for leave encashment is provided for and paid on yearly basis.

xi. Borrowing Costs

Borrowing costs that are directly attributable to the acquisition of assets are being capitalized as part of the cost of that asset up to the date of such asset is ready for its intended use. All other borrowing costs are charged to revenue in the period when they are incurred.

xii. Taxation

a) Current Year Charge

Provision for Income-tax is ascertained on the basis of assessable profits computed in accordance with the provisions of the Income-tax Act, 1961.

b) Deferred Tax

The company provides for deferred tax using the liability method, based on the tax effect of timing difference resulting from the recognition of items in the financial statements and in estimating its current income tax provision.

xiii. Earnings per share

Earning per share is calculated by dividing the net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

xiv. Miscellaneous Expenditure

Preliminary expenditure / share issue expenses are being written off over a period of five years.

xv. Expenses during construction period

Expenses incurred during construction period are capitalised as part of the cost of that asset up to the date of such asset is ready for its intended use, except where some expenditure paid during subsequent year pertaining to already installed Asset.

xvi. Impairment of Assets

An Asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. Impairment Loss is charged to Profit & Loss A/c in the year in which impairment is identified.

xvii. Income from investments/Deposit

Income from investments is credited to revenue in the year in which it accrues. Income is stated in full with the tax thereon being accounted for under Income tax deducted at source. Dividend income is booked, when the owner's right to receive its investments payment in shares established.

xviii Claims and benefits

Claims receivable is accounted on accrual basis to the extent considered receivable.

xix Contingent Liability

Contingent Liabilities, if material, are disclosed by way of notes.

NOTES

	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
1 SHARE CAPITAL		
AUTHORISED		
8,00,00,000 (Previous Year 10,50,00,000) Equity Shares of Rs.10/- each	80,00,00,000	1,05,00,00,000
100,000,000 (Previous Year 100,000,000) Preference Shares of Rs.10/- each	1,00,00,00,000	1,00,00,00,000
	1,80,00,00,000	2,05,00,00,000
ISSUED, SUBSCRIBED & PAID UP		
42,047,713 (Previous Year 42,047,713) Equity Shares of Rs. 10/- each	42,04,77,130	42,04,77,130
	42,04,77,130	**42,04,77,130**

Notes on Share capital :-

1 Recoinciliation of Shares outstanding at the beginning and at the closing of the reporting period:

Particulars	No. of Shares	No. of Shares
Opening Balance	42,04,7713	4,30,21,855
Less: Buyback of equity shares	-	9,74,142
Closing Balance	**4,20,47,713**	**4,20,47,713**

2 Details of each shareholder holding more than 5 percent shares specifying the number of shares held.

Name of Shareholder	No. of Shares	%	No. of Shares	%
Soyuz Trading Company Limited	1,18,48,266	28.18	1,18,48,266	28.18
Jindal Photo Investments Limited	1,14,50,302	27.23	1,14,50,302	27.23
Rishi Trading Company Limited	49,99,056	11.89	49,99,056	11.89

3 The Company has bought back following equity shares during last five years:

Financial Year	No. of Shares
2008-2009	22,71,735
2009-2010	28,03,007
2010-2011	-
2011-2012	30,20,421
2012-2013	9,74,142

4 Authorised Equity Capital of the Company was reduced to Rs 80 Crore vide order of Hon'ble High Court of Allahabad dated 16th May 2013 consequent to demerger of Investment division of the Company.

2 RESERVES & SURPLUS

		As at 31.03.2014 Rs.		As at 31.03.2013 Rs.
CAPITAL REDEMPTION RESERVE				
As per last Balance sheet	1,15,18,81,670		1,14,21,40,250	
Add: Transferred from General Reserve	-	1,15,18,81,670	97,41,420	1,15,18,81,670
CAPITAL RESERVE				
Opening Balance	39,86,91,338		10,90,000	
Add: Amount of industrial promotion subsidy under Mega Project Scheme during the year	51,20,30,553	91,07,21,890	39,76,01,338	39,86,91,338
SECURITIES PREMIUM RESERVE				
As per last Balance sheet	2,10,69,35,909		2,28,25,84,057	
Less: premium on equity shares bought back	-	2,10,69,35,909	17,56,48,148	2,10,69,35,909
EXPORT PROFIT RESERVE				
As per last Balance sheet		60,000		60,000
AMALGAMATION RESERVE				
As per last Balance sheet		42,28,32,200		42,28,32,200
GENERAL RESERVE				
As per last Balance sheet	2,12,94,16,111		8,04,92,03,789	
Less: Transfer to Demerged Company	-		6,16,00,46,258	
Less: Transfer to Capital Redemption Reserve	-		97,41,420	
Add : Transfer from Profit & Loss account	25,00,00,000	2,37,94,16,111	25,00,00,000	2,12,94,16,111
PROFIT & LOSS ACCOUNT				
Balance as per previous year	4,66,28,61,659		4,87,74,81,812	
Add: Profit for the year as per Profit & Loss Statement	83,28,96,624		8,45,73,569	
Less: Proposed Dividend				
-Equity Shares	4,20,47,713		4,20,47,713	
-Tax on Proposed Dividend	71,46,009		71,46,009	
Less: Transfer to General Reserve	25,00,00,000	5,19,65,64,561	25,00,00,000	4,66,28,61,659
		12,16,84,12,340		**10,87,26,78,887**

NOTES

3 LONG TERM BORROWINGS	As at 31.03.2014 Rs.	At at 31.03.2013 Rs.
SECURED LOANS FROM BANKS		
Foreign Currency Loans	32,26,29,434	1,95,88,58,990
	32,26,29,434	**1,95,88,58,990**

Notes on Secured Loans :

Term loans from banks are secured by first pari-pasu equitable mortgage of immovable properties of the company situated at Nasik (Maharastra) and hypothecation of movable assets as second charge.

Foreign currency term loans from AKA Ausfuhrkredit-Gesellschaft mbh Germany and Commerzbank Germany are guaranteed by HERMES Kreditversicherungs-Aktiengesellschaft Germany.

The above foreign currency loans are repayable on yearly/half yearly basis and the last repayment is due in September, 2017.

4 DEFERRED TAX LIABILITY				
Opening Balance	1,71,09,51,537		1,62,53,21,537	
Addition/Deletion during the year	40,23,000	1,71,49,74,537	8,56,30,000	1,71,09,51,537
		1,71,49,74,537		**1,71,09,51,537**

The Net Defered Tax Liability recognised in the Profit & Loss Account as recommended under Accounting Standard (AS-22) on "Deferred Taxation" issued by The Institute of Chartered Accountants of India is as under

	As at 01.04.13 Rs.	Changes During the Year Rs .	As at 31.03.14 Rs.
Deferred Tax Liability being tax impact thereon			
Diffrence between written down value of block of assets as per Income tax laws and written down value of the fixed assets as per books of accounts	1,93,60,49,323	2,68,27,429	19,628,76,752
Deferred Tax Assets being tax impact there on			
Expenses charged in the books, but allowances thereof deferred under income tax	(22,50,97,786)	(2,28,04,429)	(24,79,02,215)
Net Defered Tax Liability	**1,71,09,51,537**	**40,23,000**	**1,71,49,74,537**

	5 SHORT TERM BORROWINGS	As at 31.03.2014	As at 31.03.2013
	LOANS REPAYABLE ON DEMAND FROM BANKS		
I)	**-SECURED WORKING CAPITAL LOAN** (Includes bill discounting of Rs.4350.45 Lacs Previous year Rs Nil)	1,13,02,05,227	95,25,88,938
II)	**-UNSECURED WORKING CAPITAL LOAN**	1,59,06,07,135	2,03,38,26,292
		2,72,08,12,363	**2,98,64,15,230**

Notes on Secured Loans :

Secured Working Capital Loans from banks are secured by way of hypothecation of all stocks of raw materials, semi finished goods, finished goods, goods in transit, stores and spares and book debts of the company .These are further secured by way of second pari-pasu charge on immovable properties of the company situated at Gulaothi (U.P.) and Nasik (Maharashtra).

NOTES

		As at 31.03.2014 Rs.		As at 31.03.2013 Rs.
6 TRADE PAYABLES				
For Capital Goods		-		2,23,09,844
For Others		2,34,69,92,009		1,11,24,91,145
		2,34,69,92,009		**1,13,48,00,989**
7. OTHER CURRENT LIABILITIES				
Current maturities of Long Term Debts		1,84,18,96,240		86,85,89,180
Interest on Loans accrued but not due		2,03,59,294		3,83,50,767
Amount received in Advance from customers		37,12,03,632		40,25,71,925
Unpaid Dividends		31,40,098		22,56,691
Staff Security Payables		3,03,96,069		3,62,19,216
Other Payables				
Duties & Taxes	5,17,20,741		4,50,91,684	
Staff Payables	2,51,70,152		2,41,92,511	
Advance Licence Due	4,56,76,415	12,25,67,308	1,13,22,004	80,606,199
		2,38,95,62,642		**1,42,85,93,979**
8. SHORT TERM PROVISIONS				
Provision of Excise Duty on Finished Goods		7,54,72,575		5,82,61,873
Proposed dividend on equity shares		4,20,47,713		4,20,44,502
Tax on Proposed dividend		71,46,009		71,46,009
		12,46,66,297		**10,74,52,384**

9 FIXED ASSETS

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	AS AT 01.04.2013	ADDITIONS	SALE/ ADJUST-MENT	TOTAL 31.03.2014	AS AT 01.04.2013	FOR THE YEAR*	SALE/ ADJUST-MENT	TOTAL 31.03.2014	AS AT 31.03.2014	AS AT 31.03.2013
Land (Freehold)	5,47,55,003	-	-	5,47,55,003	-	-	-		5,47,55,003	5,47,55,003
Factory Buildings	2,55,05,04,669	55,00,298	-	2,55,60,04,967	63,17,86,315	8,52,11,179	-	71,69,97,494	1,83,90,07,473	1,91,87,18,354
Other Buildings	21,59,07,594	-	-	21,59,07,594	5,05,88,739	35,19,294	-	5,41,08,033	16,17,99,561	16,53,18,855
Plant & Machinery	18,11,67,85,494	-	-	18,11,67,85,494	7,82,87,02,675	86,51,36,739	-	8,69,38,39,414	9,42,29,46,079	10,28,80,82,818
Furniture & Fixture	2,76,51,550	4,16,167	-	2,80,67,717	1,72,71,168	9,16,829	-	1,81,87,997	98,79,719	1,03,80,382
Office Equipments	3,62,52,019	21,42,770	-	3,83,94,789	1,92,94,206	17,10,138	-	2,10,04,344	1,73,90,444	1,69,57,812
Computers	6,86,23,271	41,21,066	-	7,27,44,337	5,19,61,696	49,36,787	-	5,68,98,483	1,58,45,854	1,66,61,575
Vehicles	4,92,10,265	76,89,637	58,21,190	5,10,78,713	2,59,04,682	37,85,959	54,94,472	2,41,96,168	2,68,82,544	2,33,05,584
				-					-	
TOTAL	**21,11,96,89,865**	**1,98,69,938**	**58,21,190**	**21,13,37,38,612**	**8,62,55,09,481**	**96,52,16,924**	**54,94,472**	**9,58,52,31,933**	**11,54,85,06,679**	**12,49,41,80,385**
Capital work in Progress	48,78,92,201	3,05,53,891	1,04,30,953	50,80,15,139	-	-	-	-	50,80,15,139	**48,78,92,201**
GRAND TOTAL	**21,60,75,82,066**	**5,04,23,829**	**1,62,52,143**	**21,64,17,53,751**	**8,62,55,09,481**	**96,52,16,924**	**54,94,472**	**9,58,52,31,933**	**12,05,65,21,818**	**12,98,20,72,586**
PREVIOUS YEAR	21,14,12,69,772	92,82,17,010	46,19,04,716	21,60,75,82,066	7,71,55,57,426	91,04,79,849	5,27,794	8,62,55,09,481	12,98,20,72,585	13,42,57,12,347

*** This figure includes the depreciation related to discontinued operation amounting to Rs.21317333/- (previous year Rs.21301722/-)**

NOTES

10 NON CURRENT INVESTMENTS

In Equity Instruments (Long Term)	FACE VALUE (Rs.)	NUMBER OF SHARES As at 31.03.2014	NUMBER OF SHARES As at 31.03.2013	Amount (Rs) As at 31.03.2014	Amount (Rs) As at 31.03.2013
(I) Non Trade					
(i) Equity Shares (Quoted)					
Phil Corporation Ltd.	10	300	300	8,450	8,450
India Foils Ltd.	1	100	100	12,500	12,500
Garware Polyester Ltd.	10	100	100	11,850	11,850
Ester Industries Ltd.	5	500	500	4,375	4,375
				37,175	**37,175**
(ii) Equity shares warrant (Unquoted)					
Garware Polyester Ltd.		11	11	121	121
(iii) In Equity Shares (Unquoted)-Associates					
Hindustan Powergen Limited	10	6,50,000	6,50,000	70,00,000	70,00,000
Rexor Holding SAS (Formerly Jindal France SAS)	EURO 1	28,91,200	28,91,200	16,79,70,825	16,79,70,825
Less: Provision for Dimunition in value of Investments of Rexor Holding SAS				(12,45,02,020)	(12,45,02,020)
				5,04,68,926	**5,04,68,926**
II) In Subsidiaries					
Equity Shares (Unquoted)					
Jindal Films India Ltd (Formaly Known as Jindal Metal & Mining Ltd.)	10	15,83,330	15,83,330	4,64,99,900	4,64,99,900
Global Nonwovens Ltd	10	4,28,00,000	-	42,80,00,000	-
JPF Netherlands BV	EURO 0.01	42,85,428	-	30,21,406	-
III) Zero % Redeemable Preference Shares (Un Quoted)					
Jindal India Powertech Limited	10	16,70,00,000		1,67,00,00,000	
				2,14,75,21,306	**4,64,99,900**
TOTAL				**2,19,80,27,407**	**9,70,06,001**
Aggregate value of Quoted Investments				**37,175**	**37,175**
Aggregate value of Unquoted Investments				**2,19,79,90,232**	**9,74,68,826**
Market Value of Quoted Investments				**12,861**	**17,535**

NOTES

11 LONG TERM LOANS AND ADVANCES

	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
(Unsecured -considered Good)		
Loans and advances to Subsidiaries	16,48,61,161	-
Loans and advances to Others	-	-
Capital Advances	64,76,952	-
MAT Credit Entitlement	-	3,14,50,000
Security Deposits	1,41,97,122	1,20,51,222
	18,55,35,235	**4,35,01,222**

12 CURRENT INVESTMENTS

			NUMBER OF UNITS		Amount in Rs.	
		FACE VALUE Rs.	As at 31.03.2014	As at 31.03.2013	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
Mutual Funds						
(I)	Birla Sun Life Cash Manager	100	-	1035485		10,36,25,175
(II)	Birla Sunlife Saving Fund	100	-	1515858		15,17,29,474
(III)	ICICI Prudential Mutual Fund	100	379594	-	4,01,36,640	-
(IV)	Reliance Money Manager Fund	1000	90133	-	9,02,59,798	-
(V)	HDFC Floating Rate Income Fund	10	8964120	-	9,03,66,394	-
(VI)	Tata Mutual Fund	10	86992	-	8,72,99,252	-
(VII)	Birla Sun Life Fund	10	399920	-	4,01,10,796	-
(VIII)	Reliance Medium Term Fund	10		12029091		20,56,48,136
(IX)	Reliance Money Manager Fund Inst	1000		310606		31,10,31,747
(X)	Tata Floater Fund	1000		206696		20,74,32,315
				-		-
					34,81,72,881	**97,94,66,847**

(Net Asset Value of investment in Mutual Funds is Rs. 3483.54 lacs (Previous Year Rs.9807.54 lacs)

13 INVENTORIES

	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
(As per Inventories taken, valued and certified by the Management)		
(i) Finished Goods (Includes stock related to discontinuing opeartions for Rs 1,45,383 Previous Year Rs 1,45,383)	73,86,40,669	65,10,86,797
(ii) Raw Material (Including in Transit Rs.18,53,73,835, Previous Year Rs 19,06,49,875)	1,80,45,82,394	1,48,65,09,502
(iii) Scrap	3,12,04,403	2,19,12,415
(iv) Store, Spares and Tools	61,17,60,451	52,30,74,470
(v) Packing Material	3,19,05,247	3,52,86,544
	3,21,80,93,163	**2,71,78,69,729**

NOTES

	As at 31.03.2014 Rs.	As at 31.03.2013 Rs
14 TRADE RECEIVABLES		
(Unsecured, considered Good)		
Outstanding for period exceeding six months from the due date	3,02,46,500	3,22,09,055
Other Receivables	1,78,64,06,929	1,53,79,52,842
	1,81,66,53,429	**1,57,01,61,897**
15 CASH & BANK BALANCES		
Cash and Cash Equivalents		
Cash & stamps in hand (including Drafts/ Cheques)	2,85,765	2,87,749
Balance with Schedule Banks		
In Current Accounts	47,85,37,731	6,65,97,306
In Dividend Accounts	31,40,098	22,56,691
Other Balances	**48,19,63,594**	**6,91,41,746**
Balance with Schedule Banks		
In Fixed Deposit Accounts (having maturity for less than 12 months)	4,07,20,000	10,00,00,000
In Fixed Deposit Accounts (having maturity for more than 12 months)	10,80,22,854	2,61,81,617
(Fixed Deposits of Rs.94,85,354/-pledged as Margin Money with appropriate authority Previous Year Rs 63,34,117/-)	**14,87,42,854**	**12,61,81,617**
	63,07,06,448	**19,53,23,363**
16 SHORT TERM LOANS AND ADVANCES		
(Unsecured -considered Good)		
Loans and Advances to Subsidiaries and Associates	21,52,39,986	11,50,76,983
Other Loans and Advances	32,43,81,000	47,41,44,197
	53,96,20,986	**58,92,21,180**
17 OTHER CURRENT ASSETS		
Amount Receivable Under Package Scheme of Incentive	70,31,81,581	61,59,08,028
Interest Accrued on Deposits	1,45,84,889	1,02,69,331
Advance Income Tax (Net of Provision for Tax Rs. 507,77,66,272/- previous year Rs. 505,04,16,272/)	13,14,06,772	14,26,14,241
Balance with Government Authorities	36,60,22,143	67,68,14,702
	1,21,51,95,385	**1,44,56,06,302**

		Year Ended 31.03.2014 Rs.		Year Ended 31.03.2013 Rs.
18 REVENUE FROM OPERATIONS				
Sales of Manufactured Goods	28,48,50,44,932		24,10,55,47,500	
Less: Excise Duty	(2,28,07,40,188)		(1,95,07,79,207)	
Net Sales	26,20,43,04,744		22,15,47,68,293	
Duty drawback received	10,29,42,004		16,31,43,217	
		26,30,72,46,748		22,31,79,11,509
		26,30,72,46,748		**22,31,79,11,509**

NOTES

		Year Ended 31.03.2014 Rs.		Year Ended 31.03.2013 Rs.
19 OTHER INCOME				
Dividend :				
On Current Investments Non Trade	3,74,41,453		2,94,66,847	
On Long Term Investments Non Trade	-	3,74,41,453	6,48,500	3,01,15,347
Profit on sale of current Investment-Non Trade		5,79,792		19,059,591
Miscellaneous Receipt		1,89,16,203		1,76,806
Lease Rent		61,00,000		29,38,710
Software Services		24,298,728		-
Sale of Export Incentive Scheme		90,26,348		-
Foreign exchange fluctuation (Net)		10,22,17,897		16,76,72,254
Claims Received		15,01,914		23,61,301
Gain on sale of Fixed Assets		4,232		2,81,911
Prior Period adjustment		4,91,86,791		-
Provision no longer required written back		-		1,59,252
Interest Received (Including TDS Rs. 16,48,725 Previous year Rs. 8,02,310)		4,50,81,245		1,75,62,010
		29,43,54,604		**24,03,27,182**
20 COST OF MATERIALS CONSUMED				
Opening Stock		1,29,58,59,627		79,94,27,520
Add: Purchases		19,30,31,10,612		17,09,30,63,856
		20,59,89,70,240		17,89,24,91,376
Less: Sales		-		-
Less/(Add): Cost Benefits (refer note no.30.6)		66,44,971		11,47,345
		20,59,23,25,269		17,89,13,44,031
Less: Closing Stock		1,61,92,08,559		1,29,58,59,627
		18,97,31,16,710		**16,59,54,84,404**

21 CHANGES IN INVENTORIES OF FINISHED GOODS,WORK IN PROGRESS AND STOCK IN TRADE

OPENING STOCK (Including Excise Duty)				
Finished Goods	65,09,41,414		52,02,83,159	
Scrap	2,19,12,415	67,28,53,830	2,32,40,366	54,35,23,525
CLOSING STOCK (Including Excise Duty)				
Finished Goods	73,84,95,287		650,941,414	
Scrap	3,12,04,403	76,96,99,690	21,912,415	67,28,53,830
Increase/(Decrease) in excise duty on Stock		1,69,37,184		(4,19,60,904)
Accretion/(Decretion) in stock		**7,99,08,676**		**17,12,91,209**

NOTES

	Year Ended 31.03.2014 Rs.	Year Ended 31.03.2013 Rs.
22 EMPLOYEE BENEFITS EXPENSES		
Salaries, Wages ,Bonus & Other Benefits	32,58,35,202	30,30,37,382
Gratuity	82,58,581	32,20,676
Contribution to Provident Fund	61,84,015	60,36,482
Staff & Workmen Welfare Expenses	2,36,03,143	2,19,41,294
Staff Recruitment & Development	49,95,651	32,12,100
	36,88,76,592	**33,74,47,934**
23 FINANCE COSTS		
Interest		
On Term Loans	16,20,20,968	19,43,87,989
On Bank Borrowings	53,575,576	6,27,07,324
Financial charges	1,49,55,095	36,16,247
Foreign Exchange Fluctuation (Net)	28,11,52,463	9,04,75,083
	51,17,04,101	**35,11,86,643**
24 OTHER EXPENSES		
Stores and Spares consumed	27,48,93,876	19,98,73,744
Power and Fuel	1,814,364,065	2,12,55,07,233
Carriage Inwards	2,21,27,772	1,84,70,672
Water charges	25,18,367	24,17,824
Repairs to Plant & Machinery	4,27,72,430	3,27,07,751
Repairs to Buildings	79,75,806	23,14,736
Repair and Maintenance others	7,36,65,797	4,16,72,468
Packing Material consumed	68,35,41,464	63,40,83,393
Rent	2,90,20,621	23,524,836
Rates & Taxes	1,92,84,150	70,07,265
Travelling & Conveyance	6,33,57,508	5,80,83,173
Charity & Donation	4,22,900	4,17,000
Social welfare expenses	19,78,573	3,66,850
Postage & Telephone charges	70,84,595	67,73,116
Legal & Retainership Charges	15,82,23,735	19,86,28,029
Vehicle upkeep & Maintenance	93,65,354	64,32,162
Water & Electricity Charges	49,49,877	41,41,428
Insurance	2,11,85,785	1,73,31,559
Auditors' Remuneration	22,50,750	21,79,500
Printing & Stationery	23,85,729	17,52,027
Licence, Inspection and Testing Fees	32,15,392	77,73,546
Miscellaneous expenses	69,07,134	43,51,223
Subscription & Membership	81,15,282	44,43,964
Commission and Brokerage	3,85,000	-
Directors Meeting Fees	1,05,000	81,000
Freight, Cartage & Octroi	77,95,57,291	59,94,25,121
Commission	9,10,64,536	8,68,24,151
Other Selling expenses	44,71,245	82,32,002
Demerger Expenses	9,08,778	39,59,558
Bank Charges	6,67,44,048	4,93,62,248
	4,20,28,42,859	**4,14,81,37,577**

NOTES

25 a) Details of regarding imported and indigeneous material consumed

PARTICULARS	IMPORTED		INDIGENEOUS		TOTAL	
	Value (Rs.)	%	Value (Rs.)	%	Value (Rs.)	%
Raw Material	8,93,97,62,461	47	10,03,33,54,249	53	18,97,31,16,710	100
	(5,53,48,62,728)	(33)	(11,06,06,21,677)	(67)	(16,59,54,84,404)	(100)
Stores & spares	11,89,83,012	43	15,59,10,863	57	27,48,93,876	100
	(10,28,98,027)	(51)	(9,69,75,717)	(49)	(19,98,73,744)	(100)

	2014 (Rs.)	2013 (Rs.)
b) Details of imports calculated on CIF basis		
Raw Material	8,86,28,74,368	5,55,36,38,748
Stores & spares	15,92,61,283	11,75,68,917
Capital Goods	8,25,521	20,96,86,044
c) Details of Expenditure in Foreign Currency		
Foreign Travelling	1,03,18,144	76,94,775
Interest	21,39,97,397	20,29,81,138
Commission	6,10,57,062	4,44,53,030
Professsional Services	82,56,541	5,59,72,729
Others	2,63,12,255	1,64,57,990
d) Earning in Foreign Currency		
FOB Value of Exports	7,95,19,40,828	7,03,77,86,320
e) Dividend Paid to Non resident Share holder in Foreign Currency		
(i) Number of share holders	Nil	Nil
(ii) Dividend remitted	Nil	Nil

26 EARNING PER SHARE

Profit after Tax in Rs.	83,28,96,624	8,45,73,569
Weighted average no. of Equity shares outstanding	4,20,47,713	4,21,36,525
Basic earning per share in Rupees	**19.81**	**2.01**
Profit after Tax in Rs.	83,28,96,624	8,45,73,569
Weighted average no. of Equity shares outstanding	4,20,47,713	4,21,36,525
Diluted earning per share in Rupees	**19.81**	**2.01**

27 DISCLOSURE UNDER CLAUSE 32

Loans & advances outstanding at the year end and maximum amount outstanding during the year, which are required to be disclosed Under clause 32 of the listing agreement are as under:-

	Name	Amount outstanding at the year		Maximum amount during the year	
		Current Year	Previous Year	Current Year	Previous Year
a) Loan to Subsidiaries	JPF Netherland (BV)	16,48,61,161	-	62,43,37,500	-
	Global Nonwovens Ltd	7,18,24,164	-	7,18,24,164	-
b) Loan to Associates	Jindal France SAS	14,44,63,274	11,16,17,631	14,44,63,274	11,16,17,631

NOTES

28 SEGMENT REPORTING AS PER AS-17

i) Primary Segment

The Company's business activity falls within a single primary business segment of Flexible Packaging.

ii) Secondary Segment — Rs./Lacs

Segment revenue	31st March,2014	31st March,2013
Sales in Domestic market	1,82,797	1,51,594
Sales in Overseas market	83,219	73,989
Total revenue	**2,66,016**	**2,25,582**

The company has common fixed assets for producing goods for domestic and overseas markets. Hence, separate figures for capital employed can not be furnished.

29 A) As required by Accounting Standard-18 "Related party disclosures" are as follows.

List of Related parties

a. Subsidiary Companies

1 Jindal Films India Ltd (Previously Known as Jindal Metal & Mining Limited)
2 Jindal Metal & Mining International Limited
3 Global Nonwovens Limited (w.e.f. 14.02.2014)
4 JPF Netherland B.V. (w.e.f. 18.01.2013)
5 JPF Dutch B.V. (w.e.f. 21.01.2013)
6 JPF Netherland Holding B.V. (w.e.f. 28.01.2013)
7 JPF USA Holding LLC (w.e.f. 23.01.2013)
8 JPF USA LLC (w.e.f. 24.01.2013)
9 JPF ITALY Holding SA (w.e.f. 14.05.2013)
10 JPF Luxembourg Holding S.a.r.l (Ltd. Liab. Co.) (w.e.f.14.05.2013)
11 Jindal Films America LLC (w.e.f. 01.10.2013)
12 Films Shawnee LLC (w.e.f. 01.10.2013)
13 Films LaGrange LLC (w.e.f. 01.10.2013)
14 Films Macedon LLC (w.e.f. 01.10.2013)
15 Jindal Films Europe Virton LLC (w.e.f. 01.10.2013)
16 Jindal Films Europe Brindsi Srl (w.e.f. 01.10.2013)
17 Jindal Films Europe Kerkrade B.V (w.e.f. 01.10.2013)
18 Jindal Films Europe S.a.r.l (w.e.f. 01.10.2013)
19 Jindal Films Singapore Pte.Ltd (w.e.f. 01.10.2013)
20 Jindal Films (Shanghai) Co. Ltd. (w.e.f. 10.09.2013)
21 Jindal Films Capital LLC (w.e.f. 01.10.2013)
22 Films International LLC (w.e.f. 03.12.2013)

b. Associates

1 Rexor Holding SAS
(Formerly Known as Jindal France SAS)
2 Hindustan Powergen Limited

NOTES

c. Key Management Personnels

1 Sh. Hemant Sharma (Upto 28.02.14)
2 Sh. R.B. Pal
3 Sh. Sameer Banerjee (Upto 25.09.13)
4 Sh. Inna Chandrakantha Rao (w.e.f. 01.03.14)
5 Sh. Sanjay Mittal (w.e.f. 25.09.13)

d. Enterprise owned by Major Shareholders of reporting Enterprise

1 Jindal Photo Investment Limited
2 Soyuz Trading Company Limited
3 Rishi Trading Company Limited
4 Consolidated Finvest & Holdings Ltd.
5 Jindal Poly Investment & Finance Company Limited
6 Jindal India Limited
7 Anchor Image and Films Private Limited
8 Anchor Image and Films Pte. Limited Signapore

e. Other Enterprises

1. Jindal India Powertech Limited
2. Jindal India Thermal Power Limited

29 B) The following transactions were carried out with related parties in the ordinary course business:

Sr No	Nature of Transactions (From)		Refered to in- (a) 31.03.14	Refered to in- (b) 31.03.14	Refered to in -(c) 31.03.14	Refered to in -(d) 31.03.14
1	Purchase of Share	a(6) & d(4)	30,21,406			42,80,00,000
2	Professional Service	d(2)	-	-	-	11,25,00,000
3	Expenses reimbursed	a(4,5,6,7,8,9,11,15,16, 17,18 & 19) & d(2)	73,97,18,388	-	-	1,07,82,898
4	Interest earned	a(3 & 4), b(1)	1,53,88,373	1,19,28,157	-	-
5	Remuneration	c(1,2,3, 4 & 5)	-	-	1,72,57,571	-
6	Loan Given	a(3 & 4)	69,43,37,500	-	-	-
7	Rent Received	a(3)	60,00,000	-	-	-
8	Services Rendered	a(11 & 18)	2,42,98,728	-	-	-
9	Gaurantee Given	a (4)	11,23,86,62,600	-	-	-
10	**Balance Outstanding**					
	- Loans recoverable	a(3 & 4) & b(1)	23,66,85,325	14,44,63,274	-	-
	- Advances recoverable	b(2)		16,40,246	-	-
	- Debtors	a (4,5,6,7,8,9,15,16,	1,11,85,192	-	-	-

NOTES ON ACCOUNTS

NOTE NO. 30

		31.03.2014 Rs.	31.03.2013 Rs.
30.1.	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	15,20,94,184	36,60,000
30.2	Contingent Liabilities:		
	a. Bank Guarantees	16,94,89,982	18,50,76,397
	b. Corporate Guarantees in favour of overseas lender of Subsidiaries	9,14,36,14,000	
	c. Outstanding Letters of Credit (Including Capital Goods) 89,31,49,730	72,66,17,154	
	d. Claims against Company, not acknowledged as debts	6,26,28,134	1,07,68,060
	e. Demands raised by authorities against which, Company has filed appeals: -		
	i) Income Tax	13,41,84,802	5,11,44,555
	ii) Excise Duties/Custom/Service Tax	8,13,13,695	7,95,76,725
	iii) Sales Tax	19,29,34,553	19,21,49,092
30.3	Remuneration to Auditors' comprises:		
	Audit Fee	10,00,000	10,00,000
	Tax Audit Fees	2,00,000	2,00,000
	In Other Capacities,	10,50,750	9,79,000
		22,50,750	**21,79,500**
30.4	**Employee Benefit**		
	Define Plan- Gratuity Scheme		
	a) Liabilities Recognised at the Balance sheet date: -		
	Present Value of obligation as at the beginning of the period	3,47,72,750	3,11,55,438
	Interest Cost	29,55,684	24,92,435
	Current Service Cost	57,79,893	58,28,889
	Benefits Paid	(63,88,851)	(32,20,676)
	Actuarial (gain)/loss on obligation	(29,58,630)	(14,83,336)
	Present Value of Obligation as at the end of period (31.03.2014)	341,60,846	3,47,72,750
	b) Fair Value of assets as on Balance Sheet date		
	Fair value of plan assets at the beginning of the period	3,96,75,483	3,34,24,023
	Actual Return of plan assets	26,78,095	32,24,434
	Contribution during the year	-	30,27,026
	Benefits paid	-	-
	Actuarial (gain)/loss on obligation	-	1,32,712
	Fair value of plan assets at the end of the period	4,23,53,578	3,96,75,483
	c) Net Assets/(Liabilities) recognized in the Balance Sheet as provision	81,92,732	49,02,733
	d) Principal Actuarial Assumptions		
	Rate of Discounting	8.50%	8.00%
	Expected rate of Return on Plan Assets	6.75%	9.25%
	Rate of increase in salary	6.00%	5.50%

30.5 Pursuant to the adoption of Accounting Standards as prescribed by Companies (Accounting Standards) Rules,2006 issued by Ministry of Corporate Affairs vide notification no.G.S.R.914 (E) dated 29th December, 2011 and as required by Accounting Standard 11, Loss of Rs 26,76,48,936 (previous year loss of Rs 21,59,98,217) on translation/settlement of foreign currency monetary items including borrowings have been shown as exceptional items in the profit and loss account.

30.6 A sum of Rs.45,676,415 (previous year Rs.11,322,004) being the difference between domestic vs. imported raw material prices prevailing at the year ended on 31st March 2014 on account of advance licences excess utilized for which exports are yet to be made, has been adjusted in the cost of raw material.

Export Incentive under Focus Market Scheme (FMS) amount to Rs 40,999,382. (Previous year Rs. Nil) has been credited in the account of raw material.

30.7 Advance receivable in cash or in kind includes Rs. 28,254,171 (Previous Year Rs. 28,254,171) being the amount of custom duty deposited against import of capital goods assessed under provisional assessments in earlier year.

30.8 Non – Current Investment includes 6 shares of Jindal Films India Ltd (Previously known as Jindal Metal & Mining Ltd). of which the Company is beneficial owner are held by certain individuals in fiduciary capacity.

30.9 Certain old balances of sundry debtors and sundry creditors are subject to reconciliation and confirmation.

30.10 Under the Package Scheme of Incentive 2001/2007 approved by the Government of Maharashtra, the Company is entitled to industrial promotion subsidy to the extent of 100% of the fixed capital investment or to the extent of taxes paid to the State Government within a period of 7 years, whichever is lower. During the year amount of subsidy receivable under the above said scheme amounting to Rs 512,030,553(previous Year Rs. 397,601,338) has been added to Capital Reserve.

30.11 In the opinion of the Board and to the best of their knowledge and belief, the realizable value of current assets, loans and advances in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet.

30.12 Stores and spares consumed and salaries and wages incurred during the year for repair and maintenance of plant & machinery and sheds & building, have been charged to the former accounts wherever separation is not ascertainable.

30.13 The Company has not received from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosures, if any, relating to amounts unpaid as at the year end together with interest paid/payable as required under the said Act have not been given.

30.14 The Export obligation undertaken by the company for import of capital equipments under EPCG scheme of the Central Government at the concessional rate of custom duty are in the opinion of the management expected to be fulfilled within their respective due dates/extended due date.

30.15 a) Discontinued Operation

Company has discontinued the operation of Partially Oriented Yarn (POY) facility at Gulaothi, Uttar Pradesh and Pet film facility at Khanvel unit as it has been terminated through abandonment in earlier years as per Accounting Standard -24 issued by ICAI.Following is selected financial information included in loss from discontinued operations for the Gulaothi and Khanvel unit:-

	2013-14		2012-13	
Discontinued activities	**Gulaothi**	**Khanvel**	**Gulaothi**	**Khanvel**
Total Assets	22,04,68,727	27,89,58,546	21,27,83,507	29,34,81,425
Assets Disposed off	1,35,80,522	11,06,000	Nil	Nil
Net Assets	20,68,88,205	27,78,52,546	21,27,83,507	29,34,81,425
Total Liability	20,68,88,205	27,78,52,546	21,27,83,507	29,34,81,425
Total Revenue	28,57,863	12,88,615	Nil	Nil
Total Expenses	76,12,035	177,74,057	84,10,362	175,83,068
Profit/(loss)from Discontinued operation	(47,54,172)	(164,82,442)	(84,10,362)	(175,83,068)
Tax expenses/(Gains)	(20,32,800)	(6,85,200)	(16,82,641)	(35,18,358)

b) As per Accounting standard -28 " Impairment of Assets" issued by ICAI ,no further impairment loss has been considered by the management in assets of Gulaothi & Khanvel unit.

30.16 During the financial year, the Company has demerged its investment division with Jindal Poly Investment and Finance Company Limited (JPIFCL) as per Section 391 to 394 of the Companies Act, 1956. The Hon'ble High Court of Judicature at Allahabad has approved the scheme and passed order on 16th May, 2013 to demerge the Company and the appointed date was 1st April, 2012. Consequently for the year ended 31st March 2014 the demerger has been effected in the books of accounts and accordingly the figure of previous year are re casted. Pursuant to the order of Hon'ble High Court, JPIFCL has issued and allotted equity shares in the ratio of 1 (one) equity share of face value of Rs 10/- each, fully paid-up, to each shareholder of the Company for every 4 (four) equity shares of face value of Rs.10/- each held by such shareholder in the Company on the record date i.e. 18th July, 2013. Accordingly, JPIFCL has issued and allotted to the shareholders of the Company a total of 1,05,11,929 fully paid up equity shares of Rs.10/- each. The equity shares of JPIFCL are listed on the National Stock Exchange of India Limited (NSE) and the Bombay Stock Exchange Limited (BSE).

30.17 During the quarter company acquire 4,28,00,000 equity shares of Global Non woovens Limited (GNL) with an investment of Rs.42.80 crore, after acquisition GNL become subsidiary of the Company during the year.

The Company has pledged 3,61,08,000 equity shares of Rs.10/- each of Global Nonwoven Limited "GNL" a subsidiary Company and mortgaged 26.54 acres land of the Company situated at Nasik, Maharashtra (Leased out to GNL) to SBICAP Trustee Company Limited as security for Rs. 287.70 crore loan availed by GNL from consortium of Bankers.

30.18 During the year the Company had invested INR 167 Crores in the Zero Percent Redeemable Preference Share Capital (Redeemable at a premium of 10% within 15 year from the date of allotment) of Jindal India Powertech Limited (JIPL), a group-SPV company. JIPL is the holding Company of Jindal India Thermal Power Limited, which is setting up Power Plant (600MW x 2) at village Derang, District Angul, Odisha. Further, pursuant to the resolutions passed by the Board of Directors of the the Company from time to time and the last one dated 20th July 2013, the Company, JIPL and Jindal Photo Limited have jointly and severally undertaken to the lenders of JITPL to meet any requirement towards shortfall in equity and other project costs overrun in JITPL, in the manner and form satisfactory to JITPL lenders.

30.19 The Company has completed the ongoing overseas acquisition of BOPP Films business (comprising of five manufacturing units) of ExxonMobil USA through its overseas subsidiary namely JPF Netherlands BV(51 % holding by the company and balance 49 % holding hold by Anchor Image & Films Pte Ltd, Singapore) and its steps down subsidiaries by way of investment in equity capital, unsecured loan and Corporate guarantees to the extent of USD 160 million in favour of lenders of overseas entities for the purpose. The interests in the overseas acquisition are reflected in consolidated financial statements of the Company as required by Indian Accounting Standard.

30.20 The Income Tax Department had conducted search and seizure u/s 132 and survey u/s 133A of the Income Tax Act, 1961 during the financial year 2011-12 on various premises of the company. The department had issued notice u/s 153 A for reassessment for the assessment years 2006-07 to 2011-12 . Assessment for AY 2010-11 & 2011-12 has been completed and are contested before CIT(A). Assessment for remaining years are in progress.

30.21 Previous year's figures have been regrouped and/or rearranged wherever required.

As per Our Report of even date annexed hereto

For Kanodia Sanyal & Associates
Chartered Accountants
Firm Registration No : 008396N

(R. K. KANODIA)
Partner
M No : 016121

(R. B. Pal)
Whole Time Director
DIN-00092049

(Sanjay Mittal)
Whole Time Director
DIN-01327274

Place: New Delhi
Date: 30th May, 2014

(Ajit Mishra)
Company Secretary

CIN:L17111UP1974PLC003979

Statement Pursuant to Section 212 of the Companies Act, 1956 relating to Subsidiary Companies

	Name of the Subsidiary Companies	Financial Year of the Subsidiary ended on	Holding Company's Shares interest as on 31.3.2014	Net aggregate amount of the Subsidiary's profit /(Loss) so far as they concern members of Holding Company and not dealt with in the Holding Company's accounts :-		Net aggregate amount of the Subsidiary's profit /(Loss) so far as they concern members of Holding Company and dealt with in the Holding Company's accounts:-	
				For Subsidiary's Period ended 31st March, 2014	For Subsidiary's Period ended 31st March, 2013.	For Subsidiary's Period ended 31st March, 2014	For Subsidiary's Previous Year 31st March,2013
1	Jindal Films India Ltd Formerly Known As Jindal Metal & Mining Ltd	31st Mar 2014	Holder of 50000 Equity of Rs 10/ each being 100% of the total issued, subscribed and paid up Equity Share Capital	Gain Rs 960.95 Lacs	Loss Rs 327.99 Lacs	Nil	Nil
2.	Jindal Metal & Mining (International Ltd)	31st Mar 2014	Share Holder of 50,000 Equity of AED1000 each being 100% of the total issued subscribed and paid up Equity Share Capital	Gain Rs 2.40 Lacs	Loss Rs 95.20 Lacs	Nil	Nil
3.	Global Nonwovens Limited (w.e.f 14.02.2014)	31st Mar 2014	Holder of 42800000 Equity of Rs 10/ each being 60.45 % of the total issued, subscribed and paid up Equity Share Capital	Loss Rs 1.59 Lacs	N/A	Nil	NA
4.	JPF Netherland B.V. (w.e.f. 18.01.2013) - Consolidated *#	31st Mar 2014	Holder of 4285428 Equity share of EUR 0.01each being 51% of the total issued, subscribed and paid up Equity Share Capital	Loss Rs.1192.24 Lacs	NIl	Nil	Nil

* Consolidated with 18 Subsidiaries Companies
\# Translated at average exchange rate

For and on behalf of the Board

(R. B. Pal)
Whole Time Director
DIN-00092049

(Sanjay Mittal)
Whole Time Director
DIN-01327274

Place: New Delhi
Date: 30th May, 2014

INFORMATION FOR EACH SUBSIDIARY OF THE CONSOLIDATED BALANCE SHEET AS PER CIRCULAR NO. 5/12/2007-CL-III UNDER SECTION 212(8) OF THE COMPANIES ACT,1956 FOR THE FINANCIAL YEAR ENDED 31.03.2014

(Rs.)

NAME OF THE SUBSIDIARY COMAPNIES	A) CAPITAL	B) RESERVES	C) TOTAL ASSETS	D) TOTAL LIABILITIES	E) DETAILS OF INVESTMENTS (Except in case of investment in the subsidiaries)	F) TURNOVER/ INCOME	G) PROFIT/LOSS BEFORE TAXATION	I) PROFIT/LOSS AFTER TAXATION	J) PROPOSED DIVIDEND
Jindal Films India Ltd Formerly Known As Jindal Metal and Mining Ltd	1,58,33,300 ,	5,06,08,623	7,74,00,141	1,09,58,218	-	12,53,70,403	9,60,94,554	69,07,7,736	-
Jindal Metal & Mining (International Ltd)	1,78,42,167	(2,0549,937)	9,267	2,717,037	-	-	240,304	-	-
Global Nonwovens Limited (w.e.f 14.02.2014)	708,000,000	(5,378,019)	1,327,372,847	624,750,866	-	-	(159,401)	(159,401)	-
JPF Netherland B.V. (w.e.f. 18.01.2013)**	6,938,738	(8,990,269)	1,780,369,736	1,782,421,267	-	-	(9,205,879)	(9,205,879)	-
JPF Dutch B.V. (w.e.f. 21.01.2013)	6,030,066	333,375,616	5,285,347,528	4,945,941,846	-	-	341,370,918	341,370,918	-
JPF Netherland Holding B.V. ** (w.e.f. 28.01.2013)	619,839,193	2,034,022,696	5,011,564,895	2,357,703,006	-	-	2,082,803,870	2,082,803,870	-
JPF USA Holding LLC (w.e.f. 23.01.2013) -	307,927,769	(83,154,536)	5,598,744,504	5,373,971,271	-	-	(135,291,040)	(135,291,040)	
JPF USA LLC (w.e.f. 24.01.2013) ***	-	-	-	-	-	-	-	-	-
JPF ITALY HOLDING SA (w.e.f. 14.05.2013)	185,004,391	1,791,536,025	4,10,83,39,164	2,131,798,749	-	-	1,834,501,735	1,834,501,735	-
JPF Luxembourg Holding S.a.r.l **** (Ltd. Liability Co.) (w.e.f. 14.05.2013)		-	-	-	-	-	-	-	-
-Jindal Films America LLC (w.e.f. 01.10.2013)	-	6,239,975,799 -	18,228,192,597	11,988,216,798	-	9,280,796,230	6,240,214,663	6,423,026,681	-
Films Shawnee LLC (w.e.f. 01.10.2013) #	-	-	-	-	-	-	-	-	-
Films LaGrange LLC (w.e.f. 01.10.2013) #	-	-	-	-	-	-	-	-	-
Films Macedon LLC (w.e.f. 01.10.2013) #	-	-	-	-	-	-	-	-	-
Jindal Films Europe Virton LLC (w.e.f. 01.10.2013)	324,444,159	3,433,152,946	12,480,619,642	8,723,022,536	1,773,330	15,338,813,841	(86,219,213)	(56,141,358)	-
Jindal Films Europe Brindsi Srl (w.e.f. 01.10.2013)	3,615,747,149	681,096,534	6,172,951,407	1,876,107,723	-	6,051,559,194	315,929,461	202,362,920	-
Jindal Films Europe Kerkrade B.V (w.e.f. 01.10.2013)	4,938,074,700	(1,133,852,347)	6,556,856,520	2,752,634,167	-	4,986,520,137	(332,645,003)	(247,554,404)	-
Jindal Films Europe S.a.r.l (w.e.f. 01.10.2013)	76,041,726	(984,334,917)	500,382,817	1,408,676,008	-	848,123,664	(977,711,472)	(991,260,045)	-
Jindal Films Singapore Pte.Ltd (w.e.f. 01.10.2013)	428,015,920	223,147,698	806,673,681	155,510,063	5,390,111	606,706,498	19,964,149	16,169,123	-
Jindal Films (Shanghai) Co. Ltd. (w.e.f. 10.09.2013) #	5,390,134	(4,275,037)	4,993,961	3,878,865	-	-	(4,303,499)	(4,303,499)	-
Jindal Films Capital LLC (w.e.f 01.10.2013) # *****	-	-	-	-	-		-	-	-
Films International LLC (w.e.f. 03.12.2013) *****	-	(56,504,683)	-	56,504,683	-	-	473,838	473,838	-

There were no balance to show as on 31st March 2014.

* Investment in shares, bonds and others

**Merged with Jindal Films Europe Kerkrade B.V with effect from 6th May, 2014.

***Merged with Jindal Films Americas LLC with effect from 1st October, 2013.

**** Merged with Jindal Films Europe S.a.r.l with retrospective effect from 1st Jan, 2014.

***** Merged with Jindal Films Europe Virton LLC with effect from 4th April, 2014.

Note-

1). The details of above foreign subsidiaries has been shown according to financial Statements as per IFRS or respective Country's Local Laws and same has been translated at an appropriate rate i.e. Balance Sheet items at closing exchange rate and Profit /(Loss) items are translated at average exchange rate.

2) The above details have been annexed in terms of Circular no 5/12/2007 -CL-III dated 8th February,2011 issued by Govt of India, Ministry of Corporate affairs U/S 212(8) of the companies Act,1956

CIN:L17111UP1974PLC003979

INDEPENDENT AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENT

To The Board of Directors of Jindal Poly Films Limited

We have audited the accompanying consolidated financial statements(the "Consolidated Financial Statement") of Jindal Poly Films Limited (the "Company"), and its subsidiaries, Joint Venture and associates companies; hereinafter referred to as the "Group" which comprise the Consolidated Balance Sheet as at March 31,2014, the Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information, which we have signed under reference to this report.

Management's Responsibility for the Financial Statements

The Company's Management is responsible for the preparation of these financial statements that give a true and fair view of the consolidated financial position, consolidated performance and consolidated cash flows of the Group in accordance with the Accounting principal generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence, about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the Company's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

We report that consolidated financial statements have been prepared by the company in accordance with the requirements of accounting standard (AS 21), "Consolidated Financial Statements" and investment in an associates company accounted on the equity method in accordance with Accounting Standards (AS 23) (Accounting for Investment in associates in Consolidated Financial Statement) as notified under the Companies (Accounting Standards) Rules, 2006 and on the basis of the separated financial statements of Jindal Poly Films Ltd. and its subsidiary included in the consolidated financial statements.

Based on our audit and information and explanations given to us and on the consideration of the separate audit reports on individual audited financial statements of Jindal Poly Films Limited and its subsidiaries, we are of the opinion that the said financial statements give a true and fair view in conformity with the accounting principal generally accepted in India

i) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
ii) In the case of the Statement of Profit and Loss, of the Profit for the year ended on that date; and
iii) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Emphasis of Matter

We draw attention to Note No. 30.09 to the financial statements, relating to accounting policy followed by the Company in respect of mega project subsidy received/receivable under the Package Scheme of Incentive 2001/2007 approved by the Government of Maharashtra. Further we draw attention Note No 30.17 to the Financial Statements, relating to the company had invested Rs. 167 Crores in the zero percent Redeemable Preference Share Capital (Redeemable at a premium of 10% within 15 year from the date of allotment) of Jindal India Powertech Limited (JPIL), a group-SPV Company.

Other Matters

We did not audit the financial statement of subsidiaries viz., Jindal Films India Limited (Previously Known as Jindal Metal & Mining Limited), Global Nonwovens Limited (w.e.f 14.02.2014) JPF Netherland B.V.(consolidated financial statement) and Jindal Metal & Mining International Limited, and eighteen step down subsidiaries companies whose financial statement reflects total assets of Rs. 346528.74 lacs as at 31st March 2014, and total revenues of Rs. 252644.08 lacs for the year ended 31st March 2014 and two associates companies which constitute net loss of Rs. 9.99 lacs for the year then ended. These financial statements have been audited by other auditors whose report has been furnished to us, and our opinion, insofar as it relates to the amounts included in respect of the subsidiaries, is based solely on the report of the other auditors.

The financial statements of Subsidiary Jindal Metal & Mining International Limited and associates Rexor Holding SAS (Formerly Known as Jindal France SAS) and Hindustan powergen limited for the year ended 31st March 2014 is reflected in Consolidated Financial Statements on the basis of unaudited financial information certify by the Management of the subsidiaries and associates companies.

For **KANODIA SANYAL & ASSOCIATES**
CHARTERED ACCOUNTANTS
Firm Registration No.008396N

(R.K.KANODIA)
PARTNER
Membership No.016121

Place: New Delhi
Date : 30th May, 2014

CIN:L17111UP1974PLC003979

CONSOLIDATED BALANCE SHEET AS AT 31st MARCH 2014

	Notes		As at 31.03.2014 Rs.		As at 31.03.2013 Rs.
I. EQUITIES & LIABILITIES					
1) Shareholder's Funds					
a) Share Capital	1	4,20,4,77,130		42,04,77,130	
b) Reserves & Surplus	2	1,63,34,734,367	16,75,52,11,497	10,86,06,70,298	11,28,11,47,428
Minority Interest			4,25,49,23,261		-
(2) Non-Current Liabilities					
(a) Long-Term Borrowings	3	9,49,84,68,923		1,95,88,58,990	
(b) Deferred Tax Liabilities (Net)	4	5,47,57,74,612		1,71,09,51,537	
(c) Long Term Provisions	5	17,22,817	14,97,59,66,353	-	3,66,98,10,527
(3) Current Liabilities					
(a) Short Term Borrowings	6	4,26,09,66,647		2,98,64,15,230	
(b) Trade Payables	7	7,55,40,99,209		1,13,48,13,640	
(c) Other Current Liabilities	8	5,26,28,21,313		1,42,85,93,979	
(d) Short Term Provisions	9	3,06,43,44,359	20,14,22,31,528	10,74,52,384	5,65,72,75,233
Total			**56,12,83,32,642**		**20,60,82,33,188**
II. ASSETS					
(1) Non Current Assets					
(a) Fixed Assets	10				
(i) Tangible Assets		27,67,43,98,175		12,49,41,86,607	
(ii) Intangible Assets		17,39,24,172		20,19,898	
(iii) Capital Work-in-Progress		1,29,59,75,701		48,78,92,201	
		29,14,42,98,049		12,98,40,98,706	
(b) Non Current Investments	11	1,75,48,41,702		8,58,41,560	
(c) Long Term Loans and Advances	12	69,65,29,292		4,35,01,222	
(d) Other Non Current Assets		-	31,59,56,69,042	-	13,11,34,41,488
(2) Current Assets					
(a) Current Investments	13	39,60,83,012		97,94,66,847	
(b) Inventories	14	11,31,91,11,629		2,71,78,69,729	
(c) Trade Receivables	15	8,64,74,97,886		1,57,01,61,897	
(d) Cash and Bank Balances	16	1,37,28,58,212		19,57,62,167	
(e) Short Term Loans and Advances	17	67,81,72,851		58,59,24,758	
(f) Other Current Assets	18	2,11,89,40,010	24,53,26,63,600	1,44,56,06,302	7,49,47,91,699
Total			**56,12,83,32,642**		**20,60,82,33,188**
Signficant Accounting Policies & Notes on Financial Statements	1-30				

The accompanying Notes are an integral part of the Financial Statments

As per our report of even date annexed hereto

For Kanodia Sanyal & Associates
Chartered Accountants
Firm Registration No : 008396N

(R. K. KANODIA)
Partner
M No : 016121

(R. B. Pal)
Whole Time Director
DIN-00092049

(Sanjay Mittal)
Whole Time Director
DIN-01327274

Place: New Delhi
Date: 30th May, 2014

(Ajit Mishra)
Company Secretary

CIN:L17111UP1974PLC003979

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 ST MARCH, 2014

			Year ended 31.03.2014 Rs.		Year ended 31.03.2013 Rs.
A	**Cash Flow from Operating activities:**				
	Net Profit before tax and extraordinary items	1,07,12,94,884		14,28,04,466	
	Adjustments for:				
	Depreciation	1,89,72,28,229		91,04,80,182	
	(Profit)/Loss on sale of Assets (net)	(4,232)		(2,81,911)	
	Profit on sale of current Investment- Non Trade	(5,79,792)		40,34,862	
	Provision for diminution in value of Investments	-		(1,59,252)	
	Interest Income	(4,91,18,635)		(1,75,62,010)	
	Dividend Income	(3,78,51,584)		(3,01,15,347)	
	Capital Reserve on acquisition of overseas business	4,28,50,27,614			
	Foreign Currency Translation Adjustments	(5,49,39,201)			
	Exchange Fluctuation on financing activities	28,11,52,463		9,04,75,083	
	Financial Costs	1,19,53,96,871	7,51,63,11,732	25,70,95,313	1,21,39,66,920
	Operating Profit before Working Capital Changes		**8,58,76,06,616**		**1,35,67,71,386**
	Adjustments for :				
	Trade and Other Receivables	(7,88,74,50,293)		47,69,31,493	
	Inventories	(8,54,71,54,292)		(70,21,83,640)	
	Trade and Other Payables	10,88,68,42,547	(5,54,77,62,038)	(15,91,97,158)	(38,44,49,304)
	Cash generated from Operations		**3,03,98,44,578**		**97,23,22,081**
	Direct Tax (paid)/Refund		(50,08,54,154)		(89,31,290)
	Net Cash from Operating Activities		**2,53,89,90,424**		**88,24,90,791**
B.	**Cash Flow from Investing Activities:**				
	Purchase of Fixed Assets	(14,13,64,54,529)		(46,65,65,075)	
	Sale of Fixed Assets	3,90,024		6,899	
	Amount received from Industrial Promotion Subsidy under Mega Project	51,20,30,553		39,76,01,338	
	Purchase of Investments	(1,02,59,03,300)		(97,99,66,847)	
	Sale of Investments	58,39,63,626		21,91,89,079	
	Movements in Fixed Deposits	(2,39,86,237)		(10,05,36,000)	
	Dividend Received	3,78,51,584		3,01,15,347	
	Interest Received	4,47,90,743		1,75,62,010	
	Net Cash used in investing activities		**(14,00,73,17,536)**		**(88,25,93,249)**
C.	**Cash Flow from Financing Activities:**				
	Increase/(Repayment) of Borrowings	9,79,47,50,161		59,00,10,048	
	Minority Interest	4,36,95,34,669		-	
	Shares Buyback	-		(18,53,89,568)	
	Dividend paid and Tax Thereon	(4,83,07,104)		(12,21,75,469)	
	Exchange Fluctuation on financing activities	(28,11,52,463)		(9,04,75,083)	
	Interest Paid	(1,21,33,88,344)		(25,70,95,313)	
	Net Cash From Financing Activities		**12,62,14,36,920**		**(6,51,25,386)**
	Net increase/(decrease) in Cash and Cash equivalents(A+B+C)		**1,15,31,09,808**		**(6,52,27,843)**
	Cash and Cash equivalents as at 1st April (Opening Balance)		**6,95,80,550**		**13,51,17,904**
	Cash and Cash equivalents of the Companies ceased to be subsidiaries				**(3,09,510)**
	Cash and Cash equivalents as at period end (Closing Balance)		**1,22,26,90,358**		**6,95,80,550**
	Cash & Stamps in hand (including Drafts/ Cheques)		4,14,001		2,87,749
	Balances with banks:				
	In Current Accounts		1,21,91,36,259		6,70,36,110
	In Unclaimed Dividend Accounts		31,40,098		22,56,691
			1,22,26,90,358		**6,95,80,550**

Note: Assets and Liabilities acquired at overseas has been considered at fair value determined at the time of acquisition.

As per our report of even date annexed hereto

For Kanodia Sanyal & Associates
Chartered Accountants
Firm Registration No : 008396N
(R. K. KANODIA)
Partner
M No : 016121

(R. B. Pal)
Whole Time Director
DIN-00092049

(Sanjay Mittal)
Whole Time Director
DIN-01327274

Place: New Delhi
Date: 30th May, 2014

(Ajit Mishra)
Company Secretary

Consolidated Profit and Loss Statement for the year ended 31st March, 2014

REVENUES	Note	Year Ended 31.03.2014 Rs.	Year Ended 31.03.2013 Rs.
I. Revenue from Operations	19	51,42,64,48,133	22,31,79,11,509
II. Other Income	20	27,36,53,770	24,03,44,956
III. Total Revenue (I+II)		**51,70,01,01,904**	**22,55,82,56,466**
EXPENSES			
Cost of Materials Consumed	21	31,80,52,27,324	16,59,54,84,404
Changes in inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	22	(10,36,26,762)	(17,12,91,209)
Employee Benefit Expenses	23	4,45,85,19,166	33,74,47,934
Finance Costs	24	1,19,53,96,871	35,11,86,653
Depreciation and Amortization	10	1,87,59,29,768	88,91,78,460
Other Expenses	25	1,11,084,72,104	4,17,14,54,112
IV. Total Expenses		**50,33,99,18,471**	**22,17,34,60,354**
V. Profit Before Exceptional and Extraordinary Items and Tax		1,36,01,83,433	**38,47,96,111**
VI. Add/(Less) :- Exceptional Items	30.5	(26,76,48,936)	(21,59,98,217)
VII. Profit Before Extraordinary Items and Tax (V - VI)		**1,09,25,34,497**	**16,87,97,894**
VIII. Extraordinary Items		-	-
IX. Profit after Extraordinary Items and Before Tax (VII - VIII)		1,09,25,34,497	16,87,97,894
X. Less :- Provision for Taxation			
-Current Tax		83,28,45,957	3,25,50,000
-MAT Credit Entitlement		-	(3,14,50,000)
-Deferred Tax		(42,60,78,348)	8,56,30,000
XI. Profit(Loss) for the period from Continuing Operations (IX - X)		**68,57,66,888**	**8,20,67,894**
XII. Profit/(Loss) from Discontinuing Operations		(2,12,39,614)	(2,59,93,430)
XIII. Tax expense of Discountiuing Operations		(30,00,000)	(5,200,000)
XIV. Profit/(Loss) from Discontinuing Operations (XII - XIII)		**(1,82,39,614)**	**(2,07,93,430)**
XV. Profit/(Loss) for the period Before Minority Interest and Share in Associates (XI + XIV)		**66,75,27,274**	**6,12,74,465**
XVI. Less :Share in Profit/(Loss) of Associates (Net)		(9,99,859)	(17,40,786)
XVII. Profit/(Loss) for the period Before Minority Interest (XV - XVI)		**66,65,27,414**	**5,95,33,679**
XVIII Less : Pre-acquisition Profit/(Loss) transferred to Capital Reserve on Consolidation		(84,217)	-
: Share of Minority Interest		(11,46,11,409)	-
XIX Profit for the Year (XVII - XVIII)		**78,12,23,040**	**5,95,33,679**
Earning per equity share:			
Earning per Share(Basic & Dilluted)	27	**15.88**	**1.45**
Signficant Accounting Policies & Notes on Financial Statements	1-30		

The accompanying Notes are an integral part of the Financial Statments
As per our report of even date annexed hereto

For Kanodia Sanyal & Associates
Chartered Accountants
Firm Registration No : 008396N

(R. K. KANODIA)
Partner
M No : 016121

(R. B. Pal)
Whole Time Director
DIN-00092049

(Sanjay Mittal)
Whole Time Director
DIN-01327274

Place: New Delhi
Date: 30th May, 2014

(Ajit Mishra)
Company Secretary

CIN:L17111UP1974PLC003979

SIGNIFICANT ACCOUNTING POLICIES TO THE CONSOLIDATED BALANCE SHEET AND STATEMENT OF PROFIT AND LOSS

Principles of Consolidation

The Consolidated Financial Statements (CFS) relate to Jindal Poly Films Limited (the Company), its Subsidiaries and Associates (Group). The CFS have been prepared in accordance with Accounting Standard 21 on "Consolidated Financial Statements" (AS 21), Accounting Standard 23 on "Accounting for Investments in Associates in Consolidated Financial Statements" (AS 23) and are prepared on the following basis:

(a) The financial statements of the Company and its Subsidiaries are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating inter-group balances and inter-group transactions including unrealized profits/ losses in period end assets. The difference between the Company's cost of investments in the Subsidiaries, over its portion of equity at the time of acquisition of shares is recognized in the consolidated financial statements as Goodwill or Capital Reserve, as the case may be. In case of overseas acquisition during the year, difference between net assets over purchase consideration has been recognised as Capital Reserve or Goodwill, as the case may be. Minority Interest's share in net profit/ loss of consolidated subsidiaries for the year is adjusted against the income of the Group in order to arrive at the net income attributable to equity shareholders of the Company. Minority Interest's share in net assets of consolidated subsidiaries is presented in the Consolidated Balance Sheet separate from liabilities and the equity of the Company's shareholders. Minority Interest in the consolidated financial statements is identified and recognized after taking into consideration:

(i) The amount of equity attributable to minorities at the date on which investments in a subsidiary is made.

(ii) The minorities' share of movement in equity since the date parent-subsidiary relationship came into existence.

(iii) The losses attributable to the minorities are adjusted against the minority interest in the equity of the subsidiary.

(b) In case of foreign subsidiaries, being non-integral foreign operations, revenue items are translated at the average rates prevailing during the period. Assets, liabilities and equity are translated at the closing rate. Any exchange difference arising on translation is recognized in the "Foreign Currency Translation Reserve".

(c) Investments in Associates are accounted for using equity method in accordance with AS-23. For this purpose investments are initially recorded at cost. Any Goodwill/Capital Reserve arising at the time of acquisition are identified and carrying amount of investment are adjusted thereafter for the post acquisition share of profits or losses. Adjustment for any change in equity that has not been included in the Statement of profit and loss are directly made in the carrying amount of investments without routing it through the consolidated Statement of profit and loss.

(d) The CFS are prepared by using uniform accounting policies for like transactions and other events in similar circumstances and necessary adjustments required for deviations, if any and to the extent possible, are made in the CFS and are presented in the same manner as the Company's separate financial statements.

(e) The details of Subsidiaries and Associates companies whose financial statements are consolidated are as follows:

S. No	Name of Companies	Country of Incorporation	Group's Proportion of Interest (2013-14)	Group's Proportion of Interest (2012-13)
	Subsidiaries			
1	Jindal Films India Ltd (Previously Known as Jindal Metal & Mining Limited)	India	100%	100%
2	Jindal Metal & Mining International Limited	India	100%	100%
3	Global Nonwovens Limited (w.e.f 14.02.2014)	India	60.45%	-
4	JPF Netherland B.V.	Netherland	51%	51%
	Associates			
1	Rexor Holding SAS (Formerly Known as Jindal France SAS)	France	40%	40%
2	Hindustan Powergen Limited	India	27.42%	27.42%

(f) The Consolidated financial statements are based, in so far they relate to audited accounts included in respect of subsidiaries (audited by their auditors) for the period from 1st April 2013 to 31st March 2014, which are prepared for consolidation in accordance with the requirement of AS-21 (Consolidated Financial Statements).

(g) For the purpose of consolidation, the consolidated financial statements of JPF Netherlands B. V. reflecting consolidation for following entities as at 31st March 2014 prepared in accordance with International Financial Reporting Standards

have been restated, where considered material, to comply with Generally Accepted Accounting Principles in India. Disclosures in respect of these subsidiaries are given to the extent of available information.

S. No	Name of Companies	Country of Incorporation	Group's Proportion of Interest (2013-14)	Group's of Interest of Interest (2012-13)
	Subsidiaries			
1	JPF Dutch B.V.	Netherland	51%	51%
2	JPF Netherland Holding B.V.	Netherland	51%	51%
3	JPF USA Holding LLC	USA	51%	51%
4	JPF USA LLC	USA	51%	51%
5	JPF Italy Holdings SA (w.e.f. 14.05.2013)	Itally	51%	-
6	JPF Luxembourg Holding S.a.r.l (Limited Liability Company) (w.e.f. 14.05.2013)	Luxembourg	51%	-
7	Jindal Films America LLC (w.e.f. 01.10.2013)	USA	51%	-
8	Films Shawnee LLC (w.e.f. 01.10.2013)	USA	51%	-
9	Films LaGrange LLC (w.e.f. 01.10.2013)	USA	51%	-
10	Films Macedon LLC (w.e.f. 01.10.2013)	USA	51%	-
11	Jindal Films Europe Virton LLC (w.e.f. 01.10.2013)	USA	51%	-
12	Jindal Films Europe Brindsi S.r.l (w.e.f. 01.10.2013)	Italy	51%	-
13	Jindal Films Europe Kerkrade B.V (w.e.f. 01.10.2013)	Netherland	51%	-
14	Jindal Films Europe S.a.r.l (w.e.f. 01.10.2013)	Luxembourg	51%	-
15	Jindal Films Singapore Pte.Ltd (w.e.f. 01.10.2013)	Singapore	51%	-
16	Jindal Films (Shanghai) Co. Ltd. (w.e.f. 10.09.2013)	Shanghai	51%	-
17	Jindal Films Capital LLC (w.e.f 01.10.2013)	USA	51%	-
18	Films International LLC (w.e.f. 03.12.2013)	USA	51%	-

SIGNIFICANT ACCOUNTING POLICIES

i. Recognition of Income and Expenditure

All revenues and expenditures are accounted for on accrual basis except wherever stated otherwise.

ii. Sales

Sales, other than export sales, are inclusive of Excise Duty and shown net of returns and discounts.The Group is engaged in the business of manufacturing and sales of various types of films of various dimensions and grades. As per the Groups' usual policy, the low graded/surplus stocks of films are sold at special discounted prices and such discounts are adjusted in unit sale price.

iii. Fixed Assets

Tangible Assets are stated at cost less accumulated depreciation. Intangible Assets are stated at cost less accumulated depreciation.

iv. Depreciation

Depreciation on Tangible and Intangible Fixed Assets are provided using straight Line Method based on estimated useful life or on the basis of depreciation rates prescribed under respective Local Laws.

Further, in view of different sets of environment in which foreign subsidiaries operate in their respective countries, provision for depreciation is made to comply with local laws and by use of management estimate. It is practically not possible to align rates of depreciation of such subsidiaries with those of the Group. However on review, the management is of the opinion that provision of such depreciation is adequate.

v. Investments

Current Investments are valued at acquisition cost or market value whichever is lower. Non-Current investments(Long Term) are valued at acquisition cost. Diminution in value of Non-Current investment is provided only if such a diminution is other than temporary in the opinion of the management

vi. Inventories

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence,if any. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads incurred in bringing them to their respective present location and condition. Cost of raw materials are determined on FIFO basis, costs of process chemicals, stores, packing materials are determined on weighted average basis. Non usable wastes are valued at net realizable value.

vii. Excise Duty

Excise duty is accounted for and included in the closing stock valuation of finished goods.

viii. Foreign Currency Transactions

Exchange difference arising on repayment of foreign currency liabilities taken for the purpose of acquiring fixed assets, which are carried in terms of historical cost, are recognized as income or expenses for the year as the case may be.Exchange difference arising due to reinstatement of outstanding foreign currency loans taken for acquiring the fixed assets, by applying the closing rate of such foreign currency or the rate as per forward exchange contract if any, are recognized as income or expenses for the year as the case may be.

Exchange difference arising on foreign currency transactions other than those relating to liabilities incurred for the purpose of acquiring fixed assets, are recognised as income or expenses for the year as the case may be. Any profit or loss arising on cancellation or renewal of a forward exchange contract in those cases is also recognised as income or expense for the year. All current assets and current liabilities in any foreign currency outstanding at the end of the year are translated by applying the closing rate or the rate as per forward exchange contract, if any.

ix. Export Benefits

Export incentives in the form of Duty Draw back benefit is accounted for on accrual basis and treated as income from operations.Advance licenses obtained against actual export made are being accounted on accrual basis based upon difference between domestic vs. imported raw material prices prevailing at the end of the period and is adjusted to raw material cost.

x. Employee Benefits

i. Short term Employee Benefits

All employee benefits payable within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, wages etc. and the expected cost of bonus, exgratia, incentives are recognized in the period during which the employee renders the related service.

ii. Post employment Benefits

(a) Defined Contribution Plans

State Government Provident Fund Scheme is a defined contribution plan. The contribution paid/payable under the scheme is recognized in the Statement of profit and loss during the period during which the employee renders the related service.

(b) Defined Benefit Plans

The employee Gratuity Fund Scheme managed by a trust is a defined benefit plan. The present value of obligation under such defined benefit plan is determined based on actuarial valuation under the projected unit credit method which recognizes each period of service as giving rise to additional unit of employees benefits entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans is based on the market yields on government securities as at balance sheet date, having maturity periods approximated to the returns of related obligations.

Actuarial gains and losses are recognized immediately in the Statement of profit and loss.

In case of funded plans the fair value of the planned assets is reduced from the gross obligation under the defined benefit plans to recognize the obligation on net basis.

(c) The obligation for leave encashment is provided for and paid on yearly basis.

xi. Borrowing Costs

Borrowing costs that are directly attributable to the acquisition of assets are being capitalized as part of the cost of that asset up to the date of such asset is ready for its intended use. All other borrowing costs are charged to revenue in the period when they are incurred.

xii. Operating Leases

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased asset are classified as operating leases. Operating lease charges are recognized as an Pre-Operative Expense or profit/ loss in Statement of Profit and Loss, as the case may on Straight-line basis over the Lease Term.

xiii. Taxation

a) Current Year Charge

i) Indian Companies

Provision for current tax is made considering various allowances and benefits available to the company under provisions of Income Tax Act 1961.

ii) Foreign Companies

Foreign subsidiaries and associated recognize tax liability in accordance with the applicable local laws.

Provision for Income-tax is ascertained on the basis of assessable profits computed in accordance with the Local Laws.

b) Deferred Tax

The provision for deferred tax liability has been made according to applicable method prescribed under respective Local Laws.

xiv. Earnings per share

Earning per share is calculated by dividing the net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

xv. Miscellaneous Expenditure

Preliminary expenditure/ share issue expenses are being written off over a period of five years.

xvi. Expenses during construction period

Expenses incurred during construction period are capitalised as part of the cost of that asset up to the date of such asset is ready for its intended use, except where some expenditure paid during subsequent year pertaining to already installed Asset.

xvii. Impairment of Assets

An Asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. Impairment Loss is charged to Statement of Profit and Loss in the year in which impairment is identified.

xviii. Income from investments/Deposits

Income from investments is credited to revenue in the year in which it accrues. Income is stated in full with the tax thereon being accounted for Under Income tax deducted at source. Dividend income is booked, when the owner's right to receive its investments payment in shares established.

xix. Claims and benefits

Claims receivable is accounted on accrual basis to the extent considered receivable.

xx. Contingent Liability

Contingent Liabilities, if material, are disclosed by way of notes.

NOTES ON ACCOUNTS

		As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
1	**SHARE CAPITAL**		
	AUTHORISED		
	8,00,00,000 (Previous year 105,000,000) Equity Shares of Rs.10/- each	80,00,00,000	1,05,00,00,000
	100,000,000 (Previous Year 100,000,000) Preference Shares of Rs.10/- each	1,00,00,00,000	1,00,00,00,000
		1,80,00,00,000	2,05,00,00,000
	ISSUED, SUBSCRIBED & PAID UP		
	42,047,713 (Previous Year 42,047,713) Equity Shares of Rs. 10/- each	42,04,77,130	42,04,77,130
		42,04,77,130	**42,04,77,130**

Notes on Share capital :-

1 Reconciliation of Shares outstanding at the beginning and at the closing of the reporting period:

Particulars	No. of Shares	No. of Shares
Opening Balance	4,20,47,713	4,30,21,855
Add: Issue by way of bonus shares	-	-
Less: Buyback of equity shares	-	9,74,142
Closing Balance	**4,20,47,713**	**4,20,47,713**

2 Shareholders holding more than 5 percent Equity shares of the Company:

Name of Shareholder	No. of Shares	%	No. of Shares	%
Jindal Photo Investments Limited	1,18,48,266	28.18	1,18,48,266	28.18
Soyuz Trading Company Limited	1,14,50,302	27.23	1,14,50,302	27.23
Rishi Trading Company Limited	49,99,056	11.89	49,99,056	11.89

3 The Company has bought back following equity shares during last five years:

Financial Year	No. of Shares
2008-2009	2271735
2009-2010	2803007
2010-2011	-
2011-2012	3020421
2012-2013	974142

4. Authorised Equity Capital of the Holding Company was reduced to Rs. 80 Crores wide order of Hon'ble High Court of Allahabad dated 16th May 2013, consequent to demerger of investment division of the Holding Company.

NOTES ON ACCOUNTS

2 RESERVES & SURPLUS		As at 31.03.2014 Rs.		As at 31.03.2013 Rs.
CAPITAL RESERVE				
As per last Balance sheet	39,86,91,338		10,90,000	
Add : Capital Reserve on acquisition of overseas business and on consolidation	4,38,67,25,838		-	
Add: Amount of industrial promotion subsidy under Mega Project Scheme during the year	51,20,30,553		39,76,01,338	
Add: Foreign Currency Translation Adjustment	(10,17,82,438)	5,19,56,65,290	-	39,86,91,338
CAPITAL REDEMPTION RESERVE	-			
As per last Balance sheet	1,15,18,81,670		1,14,21,40,250	
Add: Transferred from General Reserve	-	1,15,18,81,670	97,41,420	1,15,18,81,670
SECURITIES PREMIUM RESERVE				
As per last Balance sheet	2,10,69,35,909		2,28,25,84,057	
Less: Premium on equity shares bought back	-	2,10,69,35,909	17,56,48,148	2,10,69,35,910
EXPORT PROFIT RESERVE				
As per last Balance sheet		60,000		60,000
AMALGAMATION RESERVE				
As per last Balance sheet		42,28,32,200		42,28,32,200
GENERAL RESERVE				
As per last Balance sheet	2,12,94,16,111		8,04,92,03,788	
Less: Transfer to Demerged Company	-		6,16,00,46,258	
Less: Transfer to Capital Redemption Reserve	-		97,41,420	
Add : Transfer from Statement of Profit and Loss	25,00,00,000	2,37,94,16,111	25,00,00,000	21,29,41,610
FOREIGN CURRENCY TRANSLATION RESERVE				
As per last Balance sheet	8,70,295		8,70,295	
Add: Additions during the year	(5,49,39,201)	(5,40,68,906)	-	8,70,295
STATEMENT OF PROFIT AND LOSS				
As per last Balance sheet	4,64,99,82,776		4,85,86,56,712	
Add: Profit for the year	78,12,23,040		5,95,33,679	
Less: Proposed Dividend	4,20,47,713		4,20,47,713	
Less: Tax on Proposed Dividend	71,46,009		71,46,009	
Less/(Add): Profits/(Loss) of the Companies ceased to be subsidiaries	-		(3,09,86,107)	
Less: Transfer to General Reserve	25,00,00,000		25,00,00,000	
		5,13,20,12,094		4,64,99,82,776
		16,33,47,34,367		**10,86,06,70,298**

3 LONG TERM BORROWINGS				
Unsecured				
Inter Corporate Borrowings		39,32,00,000		-
Secured Loans				
Foreign Currency Term Loan from a Bank (a)	32,26,29,434			1,95,88,58,990
Term Loan from a Foreign Bank (b)	1,19,78,54,709		-	
Term Loan from a Bank (c)	5,69,83,02,717		-	
Term Loan from a Bank (d)	8,97,00,000		-	
Term Loan from a Financial Institution (e)	1,79,67,82,064	9,10,52,68,923	-	-
		9,49,84,68,923		**1,95,88,58,990**

Securities

(a) Secured by first pari-pasu equitable mortgage of immovable properties of the Holding Company, situated at Nasik (Maharastra) and hypothecation of movable assets as second charge. Foreign currency term loans from AKA Ausfuhrkredit-Gesellschaft mbh Germany and Commerzbank Germany are guaranteed by HERMES Kreditversicherungs-Aktiengesellschaft Germany.

(b), (c) and (e) - First ranking pledge of the fully paid equity shares of JPF Netherlands B.V, JPF Dutch B.V, JPF Netherlands Holdings B.V and JPF Italy Holding SRL. First ranking charge over the fixed assets of Jindal Films Europe Kerkrade B.V.(including the manufacturing plant located at Kerkrade, the Netherlands). First ranking charge created by way of a Belgian law mortgage deed over the immovable assets of Jindal Films Europe Virton LLC restricted to the immovable Property, Plant & Equipment located in Virton, Belgium. Belgian law mortgage mandate deed over the immovable assets of Jindal Films Europe Virton LLC restricted to the immovable Property, Plant & Equipment located in Virton, Belgium. First ranking Belgian law pledge on business agreement over the movable assets of Jindal Films Europe Virton LLC restricted to the movable Property, Plant & Equipment located in Virton, Belgium. Exclusive charge on fixed assets of the plants located in the United States of America. Belgian law pledge on business mandate over the movable assets of Jindal Films Europe Virton LLC restricted to the movable Property, Plant & Equipment located in Virton, Belgium.

A negative lien undertaking over the shares of JPF USA Holding LLC, JPF Films Europe S.a.r.l. and the subsidiaries of JPF USA Holding LLC. Further a negative lien undertaking provided by Jindal Films Europe Brindisi Srl in relation to the fixed assets at the manufacturing plant located at Brindisi, Italy.

And also secured by a guarantee of the JPF Netherlands B.V., Amsterdam, (The Subsidiary Company), Jindal Poly Films Ltd (The Holding Company)and requires Jindal Poly Films to maintain certain financial ratios and to comply with certain financial covenants on a consolidated level. These ratios and covenants relate to a Debt Service Capacity Rate, a Total Debt Gearing ratio, an EBITDA/Interest ratio and an external credit rating. As at 31st March 2014, Jindal Poly Films Ltd was in compliance with respect to these covenants or has received a waiver of any such noncompliance.

(d) Secured by mortgage of all immovable properties (including leasehold rights) and assets of the project of one of Subsidiary Global Nonwovens Limited.

Terms of Repayments :

(a) Same is repayable on yearly/half yearly basis and the last repayment is due in September, 2017.

(b) The rate of interest on the loan for each interest period is subject to an interest aggregate of LIBOR (as prescribed in the agreement) plus a Margin (i.e. 2.45%) per annum. Repayment date falling 18 months after the first utilisation date.

(c) The rate of interest on each loan for each interest period is subject to an interest aggregate of 6 months LIBOR plus a Margin (i.e. 3.25%) per annum. Repayment date start from 11 September 2017.

(d) Carries interest floating rate of 3.50% p.a. above base rate of SBI with monthly rests repayable in 28 Instalments from June 2015.

(e) The rate of interest on each loan for each interest period is subject to an interest aggregate of 6 months LIBOR plus a Margin (i.e. 4.75%) per annum. Repayment date start from 1 October 2017 to proceeding every quarterly (total 16 quarterly payments) up to 1 July 2020.

4	DEFERRED TAX LIABILITY (NET)	As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
	Opening Balance	1,71,09,51,537	1,62,53,21,537
	Addition/ Deletion During the year	3,76,48,23,075	8,56,30,000
		5,47,57,74,612	**1,71,09,51,537**

The Net Defered Tax Liability recognised in the Statement of Profit and Loss.

		As at 01.04.2013 Rs.	Changes during the year through Statment of Profit and Loss Rs.	As at 31.03.2014 Rs.
Deferred Tax Liabilty being Tax impact thereon				
Difference between written down value of block of assets as per Income Tax Laws and Written Down Value of the Fixed Assets as per Books of Accounts.		1,93,60,49,323	2,68,27,429	1,96,28,76,752
Deferred Tax Assets being Tax impact thereon				
Expenses charged in the books, but allowances thereof dererred under Income Tax		(22,50,97,786)	(2,31,87,611)	(24,82,85,397)
Total	**A**	**1,71,09,51,537**	**36,39,818**	**1,71,45,91,355**
Defered Tax Liability (Net) of Foreign Subsidiaries	**B**	-	(42,97,18,166)	3,76,11,83,258
Net Defered Tax Liability	**A + B**	**1,71,09,51,537**	**(4,26,07,83,48)**	**5,47,57,74,612**

		As at 31.03.2014	As at 31.03.2013
5	**LONG TERM PROVISIONS**		
	Provision for Employee Benefits	17,22,817	-
		17,22,817	**-**
6	**SHORT TERM BORROWINGS**		
	LOANS REPAYABLE ON DEMAND		
i)	**- SECURED WORKING CAPITAL LOAN**		
	Working Capital Loan - From Banks (a)	1,13,02,05,227	95,25,88,938
	Factoring Facitlity from a Bank (b)	1,45,99,52,520	-
ii)	**- UNSECURED WORKING CAPITAL LOAN**		
	Working Capital Loan	1,59,06,07,135	2,03,38,26,292
	Factoring Facitlity from a Bank	8,02,01,764	-
		42,60,966,647	**2,98,64,15,230**

(a) Secured by hypothecation of all stocks of raw materials, semi finished goods, finished goods, goods in transit, stores and spares and book debts of the company .These are further secured by way of second pari-pasu charge on immovable properties of the company situated at Gulaothi (U P) & Nasik (Maharastra).

(b) Secured by accounts receivable and inventory of Subsidiary Company and is due on demand or on such date as speciified in agreement with the bank.

		As at 31.03.2014	As at 31.03.2013
7	**TRADE PAYABLES**		
	For Capital Goods	-	2,23,09,844
	For Others	7,55,40,99,209	1,11,25,03,796
		7,55,40,99,209	**1,13,48,13,640**

CIN:L17111UP1974PLC003979

NOTES ON ACCOUNTS

		As at 31.03.2014	As at 31.03.2013
8	**OTHER CURRENT LIABILITIES**		
	Current maturities of Long Term Debts	1,84,18,96,240	86,85,89,180
	Interest accrued and due on borrowings	72,81,751	-
	Interest on Loans accrued but not due	2,03,59,294	3,83,50,767
	Payable on acquisition of Chemical Division - ExxonMobil	64,40,96,700	-
	Amount received in Advance from customers	37,12,03,632	40,25,71,925
	Customer Rebates	1,45,49,97,930	-
	Unpaid Dividends	31,40,098	22,56,691
	Staff Security Payables	3,03,96,069	3,62,19,216
	Income Tax Payable (Net)	30,78,88,786	-
	Duties & Taxes	21,16,03,693	4,50,91,684
	Staff Payables	2,75,28,170	2,41,92,511
	Advance Licence Due	4,56,76,415	1,13,22,004
	Other Payables	29,67,52,534	-
		5,26,28,21,313	**1,42,85,93,979**
9	**SHORT TERM PROVISIONS**		
	Provision of Excise Duty on Finished Goods	7,54,72,575	5,82,61,873
	Employee Benefits	2,93,53,03,493	-
	Proposed dividend on equity shares	4,20,47,713	4,20,44,502
	Tax on Proposed dividend	71,46,009	71,46,009
	Provision for Taxation (Net of Advance)	43,74,569	-
		3,06,43,44,359	**10,74,52,384**

10 FIXED ASSETS

PARTICULARS	GROSS BLOCK						DEPRECIATION					NET BLOCK	
	AS AT 01.04.2013	Assets Acquired and Held by the Subsidiary Companies	ADDITIONS	SALE/ ADJUSTMENT	CEASE D TO BE SUBSI-DIARY	TOTAL 31.03.2014	Opening Acquired on acquisition	AS AT 01.04.2013	FOR THE YEAR*	SALE/AD-JUSTMENT	TOTAL 31.03.2014	AS AT 31.03.2014	AS AT 31.04.2013
Intangible Assets													
Goodwill on Consolidation	20,19,898			-	-	2,019,898	-		-	-	-	20,19,898	20,19,898
Trade Mark						-				-	-	-	-
Computer Software and Licenses	-	7,78,186	17,33,64,705			174,142,891			3,62,69,752	27,428	3,62,97,181	13,78,45,711	-
Patent		3,59,35,641				3,59,35,641	-	32,638	18,44,440	-	18,77,078	3,40,58,563	-
Total	**20,19,898**	**36,713,828**	**17,33,64,705**	**-**	**-**	**21,20,98,431**	**-**	**32,638**	**3,81,14,192**	**27,428**	**3,81,74,258**	**17,39,24,172**	**20,19,898**
Tangible Assets										-		-	-
Land (Freehold)	5,47,55,003	1,39,99,17,968	-	-	-	1,45,46,72,971	-		-	-	-	1,45,46,72,971	5,47,55,003
Factory Buildings	2,55,05,04,669	3,75,81,52,421	55,00,298	-	-	6,31,41,57,388	63,17,86,315		21,95,32,293	(84,557)	85,12,34,051	5,46,29,23,337	1,91,87,18,354
Other Buildings	21,59,07,594	-	-	-	-	21,59,07,594	5,05,88,739		35,19,294	-	5,41,08,033	16,17,99,561	16,53,18,855
Plant & Machinery	18,11,67,85,494	11,31,20,27,226	7,53,91,094	-	-	29,50,42,03,813	7,82,87,02,675		1,55,45,12,541	(5,07,341)	9,38,27,07,875	20,12,14,95,939	10,28,80,82,818
Furniture & Fixture	2,76,51,550	1,58,63,043	9,11,626	-	-	4,44,26,218	1,72,71,168	88,773	49,57,403	2,14,457	2,25,31,801	2,18,94,417	1,03,80,382
Office Equipments	3,62,59,019	77,41,933	21,42,770	-	-	4,61,43,721	1,92,94,982	30,878	22,63,802	56,514	2,16,46,176	2,44,97,545	1,69,64,036
Computers	6,86,23,271	44,08,29,817	45,43,166	-	-	51,39,96,254	5,19,61,696	26,095	6,95,70,069	75,362	12,16,33,221	39,23,63,033	1,66,61,575
Vehicles	4,92,10,265	89,40,330	76,89,637	58,21,190	-	6,00,19,043	2,59,04,682	20,878	47,77,508	(54,35,398)	2,52,67,670	3,47,51,373	2,33,05,584
TOTAL	**21,11,96,96,864**	**16,94,34,72,737**	**9,61,78,591**	**58,21,190**	**-**	**38,15,35,27,002**	**8,62,55,10,257**	**1,66,624**	**1,85,91,32,909**	**(56,80,964)**	**10,47,91,28,827**	**27,67,43,98,175**	**12,49,41,86,607**
Capital work in Progress	60,50,69,171		16,87,69,457	1,04,30,953	-	76,34,07,675	-		-		-	76,34,07,675	48,78,92,201
GRAND TOTAL	**21,72,67,85,932**	**16,98,01,86,564**	**43,83,12,753**	**1,62,52,143**	**-**	**39,12,90,33,108**	**8,62,55,10,257**	**1,99,263**	**1,89,72,47,101**	**(56,53,535)**	**10,51,73,03,085**	**27,84,83,22,347**	**12,49,62,06,505**
PREVIOUS YEAR	20,67,91,41,882		46,81,23,991	2,52,781	(25,296,330)	21,14,70,13,092	7,71,55,57,869		91,04,80,182	5,27,794	8,62,55,10,257	12,98,40,98,706	13,45,30,35,131

*** This figure includes the depreciation related to discontinued operation amounting to Rs.2,13,17,333/- (previous year Rs. 2,15,87,192/-)**

NOTES ON ACCOUNTS

			As at 31.03.2014 Rs	As at 31.03.2013 Rs.
11	**NON CURRENT INVESTMENT**			
	In Equity Instruments (Long Term)			
	(I) Non Trade			
	Equity Shares (Quoted)		**37,175**	**37,175**
	(ii) Equity shares warrant (Unquoted)			
	Garware Polyester Ltd.		**121**	**121**
	(iii) Equity Shares (Unquoted) - Associates			
	Hindustan Powergen Limited		13,40,220	21,83,209
	Rexor Holding SAS (Formerly Jindal France SAS)		8,34,64,186	8,36,21,056
			8,48,04,406	**8,58,04,264**
	(iv) Zero % Redeemable Preference Shares (Unquoted)			
	Jindal India Powertech Limited		1,67,00,00,000	-
			1,67,00,00,000	-
			1,75,48,41,702	**8,58,41,560**
	Aggregate value of Quoted Investments		**37,175**	**37,175**
	Aggregate value of Unquoted Investments		**1,75,48,04,527**	**8,58,04,385**
	Market Value of Quoted Investments		**12,861**	**17,535**
12	**LONG TERM LOANS AND ADVANCES**			
	(Secured, Considered Good)			
	Capital Advances		50,85,17,880	-
	(Unsecured, Considered Good)			
	Loans and advances to Others		-	-
	Capital Advances		11,88,55,195	-
	Security Deposits		6,91,56,216	1,20,51,222
	Mat Credit Entitlement		-	3,14,50,000
	Others	240,304		
	Less : Provision for Diminuation in value of Advance	240,304	-	-
			69,65,29,292	**4,35,01,222**
13	**CURRENT INVESTMENT**			
	Investment in Mutual Funds		39,60,83,012	97,94,66,847
			39,60,83,012	**97,94,66,847**
	(Net Asset Value of investment in Mutual Funds is Rs. 3962.64 lacs (Previous Year Rs.9807.54 lacs)			
14	**INVENTORIES**			
	(As per Inventories taken, valued and certified by the Management)			
	(i) Finished Goods (includes stock related to discontinuing operations for Rs 1,45,383 (Previous Rs. 1,45,383))		5,06,72,32,129	65,10,86,797
	(ii) Work In Progress		1,06,72,41,817	-
	(iii) Raw Material (Including in Transit Rs.18,53,73,835, (Previous Year Rs 19,06,49,875)		2,91,03,81,247	1,48,65,09,502
	(iv) Scrap		3,12,04,403	2,19,12,415
	(v) Store, Spares and Tools		2,14,57,29,143	52,30,74,470
	(vi) Packing Material		9,73,22,888	3,52,86,544
			11,31,91,11,629	**2,71,78,69,729**

NOTES ON ACCOUNTS

		As at 31.03.2014	As at 31.03.2013
15	**TRADE RECEIVABLES**		
	(Unsecured, considered Good)		
	Outstanding for period exceeding six months from the due date	18,07,83,460	3,22,09,055
	Other Receivables	8,46,67,14,426	1,53,79,52,842
		8,64,74,97,886	**1,57,01,61,897**
16	**CASH & BANK BALANCES**		
	Cash and Cash Equivalents		
	Cash & Stamps in hand (including Drafts/ Cheques)	4,14,001	2,87,749
	Balance with Schedule Banks		
	In Current Accounts	1,21,91,36,259	6,70,36,110
	In Dividend Accounts	31,40,098	22,56,691
		1,22,26,90,358	**6,95,80,550**
	Other Balances		
	Balance with Schedule Banks		
	In Fixed deposit Accounts (having maturity for less than 12 months)	4,07,20,000	10,00,00,000
	In Fixed deposit Accounts (having maturity for more than 12 months) (Fixed Deposits of Rs.1,09,10,354/-pledged as Margin Money with appropriate authority Previous Year Rs 63,34,117/-)	10,94,47,854	2,61,81,617
		15,01,67,854	**12,61,81,617**
		1,37,28,58,212	**19,57,62,167**
17	**SHORT TERM LOANS AND ADVANCES**		
	(Unsecured -considered Good)		
	Loans and advances to Related Parties	14,44,63,274	11,17,80,561
	Prepayment Expenses	22,05,13,769	-
	Other Loans and advances	31,31,95,808	47,41,44,197
		67,81,72,851	**58,59,24,758**
18	**OTHER CURRENT ASSETS**		
	Amount Recievable Under Package Scheme of Incentive	70,31,81,581	61,59,08,028
	Interest Accrued on Deposits	1,45,97,223	1,02,69,331
	Advance Income Tax (Net of Provision of Tax)	15,73,35,793	14,26,14,241
	Property Taxes Refund Claims	19,35,81,213	-
	Balance with Government Authorities	38,01,88,420	67,68,14,702
	Advance/ Credit Balances of Customers	6,78,481	-
	VAT Receivables	53,23,82,644	-
	Assets Held For Sale (at lower of the book value and net realisable value)	17,70,084	-
	Others Receivables	13,52,24,571	-
		2,11,89,40,010	**1,44,56,06,302**

NOTES ON ACCOUNTS

			Year Ended 31.03.2014 Rs.		Year Ended 31.03.2013 Rs.
19 REVENUE FROM OPERATIONS					
Sales of Manufactured Goods	53,60,42,46,317			24,10,55,47,500	
Less: Excise Duty	(2,28,07,40,188)			(1,95,07,79,207)	
Net Sales	51,32,35,06,129			22,15,47,68,293	
Dutydraw back Received	10,29,42,004		51,42,64,48,133	1,63,143,217	22,31,79,11,509
			51,42,64,48,133		**22,31,79,11,509**
20 OTHER INCOME					
Dividend :					
On Current Investments Non Trade	3,78,51,584			2,94,66,847	
On Long Term Investments NonTrade	-		3,78,51,584	6,48,500	3,01,15,347
Profit on sale of current Investment-Non Trade			5,79,792		1,90,59,591
Miscellaneous Receipt			1,89,16,203		1,76,806
Lease Rent			52,50,374		29,38,710
Sale of Status Holder Incentive Scheme			90,26,348		-
Foreign exchange fluctuation (Net)			10,22,17,897		16,76,90,028
Claims Received			15,01,914		23,61,301
Gain on sale of Fixed Assets			4,232		2,81,911
Prior Period adjustment			4,91,86,791		-
Provision no longer required written back			-		1,59,252
Interest Received			4,91,18,635		1,75,62,010
			27,36,53,770		**24,03,44,956**
21 COST OF MATERIALS CONSUMED					
Opening stock *			2,53,45,66,464		79,94,27,520
Add: Purchases			32,02,88,33,186		17,09,30,63,856
			34,56,33,99,650		17,89,24,91,376
Less/(Add): Cost Benefits			66,44,971		11,47,345
			34,55,67,54,679		17,89,13,44,031
Less: Foreign Currency Translation Adjustments			2,65,19,943		-
Less: Closing Stock			2,72,50,07,412		1,29,58,59,627
			31,80,52,27,324		**16,59,54,84,404**

* Includes acquired on 1st October 2013 on acquisition of overseas businesses by Subsidiary Company Rs.123,87,06,837.

22 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADE

			Year Ended 31.03.2014 Rs.		Year Ended 31.03.2013 Rs.
OPENING STOCK (Including Excise Duty) *					
Finished Goods	5,26,98,08,552			52,02,83,159	
Work In Progress	88,26,54,219			-	
Scrap	2,19,12,415		6,17,43,75,186	2,32,40,366	54,35,23,525
CLOSING STOCK (Including Excise Duty)					
Finished Goods	5,06,70,86,747			65,09,41,414	
Work In Progress	1,06,72,41,817			-	
Scrap	3,12,04,403		6,16,55,32,967	2,19,12,415	67,28,53,830

NOTES ON ACCOUNTS

	Year Ended 31.03.2014	Year Ended 31.03.2013
Increase/(Decrease) in excise duty on Stock	1,69,37,184	(41,960,904)
Foreign Currency Translation Adjustments	(12,94,06,165)	-
Accretion/(Decretion) in stock	**10,36,26,762**	**17,12,91,209**
* Includes acquired on 1st October 2013 on acquisition of overseas businesses by Subsidiary Company		
Finished Goods	4,61,88,67,138	-
Work In Progress	88,26,54,218	-
	5,50,15,21,356	-
23 EMPLOYEE BENEFITS EXPENSES		
Salaries, Wages ,Bonus & Other Benefits	4,41,32,61,314	30,30,37,382
Gratuity	95,59,471	32,20,676
Contribution to Provident Fund	62,43,295	60,36,482
Staff & Workmen Welfare Expenses	2,41,27,630	2,19,41,294
Staff Recruitment & Development	53,27,456	32,12,100
	4,45,85,19,166	**33,74,47,934**
24 FINANCE COSTS		
Interest		
On Term Loans	36,53,89,595	19,43,87,989
On Bank Borrowings	9,46,25,330	6,27,07,324
On Others	5,08,635	10
Financial Charges	45,37,20,849	36,16,247
Foreign Exchange Fluctuation (Net)	28,11,52,463	9,04,75,083
	1,19,53,96,871	**35,11,86,653**
25 OTHER EXPENSES		
Stores and Spares consumed	1,69,94,01,253	19,98,73,744
Power and Fuel	3,00,05,13,371	2,12,55,07,233
Carriage Inwards	9,59,70,196	1,84,70,672
Water charges	3,07,55,941	24,17,824
Repairs to Plant & Machinery	85,95,84,241	3,27,07,751
Repairs to Buildings	79,75,806	23,14,736
Repair and Maintenance others	7,40,06,035	4,16,72,468
Packing Material consumed	1,21,71,58,350	63,40,83,393
Rent	21,62,54,336	2,35,24,836
Rates & Taxes	68,93,24,356	70,10,575
Travelling & Conveyance	13,99,39,590	5,80,83,173
Charity & Donation	4,22,900	4,17,000
Social welfare expenses	4,20,61,819	3,66,850
Postage & Telephone charges	6,20,07,787	67,73,116
Legal & Retainership Charges	80,38,72,618	19,88,03,919
Vehicle upkeep & Maintenance	93,65,354	64,32,162
Water & Electricity Charges	49,49,877	41,41,428
Insurance	9,18,53,847	1,73,31,559
Bad Debts	33,11,335	-
Auditors' Remuneration	1,15,41,213	22,19,946
Printing & Stationery	7,13,50,198	17,52,027
Licence, Inspection and Testing Fees	32,15,392	77,73,546
Miscellaneous expenses	2,40,44,657	43,51,223
Subscription & Membership	81,15,282	44,43,964
Commission and Brokerage	3,85,000	-

NOTES ON ACCOUNTS

	As at 31.03.2014	As at 31.03.2013
Directors Meeting Fees	1,05,000	81,000
Freight, Cartage & Octroi	16,87,4,83,749	59,94,25,121
Commission	14,56,57,255	8,68,24,151
Other Selling expenses	3,83,12,383	82,32,002
Demerger Expenses	9,08,778	39,59,558
Bank Charges	6,67,76,673	4,93,64,684
Net Loss on Foreign Currency Transilations and Transactions (other than considered as Finance Cost)	18,47,511	-
Loss on sale of Non Current Investments	-	2,30,94,453
	11,10,84,72,104	**4,17,14,54,112**

OTHER NOTES ON ACCOUNTS

26. The Subsidiary Company, JPF Netherlands B.V. and step down subsidiaries have acquired Chemical Film Division of Exxon Mobile as a running business on 1st October 2013 (acquisition date), which has been accounted for using Purchase method. The assets and liabilities as on acquisition date were valued at fair value and excess of fair value of assets and liabilities over purchase consideration has been treated as Capital Reserve.

Particulars	Amt (Rs.)
Assets	
Intangible Fixed Assets	4,17,08,474
Tangible Fixed Assets	17,60,72,99,501
Other Fixed Assets	58,48,742
Inventories	8,38,16,82,894
Trade Receivables	4,21,82,27,553
Other Receivables and Current Assets	52,72,47,388
Cash and Cash Balances	1,43,57,72,988
Total (A)	**32,21,77,87,540**
Liabilities	
Deferred Tax (Net)	4,29,04,51,312
Provisions and Long Term Payables	2,04,34,42,062
Cash Overdraft	11,50,98,305
Other Short Term Liabilities	6,18,31,93,452
Total (B)	**12,63,21,85,131**
Net Assets (A - B)	**19,58,56,02,409**
Less : Acquisition Costs	28,93,32,974
Less : Purchase Consideration	10,68,84,95,294
Capital Reserve on Acquisition *	8,60,77,74,142

* Capital Reserve is net of goodwill of Rs.101,87,93,997 arose in Jindal Films Europe (Luxembourg) of and Rs. 5,83,19,533 arose in Films International LLC.

NOTES ON ACCOUNTS

27. Earnings per Share (Basic and Diluted)

	As at 31.03.2014	As at 31.03.2013
Profit after Tax in Rs.	66,75,27,274	6,12,74,465
Weighted average no. of Equity shares outstanding	4,20,47,713	4,21,36,525
Basic and Diluted Earnings per share in Rupees	**15.88**	**1.45**

28. SEGMENT REPORTING AS PER AS-17

(i) Primary Segment

The Group's business activity falls within a single primary business segment of Flexible Packaging.

(ii) Secondary Segment (by Geographical demarcation):

The secondary segment is based on geographical demarcation i.e India and Rest of the World

Information about Secondary Segment are follows:

Particulars	2013-14			2012-13		
	India	Rest of the World	Total	India	Rest of the World	Total
Segment Revenue	1,82,797	3,34,204	5,17,001	1,51,594	73,989	2,25,583
Segment Assets	2,12,030	3,49,253	5,61,283	1,90,917	15,165	2,06,082
Capital Expenditure	426	1,79,727	1,80,152	4,666	-	4,666

29 RELATED PARTY DISCLOSURE

A. As required by Accounting Standard-18 "Related party disclosure" are as follows:-

List of Related parties

a. Associates

1. Rexor Holding SAS (Formerly Known as Jindal France SAS)
2. Hindustan Powergen Limited

b. Key Managerial Personnels

1. Sh. Hemant Sharma (upto 28.02.2014)
2. Sh. R.B. Pal
3. Sh. Sameer Banerjee (upto 25.09.2013)
4. Sh. Sanjay Mittal (w.e.f. 25.09.2013)
5. Sh. Inna Chandrakantha Rao (w.e.f. 01.03.2014)

c. Controlling Enterprises/ Major Shareholders of reporting Enterprises

1. Jindal Photo Investment Limited
2. Soyuz Trading Company Limited
3. Rishi Trading Company Limited
4. Consolidated Finvest & Holdings Ltd.
5. Jindal Poly Investment and Finance Company Limited
6. Jindal India Limited
7. Anchor Image and Films Private Limited
8. Anchor Image and Films Pte Limited Singapore

d. Other Enterprises

1. Jindal India Powertech Limited
2. Jindal India Thermal Power Limited

B) The following transactions were carried out with related parties in the ordinary course business:

Sr No	Nature of Transactions		Referred to in-(a) 31.03.14	Refered to in(b) 31.03.14	Refered to in -(c) 31.03.14
1	Purchase of Share of M/s Global Nonwovens Limited	c(4)	-	-	428,000,000
2	Professional Service	c(2)	-	-	112,500,000
3	Expenses reimbursed	c(2)	-	-	10,782,898
4	Interest earned	a(1)	11,928,157	-	-
5	Remuneration	b(1,2,3, 4 & 5)	-	17,257,571	-
6	**Balance Outstanding**				
	- Loans recoverable	a(1)	144,463,274	-	-
	- Advances recoverable	a(2)	1,640,246	-	-
	- Creditors	c(6)	4,18,211	-	-

NOTE NO. 30

		As at 31.03.2014 Rs.	As at 31.03.2013 Rs.
30.1	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	2,75,42,71,130	3,660,000
30.2	Contingent Liabilities:		
	a. Bank Guarantees	169,489,982	185,076,397
	b. Corporate Guarantees	-	-
	c. Outstanding Letters of Credit (Including Capital Goods)	893,149,730	726,617,154
	d. Claims against Group, not acknowledged as debts	62,628,134	10,768,060
	e. Demands raised by authorities against which, Group has filed appeals: -		
	i) Income Tax	134,184,802	51,144,555
	ii) Excise Duties/Custom/Service Tax	81,313,695	79,576,725
	iii) Sales Tax	192,934,553	192,149,092
30.3	Remuneration to Auditors' comprises:		
	Audit Fee	1,000,000	1,000,000
	Tax Audit Fees	200,000	200,000
	In Other Capacities	1,050,750	365,000
	Subsidiaries Companies' Auditors Remuneration	9,290,463	654,946
	Total	**11,541,213**	**2,219,946**
30.4	Obligation of Long Term, Non Cancellable operating Lease **The Group has taken certain premises on cancellable/non-cancellable operating Lease arrangements :**		
	a) Major term of agreement are as under **Particulars**		
	Lease payments recognized as Pre-operative Expenses during the period	6,000,000	-
	Tenure of Lease	15 Years	-
	Lease deposit	Nil	-
	b) The Total of Future Minimum lease payment under non-cancellable operating Lease for each of the following Period are as under :		
	i) Not later than 1 Year	6,000,000	-
	ii) Later Than 1 Year and not later than 5 Years	24,883,871	-
	iii) Later Than 5 years	59,577,419	-

30.5 Pursuant to the adoption of Accounting Standards as prescribed by Companies (Accounting Standards) Rules,2006 issued by Ministry of Corporate Affairs vide notification no.G.S.R.914 (E) dated 29th December, 2011 and as required by Accounting Standard 11, Loss of Rs 26,76,48,936 (previous year loss of Rs 21,59,98,217) on translation/settlement of foreign currency monetary items including borrowings have been shown as exceptional items in the Statement of profit and loss.

30.6 A sum of Rs. 45,676,415 (previous year Rs.11,322,004) being the difference between domestic vs. imported raw material prices prevailing at the year ended on 31st March 2014 on account of advance licences excess utilized for which exports are yet to be made, has been adjusted in the cost of raw material.

Export Incentive under Focus Market Scheme (FMS) amount to Rs 40,999,382. (Previous year Rs. Nil) has been credited in the account of raw material.

30.7 Advance receivable in cash or in kind includes Rs. 28,254,171 (Previous Year Rs. 28,254,171) being the amount of custom duty deposited against import of capital goods assessed under provisional assessments in earlier year.

30.8 Certain old balances of sundry debtors and sundry creditors are subject to reconciliation and confirmation.

30.9 Under the Package Scheme of Incentive 2001/2007 approved by the Government of Maharashtra, the Holding Company is entitled to industrial promotion subsidy to the extent of 100% of the fixed capital investment or to the extent of taxes paid to the State Government within a period of 7 years, whichever is lower. During the year amount of subsidy receivable under the above said scheme amounting to Rs 51,20,30,553 (Previous Year Rs. 39,76,01,338) has been added to Capital Reserve.

30.10 In the opinion of the Board and to the best of their knowledge and belief, the realizable value of current assets, loans and advances in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet.

30.11 Stores and spares consumed and salaries and wages incurred during the year for repair and maintenance of plant & machinery and sheds & building, have been charged to the former accounts wherever separation is not ascertainable.

30.12 The Group Company has not received from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosures, if any, relating to amounts unpaid as at the year end together with interest paid/payable as required under the said Act have not been given

30.13 The Export obligation undertaken by the Holding Company for import of capital equipments under EPCG scheme of the Central Government at the concessional rate of custom duty are in the opinion of the management expected to be fulfilled within their respective due dates/extended due date.

30.14 Discontinued Operation

a) Holding Company has discontinued the operation of Partially Oriented Yarn (POY) facility at Gulaothi, Uttar Pradesh and Pet film facility at Khanvel unit as it has been terminated through abandonment in earlier years as per Accounting Standard -24 issued by ICAI.

Following is selected financial information included in loss from discontinued operations for the Gulaothi and Khanvel unit:-

	2013-14		2012-13	
Discontinued activities	**Gulaothi**	**Khanvel**	**Gulaothi**	**Khanvel**
Total Assets	220,468,727	278,958,546	212,783,507	293,481,425
Assets Disposed off	13,580,522	1,106,000	Nil	Nil
Net Assets	206,888,205	277,852,546	212,783,507	293,481,425
Total Liability	206,888,205	277,852,546	212,783,507	293,481,425
Total Revenue	2,857,863	1,288,615	Nil	Nil
Total Expenses	7,612,035	17,774,057	8,410,362	17,583,068
Profit/(loss)from Discontinued operation	(4,754,172)	(16,482,442)	(8,410,362)	(17,583,068)
Tax expenses/(Gains)	(2,032,800)	(685,200)	(1,682,641)	(3,518,358)

b) As per Accounting standard -28 " Impairment of Assets" issued by ICAI ,no further impairment loss has been considered by the management in assets of Gulaothi & Khanvel unit.

30.15 During the financial year, the Holding Company has demerged its investment division with Jindal Poly Investment and Finance Company Limited (JPIFCL) as per Section 391 to 394 of the Companies Act, 1956. The Hon'ble High Court of Judicature at Allahabad has approved the scheme and passed order on 16th May, 2013 to demerge the Investment of Holding Company and the appointed date was 1st April, 2012. Consequently for the year ended 31st March 2014 the demerger has been effected in the books of accounts and accordingly the figure of previous year are re casted.

Pursuant to the order of Hon'ble High Court, JPIFCL has issued and allotted equity shares in the ratio of 1 (one) equity share of face value of Rs 10/- each, fully paid-up, to each shareholder of the Holding Company for every 4 (four) equity shares of face value of Rs.10/- each held by such shareholder in the Holding Company on the record date i.e. 18th July, 2013. Accordingly, JPIFCL has issued and allotted to the shareholders of the Holding Company a total of 1,05,11,929 fully paid up equity shares of Rs.10/- each. The equity shares of JPIFCL are listed on the National Stock Exchange of India Limited (NSE) and the Bombay Stock Exchange Limited (BSE).

30.16 During the quarter company acquired 4,28,00,000 equity shares of Global Nonwovens Limited (GNL) with an investment of Rs.42.80 crore, and GNL become subsidiary of the Company during the year.

The Company has pledged 3,61,08,000 equity shares of Rs.10/- each of Global Nonwovens Limited "GNL" a subsidiary Company and also mortgaged 26.54 acres land of the Company situated at Nasik, Maharashtra (Leased out to GNL) to SBICAP Trustee Company Limited as security for Rs. 287.70 crore loan availed by GNL from consortium of Bankers.

30.17 During the year the Company had invested INR 167 Crores in the Zero Percent Redeemable Preference Share Capital (Redeemable at a premium of 10% within 15 year from the date of allotment) of Jindal India Powertech Limited (JIPL), a group-SPV company. JIPL is the holding Company of Jindal India Thermal Power Limited, which is setting up Power Plant (600MW x 2) at village Derang, District Angul, Odisha. Further, pursuant to the resolutions passed by the Board of Directors of the the Company from time to time and the last one dated 20th July 2013, the Company, JIPL and Jindal Photo Limited have jointly and severally undertaken to the lenders of JITPL to meet any requirement towards shortfall in equity and other project costs overrun in JITPL, in the manner and form satisfactory to JITPL lenders.

30.18 Consolidated results for the year include operation of newly acquired overseas businesses by the Subsidiary Company for the period 1st October, 2013 to 31st March,2014 and relationship of one Indian subsidiary come into existence during the year, hence not comparable with previous year's figures. Further previous year's figures have been regrouped and/or rearranged wherever required.

30.19 The Income Tax Department had conducted search and seizure u/s 132 and survey u/s 133A of the Income Tax Act, 1961 during the financial year 2011-12 on various premises of the company. The department had issued notice u/s 153 A for reassessment for the assessment years 2006-07 to 2011-12.Assessment for AY 2010-11 & 2011-12 has been completed and are contested before CIT(A), Assessment for the remaining years are in progress

As per Our Report of even date annexed hereto

For Kanodia Sanyal & Associates
Chartered Accountants
Firm Registration No : 008396N

(R. K. KANODIA)
Partner
M No : 016121

(R. B. Pal)
Whole Time Director
DIN-00092049

(Sanjay Mittal)
Whole Time Director
DIN-01327274

Place: New Delhi
Date: 30th May, 2014

(Ajit Mishra)
Company Secretary

JINDAL POLY FILMS LIMITED

CIN: L17111UP1974PLC003979
Registered Office : 19th K.M., Hapur-Bulandshahr Road
P.O. Gualothi, Distt. Bulandshahr (U.P) - 254508

Form No. MGT - 11

PROXY FORM

(Pursuant to Section 105 (6) of Companies Act, 2013 and Rules 19(3) of Companies (Management and Administration) Rules, 2014)

Name of the member(s) .....

Registered Address: .....

E.mail id:..... Folio Id ..... DP Id .....

I/We, being the member(s) holding ..... shares of the above named company, hereby appoint

1. Name ..... address : .....
   ..... E.mail Id ..... Signature ..... or failing him
2. Name ..... address : .....
   ..... E.mail Id ..... Signature ..... or failing him
3. Name ..... address : .....
   ..... E.mail Id ..... Signature ..... as my/our Proxy to attend and vote (on a poll) for me/us and on my /our behalf at the fortieth Annual General Meeting of the Company to be held on Saturday, 20th September, 2014, at 11.30 a.m., at 19th K.M. Hapur – Buandshahr Road, P.O.: Gulaothi, Distt. Bulandshahr, Uttar Pradesh. And ant any adjournment thereof in respect of such Resolutions as are indicated below:

Sl .no	Resolutions		
	Ordinary Business	For	Against
1	Approval of Annual Accounts, Boards' Report & Auditors' Report		
2	Declaration of Dividend on Equity Shares		
3	Appointment of Statutory Auditors and Fixation of their Remuneration		
	Special Business		
4	Appointment of Mr. Rashid Jalani as Independant Director		
5	Appointment of Mr. Radha Krishna Pandey as Independant Director		
6	Appointment of Mr. Jagdish Prasad Mohta as Independant Director		
7	Appointment of Mr. Hemant Sharma as Director		
8	Appointment of Mr. Sanjay Mittal as Director		
9	Appointment of Mr. Sanjay Mittal as Whole Time Director		
10.	Appointment of Ms. Sumita Dhingra as Director		
11.	Appointment of Ms. Sumita Dhingra as Whole Time Director		
12.	Authorisation to make Investment in Jindal India Thermal Power Limited		
13.	Authorisation to make Investment in Global Nonwovens Limited		
14.	Authorisation to make Investment in various Bodies Corporates		

Signed this ..... day of 2014

Signature of Proxy holder(s)……

Affix Revenue Stamp

Signature of Shareholder(s)

Note:

1. The form of proxy in in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.
2. For resolutions, Explanatory statements and Notes, please refer to the notice of fortieth Annual General Meeting of the Company.
3. It is optional to put "X" in the appropriate column against the resolutions indication in the box, if you leave the "For" or "Against" column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she think appropriate.
4. Please complete all details including detail of Member(s) in above box before submission.

THIS PAGE HAS BEEN LEFT BLANK INTENTIONALLY

JINDAL POLY FILMS LIMITED

CIN: L17111UP1974PLC003979
Registered Office : 19th K.M., Hapur- Bulandshahr Road
P.O. Gulaothi, Distt. Bulandshahr (U.P) - 203408

ATTENDANCE SLIP

40th Annual General Meeting

Regd. Folio / DP ID-Client ID. No. ..... No. of Share(s) .....

I certify that I am a Registered shareholder/ Proxy for the registered shareholder of the Company. I hereby record my presence at the 40th Annual General Meeting of the Company being held on Saturday, 20th September, 2014 at 11:30 A.M. at 19th K.M. Hapur-Bulandshahr Road, P.O. Gulaothi, Distt. Bulandshahr (U.P.) – 254508 and any adjournment thereof.

Member's Name : .....

Proxy's Name : .....

……
Member's /Proxy's Signature

Note:

1. Please fill the attendance slip and hand it over at the entrance of meeting hall
2. Members / Proxy Holders / authorized Representative are requested to show there photo id proof for attending the meeting
3. Authorised Representatives of Corporate Member(s) shall produce proper authorization issued in their favour.

NOTE

BOOK POST

Annual Report 2013-2014

If undelivered please return to :

JINDAL POLY FILMS LIMITED

Corporate Office : Plot No. 12, Sector B-1, Local Shopping Complex,
Vasant Kunj, New Delhi-110 070