



JINDAL POLY FILMS LTD.

Plot No-87, Sector-32,
Institutional Area, Gurugram
Haryana -122001 (India)
Phone : +91-0124-6925100
Web : www.jindalgroup.com

JPFL/DE-PT/SE/2025-26

August 14, 2025

To,
The Manager (Listing)
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra(E) Mumbai-400 051
Symbol: NSE: **JINDALPOLY**

To,
The Manager (Listing)
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai-400 001
Scrip Code: BSE: **500227**

Sub: **Outcome of Board Meeting scheduled to be held on 14th August, 2025.**

Subject: Announcement under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 – Scheme of Arrangement between Jindal Poly Films Limited (Demerged Company) and Global Nonwovens Limited (Resulting Company) and their respective shareholders and creditors.

Dear Sir/ Madam,

Pursuant to Regulation 30 read with Schedule-III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“**Listing Regulations**”), we hereby notify the Stock Exchanges that the Board of Directors of the Company in their meeting held on 14th August, 2025 has considered and approved a Scheme of Arrangement between Jindal Poly Films Limited (Demerged Company) and Global Nonwovens Limited (Resulting Company) and their respective shareholders and creditors, in terms of the provisions of sections 230 to 232 read with section 66 and other applicable provisions, if any, of the Companies Act, 2013. The Meeting of the Board of Directors of the Company commenced at 5:00 P.M. and concluded at 11:30 P.M.

The detailed disclosure as required under Regulation 30 of the Listing Regulations read with SEBI Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, regarding the details which a listed entity needs to disclose for the events that are deemed to be material as specified in Para-A of Part-A of Schedule-III of the Listing Regulations, is enclosed herewith and marked as **Annexure-A**.

The above information's are also available on the website of the Company, i.e., <https://www.jindalpoly.com> and at the websites of Stock Exchanges at www.bseindia.com and www.nseindia.com

We hereby request you to kindly take the above information on record.

Thanking You,
Yours Sincerely
For Jindal Poly Films Limited

Ashok Yadav
Company Secretary
Membership No. A14223
Encl: as above

**Regd. Office: 19th K. M. Hapur Bulandshahr Road, P O Gulaothi, Distt Bulandshahr (U. P.)-
245408
CIN: L17111UP1974PLC003979**



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Annexure-A

Detailed disclosure as required under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 read with SEBI Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024:

S. No.	Particulars	Details of Information
a)	Brief details of the division(s) to be demerged	The Scheme of Arrangement ("Scheme") proposes to demerge Nonwoven Fabrics Business division of Jindal Poly Films Limited ("Demerged Company") with and into Global Nonwovens Limited ("Resulting Company") on a going concern basis.
b)	Turnover of the demerged division and as percentage to the total turnover of the listed entity in the immediately preceding financial year/ based on financials of the last financial year.	Turnover of Nonwoven Fabrics Business division <i>i.e.</i> , demerged division of the Demerged Company for the financial year ended 31 st March 2025 is Rs. 671.23 crore. The above turnover represents 60% (approx.) of the total revenue of the Demerged Company for the aforesaid period.
c)	Rationale for demerger.	<p>In line with the current global industry practice to achieve size, scalability, integration, greater financial strength and flexibility thereby maximizing shareholder value and to achieve higher long-term financial returns, the management of the Companies proposes to demerge the Nonwoven Fabrics Business division of the Demerged Company with and into the Resulting Company on a going concern basis.</p> <p>Accordingly, the Scheme outlines a strategic reorganization by separating the Nonwoven Fabrics Business division of the Demerged Company, so as to ensure unlocking the shareholder's value through a more focused business approach and enhanced operational efficiency.</p> <p>The Resulting Company will issue and allot its equity shares to the equity shareholders of the Demerged Company as per the Scheme in the same proportion in which they hold equity shares in the Demerged Company <i>i.e.</i>, a mirror image of the shareholding structure will be created in both the Companies subject to consolidation of fractions which may arise in terms of Scheme. Hence the rights and interests of the shareholders of the Demerged Company are safeguarded.</p>
d)	Brief details of change in shareholding pattern (if any) of all entities.	<p>Change in Shareholding Pattern of the Demerged Company: Pursuant to the Scheme, there will be no change in the shareholding pattern of the Demerged Company.</p> <p>Change in Shareholding Pattern of the Resulting Company: As per the Scheme, simultaneous with the issue and allotment of equity shares by the Resulting Company to the equity</p>

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		shareholders of the Demerged Company, the entire pre-Scheme issued, subscribed and paid-up equity share capital of the Resulting Company as held by the Demerged Company along with its nominees will stand cancelled, extinguished and annulled by operation of law, without any further act, instrument or deed or payment of any consideration. Pursuant to the Scheme, a mirror image of the shareholding structure will be created in both the Companies.
e)	In case of cash consideration – amount or otherwise share exchange ratio.	There is no cash consideration involved in the Scheme. Upon this Scheme becoming effective and in consideration for transfer and vesting of the Nonwoven Fabrics Business of the Demerged Company with and into the Resulting Company, the Resulting Company shall, after giving effect to cancellation of investment held by the Demerged Company in the equity share capital of the Resulting Company, without any further application, act or deed, issue and allot its equity shares, credited as fully paid-up, to the equity shareholders of the Demerged Company, in the following manner: <i>“For every 4 (four) equity shares of face value of Rs. 10/- each fully paid-up held in the Demerged Company, 1 (one) equity share of face value of Rs. 10/- each credited as fully paid-up of the Resulting Company i.e., in the ratio of 4:1”.</i>
f)	Whether listing would be sought for the resulting entity	Yes, upon the Scheme becoming effective, the Resulting Company will apply for listing of its equity shares on both the stock exchanges viz., BSE Limited and National Stock Exchange of India Limited (<i>hereinafter collectively referred to as “Stock Exchanges”</i>) in accordance with the provisions of applicable laws.

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