



JINDAL POLY FILMS LTD.

Plot No.-12, Sector-B-1,
Local Shopping Complex,
Vasant Kunj,
New Delhi-110070 (INDIA)
Phone : 011-26139256 (10 Lines)
Fax : (91-11) 26125739
Web. : www.jindalgroup.com

JPFL/DE-PT/SE/2016-17

Date: 30th August, 2016

The Manager, Listing
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra-Kurla Complex
Bandra (E)
MUMBAI - 400 051
Fax No. 022 -26598237/38

Dear Sirs/Madam,

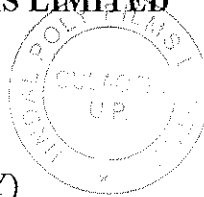
Reg: "Clarification on the outcome of of Board meeting of the Company held on August 23, 2016".

(Scrip Code: BSE: 500227 and NSE: JINDALPOLY)

This is with reference to our letter dated 23rd August, 2016 regarding approval of the Scheme of Amalgamation of Global Nonwovens Limited (wholly owned subsidiary) with Jindal Poly Films Limited. (Holding Company), in this regard please find the desired information as enclosed herewith

For JINDAL POLY FILMS LIMITED

SANJEEV KUMAR
(COMPANY SECRETARY)
ACS-18087





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ANNEXURE 1.

Brief particulars of the transferee/Amalgamated and transferor/Amalgamating companies:

Particulars	Transferee/ Amalgamated Company	Transferor/ Amalgamating Company
Name of the company	Jindal Poly Films Limited.	Global Nonwovens Ltd
Date of Incorporation & details of name changes, if any	<p>(i) Jindal Poly Films Limited (hereinafter referred to as "the Amalgamated Company") was incorporated under the Companies Act, 1956 (hereinafter referred to as the "Act") on September 9, 1974 in the name of Hindustan Pipe Udyog Limited vide certificate of incorporation no. 3979 of 1974 issued by the Registrar of Companies, U.P., Kanpur. Hindustan Pipe Udyog Limited was issued a certificate for commencement of business on September 21, 1974 by the Registrar of Companies, U.P., Kanpur.</p> <p>(ii) Hindustan Pipe Udyog Limited's name was changed to Jindal Polyester & Steel Limited and a fresh certificate of incorporation consequent on change of name no.3979/RC/412 was issued by the Registrar of Companies, U.P., Kanpur on April 10, 1992. Subsequently, Jindal Polyester & Steel Limited's name was changed to Jindal Polyester Limited and a</p>	<p>(i) Global Nonwovens Limited was incorporated under the Companies Act, 1956 on June 15, 2012 in the name of Global Nonwoven Limited vide certificate of incorporation issued by the Registrar of Companies, Maharashtra, Mumbai. Global Nonwoven Limited was issued a certificate of commencement of business on June 20, 2012 by the Registrar of Companies, Maharashtra, Mumbai.</p> <p>(ii) Global Nonwoven Limited's name was changed to Global Nonwovens Limited and a fresh certificate of incorporation consequent on change of name was issued by the Registrar of Companies, Maharashtra, Mumbai on July 25, 2012.</p>



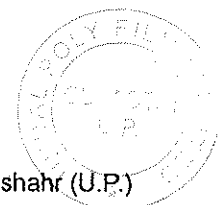
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	<p>fresh certificate of incorporation consequent on change of name was issued by the Registrar of Companies, U.P., Kanpur on January 17, 1995. Jindal Polyester Limited's name was further changed to Jindal Poly Films Limited and a fresh certificate of incorporation consequent on change of name was issued by the Registrar of Companies, U.P. & Uttaranchal, Kanpur on April 19, 2004.</p>	
Registered Office	19th K.M., Hapur – Bulandshahr Road, P.O. – Gulaothi, Distt – Bulandshahr, Uttar Pradesh.	102 / B, 1 st Floor, Poonam Chambers B (North), Shivsagar Estate, Plot G, Annie Besant Road, Worli, MUMBAI – 400 018
Brief particulars of the scheme	<p>The proposed "Scheme of Amalgamation" provides for the amalgamation of "Global Nonwovens Limited", a wholly owned subsidiary ("Transferor/Amalgamating Company") with Jindal Poly Films Limited ("Transferee/amalgamated Company")</p> <p>The appointed date for the Scheme shall be 1st April, 2015.</p> <p>Amalgamating Company is a wholly owned subsidiary of Amalgamated Company. Upon coming into effect of this Scheme and upon vesting in and transfer of the assets and liabilities of the Amalgamating Company to the Amalgamated Company in accordance with Part-II of this Scheme, no consideration shall be payable and no shares shall be allotted by the Amalgamated Company to the shareholders of Amalgamating Company.</p>	
Rationale for the scheme	(i) Enhance the shareholder's value accruing from consolidation of the business operations resulting in economies of scale, improving allocation of capital, and optimizing cash flows, thus contributing to the	

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CIN : L17111UP1974PLC003979





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	overall growth prospects of the combined entity.	
	<p>(ii) Optimum utilisation of resources due to pooling of management, administrative and technical skills of various resources of both the Amalgamated Company and Amalgamating Company, better administration and cost reduction, including reduction in managerial, administrative and other common costs.</p> <p>(iii) Creation of larger asset base and facilitating access to better financial resources.</p>	
Appointed Date	01 st April 2015	01 st April 2015
Name of Exchanges where securities of the companies are listed.	National Stock Exchange of India Ltd (NSE) and BSE Limited (BSE)	Unlisted
Nature of Business	<p>The Amalgamated Company is presently engaged <i>inter-alia</i> in the following key business:</p> <p>A. BOPET Film: It 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, packaging metallic yarn, cables, transformers, capacitors, audio/video tape, hot stamping foils, release films, decorative ribbons and labels etc.</p> <p>B. BOPP Film: Better moisture retention</p>	<p>The Amalgamating company is presently engaged in the business of manufacturing spunbound and spunmelt nonwoven fabric made of polypropylene filament used for medical, hygiene, packaging, automotive industry and agriculture.</p>



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	<p>properties render BOPP Film more suitable for food products like snack foods, biscuits, pasta, dried foods and woven polypropylene bags.</p> <p>C. 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.</p> <p>D. Coated Films: PVDC coated BOPP and BOPET films are used in the flexible packaging industry.</p> <p>E. Polyester Chips: manufacturing polyester chips.</p>		
Capital before the scheme (Paid-up)	4,37,86,413 Equity Shares of Rs. 10/- each aggregating to Rs. 43,78,64,130/-	8,14,60,000 Equity shares of Rs. 10/- each aggregating to Rs 8,14,60,0000	
No. of shares to be issued	NIL	NIL	
Cancellation of shares on account of cross holding, if any	NIL	NIL	
Capital after the scheme (Paid-up)	43,78,6413/- Equity Shares of Rs. 10/- each aggregating to Rs. 43,78,64130.	NIL	
Net Worth	Pre	(Rs. in crores) 1148.99	(Rs. in crores) 75.45
	Post	1142.98	NIL
Shareholding pattern Of Amalgamated Company.	Pre	Post	



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	No. of Equity Shares (Rs. 10 each)	% of holding	No. of Equity Shares (Rs. 10 each)	% of holding
Promoter	3,26,41,089	74.55	3,26,41,089	74.55
Public	11145324	25.45	11145324	25.45
Custodian	0	0	0	0
TOTAL	43786413	100	43786413	100
No of Shareholders	45579		45579	
Shareholding pattern Of Amalgamating Company (Global Nonwovens)	Pre		Post	
	No. of Equity Shares (Rs. 10 each)	% of holding	No. of Equity Shares (Rs. 10 each)	% of holding
Promoter	8,14,60,000	100	NIL	NIL
Public	NIL		NIL	NIL
Custodian	NIL		NIL	NIL
Total	8,14,60,000	100	NIL	NIL
No of Shareholders	7 (One Jindal Poly Films Ltd and 6 person are nominee of Jindal Poly films Ltd.)		NIL	
Names of the Board of Directors	(Transferee/ Amalgamated Company)		(Transferor/Amalgamating)	
	1. Mr. P Uma Shankar (Chariman & Non-Executive) 2. Mr. Radha Krishna Pandey (Non-Executive Independent Director) 3. Mr Amit Jain (Non-Executive Independent Director) 4. Mr. Sanjay D Kapote (WTD) 5. Ms Shakshi Gupta (Non-Executive Director) 6. Suresh Dattatraya Gosavi (WTD) 7. Mr. Sunil Kumar Agarwal (Non-Executive Independent Director)		1. Mr. Ghanshyam Dass Singal 2. Mr. Sanjiv Kumar Agarwal 3. Mr. Muthukumar Semuel	

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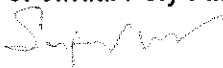


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Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	Global Nonwovens Ltd (Transferee) is a Wholly owned Subsidiary of Jindal Poly Films Ltd (Holding Company) , so rule for related party transaction is not applicable.
Actual amount involved in the fraud /default (if any);	NIL
Actual impact of such fraud /default on the listed entity and its financials;	Not applicable.
Corrective measures taken by the listed entity on account of such fraud/default.	Not applicable.

For Jindal Poly Films Ltd,


(Sanjeev Kumar)
Company Secretary
M. No. ACS. 18087,
Dated

