

### Shareholders Grievances Committee

Committee's scope of work is to look into the shareholders complaints and to redress the same expeditiously like transfer of shares, non- receipt of new Ordinary Equity Shares/DVR Equity shares, non- receipt of Annual Report, non-receipt of declared dividend etc. The committee also review the issuance of duplicate share certificates, issue of certificate after split/consolidation/transmission of shares, done by the Share Transfer Sub-Committee.

Shareholders Grievances Committee (SGC) is chaired by the Independent and Non-Executive Director and comprises of following as on 31st March, 2014:

Sr.No.	Name of Directors	Designation
a)	Shri. V V Warty	Chairman
b)	Shri. Ajit B. Jain	Member
c)	Shri. R C A Jain	Member

The Company Secretary is the Secretary and convenor of this Committee.

The scope of the committee is as follows:

- \* To review Investor complaints,
- \* To review Corporate action related work,
- \* Overview of outsource & investor services like Registrar and Transfer Agents, etc.

Four meetings of SGC were held on 28.05.2013, 14.08.2013, 10.11.2013 and 07.02.2014 during the year 2013-14. However, the transfer sub-committee has met 102 times to approve the requests for transfer, transmission, duplicate, split, demat of Shares etc.

Presence at Shareholders Grievances Committee meeting:

Name of Directors	Designation	Category	Total meetings	Meetings Attended
Shri V V Warty	Chairman	Independent Director	4	4
Shri Ajit B Jain	Member	Executive Director	4	4
Shri. Ramesh C A Jain	Member	Independent Director	4	3

## VII. Operations Review Committee:

The Board on in the year 2010 constituted Operations Review Committee which undertakes work of approving (within the borrowing powers approved by Board) the individual sanction letters and delegates authority for completing documentation related to such borrowing, review the operational areas, delegation of authority for some more areas in view of increase in the size and scale of operations, timely decisions for operational efficiency and effectiveness. The Committee also approves opening and closing of Bank accounts and delegates' authority for security creation or related action for documentation.

The Committee consists of the following persons as on 31st March, 2014.

Sr.No.	Name of Directors	Designation
a)	Shri Ashok B. Jain	Chairman
b)	Shri Anil B. Jain	Member
c)	Shri Ajit B. Jain	Member
d)	Shri Atul B. Jain	Member
e)	Shri R. Swaminathan	Member

The Operations Review Committee has met 26 times during the FY 2013-14.

## VIII. Disclosures

### a. Management Discussion and Analysis:

Annual Report has a detailed portion on Management Discussion and Analysis.

### b. Basis of Related Party transaction:

All related party transactions are placed before Audit Committee for approval or information if already approved. The details of related party transactions are given in detail in Note No 34 of the Audited Accounts of the Company for the year ended 31st March, 2014.

### c. Accounting Treatment:

The Company has followed accounting treatment as prescribed in Accounting Standard applicable to the Company as per applicable statutes.

### d. Details of non-compliance by the Company:

- I) **Capital Market Compliance:** There were no cases of non-compliance during the year with Stock Exchange where the Shares of the Company are listed, SEBI regulations or any other statutory bodies nor any cases of penalties imposed by them for any non-compliance related to the capital market compliances during the last three years.
- II) **Compliance under Companies Act:** There were no cases of non-compliance of applicable provisions of Companies Act, 1956 or Companies Act, 2013 nor any cases of penalties imposed by Department of Corporate Affairs or the Registrar of Companies or any other Statutory Bodies for any non-compliance related to the Company Law provisions during the last three years.
- III) **Insider Trading:** In terms of provisions of SEBI (Prevention of Insider Trading) Regulations, 2002, as amended, the Company has formulated a 'Code of internal procedure & conduct for prevention of insider trading' in shares of the Company. The code of conduct has been explained and circulated to the employees and is implemented by Compliance Officer who reports to the Managing Director.

## IX. Shareholders Information

### A) General Information:

1	Annual General Meeting Day, Date, Time & Venue	26th September, 2014 11:00 AM Registered Office at Jain Plastic Park, N H No. 6, Bambhori, Jalgaon 425001
2	Book Closure Dates	15th to 26 <sup>th</sup> September, 2014 (Both days inclusive)
3	Financial calendar 2013-2014 Audited results of 2012-2013 First quarter results declared Second quarter results declared Third quarter results declared Fourth quarter, and Audited results of 2013-2014	on 28 <sup>th</sup> May, 2013 on 14th August, 2013 on 10th November, 2013 on 7th February, 2014 on 22 <sup>nd</sup> May, 2014
4	Financial calendar 2014-2015 First quarter results Second quarter results Third quarter results Fourth quarter & audited Annual Accounts	11 <sup>th</sup> August, 2014 During fifth week followed by end of the quarter During fifth week followed by end of the quarter During fifth week followed by end of the quarter
5	Corporate Identification Number (CIN)	L29120MH1986PLC042028

6	Registered Office	Jain Plastic Park, N H No. 6, Bambhori, Jalgaon - 425001	
7	Listing of Shares on Stock Exchanges	The Stock Exchange, Mumbai National Stock Exchange of India Ltd., Mumbai Bourse De Luxembourg (for EDRs)	
8	De-listing of shares on Stock Exchanges	Not Applicable	
9	Listing Fees	Paid to BSE and NSE Stock Exchanges up to the year 2014-2015.	
10	Index Component	Component of BSE 200 and CNX NIFTY JUNIOR	
11	Stock Codes	Ordinary Equity Shares	DVR Equity Shares
		The Stock Exchange, Mumbai National Stock Exchange of India Ltd., Mumbai	500219 JISLJALEQS 570004 JISLDVREQS
12	ISIN No.	INE175A01038	INE175A01010
13	Depositories	National Securities Depository Ltd.	
		Central Depository Services (India) Ltd.	
14	Depository Charges	Paid to NSDL and CDSL up to the year 2014-15	
15	Evoting arrangements		

#### B) General Body Meetings

The details of the location, date and time for last three Annual Meetings are given as below:

Year	Location	Date	Time
2010-11	Jain Plastic Park, N H No. 6, Bambhori, Jalgaon – 425001	30.09.2011	11.00 AM
2011-12	Jain Plastic Park, N H No. 6, Bambhori, Jalgaon – 425001	21.09.2012	11.00 AM
2012-13	Jain Plastic Park, N H No. 6, Bambhori, Jalgaon – 425001	27.09.2013	11.00 AM

#### C) Postal Ballot

Resolution under Section 293(1)(a) of the Companies Act 1956 as passed through Postal Ballot on 13.05.2013 and also 16.08.2013 as per provisions of Section 192(A) of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011.

#### D) Registrar and Transfer Agents

The Company has appointed Bigshare Services Private Limited, E-2/3, Ansa Industrial Estate, Sakivihar Road, Sakinaka, Andheri East, Mumbai 400 072 as Registrar and Transfer Agent and delegated authority to deal with physical transfers as well as dematerialisation / rematerialisation of Equity Shares of the Company with effect from 30.01.2003.

#### E) Distribution of Shareholding: As at 31.03.2014

##### i) Ordinary Equity Shares

SHAREHOLDING OF NOMINAL VALUE (₹)	NO OF SHAREHOLDERS	% TO TOTAL NUMBERS	NUMBER OF SHARES	VALUE (₹)	% OF TOTAL ₹
UPTO 5000	95,315	97.80	22,020,343	44,040,686	4.97
5,001-10,000	1056	1.08	3,851,457	7,702,914	0.87
10,001-20,000	444	0.46	3,250,972	6,501,944	0.73
20,001-30,000	129	0.13	1,619,501	3,239,002	0.37
30,001-40,000	79	0.08	1,438,590	2,877,180	0.32
40,001-50,000	52	0.05	1,186,525	2,373,050	0.27
50,001-10,0000	109	0.11	4,056,191	8,112,382	0.92
100,001 AND ABOVE	280	0.29	405,696,399	811,392,798	91.55
<b>TOTAL</b>	<b>97,464</b>	<b>100.00</b>	<b>443,119,978</b>	<b>886,239,956</b>	<b>100.00</b>

##### ii) DVR Equity Shares

SHAREHOLDING OF NOMINAL VALUE (₹)	NO OF SHAREHOLDERS	% TO TOTAL NUMBERS	NUMBER OF SHARES	VALUE (₹)	% OF TOTAL ₹
UPTO 5000	56,320	99.00	2,947,517	5,895,034	15.28
5,001-10,000	262	0.46	1,000,855	2,001,710	5.19
10,001-20,000	144	0.25	1,106,882	2,213,764	5.74
20,001-30,000	59	0.10	729,442	1,458,884	3.78
30,001-40,000	23	0.04	410,020	820,040	2.12
40,001-50,000	22	0.04	510,762	1,021,524	2.65
50,001-100,000	31	0.05	1,187,012	2,374,024	6.15
100,001 AND ABOVE	35	0.06	11,401,814	22,803,628	59.09
<b>TOTAL</b>	<b>56,896</b>	<b>100.00</b>	<b>19,294,304</b>	<b>38,588,608</b>	<b>100.00</b>

**F) Shareholding Pattern as on 31.03.2014**
**i) Ordinary Equity Shares**

Category code	Category of Shareholders	Number of Shareholders	Total Number of Shares	Number of Shares held in dematerialised form	Total Shareholding as a % of total number of Shares		Shares Pledged or otherwise encumbered	
					As a % of (A+B)	As a % of (A+B+C)	No. of Shares	As a % of (IX)=(VIII) / (IV)*100
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
<b>(A)</b>	<b>Shareholding of promoter and promoter Group</b>							
(1)	<b>Indian</b>							
(a)	Individuals/Hindu Undivided Family	31	20,520,575	20,520,575	4.65	4.63	6,396,605	31.17
(b)	Central/State Governments	-	-	-	-	-	-	-
(c)	Bodies Corporate	7	106,593,836	99,093,836	24.14	24.06	20,740,000	19.46
(d)	Financial Institutions/Banks	-	-	-	-	-	-	-
(e)	Any Other	-	-	-	-	-	-	-
	<b>Sub Total (A)(1)</b>	<b>38</b>	<b>127,114,411</b>	<b>119,614,411</b>	<b>28.79</b>	<b>28.69</b>	<b>27,136,605</b>	<b>21.35</b>
(2)	<b>Foreign</b>							
(a)	Individuals(NRI/Foreign Individual).	-	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-	-
(d)	Any others	-	-	-	-	-	-	-
	<b>Sub Total (A)(2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Total Shareholding of Promoters and Promoters Group (A)=(A)(1)+(A)(2)</b>	<b>38</b>	<b>127,114,411</b>	<b>119,614,411</b>	<b>28.79</b>	<b>28.69</b>	<b>27,136,605</b>	<b>21.35</b>
<b>(B)</b>	<b>Public Shareholding</b>							
(1)	<b>Institutions</b>						NA	NA
(a)	Mutual Funds/UTI	40	9,207,589	9,196,744	2.09	2.08	-	-
(b)	Financial Institutions/Banks	10	583,193	579,768	0.13	0.13	-	-
(c)	Central Govt./State Govt.	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	153	173,425,770	173,417,270	39.28	39.14	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-
(h)	Qualified Foreign Investors*	4	49,733,893	49,733,893	11.26	11.22	-	-
(i)	Foreign Financial Institutions / Banks	1	1,000	1,000	0.00	0.00	-	-
	<b>Sub Total (B)(1)</b>	<b>208</b>	<b>232,951,445</b>	<b>232,928,675</b>	<b>52.76</b>	<b>52.57</b>	<b>-</b>	<b>-</b>
(2)	<b>Non Institutions</b>						NA	NA
(a)	Bodies Corporate	1,181	22,578,536	22,524,906	5.11	5.10	-	-
(b)	i. Individuals-shareholders holding nominal Share Capital up to ₹ 1 Lakh	92,560	28,092,350	25,766,790	6.36	6.34	-	-
	ii. Individuals-shareholders holding nominal Share Capital in excess of ₹ 1 Lakh	45	4,750,373	4,599,833	1.08	1.07	-	-
(c)	Qualified Foreign Investor	1	30,000	30,000	0.01	0.01	-	-
(d)	Any other	-	-	-	-	-	-	-
	i) Employees	1,696	2,563,682	2,322,557	0.58	0.58	-	-
	ii) NRI	1,259	1,574,994	1,531,429	0.36	0.36	-	-
	iii) Non Domestic Company*	4	14,293,876	14,293,876	3.24	3.23	-	-
	iv) Clearing Members	466	7,554,597	7,554,597	1.71	1.70	-	-
	v) Trust	4	25,060	25,060	0.01	0.01	-	-
	<b>Sub Total B(2)</b>	<b>97,216</b>	<b>81,463,468</b>	<b>78,649,048</b>	<b>18.45</b>	<b>18.38</b>	<b>-</b>	<b>-</b>
	<b>Total Public Shareholding B(1)+ B(2)</b>	<b>97,424</b>	<b>314,414,913</b>	<b>311,577,723</b>	<b>71.21</b>	<b>70.95</b>	<b>-</b>	<b>-</b>
	<b>Total (A) + (B)</b>	<b>97,462</b>	<b>441,529,324</b>	<b>431,192,134</b>	<b>100.00</b>	<b>99.64</b>	<b>27,136,605</b>	<b>21.35</b>
<b>(C)</b>	<b>Shares held by Custodians and against which Depository Receipts have been issued</b>							
(1)	Promoter and promoters Group	-	-	-	-	-	NA	NA
(2)	Public	2	1,590,654	1,587,904	xxx	0.36	-	-
	<b>Grand Total (A) + (B) + (C)</b>	<b>97,464</b>	<b>443,119,978</b>	<b>432,780,038</b>	<b>xxx</b>	<b>100.00</b>	<b>27,136,605</b>	<b>6.12</b>

**ii) DVR Equity Shares**

Category code	Category of Shareholders	Number of Shareholders	Total Number of Shares	Number of Shares held in dematerialised form	Total Shareholding as a % of total number of Shares		Shares Pledged or otherwise encumbered	
					As a % of (A+B)	As a % of (A+B+C)	No. of Shares	As a % of (IX)=(VIII) / (IV)*100
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
<b>(A)</b>	<b>Shareholding of promoter and promoter Group</b>							
(1)	<b>Indian</b>							
(a)	Individuals/Hindu Undivided Family	30	1,026,024	1,026,024	5.32	5.32	559,830	54.56
(b)	Central/State Governments	-	-	-	-	-	-	-
(c)	Bodies Corporate	2	4,830,250	4,830,250	25.03	25.03	110,000	2.28
(d)	Financial Institutions/Banks	-	-	-	-	-	-	-
(e)	Any Other	-	-	-	-	-	-	-
	<b>Sub Total (A)(1)</b>	<b>32</b>	<b>5,856,274</b>	<b>5,856,274</b>	<b>30.35</b>	<b>30.35</b>	<b>669,830</b>	<b>11.44</b>
(2)	<b>Foreign</b>							
(a)	Individuals(NRI/Foreign Individual).	-	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-	-
(d)	Any others	-	-	-	-	-	-	-
	<b>Sub Total (A)(2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Total Shareholding of Promoters and Promoters Group (A)=(A)(1)+(A)(2)</b>	<b>32</b>	<b>5,856,274</b>	<b>5,856,274</b>	<b>30.35</b>	<b>30.35</b>	<b>669,830</b>	<b>11.44</b>
<b>(B)</b>	<b>Public Shareholding</b>							
(1)	<b>Institutions</b>						NA	NA
(a)	Mutual Funds/UTI	18	634	99	0.00	0.00	-	-
(b)	Financial Institutions/Banks	7	1,844	1,675	0.01	0.01	-	-
(c)	Central Govt./State Govt.	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	46	2,707,284	2,706,861	14.03	14.03	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-
(h)	Qualified Foreign Investors	-	-	-	-	-	-	-
(i)	Foreign Financial Institutions/Banks	1	50	50	0.00	0.00	-	-
	<b>Sub Total (B)(1)</b>	<b>72</b>	<b>2,709,812</b>	<b>2,708,685</b>	<b>14.04</b>	<b>14.04</b>	<b>-</b>	<b>-</b>
(2)	<b>Non Institutions</b>						NA	NA
(a)	Bodies Corporate	753	1,205,599	1,202,787	6.25	6.25	-	-
(b)	i. Individuals-shareholders holding nominal Share Capital up to Rs. 1 Lakh	53,450	6,011,076	5,889,904	31.15	31.16	-	-
	ii. Individuals-shareholders holding nominal Share Capital in excess of Rs. 1 Lakh	14	1,885,953	1,885,953	9.77	9.77	-	-
(c)	Qualified Foreign Investor	-	-	-	-	-	-	-
(d)	Any other							
	i) Employees	1,691	127,990	115,333	0.66	0.66		
	ii) NRI	789	192,388	190,247	1.00	1.00	-	-
	iii) Non Domestic Company	2	766,945	766,945	3.98	3.97	-	-
	iv) Clearing Members	88	536,878	536,878	2.78	2.78	-	-
	v) Trust	4	1,252	1,252	0.01	0.01	-	-
	<b>Sub Total B(2)</b>	<b>56,791</b>	<b>10,728,081</b>	<b>10,589,299</b>	<b>55.60</b>	<b>55.61</b>	<b>-</b>	<b>-</b>
	<b>Total Public Shareholding B(1)+ B(2)</b>	<b>56,863</b>	<b>13,437,893</b>	<b>13,297,984</b>	<b>69.64</b>	<b>69.65</b>	<b>-</b>	<b>-</b>
	<b>Total (A) + (B)</b>	<b>56,895</b>	<b>19,294,167</b>	<b>19,154,258</b>	<b>100.00</b>	<b>100.00</b>	<b>669,830</b>	<b>11.44</b>
<b>(C)</b>	<b>Shares held by Custodians and against which Depository Receipts have been issued</b>							
(1)	Promoter and promoters Group	-	-	-	-	-	-	-
(2)	Public	1	137	-	xxx	0.00	-	-
	<b>Grand Total (A) + (B) + (C)</b>	<b>56,896</b>	<b>19,294,304</b>	<b>19,154,258</b>	<b>xxx</b>	<b>100.00</b>	<b>669,830</b>	<b>3.47</b>

### G) Evolution of Capital – Ordinary Equity Shares

Sr. No.	Particulars	Allotment Date	No. of Shares	Cumulative (No. of Shares)
1	Subscribers to Memorandum	Dec-86	70	70
2	Maiden Public Issue	Dec-88	3,018,050	3,018,120
3	Right Issue	Dec-92	7,243,488	10,261,608
4	Euro Issue	Mar-94	2,696,600	12,958,208
5	Shareholders of Jain Plastics & Chemicals Ltd, Jain Rahan Biotech Ltd and Jain Kemira Fertilizers Ltd (Merged with the Company)	July 2, 1998	7,285,952	202,244,160
	<b>Total</b>		<b>20,244,160</b>	

#### Post Reduction:

1	Reduction of Capital	1-Jan-01	10,122,080	10,122,080
2	Conversion of Optionally Fully Convertible Debentures	Oct-01	12,676,055	22,798,135
3	Conversion of Optionally Fully Convertible Debentures	July-02	1,432,334	24,230,469
4	Preferential Allotment	20 -Aug-02	23,655,834	47,886,303
5	Preferential Allotment to Promoters	Dec-03	2,500,000	50,386,303
6	Preferential Allotment	Dec-03	1,987,281	52,373,584
7	Preferential Allotment to Promoters	Jan-04	630,500	53,004,084
8	Conversion of Fully Convertible Debentures	Apr-04	1,349,144	54,353,228
9	Preferential Allotment	Jan-05	4,000,000	58,353,228
10	Shareholders of Terra Agro Technologies Ltd (Merged with the Company)	7-Jul-06	57,292	58,410,520
11	Conversion of Zero Coupon Convertible Bonds	21- May-07	577,620	58,988,140
12	Conversion of Zero Coupon Convertible Bonds	26-May-07	468,514	59,456,654
13	Conversion of Zero Coupon Convertible Bonds	1-Jun-07	667,472	60,124,126
14	Conversion of Zero Coupon Convertible Bonds	14-Jun-07	513,440	60,637,566
15	Conversion of Zero Coupon Convertible Bonds,,	27-Jun-07	1,411,961	62,049,527
16	Conversion of Zero Coupon Convertible Bonds	6-July-07	160,450	62,209,977
17	Shareholders of Eurisso Agro Ltd (Merged with the Company)	30-July-07	270,615	62,480,592
18	Conversion of Zero Coupon Convertible Bonds	20-July-07	128,360	62,608,952
19	Conversion of Zero Coupon Convertible Bonds	27-July-07	282,392	62,891,344
20	Conversion of Zero Coupon Convertible Bonds	13-Aug-07	57,762	62,949,106
21	Conversion of Zero Coupon Convertible Bonds	22-Aug-07	224,630	63,173,736
22	Preferential Allotment to Promoters	9-Mar-07	3,070,000	66,243,736
23	Conversion of Zero Coupon Convertible Bonds	23-Oct-07	436,424	66,680,160
24	Conversion of Zero Coupon Convertible Bonds	2-Nov-07	256,720	66,936,880
25	Shareholders of Orient Vegetexo Ltd (Merged with the Company)	7-Dec-07	713,316	67,650,196
26	Conversion of Zero Coupon Convertible Bonds	24-Jan-08	417,170	68,067,366
27	Conversion of Zero Coupon Convertible Bonds	7-Mar-08	385,080	68,452,446
28	Preferential Allotment to Promoters	28-Mar-08	2,500,000	70,952,446
29	Preferential Allotment to Promoters	29-Mar-08	1,102,600	72,055,046
30	Conversion of Zero Coupon Convertible Bonds	21-Apr-08	64,180	72,119,226
31	Conversion of Zero Coupon Convertible Bonds	8-May-08	64,180	72,183,406
32	Conversion of Zero Coupon Convertible Bonds	14July-08	192,540	72,375,946
33	Preferential Allotment to IFC	9-Apr-09	1,997,780	74,373,726
34	Conversion of Zero Coupon Convertible Bonds	23-May-09	128,360	74,502,086
35	Conversion of Zero Coupon Convertible Bonds	12-June-09	385,080	74,887,166
36	Conversion of Zero Coupon Convertible Bonds	30-July-09	430,006	75,317,172
37	Conversion of Zero Coupon Convertible Bonds	28-Aug-09	125,151	75,442,323
38	Conversion of Zero Coupon Convertible Bonds	1-Oct-09	67,389	75,509,712
39	Conversion of Zero Coupon Convertible Bonds	1-Jan-2010	64,180	75,573,892
40	ESOP- Allotment	23-Jan-10	437,670	76,011,562
41	ESOP Allotment	31-Mar-10	19,120	76,030,682
42	Conversion of Zero Coupon Convertible Bonds	1-May-10	128,360	76,159,042
43	Conversion of Zero Coupon Convertible Bonds	2-June-10	64,180	76,223,222
44	ESOP Allotment	10-Sept-10	14,070	76,237,292
	<b>Total</b>		<b>76,237,292</b>	

#### Post-Split

1	Split (Face value from ₹10 to ₹ 2 each)	1-Nov-10	381,186,460	381,186,460
2	ESOP Allotment	25-Mar-11	3,865,500	385,051,960
3	ESOP Allotment	31-Mar-11	672,500	385,724,460
4	ESOP Allotment	22-July-2011	161,625	385,886,085
5	Preferential Allotment	15-Oct-2012	49,733,893	435,619,978
6	Conversion of Equity Warrants	20-Mar-2014	7,500,000	443,119,978
	<b>Total Equity Shares as on 31-Mar-2014</b>		<b>443,119,978</b>	

### Evolution of Capital – DVR Equity Shares

Sr No.	Particulars	Allotment Date	No. of Shares
1	Equity Shareholders as Bonus	November 10, 2011	19,294,304

### H) Share Transfer/ Demat data for year ended 31-Mar-2014 (other than electronic)

#### i) Ordinary Equity Shares

Month	Physical		Demat (NSDL)		Demat (CDSL)	
	No. of Transfers	No. of Shares	No. of Requests	No. of Shares	No. of Requests	No. of Shares
Apr-13	7	1280	17	4840	5	765
May-13	4	315	17	2665	12	3145
Jun-13	6	8360	18	4410	12	30770
Jul-13	5	445	17	3285	3	455
Aug-13	12	1300	11	2535	10	2805
Sep-13	2	15	12	7840	7	1400
Oct-13	1	175	13	25590	4	5215
Nov-13	0	0	4	1260	3	525
Dec-13	3	25	6	1245	3	190
Jan-14	4	330	5	9055	6	860
Feb-14	2	350	5	750	2	750
Mar-14	6	960	2	500	3	1775
<b>Total</b>	<b>52</b>	<b>13555</b>	<b>127</b>	<b>63975</b>	<b>70</b>	<b>48655</b>

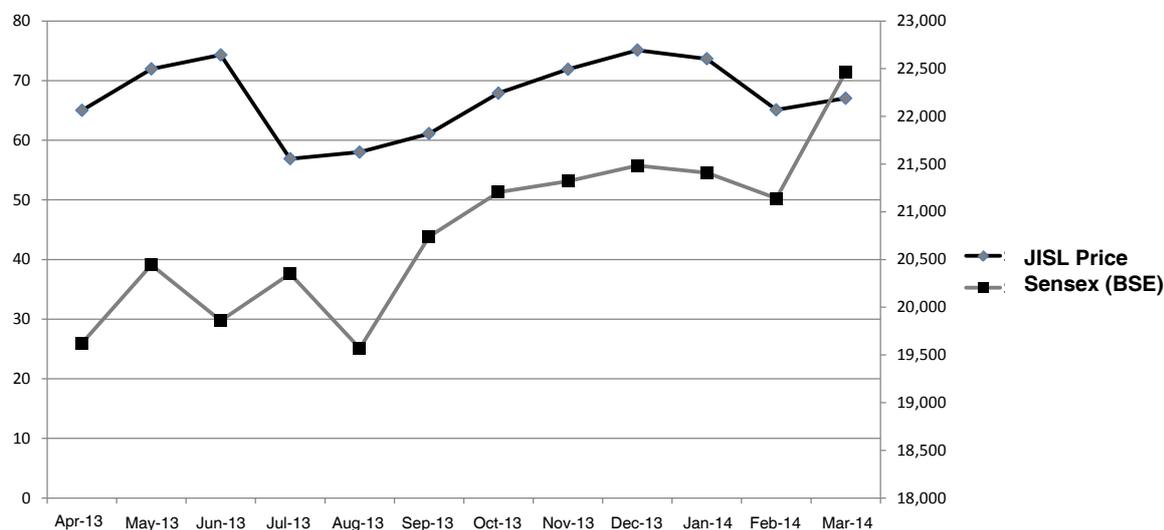
#### ii) DVR Equity Shares

Month	Physical		Demat (NSDL)		Demat (CDSL)	
	No. of Transfers	No. of Shares	No. of Requests	No. of Shares	No. of Requests	No. of Shares
Apr-13	6	56	9	209	2	24
May-13	2	2	9	85	11	161
Jun-13	2	33	14	135	5	35
Jul-13	2	20	8	83	1	8
Aug-13	8	48	7	77	7	118
Sep-13	1	8	7	314	6	75
Oct-13	1	8	5	1209	2	251
Nov-13	0	0	2	50	1	16
Dec-13	0	0	7	93	2	20
Jan-14	2	15	6	126	4	18
Feb-14	2	16	4	36	2	37
Mar-14	1	17	3	26	1	8
<b>Total</b>	<b>27</b>	<b>223</b>	<b>81</b>	<b>2443</b>	<b>44</b>	<b>771</b>

### I) Physical & Dematerialisation Shares as on 31.03.2014

Particulars	No. of Ordinary Equity Shares	%	No. of DVR Equity Shares	%
Physical	10,339,940	2.33	140,046	0.73
<b>Demat</b>				0.00
NSDL	403,579,949	91.08	15,271,799	79.15
CDSL	29,200,089	6.59	3,882,459	20.12
<b>Total Demat</b>	<b>432,780,038</b>	<b>97.67</b>	<b>19,154,258</b>	<b>99.27</b>
<b>Total Equity</b>	<b>443,119,978</b>	<b>100.00</b>	<b>19,294,304</b>	<b>100.00</b>

### J) Market Price Data (in ₹) During FY 2014



**i) Price Movement – Ordinary Equity Shares**

Month	Stock Exchange, Mumbai				National Stock Exchange			
	Date	High	Date	Low	Date	High	Date	Low
Apr-13	30.04.2013	65.00	09.04.2013	55.50	30.04.2013	65.00	09.04.2013	55.50
May-13	29.05.2013	71.95	03.05.2013	61.90	29.05.2013	71.95	03.05.2013	61.85
Jun-13	03.06.2013	74.30	26.06.2013	49.50	03.06.2013	74.35	26.06.2013	49.45
Jul-13	22.07.2013	56.90	08.07.2013	47.30	22.07.2013	56.75	08.07.2013	47.30
Aug-13	26.08.2013	58.00	01.08.2013	46.10	26.08.2013	58.15	01.08.2013	45.85
Sep-13	20.09.2013	61.10	02.09.2013	49.85	27.09.2013	61.40	02.09.2013	49.80
Oct-13	31.10.2013	67.90	5.10.2013	57.40	31.10.2013	68.40	5.10.2013	57.30
Nov-13	29.11.2013	71.90	11.11.2013	60.70	29.11.2013	71.95	11.11.2013	60.60
Dec-13	27.12.2013	75.10	16.12.2013	65.00	27.12.2013	75.20	16.12.2013	64.90
Jan-14	13.01.2014	73.65	30.01.2014	60.05	13.01.2014	73.95	30.01.2014	60.00
Feb-14	10.02.2014	65.10	26.02.2014	56.45	10.02.2014	65.20	26.02.2014	56.40
Mar-14	31.03.2014	67.05	14.03.2014	57.25	31.03.2014	67.25	14.03.2014	57.10

**ii) Price Movement –DVR Equity Shares**

Month	Stock Exchange, Mumbai				National Stock Exchange			
	Date	High	Date	Low	Date	High	Date	Low
Apr-13	03.04.2013	31.65	10.04.2013	27.50	03.04.2013	31.70	09.04.2013	27.45
May-13	07.05.2013	35.00	03.05.2013	30.00	07.05.2013	35.10	03.05.2013	29.30
Jun-13	03.06.2013	35.90	28.06.2013	24.35	03.06.2013	35.60	28.06.2013	24.25
Jul-13	29.07.2013	29.50	05.07.2013	24.00	22.07.2013	29.00	04.07.2013	23.55
Aug-13	01.08.2013	29.90	12.08.2013	22.80	26.08.2013	28.70	19.08.2013	22.55
Sep-13	30.09.2013	28.45	23.09.2013	24.00	20.09.2013	27.70	11.09.2013	24.00
Oct-13	1.10.2013	29.50	01.10.2013	25.35	31.10.2013	29.70	01.10.2013	25.00
Nov-13	6.11.2013	35.00	13.11.2013	27.15	06.11.2013	35.00	01.11.2013	27.15
Dec-13	1.12.2013	33.50	20.12.2013	26.60	31.12.2013	33.50	20.12.2013	28.30
Jan-14	02.01.2014	34.10	30.01.2014	27.90	30.01.2014	34.50	30.01.2014	27.85
Feb-14	06.02.2014	30.40	04.02.2014	27.05	17.02.2014	33.50	26.02.2014	27.50
Mar-14	31.03.2014	33.85	14.03.2014	27.10	31.03.2014	33.50	13.03.2014	27.05

**iii) Sensex and Nifty Movement**

Month	Sensex		Nifty	
	High	Low	High	Low
Apr-13	19,622.68	18,144.22	5,962.30	5,477.20
May-13	20,443.62	19,451.26	6,229.45	5,910.95
Jun-13	19,860.19	18,467.16	6,011.00	5,566.25
Jul-13	20,351.06	19,126.82	6,093.35	5,675.75
Aug-13	19,569.20	17,448.71	5,808.50	5,118.85
Sep-13	20,739.69	18,166.17	6,142.50	5,318.90
Oct-13	21,205.44	19,264.72	6,309.50	5,700.95
Nov-13	21,321.53	20,137.67	6,332.60	5,972.45
Dec-13	21,483.74	20,568.70	6,415.25	6,129.95
Jan-14	21,409.66	20,343.78	6,358.30	6,027.25
Feb-14	21,140.51	19,963.12	6,282.70	5,933.30
Mar-14	22,467.21	20,920.98	6,730.05	6,212.25

**K) Trading of Shares (₹ in Lacs)**
**i) Ordinary Equity shares – Financial Year 2014**

Month	Stock Exchange, Mumbai			National Stock Exchange	
	No. of Transactions	No. of Shares	₹ in Lacs	No. of Shares	₹ in Lacs
Apr-13	54,985	11,007,512	6,641.57	49,090,556	29,317.30
May-13	73,437	10,311,136	7,007.43	43,071,045	29,245.82
Jun-13	80,706	10,610,183	6,278.34	54,963,888	32,216.10
Jul-13	78,573	9,664,659	4,983.58	44,605,958	23,036.26
Aug-13	75,267	11,578,363	5,863.12	48,196,136	24,633.79
Sep-13	45,812	7,604,624	4,104.04	27,626,017	15,362.10
Oct-13	57,619	6,356,990	3,956.42	30,591,274	19,047.34
Nov-13	55,173	5,803,243	3,905.86	21,608,760	14,538.66
Dec-13	58,555	6,176,077	4,367.37	31,686,391	22,316.39
Jan-14	64,092	5,986,584	4,110.52	24,778,158	16,991.84
Feb-14	47,155	4,705,624	2,877.30	32,098,386	19,510.30
Mar-14	63,097	10,482,271	6,372.78	61,060,915	37,299.53
<b>Total</b>	<b>754,471</b>	<b>100,287,266</b>	<b>60,468.33</b>	<b>469,377,484</b>	<b>283,515.43</b>

## ii) DVR Equity Shares – Financial Year 2014

Month	Stock Exchange, Mumbai			National Stock Exchange	
	No. of Transactions	No. of Shares	₹ in Lacs	No. of Shares	₹ in Lacs
Apr-13	810	168,583	50.26	729,658	213.27
May-13	997	162,465	53.50	790,248	262.64
Jun-13	1,118	123,905	37.48	634,862	187.51
Jul-13	1,281	114,360	29.81	416,048	108.69
Aug-13	1,089	75,052	18.97	411,712	104.41
Sep-13	769	45,617	11.62	813,811	207.07
Oct-13	1,010	75,041	20.58	455,623	124.38
Nov-13	3,234	301,747	97.00	1,284,415	411.64
Dec-13	1,333	102,654	32.68	406,042	127.71
Jan-14	1,391	119,074	37.50	346,778	110.68
Feb-14	613	117,009	33.12	239,778	69.59
Mar-14	2049	777,800	221.80	1,314,672	391.04
<b>Total</b>	<b>15,694</b>	<b>2,183,307</b>	<b>645.33</b>	<b>7,843,647</b>	<b>2318.63</b>

### L. Outstanding GDR's/ ADR's /Convertible instruments, conversion date and impact on Equity

a) Out of a total of 13,48,300 (post-Split 67,42,500) European Depository Receipts (EDR's) issued by the Company in 1994, represented by underlying Equity Shares all except 1,590,654 EDR's, represented by underlying Equity Shares have been cancelled and converted into underlying Equity Shares of ₹ 2 each as on 31.03.2014. However, the conversion into underlying Equity Shares does not impact the Share capital in any manner whatsoever.

The ratio is 2 EDRs = 1 Equity Share - This has changed post split.

b) In terms of EGM resolution dated 01.10.2012 u/s 81(1A) of the Companies Act, 1956 the Company has issued US\$ 55 million Zero Coupon Convertible Bonds due on October 2017 and May 2018. The Bonds are convertible at any time and after 16.10.2012 up to the close of business on 16.09.2017/ 30.03.2018 by holders into fully paid Equity Shares at par value of ₹ 2 each at an initial conversion price of ₹ 115 per Share. The Company has ability to force conversion if certain price parameters are met.

c) In terms of the AGM resolution dated 30.09.2005 Company has issued 1,53,56,000 (pre Split 30,71,200) ESOP's entitling the ESOP holders upon vesting to exercise the right to convert ESOP into Equity Share of ₹ 2 each on payment of the exercise price. The Company has issued and allotted Shares as per details given below out of 1,53,56,000 (pre-split 31,71,200) ESOP's as at 31-03-2014.

Particulars	ESOP 1	ESOP 2	ESOP 3	ESOP 4	Total
No. of ESOPs	25,00,000	25,00,000	25,00,000	25,00,000	1,00,00,000
Allotted on 23.01.10	21,88,350	0	0	0	21,88,350
Allotted on 31.03.10	95,600	0	0	0	95,600
Allotted on 10.09.10	70,350	0	0	0	70,350
Allotted on 25.03.11	2,250	17,52,400	21,10,850	0	38,65,500
Allotted on 31.03.11	0	3,38,025	3,34,475	0	6,72,500
Allotted on 22.07.11	1,500	134,200	25,925	0	161,625
<b>Total Allotment</b>	<b>23,58,050</b>	<b>22,24,625</b>	<b>24,71,250</b>	<b>0</b>	<b>70,53,925</b>
<b>Balance yet to be exercised</b>	<b>141,950</b>	<b>275,375</b>	<b>28,750</b>	<b>25,00,000</b>	<b>29,46,075</b>

d) The Shareholders of the Company approved in the 24th AGM held on 30th September, 2011 a new Employees Stock Option Plan as per the SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (the 'SEBI Guidelines'), the Companies Act, 1956 (the 'Act') and other applicable law and in order to issue options and Ordinary Equity Shares to whole-time directors and permanent employees of the Company and its subsidiaries (in India and abroad) 'Eligible Employees' so as to ensure commitment, retain and attract good talent through ownership and financial motivation.

i) The total number of options that may in the aggregate be granted to the Eligible Employees of the Company shall be 43,56,000 Ordinary Equity Shares of face value ₹ 2 each.

ii) The total number of options that may in the aggregate be granted to the Eligible Employees of the subsidiaries of the Company shall be 10,00,000 Ordinary Equity Shares of face value ₹ 2 each.

e) The Company had issued 75,00,000 Equity Warrants of ₹ 86.30 each on 21.09.2012 aggregating to ₹ 647.25 mn as per AGM resolution dated 21.09.2012. A sum of 25% of the exercise price (i.e. ₹ 21.575 per Warrant) aggregating to ₹ 161.81 mn were deposited by the Allottees at the time of allotment of the Equity Warrants. The holders of the said Equity Warrants have deposited the balance 75% amount and the Company has issued and allotted 75,00,000 Ordinary Equity Shares on 20.03.2014 to them during the year under review.

**M) Shareholders queries received and replied during the year ended 31st March, 2014**

Sr.No.	Nature of Complaint	Balance at beginning	Received	Resolved	Balance at end
1	Transfer/Transmission of Shares related	-	2	2	-
2	Non - receipt of dividend	-	13	13	-
3	Demat of Shares	-	-	-	-
4	Issue of Duplicate Shares	-	-	-	-
5	Non receipt of new Shares	-	4	4	-
6	Non-receipt of Annual Report	-	2	2	-
7	Others	-	-	-	-
<b>Total</b>		-	<b>21</b>	<b>21</b>	-

**N) Compliance**

The Company has regularly submitted its quarterly compliance report to the Stock Exchanges for compliances of requirements of corporate governance under para VI (ii) of Clause 49 of the Listing Agreement.

The Company has complied with the applicable mandatory requirements of Clause 49 of the Listing Agreement.

**O) Means of Communication:**

a) **Financial Results** : All financial results of your Company are forthwith communicated to stock exchanges (where Company's equity shares are listed) as soon as they are approved and taken on record by the Board of Directors of the Company. Further the results are published in leading Marathi newspaper circulated over Jalgaon District and leading financial newspapers published on an all India basis. These results are simultaneously posted on the website of Company, the website address of Company is <http://www.jains.com>.

b) **Website** : The website of the Company [www.jains.com](http://www.jains.com) is regularly updated with the financial results, shareholding patterns and other corporate information.

**P) Additional Information**

i) Review of business of 26<sup>th</sup> Annual General Meeting held on 27<sup>th</sup> September, 2013:

**a) Ordinary Business**

Sr.No.	Resolution No.	Particulars of Resolution	Review
1	1	Adoption of Audited Accounts for the year ended 31 <sup>st</sup> March, 2013	Resolution passed unanimously
2	2	Declare dividend on Ordinary Equity and DVR Equity Shares of the Company	Resolution passed unanimously
3	3	Appoint a Director in place of Mr. R Swaminathan who retire by rotation	Reappointed
4	4	Appoint a Director in place of Smt. Radhika Pereira who retire by rotation	Reappointed
5	5	Appointment of M/s Haribhakti and Company as Statutory Auditors of the Company.	Reappointed

**b) Special Business**

Sr.No.	Resolution No.	Particulars of Resolution	Review
1	6	ESOP Variation/ amendments	Resolution passed as Special resolution

**Q) Nomination facility**

The Shareholder of the Company who wants to make a nomination may do so by submitting duly filled form No.2B for nomination .The nomination can be made by individuals only applying/holding Shares on their own behalf singly or jointly. A holder of Shares can nominate a minor and in that event the name and address of the guardian shall be given by the holder. The nomination stand cancelled upon transfer of shares.

The intimation regarding nomination/nomination form shall be filed with Company or R & T Agent of the Company i.e. Bigshare Services Pvt. Ltd., E-2/3, Ansa Industrial Estate, Sakivihar Road, Saki Naka, Andheri (East) Mumbai – 400072.

**R) Unclaimed Dividend amount**

a) **Unclaimed Dividend: The details of unclaimed yearwise dividend are as follows**

Sr. No.	Financial Year	Date of declaration	Last day for claiming unpaid Dividend	Unclaimed amount as on 31.03.2014 (₹)	Due date for transfer to IE&PF (on or before)
1	2006-07	27.09.2007	26.09.2014	423,328.00	25.10.2014
2	2007-08	30.09.2008	29.09.2015	572,082.40	28.10.2015
3	2008-09	30.09.2009	29.09.2016	632,067.50	28.10.2016
4	2009-10	29.09.2010	28.09.2017	1,175,877.00	27.10.2017
5	2010-11	30.09.2011	29.09.2018	1,839,828.00	28.10.2018
6	2011-12	21.09.2012	20.09.2019	2,219,452.00	19.10.2019
7	2012-13	27.09.2013	26.09.2020	1,269,372.50	25.10.2020
<b>Total</b>				<b>81,32,007.40</b>	

Members who have not yet encashed their dividend warrant(s) are requested to lodge their claims to the Company immediately. The unclaimed/unpaid dividend data are also uploaded on the web site of the Company.