

## VII) Information to Shareholders:

### A) General Information:

1	Annual General Meeting Day, Date, Time & Venue	Wednesday, 30th September, 2009 at 11.00 AM at Registered Office of the Company i.e. Jain Plastic Park, N H No. 6, Bambhori, Jalgaon – 425001
2	Book Closure Dates	14.09.2009 to 30.09.2009 (both days inclusive)
3	Financial calendar 2008-2009 Audited results of 2007-2008 First quarter results declared Second quarter results declared Third quarter results declared Fourth quarter, and Audited results of 2008-2009	on 28th July, 2008 on 28th July, 2008 on 24th October, 2008 on 30th January, 2009 on 30th April, 2009 on 25th August 2009
4	Financial calendar 2009-2010 First quarter results Second quarter results Third quarter results Fourth quarter and audited Annual Accounts	On 30th July, 2009 Third Friday of month followed by end of the quarter
5	Registered Office	Jain Plastic Park, N H No. 6, Bambhori, Jalgaon - 425001
6	Listing of Shares on Stock Exchanges	The Stock Exchange, Mumbai National Stock Exchange of India Ltd., Mumbai Bourse De Luxembourg (for EDRs) Singapore Exchange Securities Trading Ltd (for FCCB's)
7	De-listing of shares on Stock Exchanges	Not Applicable
8	Listing Fees	Paid to BSE and NSE Stock Exchanges up to the year 2009-2010.
9	Stock Codes The Stock Exchange, Mumbai National Stock Exchange of India Ltd., Mumbai	500219 (Demat & Physical) JISLJALEQS
10	ISIN No.	INE175A01020
11	Depositories	National Securities Depository Ltd. Central Depository Services (India) Ltd.
12	Depository Charges	Paid to NSDL and CDSL up to the year 2009-10

### 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
2005-2006	Jain Plastic Park, N H No. 6, Bambhori, Jalgaon – 425001	29.09.2006	11.00 AM
2006-2007	Jain Plastic Park, N H No. 6, Bambhori, Jalgaon – 425001	27.09.2007	11.00 AM
2007-2008	Jain Plastic Park, N H No. 6, Bambhori, Jalgaon – 425001	30.09.2008	11.00 AM

### C) Postal Ballot

There were no ordinary or special resolutions passed by the Shareholders of the Company through postal ballot during the year ended 31.03.2009.

### 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 31.03.2009

Shareholding of nominal value of	No. of Shareholders	% of total Nos.	Number of shares	Value (Rs. In Lacs)	% to Total Rs.
Upto 5000	36,702	97.87	1,706,792	17,067,920	2.36
5,001 - 10,000	329	0.88	248,309	2,483,090	0.34
10,001 - 20,000	138	0.37	203,922	2,039,220	0.28
20,001 - 30,000	47	0.13	119,912	1,199,120	0.17
30,001 - 40,000	28	0.07	99,192	991,920	0.14
40,001 - 50,000	16	0.04	74,134	741,340	0.10
50,001 - 1,00,000	48	0.13	354,059	3,540,590	0.49
1,00,001 & Above	194	0.51	69,569,626	695,696,260	96.12
<b>** TOTAL **</b>	<b>37,502</b>	<b>100.00</b>	<b>72,375,946</b>	<b>723,759,460</b>	<b>100.00</b>

**F) Shareholding pattern as on 31.03.2009**

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
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)=(VIII) / (IV)*100
[A]	Shareholding of promoter and promoter Group							
(1)	Indian							
(a)	Individuals/Hindu Undivided Family	25	4,127,649	4,127,649	5.72	5.70	3,375,321	81.77
(b)	Central/State Governments	-	-	-	-	-	-	-
(c)	Bodies Corporate	1	19,321,000	19,321,000	26.76	26.70	-	-
(d)	Financial Institutions/Banks	-	-	-	-	-	-	-
(e)	Any Other	-	-	-	-	-	-	-
	<b>Sub Total (A)(1)</b>	<b>26</b>	<b>23,448,649</b>	<b>23,448,649</b>	<b>32.47</b>	<b>32.40</b>	<b>3,375,321</b>	<b>14.39</b>
(2)	Foreign							
(a)	Individuals(NRI/Foreign Individual).	-	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-	-
(d)	Any others	-	-	-	-	-	-	-
	Sub Total (A)(2)	-	-	-	-	-	-	-
	<b>Total Shareholding of Promoters and Promoters Group (A)=(A)(1)+(A)(2)</b>	<b>26</b>	<b>23,448,649</b>	<b>23,448,649</b>	<b>32.47</b>	<b>32.40</b>	<b>3,375,321</b>	<b>14.39</b>
[B]	Public Shareholding							
(1)	Institutions						NA	NA
(a)	Mutual Funds/UTI	53	4,160,344	4,153,488	5.76	5.75	-	-
(b)	Financial Institutions/Banks	9	13,171	2,581	0.02	0.02	-	-
(c)	Central Govt./State Govt.	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-
(e)	Insurance Companies	1	50	50	0.00	0.00	-	-
(d)	Foreign Institutional Investors	136	31,115,788	31,113,938	43.09	42.99	-	-
(e)	Foreign Venture Capital Investors	-	-	-	-	-	-	-
(f)	Any other	-	-	-	-	-	-	-
	<b>Sub Total (B)(1)</b>	<b>199</b>	<b>35,289,353</b>	<b>35,270,057</b>	<b>48.87</b>	<b>48.76</b>	-	-
(2)	Non Institutions						NA	NA
(a)	Bodies Corporate	593	7,062,153	7,043,269	9.78	9.76	-	-
(b)	i. Individuals-shareholders holding nominal Share Capital up to Rs. 1 Lakh	36,121	2,240,484	1,538,686	3.10	3.10	-	-
	ii. Individuals-shareholders holding nominal Share Capital in excess of Rs. 1 Lakh	33	861,344	820,736	1.19	1.19	-	-
(c)	Any other							
	i) NRI	467	115,535	105,576	0.16	0.16	-	-
	ii) Non Domestic Company	7	3,129,715	3,129,005	4.33	4.32	-	-
	iii) Clearing Members	54	59,487	59,487	0.08	0.08	-	-
	Sub Total B(2)	<b>37,275</b>	<b>13,468,718</b>	<b>12,696,759</b>	<b>18.65</b>	<b>18.61</b>	<b>NA</b>	<b>NA</b>
	Total Public Shareholding B(1)+ B(2)	37,474	48,758,071	47,966,816	67.53	67.37	NA	NA
	Total (A) + (B)	37,500	72,206,720	71,415,465	100.00	99.77	-	-
[C]	Shares held by Custodians and against which Depository Receipts have been issued	2	169,226	168,676	xxx	0.23	NA	NA
	<b>Grand Total (A) + (B) + (C)</b>	<b>37,502</b>	<b>72,375,946</b>	<b>71,584,141</b>	<b>xxx</b>	<b>100.00</b>	<b>3,375,321</b>	<b>4.66</b>

**G) Share Transfer/ Demat data as on 31.03.2009**

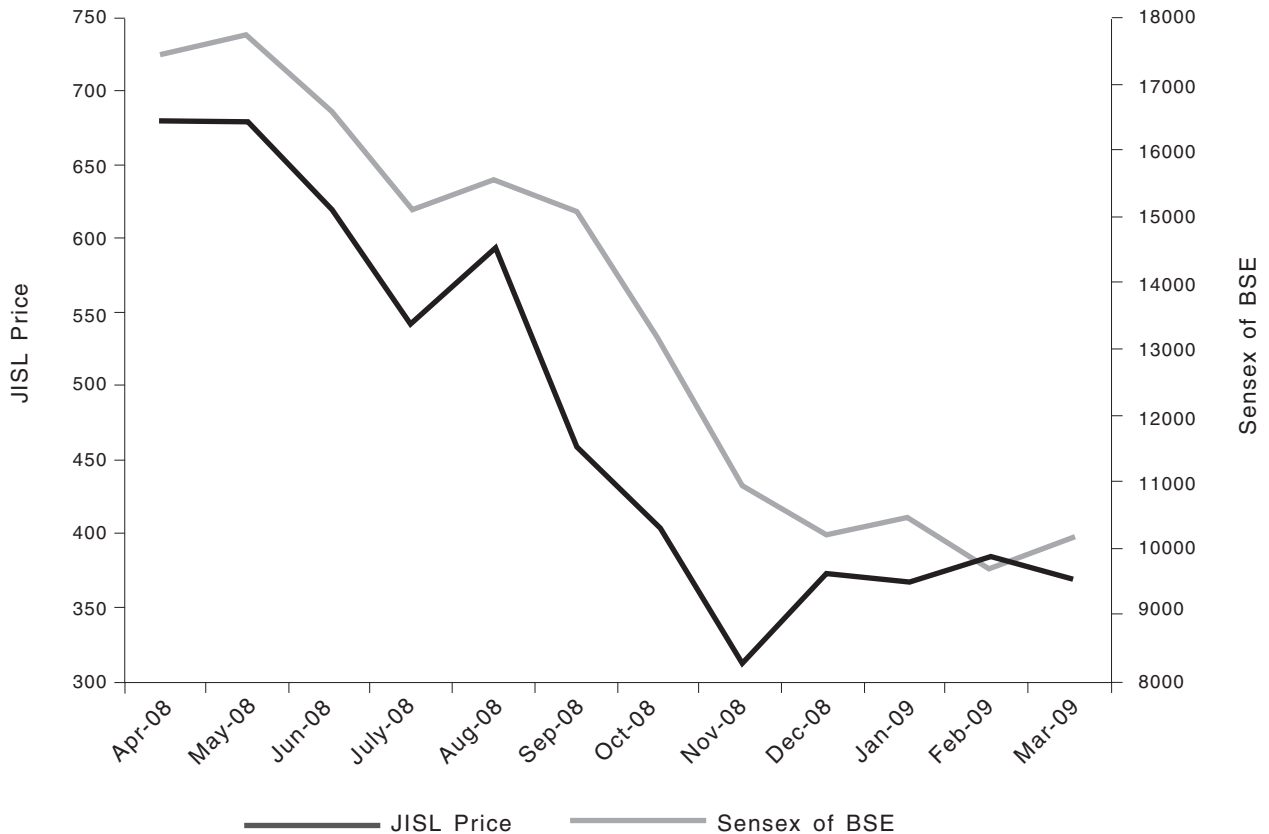
Month	Physical		Demat (NSDL)		Demat (CDSL)	
	No. of Transfer	No. of Shares	No. of Requests	No. of Shares	No. of Requests	No. of Shares
Apr-08	102	3,797	136	70,706	78	2,908
May-08	56	2,410	149	4,292	62	1,936
Jun-08	70	1,151	87	868,527	44	2,002
Jul-08	36	2,167	60	3,610	44	1,185
Aug-08	35	1,008	50	2,810	36	1,062
Sep-08	45	2,342	58	1,729	33	1,164
Oct-08	15	910	47	1,607	20	826
Nov-08	27	298	38	2,802	8	745
Dec-08	14	1,269	31	1,464	11	370
Jan-09	12	229	26	1,739	7	370
Feb-09	20	339	21	1,154	17	701
Mar-09	7	322	20	2,412	16	4,172
Total	439	16,242	723	962,852	376	17,441

**H) Physical & Dematerialisation of Shares as on 31.03.2009**

Particulars	No. of Shares	%
<b>Physical</b>	<b>791,805</b>	<b>1.09</b>
Demat NSDL	66,172,513	91.43
CDSL	5,411,628	7.48
<b>Total Demat</b>	<b>71,584,141</b>	<b>98.91</b>
Total Equity	72,375,946	100.00

**I) Market Price Data**

a) Stock Price Data (in Rs.)





Month	Stock Exchange, Mumbai		National Stock Exchange	
	High	Low	High	Low
April, 2008	679.50	587.00	678.80	581.05
May, 2008	679.70	601.00	680.00	610.10
June, 2008	623.25	439.00	626.15	410.05
July, 2008	544.00	421.25	536.00	420.00
August, 2008	594.75	406.10	593.00	403.10
September, 2008	459.00	376.00	458.50	355.65
October, 2008	405.95	245.00	407.90	236.00
November, 2008	311.90	251.00	343.00	250.10
December, 2008	374.00	229.00	379.00	227.00
January, 2009	366.30	301.20	370.00	299.10
February, 2009	397.80	312.00	396.90	313.00
March, 2009	370.00	320.30	370.00	322.05

b) Sensex of BSE

Month	High	Low
April, 2008	17,480.74	15,297.96
May, 2008	17,735.70	16,196.02
June, 2008	16,632.72	13,405.54
July, 2008	15,130.09	12,514.02
August, 2008	15,579.78	14,002.43
September, 2008	15,107.01	12,153.55
October, 2008	13,203.86	7,697.39
November, 2008	10,945.41	8,316.39
December, 2008	10,188.54	8,467.43
January, 2009	10,469.72	8,631.60
February, 2009	9,724.87	8,619.22
March, 2009	10,127.09	8,047.17

c) Trading of Shares (Rs. in Lacs)

Month	Stock Exchange, Mumbai			National Stock Exchange		
	No. of Transactions	No. of Shares	Rs. in Lacs	No. of Transactions	No. of Shares	Rs. in Lacs
April, 2008	6,222	1,219,769	7,636.04	19,957	1,460,417	9,078.04
May, 2008	5,227	969,082	6,261.69	16,294	1,370,224	8,853.21
June, 2008	8,025	3,045,611	14,879.20	23,768	2,422,809	12,616.30
July, 2008	6,600	3,627,527	16,278.80	17,111	1,231,219	5,733.56
August, 2008	9,069	660,567	3,099.57	24,884	2,059,540	9,688.06
September, 2008	7,922	2,156,146	9,075.35	23,817	3,593,479	15,002.40
October, 2008	6,605	2,475,459	7,506.49	19,937	1,964,098	5,765.03
November, 2008	7,705	1,417,796	4,168.98	25,891	2,588,684	7,501.50
December, 2008	13,134	644,838	1,887.16	30,946	1,811,859	5,345.28
January, 2009	8,367	166,076	555.01	21,266	1,309,070	4,508.97
February, 2009	12,226	428,125	1,532.46	28,443	2,166,580	7,411.78
March, 2009	9,025	604,771	2,049.24	29,568	1,683,421	5,683.62
<b>Total</b>	<b>100,127</b>	<b>17,415,767</b>	<b>74,929.99</b>	<b>281,882</b>	<b>23,661,400</b>	<b>97,187.75</b>

**J) Outstanding GDR's/ADR's/Convertible instruments, conversion date and impact on Equity:**

- a) Out of a total of 13,48,300 European Depository Receipts (EDR's) issued by the Company in 1994, represented by underlying Equity Shares all except 169,226 EDR's, represented by underlying Equity Shares have been cancelled and converted into underlying Equity Shares of Rs.10 each as on 31.03.2009. 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.

- b) In terms of EGM resolution dated 19th October, 2007 u/s 81(1A) of the Companies Act, 1956 the Company has allotted 86,00,000 Equity Warrants of Rs. 10 each to certain corporate entities of Promoters group at a premium of Rs. 468.15 per Equity Warrant on preferential basis aggregating to Rs. 4,112,090,000/- on 2nd November, 2007. The Equity Warrants shall be convertible at the option of the holder of such Equity Warrants at any time within 18 months from the date of allotment. The Company has issued and allotted 11,02,600 Equity Shares in conversion of 11,02,600 Equity Warrants (out of 86,00,000 Equity warrants) on 29.03.2008 as per terms of issue of the said warrants.
- c) In terms of EGM resolution dated 31.01.2006 u/s 81(1A) of the Companies Act, 1956 the Company has issued US\$ 60 million Zero Coupon Convertible Bonds due 2011. The Bonds are convertible at any time and after April 28, 2006 up to the close of business on February 28, 2011 by holders into fully paid Equity Shares at par value of Rs. 10 each at an initial conversion price of Rs. 345.59 per Share. The Company issued and allotted 6,308,895 Equity Shares of Rs. 10 each at a premium of Rs. 335.59 per share in conversion of 49,150 ZCCB as per Notifications received up to 31<sup>st</sup> March, 2009.
- d) In terms of EGM resolution dated 26.03.2009 u/s 81(1A) of the Companies Act, 1956 the Company has issued 19,97,780 Equity Shares of Rs. 10 each at premium of Rs. 350.40 per Share to International Finance Corporation, Washington on 09.04.2009 on preferential basis.

**K) Shareholders queries received and replied during the year ended 31<sup>st</sup> March, 2009**

Sr. No.	Nature of Complaints	Op. Balance	Received	Resolved	Balance
1	Transfer/Transmission of Shares related	-	33	33	-
2	Non payment of dividend	-	36	36	-
	Non payment of Interest/Redemption amount	-	2	2	-
	Non receipt of Annual Report	-	2	2	-
3	Demat/Remat of Shares	-	23	23	-
4	Issue of Duplicate Shares	-	2	2	-
5	Non receipt of new Shares	-	30	30	-
6	Others	-	2	2	-
	Total	-	130	130	-

**L) Compliance:**

- a) **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.

- b) **Compliance under Companies Act:** There were no cases of non-compliance of applicable provisions of Companies Act, 1956 nor any cases of penalties imposed by Department of Company 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.
- c) **Insider Trading Rules:** 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.

**M) 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 newspaper published on an all India basis. These results are simultaneously posted on the website of Company and on Electronic Data Information Filing and Retrieval (EDIFAR). 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 information.
- c) **Electronic data information filing and retrieval (EDIFAR)**

The Company has been regularly filing the requisite information, statement and report on the EDIFAR website maintained by National Informatics Centre, on line, in the manner and format and within such time as specified by the SEBI.

**N) Additional Information:**

- i) Review of business of EGM held on 26<sup>th</sup> March, 2009

Sr. No.	Resolution No.	Particulars of Resolution	Review
1	1	Issue of Equity Shares to International Finance Corporation, Washington under Preferential basis	Resolution passed as special resolution
2	2	Mortgage of immovable properties of the Company	Resolution passed as Ordinary resolution
3	3	Amendment in ESOP pricing	Resolution passed as Ordinary resolution

Review of business of 21st Annual General Meeting held on 30<sup>th</sup> September, 2008:

**a) Ordinary Business:**

Sr. No.	Resolution No.	Particulars of Resolution	Review
1	1	Adoption of Audited Accounts for the year ended 31st March, 2008	Resolution passed unanimously
2	2	Declare dividend on various Preference Shares and Equity Shares of the Company	Adopted and Approved
3	3	Appoint a Director in place of Mr. D R Mehta who retire by rotation	Reappointed
4	4	Appoint a Director in place of Shri R Swaminathan who retire by rotation	Reappointed
5	5	Re-appointment of M/S Dalal & Shah as Statutory Auditors of the Company.	Reappointed

**b) Special Business:**

Sr. No.	Resolution No.	Particulars of Resolution	Review
1	6	Mortgage of immovable properties of the Company	Resolution passed as ordinary resolution
2	7	Re-appointment of Shri Anil B Jain as Managing Director	Resolution passed as special resolution
3	8	Reappointment of Shri Ajit B Jain as Joint Managing Director	Resolution passed as special resolution
4	9	Reappointment of Shri Ashok B Jain as Vice Chairman	Resolution passed as special resolution
5	10	Reappointment of Shri R Swaminathan, Director - Technical	Resolution passed as special resolution
6	11	Appointment of Shri Atul B Jain as Chief Marketing Officer	Resolution passed as special resolution
7	12	Amendment in Articles of Association Increase number of Directors Contribution of profits to rural development	Resolution passed as special resolution
8	13	Amendment in object clause of Memorandum of Association of the Company	Resolution passed as special resolution

**O) 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.

**P) Unclaimed Dividend and Interest amount:**

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

Sr. No.	Year	Date of declaration	Unclaimed amount as on 31.03.2009 (Rs.)	Due date for transfer to IE&PF
1	2005-06	29.09.2006	290,313	30.09.2013
2	2006-07	27.09.2007	471,538	28.09.2014
3	2007-08	30.09.2008	647,412	01.10.2015

b) Unclaimed additional interest amount on PCD's for delayed period:

Sr. No.	Due on	Amount due on 31.03.2009 (Rs.)	Due date for transfer into IE&PF	Date of transfer into IE&PF
1	20.08.2002	4,559,107.79	21.08.2009	Applied for

**VIII) Auditors' Certificate on Corporate Governance:**

As required by Clause 49 of the Listing Agreement, the Auditors' Certificate is given as an annexure to the this Report.

**IX) Plant Locations in India**

**Jalgaon** Jain Plastic Park, N.H.No. 6,  
P.O.Box: 72,  
Village – Bambhori  
Taluka – Dharangaon,  
District – Jalgaon - 425001  
Maharashtra.

**Jain Agri Park,** Jain Hills, Jain Agri Park,  
Jain Hills, Shirsol Road,  
District- Jalgaon- 425001,  
Maharashtra.

**Jain Food Park,** Jain Valley, Jain Food Park,  
Jain Valley, Shirsol Road,  
District- Jalgaon 425001, Maharashtra.

**Bhavnagar** Survey No. 215, JIDC4, At Post  
Ghangali,  
Taluka Sihor,  
Dist. Bhavnagar - 364 240.

**Chittoor** **Food Plant - Unit No.01**  
100,Gollapali, Gangadhara Village,  
Nellore (Mandal)  
Dist. Chittoor- 517 125.

**Food Plant - Unit No.02**  
Avalkonda Road, Gangadhara Village,  
Nellore (Mandal),  
Dist. Chittoor- 517 125.

**Kondamadgu** S.No.587 & 588, Kondamadgu (Village),  
Bibi Nagar (Mandal), Nalgonda Dist.  
(A.P)- 508 126.