

## Form No. MGT-9 EXTRACT OF ANNUAL RETURN

**As on the Financial Year ended on 31<sup>st</sup> March, 2019**  
[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the  
Companies (Management and Administration) Rules, 2014]

### I. Registration and other Details:

<b>CIN</b>	L17110GJ1986PLC008942
<b>Registration Date</b>	02 <sup>nd</sup> September, 1986
<b>Name of the Company</b>	JINDAL WORLDWIDE LIMITED
<b>Category / Sub-Category of the Company</b>	Limited by Shares/Public Company/Non-Govt. Company
<b>Address of the registered office and Contact Details</b>	"Jindal House", Opp. D-mart, I.O.C. Petrol Pump Lane, Shivranjani Shyamal 132 Ft Ring Road, Satellite , Ahmedabad - 380015, Gujarat
<b>Whether listed Company (Yes/No)</b>	Yes
<b>Name, address and contact details of Registrar and Transfer Agent, if any</b>	Cameo Corporate Services Limited Subramanian Building, No. 1, Club House Road, Chennai - 600 002 Phone: 044-28460390 E-mail ID: "investor@cameoindia.com"

### II. Principal Business Activities of the Company:

All the Business Activities contributing 10% or more of the total turnover of the Company shall be stated:

Sr. No.	Name and Description of main Products / Services	NIC Code of the Product / Service*	% to total turnover of the Company**
1.	Fabrics	13131	71.93 %
2.	Yarn	13139	21.35 %

\* As per National Industrial Classification (NIC-2008) - Ministry of Statistics and Programme Implementation.

\*\* On the basis of Revenue From Operations i.e. ₹ 2,11,362.20/- Lakhs.

### III. Particulars of Holding, Subsidiary and Associate Companies:

Sr. No.	Name and Address of the Company	Corporate Identification Number (CIN)	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1.	<b>Jindal Shirts Private Limited</b> 2 <sup>nd</sup> Floor, Pushpawati Building, Chandanwadi, Girgaon Road, Mumbai-400002	U17299MH1996PTC102058	Wholly Owned Subsidiary Company	100%	2 (87)(ii)
2.	<b>Balaji Weft Private Limited</b> "Jindal House", Opp. Dmart, I.O.C. Petrol Pump Lane, Shivranjani Shyamal, 132 Ft. Ring Road, Satellite, Ahmedabad-380015, Gujarat	U17100GJ2013PTC074859	Wholly Owned Subsidiary Company	100%	2 (87)(ii)
3.	<b>Saroj Weavers Private Limited</b> "Jindal House", Opp. Dmart, I.O.C. Petrol Pump Lane, Shivranjani Shyamal, 132 Ft. Ring Road, Satellite, Ahmedabad-380015, Gujarat	U17120GJ2013PTC074090	Wholly Owned Subsidiary Company	100%	2 (87)(ii)
4.	<b>Niharika Threads Private Limited</b> "Jindal House", Opp. Dmart, I.O.C. Petrol Pump Lane, Shivranjani Shyamal, 132 Ft. Ring Road, Satellite, Ahmedabad-380015, Gujarat	U17100GJ2013PTC074885	Wholly Owned Subsidiary Company	100%	2 (87)(ii)
5.	<b>Jindals Retail House Private Limited</b> "Jindal House", Opp. Dmart, I.O.C. Petrol Pump Lane, Shivranjani Shyamal, 132 Ft. Ring Road, Satellite, Ahmedabad-380015, Gujarat	U52601GJ2017PTC100114	Wholly Owned Subsidiary Company	100%	2 (87)(ii)

Sr. No.	Name and Address of the Company	Corporate Identification Number (CIN)	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
6.	<b>Jindal Denim (India) Private Limited</b> "Jindal House", Opp. Dmart, I.O.C. Petrol Pump Lane, Shivranjani Shyamal, 132 Ft. Ring Road, Satellite, Ahmedabad-380015, Gujarat	U18109GJ2014PTC079207	Wholly Owned Subsidiary Company	100%	2 (87)(ii)
7.	<b>Planet Spinning Mills Private Limited</b> JBF House, 13, Old Post Office, Kalbadevi Road, Mumbai MH 400002 IN	U17291MH2011PTC222105	Wholly Owned Subsidiary Company	100%	2 (87)(ii)
8.	<b>Shikha Weavers Private Limited</b> "Jindal House", Opp. Dmart, I.O.C. Petrol Pump Lane, Shivranjani Shyamal, 132 Ft. Ring Road, Satellite, Ahmedabad-380015, Gujarat	U17120GJ2013PTC074353	Wholly Owned Subsidiary Company	100%	2 (87)(ii)
9.	<b>Gayatri Weavers Private Limited</b> "Jindal House", Opp. Dmart, I.O.C. Petrol Pump Lane, Shivranjani Shyamal, 132 Ft. Ring Road, Satellite, Ahmedabad-380015, Gujarat	U17110GJ2005PTC046229	Step Down Subsidiary Company	100%	2 (87)(ii)
10.	<b>Yash Weavers Limited</b> "Jindal House", Opp. Dmart, I.O.C. Petrol Pump Lane, Shivranjani Shyamal, 132 Ft. Ring Road, Satellite, Ahmedabad-380015, Gujarat	U18101GJ2005PLC046122	Step Down Subsidiary Company	100%	2 (87)(ii)
11.	<b>Yash Exports (India) Private Limited</b> "Jindal House", Opp. Dmart, I.O.C. Petrol Pump Lane, Shivranjani Shyamal, 132 Ft. Ring Road, Satellite, Ahmedabad-380015, Gujarat	U51909GJ1982PTC005652	Step Down Subsidiary Company	94.57%	2 (87)(ii)
12.	<b>Kashyap Tele-Medicines Limited</b> 2 <sup>nd</sup> Floor, Pushpawati Building No. 2, Chandanwadi, Girgaon Road, Mumbai-400002	L29110MH1995PLC085738	Associate Company	31.25%	2 (6)

#### IV. Shareholding Pattern (Equity Share Capital Breakup as Percentage of total Equity):

##### a) Category-wise Shareholding:

Category of Share holder	Shareholding at the beginning of the year (As at 1 <sup>st</sup> April, 2018)				Shareholding at the end of the year (As at 31 <sup>st</sup> March, 2019)				% Change during the year (B-A)
	Demat	Physical	Total	% of Total Shares (A)	Demat	Physical	Total	% of Total Shares (B)	
<b>A. PROMOTERS</b>									
<b>(1) INDIAN</b>									
a) Individual/ HUF	122614400	0	122614400	61.15%	122614400	0	122614400	61.15%	0
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt.(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corporate	0	0	0	0	0	0	0	0	0
e) Banks/FI	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
<b>Sub Total A (1)</b>	<b>122614400</b>	<b>0</b>	<b>122614400</b>	<b>61.15%</b>	<b>122614400</b>	<b>0</b>	<b>122614400</b>	<b>61.15%</b>	<b>0</b>

Category of Share holder	Shareholding at the beginning of the year (As at 1 <sup>st</sup> April, 2018)				Shareholding at the end of the year (As at 31 <sup>st</sup> March, 2019)				% Change during the year (B-A)
	Demat	Physical	Total	% of Total Shares (A)	Demat	Physical	Total	% of Total Shares (B)	
(2) FOREIGN									
a) NRI-Individuals	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any Other	0	0	0	0	0	0	0	0	0
Sub Total A (2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A) = (A)(1) + (A)(2)	122614400	0	122614400	61.15%	122614400	0	122614400	61.15%	0
B. PUBLIC SHAREHOLDING									
(1) INSTITUTIONS									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	153610	0	153610	0.08%	54993	0	54993	0.03%	-0.05%
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) InsuranceCompanies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Fund	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Foreign Portfolio Investor	537235	0	537235	0.27%	320092	0	320092	0.16%	-0.11%
Sub Total (B)(1)	690845	0	690845	0.35%	375085	0	375085	0.19%	-0.16%
(2) NON INSTITUTIONS									
a) BodiesCorp.									
i) Indian	25704465	0	25704465	12.82%	25087694	0	25087694	12.51%	-0.31%
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹1 Lakh	1755240	134310	1889550	0.94%	1881885	102250	1984135	0.99%	0.05%
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 Lakh	46568345	2632000	49200345	24.54%	47495302	2632000	50127302	25.00%	0.46%
c) Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
d) Any Other (specify)									
i) Non Resident Individuals	71780	0	71780	0.03%	76920	0	76920	0.04%	0.01%
ii) HUF	204835	0	204835	0.10%	167888	0	167888	0.08%	-0.02%
iii) Clearing Members	144180	0	144180	0.07%	43716	0	43716	0.02%	-0.05%
iv) IEPF	0	0	0	0	43260	0	43260	0.02%	0.02%
Sub Total (B)(2)	74448845	2766310	77215155	38.50%	74796665	2734250	77530915	38.66%	0.16%
Total Public Shareholding (B) = (B)(1) + (B)(2)	75139690	2766310	77906000	38.85%	75171750	2734250	77906000	38.84%	0.01%
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
GRAND TOTAL (A + B +C)	197754090	2766310	200520400	100%	197786150	2734250	200520400	100%	0

**b) Shareholding of Promoters:**

Sr. No.	Name of Shareholder	Shareholding at the beginning of the year (As at 01 <sup>st</sup> April, 2018)			Shareholding at the end of the year (As at 31 <sup>st</sup> March, 2019)			% Change during the year (B-A)
		No of shares	% of total shares of the Company (A)	% of shares pledged/encumbered to total shares *	No of shares	% of total shares of the Company (B)	% of shares pledged/encumbered to total shares *	
1.	Amit Yamunadutt Agrawal	38542000	19.22%	3.47%	38542000	19.22 %	0.00 %	0
2.	Madhulika Jitendra Agrawal	30028000	14.98%	5.55%	30028000	14.98 %	0.00 %	0
3.	Dr. Yamunadutt Agrawal	26188000	13.06%	13.62%	26188000	13.06 %	17.92%	0
4.	Kaushal Agrawal	20000000	9.97%	0.00 %	20000000	9.97 %	0.00 %	0
5.	Jitendra Tarachand Agrawal	7480000	3.73%	0.00 %	7480000	3.73 %	0.00 %	0
6.	Indu Radheshyam Agrawal	184000	0.09%	0.00 %	184000	0.09 %	0.00 %	0
7.	Sarabatidevi Agrawal	192400	0.10%	0.00 %	192400	0.10 %	0.00 %	0
	<b>Total</b>	<b>122614400</b>	<b>61.15%</b>	<b>22.63%</b>	<b>122614400</b>	<b>61.15 %</b>	<b>17.92%</b>	<b>0</b>

\* The total % of pledged shares as at 01<sup>st</sup> April, 2018 and as at 31<sup>st</sup> March, 2019 is calculated considering the aggregate promoter holding i.e. 122614400 shares.

**c) Change in Promoter's Shareholding: There is no change in Promoter's Shareholding during the year.**

Sr. No.	Name of the Shareholder	Shareholding at the beginning of the year (As at 01 <sup>st</sup> April, 2018)		Date wise Increase/Decrease in Shareholding during the year	Increase/Decrease in shareholding	Reason	Shareholding at the end of the year (As at 31 <sup>st</sup> March, 2019)	
		No. of shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
-	-	-	-	-	-	-	-	-

**d) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs):**

Sr. No.	Top 10 Shareholders	Shareholding at the beginning of the year (As at 01 <sup>st</sup> April, 2018)		Date wise Increase/ Decrease in Shareholding during the year	Increase/ Decrease in shareholding	Reason	Shareholding at the end of the year (As at 31 <sup>st</sup> March, 2019)	
		No. of shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
1.	Saroj Kailash Agrawal	29221360	14.57%	27 <sup>th</sup> April, 2018	-15025	Sale	28057060	13.99%
				4 <sup>th</sup> May, 2018	-191295	Sale		
				11 <sup>th</sup> May, 2018	-9115	Sale		
				22 <sup>nd</sup> June, 2018	-29855	Sale		
				29 <sup>th</sup> June, 2018	-40705	Sale		
				6 <sup>th</sup> July, 2018	46425	Purchase		
				20 <sup>th</sup> July, 2018	-14905	Sale		
				27 <sup>th</sup> July, 2018	5850	Purchase		
				3 <sup>rd</sup> August, 2018	-4580	Sale		
				10 <sup>th</sup> August, 2018	75000	Purchase		
				17 <sup>th</sup> August, 2018	160000	Purchase		
				24 <sup>th</sup> August, 2018	-12945	Sale		
				14 <sup>th</sup> September, 2018	-2155	Sale		
				28 <sup>th</sup> September, 2018	403345	Purchase		
				5 <sup>th</sup> October, 2018	-153755	Sale		
				12 <sup>th</sup> October, 2018	-400000	Sale		
				15 <sup>th</sup> October, 2018	-100000	Sale		
				2 <sup>nd</sup> November, 2018	165000	Purchase		
				1 <sup>st</sup> March, 2019	-479987	Sale		
				8 <sup>th</sup> March, 2019	-121713	Sale		
				15 <sup>th</sup> March, 2019	-321685	Sale		
				22 <sup>nd</sup> March, 2019	-122200	Sale		
2.	Snehal Overseas Private Limited	9260000	4.62%	-	-	-	9260000	4.62%
3.	Shrinathji Dye Chem Export Private Limited	6468945	3.23%	06 <sup>th</sup> April, 2018	-50	Sale	6468895	3.23%
4.	Kailash Agrawal	7456000	3.72%	-	-	-	7456000	3.72%
5.	Nishant Agrawal	5356080 (Demat)	2.67% (Demat)	29 <sup>th</sup> June, 2018 13 <sup>th</sup> July, 2018 20 <sup>th</sup> July, 2018	1642000 -750000 -500	Purchase Sale Sale	6247580 (Demat)	3.12% (Demat)
		40000 (Physical)	0.02% (Physical)	-	-	-	40000 (Physical)	0.02% (Physical)
6.	Amitara Industries Limited	3700000	1.85%	-	-	-	3700000	1.85%
7.	Dhanraj Agrawal	2718920	1.36%	22 <sup>nd</sup> June, 2018	225000	Purchase	2236910	1.12%
				13 <sup>th</sup> July, 2018	-500000	Sale		
				26 <sup>th</sup> October, 2018	-165000	Sale		
				2 <sup>nd</sup> November, 2018	-41988	Sale		
				15 <sup>th</sup> March, 2019	-22	Sale		
8.	Uma Weavers Private Limited	1941770	0.97%	-	-	-	1941770	0.97%
9.	Amrita Khetan	1316000 (Physical)	0.66%	-	-	-	1316000 (Physical)	0.66%
10.	Satish Khetan	1316000 (Physical)	0.66%	-	-	-	1316000 (Physical)	0.66%

Sr. No.	Top 10 Shareholders	Shareholding at the beginning of the year (As at 01 <sup>st</sup> April, 2018)		Date wise Increase/ Decrease in Shareholding during the year	Increase/ Decrease in shareholding	Reason	Shareholding at the end of the year (As at 31 <sup>st</sup> March, 2019)	
		No. of shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
11.	Axis Securities Limited	1867040	0.93%	6 <sup>th</sup> April, 2018	-990	Sale	200	0.0001%
				13 <sup>th</sup> April, 2018	155	Purchase		
				20 <sup>th</sup> April, 2018	2745	Purchase		
				27 <sup>th</sup> April, 2018	-2785	Sale		
				4 <sup>th</sup> May, 2018	-125	Sale		
				11 <sup>th</sup> May, 2018	200	Purchase		
				18 <sup>th</sup> May, 2018	-160	Sale		
				25 <sup>th</sup> May, 2018	-80	Sale		
				15 <sup>th</sup> June, 2018	260	Purchase		
				22 <sup>nd</sup> June, 2018	-224260	Sale		
				29 <sup>th</sup> June, 2018	-1641685	Sale		
				6 <sup>th</sup> July, 2018	-315	Sale		
				20 <sup>th</sup> July, 2018	505	Purchase		
				27 <sup>th</sup> July, 2018	-505	Sale		
				24 <sup>th</sup> August, 2018	50	Purchase		
				31 <sup>st</sup> August, 2018	700	Purchase		
				7 <sup>th</sup> September, 2018	-750	Sale		
				21 <sup>st</sup> September, 2018	375	Purchase		
				28 <sup>th</sup> September, 2018	75	Purchase		
				5 <sup>th</sup> October, 2018	-200	Sale		
				12 <sup>th</sup> October, 2018	100	Purchase		
				19 <sup>th</sup> October, 2018	-300	Sale		
				26 <sup>th</sup> October, 2018	-50	Sale		
				2 <sup>nd</sup> November, 2018	50	Purchase		
				16 <sup>th</sup> November, 2018	372	Purchase		
				23 <sup>rd</sup> November, 2018	-24	Sale		
				30 <sup>th</sup> November, 2018	-99	Sale		
				7 <sup>th</sup> December, 2018	-299	Sale		
				14 <sup>th</sup> December, 2018	100	Purchase		
				21 <sup>st</sup> December, 2018	-100	Sale		
				31 <sup>st</sup> December, 2018	1600	Purchase		
				4 <sup>th</sup> January, 2019	-1600	Sale		
				18 <sup>th</sup> January, 2019	1682	Purchase		
				1 <sup>st</sup> February, 2019	-1532	Sale		
				15 <sup>th</sup> February, 2019	-150	Sale		
				8 <sup>th</sup> March, 2019	2475	Purchase		
				15 <sup>th</sup> March, 2019	-307	Sale		
				22 <sup>nd</sup> March, 2019	-2018	Sale		
				29 <sup>th</sup> March, 2019	50	Purchase		

**e) Shareholding of Directors and Key Managerial Personnel:**

Sr. No.	Name of the Shareholder	Shareholding at the beginning of the year (As at 01 <sup>st</sup> April, 2018)		Date wise Increase/ Decrease in Shareholding during the year	Increase/ Decrease in shareholding	Reason	Shareholding at the end of the year (As at 31 <sup>st</sup> March, 2019)	
		No. of shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
1.	Dr. Yamunadutt Agrawal	26188000	13.06 %	-	-	-	26188000	13.06 %
2.	Mr. Amit Agrawal	38542000	19.22 %	-	-	-	38542000	19.22 %
3.	Mr. Jitendra Agrawal	7480000	3.73 %	-	-	-	7480000	3.73 %
4.	Ms. Deepali Agrawal	135600	0.07%	15 <sup>th</sup> June, 2018	-15	Sale	135585	0.07%

**Note (a to e) -**

- Due to the Stock Split/Sub-Division of the equity shares of the Company from Face Value of ₹ 5/- each to ₹ 1/- each as approved by the shareholders during the Financial Year 2018-2019; the shareholding at the beginning of the Year i.e. 01<sup>st</sup> April, 2018 and upto the one day prior to the date of record date (1<sup>st</sup> November, 2018) has been re-classified accordingly at Face Value of ₹ 1/- each in order to have a comparable shareholding in respect to the shareholding at the end of the year ended 31<sup>st</sup> March, 2019.
- The details of shareholding holding have been clubbed based on PAN.
- % of total Shares of the Company is based on the paid up Equity Shares of the Company i.e. 20,05,20,400 equity shares @ ₹ 1/- each as at the end of the Financial Year 2018-2019.

**V. Indebtedness:** Indebtedness of the Company including interest outstanding / accrued but not due for payment (₹ in Lakhs.):

Particulars	Secured Loans Excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the Financial Year (As at 31<sup>st</sup> March, 2018)</b>				
i) Principal Amount	45503.70	1547.69	-	47051.39
ii) Interest Due but not paid	-	-	-	-
iii) Interest Accrued but not due	56.59	-	-	56.59
<b>Total ( i + ii + iii)</b>	<b>45560.29</b>	<b>1547.69</b>	<b>-</b>	<b>47107.98</b>
<b>Change in indebtedness during the Financial Year</b>				
i) Addition	11150.56	-	-	11150.56
ii) Reduction	14328.54	607.00	-	14935.54
<b>Net Change</b>	<b>(3177.98)</b>	<b>(607.00)</b>	<b>-</b>	<b>(3784.98)</b>
<b>Indebtedness at the end of the Financial Year (As at 31<sup>st</sup> March, 2019)</b>				
i) Principal Amount	42325.72	940.69	-	43266.41
ii) Interest Due but not paid	-	-	-	-
iii) Interest Accrued but not due	-	-	-	-
<b>Total (i + ii + iii)</b>	<b>42325.72</b>	<b>940.69</b>	<b>-</b>	<b>43266.41</b>

**VI. Remuneration of Directors and Key Managerial Personnel:****a) Remuneration to Managing Director, Whole-time Directors and/or Manager:****(in ₹)**

Sr. No.	Particulars of Remuneration	Name of MD/WT/ Manager	
		Mr. Amit Agrawal (Managing Director)	Total Amount
1.	Gross salary	24,00,000/-	24,00,000/-
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	-	-
	(b) Value of perquisites u/s 17(2) Income-Tax Act, 1961	-	-
	(c) Profits in lieu of salary under Section 17(3) Income- Tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission- as % of profit- others, specify...	-	-
5.	Others, please specify	-	-
	<b>Total (A)</b>	<b>24,00,000/-</b>	<b>24,00,000/-</b>

Ceiling as per the Act

Total Managerial remuneration is within the limit of 10% of the net profit of the Company as per Sections 197 and 198 and Schedule V of the Companies Act, 2013.

**b) Remuneration to other Directors:**

Sr. No.	Particulars of Remuneration	Name of Directors				Total Amount
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1.	Independent Directors					
	Fee for attending Board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
2.	Other Non-Executive Directors					
	Fee for attending Board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration	-	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-	-



**c) Remuneration to Key Managerial Personnel other than MD/Manager/WTD :**

(in ₹)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1.	Gross salary	-	5,88,420/-	4,87,233/-	10,75,653/-
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under Section 17(3) Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	others, specify...	-	-	-	-
5.	Others, please specify	-	-	-	-
	<b>Total</b>	<b>-</b>	<b>5,88,420/-</b>	<b>4,87,233/-</b>	<b>10,75,653/-</b>

**VII. Penalties / Punishment/ Compounding of Offences:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>B. DIRECTORS</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

By Order of the Board of Directors  
Jindal Worldwide Limited

Sd/-  
(Dr. Yamunadutt Agrawal)  
Chairman & Director  
DIN: 00243192

Place : Ahmedabad  
Date : 13<sup>th</sup> August, 2019

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**

**For the Financial Year ended on 31<sup>st</sup> March, 2019**

*[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of  
The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

To,  
The Members  
**JINDAL WORLDWIDE LIMITED**

Regd. Off: "Jindal House", Opp. Dmart,  
I.O.C. Petrol Pump Lane,  
Shivranjani Shyamal 132 Ft Ring Road, Satellite,  
Ahmedabad - 380015 (Gujarat)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **JINDAL WORLDWIDE LIMITED** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the **Financial Year ended on 31<sup>st</sup> March, 2019** has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company as per **Annexure - A** for the Financial Year ended on 31<sup>st</sup> March, 2019 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

However, it has been found that there were no instances requiring compliance with the provisions of the laws indicated at point (c), (d), (e), (g) and (h) of para (v) mentioned hereinabove during the period under review.

We have also examined compliance with the applicable clauses/ Regulations of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with the Stock Exchange and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015;

VI. We further report that having regard to the compliance managing system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has compliance management system for the sector specific laws in textile sector applicable specifically to the Company.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, mentioned hereinabove and there is adequate compliance management system for the purpose of other sector specific laws applicable to the Company. We have relied on the representations made by the Company and its officers for systems and mechanisms formed by the Company for compliances under sector specific laws and regulations applicable to the Company.

#### We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. During the year under review, Ms. Maneesha Jha Thakur resigned from the post of Independent Director of the Company w.e.f. 03<sup>rd</sup> May, 2018 and Mr. Shrikant Jhaveri was re-appointed as an Independent Director of the Company for the second term of Five years w.e.f. 10<sup>th</sup> May, 2018 to 09<sup>th</sup> May, 2023.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes, wherever required.

**We further report that** there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable sector specific laws, rules, regulations and guidelines.

**We further report that** during the audit period of the Company there were no other specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above except events more specifically related to following matters :

**a) During the year, the Company has acquired 100% share capital of following Companies whereby said Companies become Wholly-Owned Subsidiary of the Company:**

Name of the Company	Date of Acquisition
Planet Spinning Mills Private Limited [PSMPL]	19 <sup>th</sup> September, 2018
Shikha Weavers Private Limited [SWPL]	20 <sup>th</sup> August, 2018

**b) During the year, the Company has acquired remaining 39.56% share capital of Balaji Weft Private Limited [BWPL] on 18<sup>th</sup> February, 2019, and thereby BWPL has become wholly-owned subsidiary of the Company.**

**c) During the year, the Company has acquired 4,95,000 Equity shares (4.5%) of Bhagyalaxmi Spintex Private Limited [BSPL] on 16<sup>th</sup> February, 2019.**

**d) During the year, following Wholly Owned Subsidiaries (WOS) of the Company have made investment as per details given below:**

Name of the WOS of the Company	No. of Shares Acquired	Name of the Company in which investment has made	Result
Niharika Threads Private Limited (NTPL)	22,02,600	Gayatri Weavers Private Limited (GWPL)	GWPL became WOS of NTPL w.e.f. 28 <sup>th</sup> June, 2018 and consequently it becomes step down subsidiary of the Company.
Jindal Shirts Private Limited (JSPL)	78,00,000	Yash Weavers Limited (YWL)	YWL became WOS of JSPL w.e.f. 26 <sup>th</sup> June, 2018 and consequently it becomes step down subsidiary of the Company.
Saroj Weavers Private Limited (SWPL)	2,11,622	Yash Exports (India) Private Limited (YEIPL)	YEPL become subsidiary of the SWPL w.e.f. 27 <sup>th</sup> June, 2018 and consequently it becomes step down subsidiary of the Company.

**e) During the year, Company has made sub division/stock split of face value of equity share from ₹ 5/- to ₹ 1/- with the Approval of Shareholders in Annual General Meeting held on 28<sup>th</sup> September, 2018 and Record date for the sub division of equity shares was 01<sup>st</sup> November, 2018 and also altered Capital Clause of the Memorandum of Association of the Company subsequent to the event.**

Sd/-

(CS Ashish C. Doshi, Partner)

SPANJ & Associates,

Company Secretaries

FCS No.- F3544 COP No.- 2356

Place: Ahmedabad

Date: 13<sup>th</sup> August, 2019

Note: This report is to be read with our letter of even date which is annexed as **Annexure B** and forms an integral part of this report.

**ANNEXURE - A****List of documents verified**

1. Memorandum & Articles of Association of the Company.
2. Minutes of the meetings of the Board of Directors and Committees including Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee held during the period under report.
3. Minutes of General Body Meetings held during the period under report.
4. Statutory Registers/Records under the Act and rules made there under.
5. Agenda papers submitted to all the Directors / Members for the Board Meetings and Committee Meetings.
6. Declarations received from the Directors of the Company pursuant to the provisions of Section 184 of the Act.
7. Intimations/Disclosure/Declaration received from Directors under & The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
8. E-Forms filed by the Company, from time-to-time, under applicable provisions of the Act and attachments thereof during the period under report with or without additional fees.
9. Intimations / documents / reports / returns filed with the Stock Exchanges pursuant to the provisions of Listing Agreement entered into by the Company with the Stock Exchange and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 during the period under report.
10. Communications/ Letters issued to and acknowledgements received from the Independent Directors for their appointment.
11. Various policies framed by the Company from time to time as required under the Act as well as Listing Agreement and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with circulars issued by the SEBI from time to time as mentioned hereunder:
  - Corporate Social Responsibility Policy
  - Ethical Behavior & Vigil Mechanism
  - Policy on Prevention of Sexual Harassment at the work place
  - Archival Policy
  - Policy For Determination Of Materiality Of Events / Information
  - Policy on Materiality of Transactions and Dealing with Related Party Transactions.
  - Policy for determining Material Subsidiaries
  - Code Of Conduct for Regulating, Monitoring And Reporting of Trading By Insiders
  - Code Of Practices And Procedures For Fair Disclosure Of Unpublished Price Sensitive Information
  - Policy on Preservation of Documents
  - Nomination and Remuneration Policy
  - Policy on Board Diversity
  - Policy on Familiarization Programme for Independent Directors
  - Policy for Evaluation of Performance of Directors, Committees & Board
  - Code Of Conduct For Board Members And Senior Management

**ANNEXURE - B**

To,  
The Members  
**JINDAL WORLDWIDE LIMITED**  
Regd. Off: "Jindal House", Opp. Dmart,  
I.O.C. Petrol Pump Lane,  
Shivranjani Shyamal 132 Ft Ring Road, Satellite,  
Ahmedabad - 380015 (Gujarat)

Sir,

**Sub:** Annexure to Secretarial Audit Report for the Financial Year ended on 31<sup>st</sup> March, 2019.

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**Place: Ahmedabad**  
**Date: 13<sup>th</sup> August, 2019**

**Sd/-**  
**(CS Ashish C. Doshi, Partner)**  
**SPANJ & Associates,**  
**Company Secretaries**  
**FCS No.- F3544 COP No.- 2356**

**SECRETARIAL COMPLIANCE REPORT  
JINDAL WORLDWIDE LIMITED****For the Financial Year ended on 31<sup>st</sup> March, 2019**

I, Ashish C. Doshi, Partner of SPANJ & ASSOCIATES, Company Secretaries in Practice having office at TF/1, Anison Bldg, 3rd Floor, State Bank of India Lane, Swastik Soc., Nr. Stadium Circle, C. G. Road, Navrangpura, Ahmedabad-380 009 have examined:

- all the documents and records made available to us and explanation provided by **JINDAL WORLDWIDE LIMITED** having its registered office at "Jindal House", Opp. Dmart, I.O.C. Petrol Pump Lane, Shivrangani Shyamal 132 Ft Ring Road, Satellite Ahmedabad - 380015, Gujarat, India ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,

for the year ended **31<sup>st</sup> March, 2019** ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder whichever were applicable to the Company during the year, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(No events during the year);**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(No events during the year);**
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(No events during the year);**
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(No events during the year);**
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 **(No events during the year);**
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder;

However, it has been observed that there were no events requiring compliance under the regulations covered under para (b), (d), (e), (f) and (g) mentioned hereinabove.

Based on the above examination, We hereby report that, during the Review Period:

- The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder which were applicable to the Company.
- The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records.
- The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder: **NIL**

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
<b>NIL</b>				

- The listed entity has taken the following actions to comply with the observations made in previous reports: **Not Applicable**

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
<b>Not Applicable</b>				

Place: Ahmedabad  
Date: 20<sup>th</sup> May, 2019

Sd/-  
**(CS Ashish C. Doshi, Partner)**  
SPANJ & Associates,  
Company Secretaries  
FCS No.- F3544 COP No.- 2356

## REPORT ON CSR ACTIVITIES/ INITIATIVES

As on 31<sup>st</sup> March, 2019

[Pursuant to Section 135 of the Companies Act, 2013 & Rules made thereunder]

**1. A brief outline of the Company's CSR policy, including overview of the projects or programmes proposed to be undertaken and reference to the web-link to the CSR Policy and projects or programmes :**

The Company's CSR vision is to make concerted efforts towards promotion of education amongst the underprivileged and women empowerment. Besides this, the Company also undertakes other CSR activities listed in Schedule VII of the Companies Act, 2013.

The CSR Policy is available on the Company's website. The web link of the same is

**[http://www.jindaltextiles.com/investor-data/policies/CSR\\_POLICY.pdf](http://www.jindaltextiles.com/investor-data/policies/CSR_POLICY.pdf)**

A list of the activities/projects that the Company proposes to undertake is given in the policy.

**2. The composition of the CSR Committee as on 31<sup>st</sup> March, 2019:**

Name of the Member(s)	Nature of Directorship
Dr. Yamunadutt Agrawal (Chairman)	Non-Executive Director/Promoter
Mr. Jitendra Agrawal	Non-Executive Director/Promoter
Ms. Deepali Agrawal	Independent Director

**3. Average Net Profit of the Company for last three Financial Years (i.e 2015-2016, 2016-2017 & 2017-2018): ₹ 4,76,491,162/-**

**4. Prescribed CSR expenditure (2% of Point no 3 above ) : ₹ 95,29,824/-**

**5. Details of CSR activities/projects undertaken during the year:**

- Total amount to be spent for Financial Year 2018-2019 : ₹ 95,29,824/-
- Total amount spent for Financial Year 2018-2019 : ₹ 1,00,36,932/-
- Excess Amount Spent : ₹ 5,07,108/-
- Amount un-spent (for Financial Year 2018-2019) : **NIL**

e) Manner in which the amount spent during Financial Year 2018-2019 is as detailed below:

(Amount in ₹)

Sr. No.	CSR project/ activity identified	Sector	Location	Amount outlay (budget) project/ programme wise	Amount spent on the projects or programs- Direct expenditure and Overheads	Cumulative spend upto to the reporting period	Amount spent Direct/ through implementing agency
1.	Promoting livelihood enhancement projects and social welfare and well-being	Rural Infrastructure	Ahmedabad, Gujarat		₹ 30,001/-		
2.	To promote educational, social, training and developmental activities for the benefit of the public	Education	Ahmedabad, Gujarat		₹ 5,60,200/-		
3.	To promote special education and spreading awareness for betterment of the society	Special Education	Ahmedabad, Gujarat		₹ 51,000/-		
4.	To provide medical assistance, facilities and treatments especially to economically backward groups and other needy people and preventive health care and hazardous diseases.	Health Care & Wellness	Ahmedabad, Gujarat	No specific Outlay/Budget	₹ 91,27,731/-	₹ 100,36,932/-	Direct
5.	To promote gender equality, empowering women and to provide for such other facilities and measures for reducing inequalities and to inculcate the importance of girl child among individuals.	Gender Equality and women empowerment	Ahmedabad, Gujarat		₹ 1,68,000/-		
6.	To promote medical institutions imparting health and medical education for better cure of the society.	Medical education	Ahmedabad, Gujarat		₹ 1,00,000/-		
<b>TOTAL</b>						<b>₹ 1,00,36,932/-</b>	

**6. In case the Company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof:** Not Applicable

**7. Justification for unspent money out of 2% of the average net profit of the last 3 Financial Years:** Not Applicable

At Jindal, we are focusing on inclusive growth and need-based social interventions to enhance the quality of lives and encouraging education and healthcare across communities.

During the Financial year under review, the aggregate amount required to be spent towards CSR Activities was ₹ 95,29,824/-, however the Company has made an investment of ₹ 1,00,36,932/- into various trusts and organizations committed to bring about a notable change and development in various downtrodden sectors of the society.

The Company has spent an additional amount of ₹ 5,07,108/- as a sign of its committed efforts on supporting various initiatives taken for social, economic and cultural improvement of the development of the society.

During the Financial Year under review, the Company endeavored to meet the budgeted expenditure by contributing in various eligible CSR activities and therefore has committed to incur expenditure for CSR initiatives through structured events or programs and projects.

**8. A responsibility statement by the CSR Committee is appended below-**

We the Members of Corporate Social Responsibility Committee hereby confirm that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of the Company.

Sd/-  
**Amit Agrawal**  
(Member - CSR Committee)  
Managing Director  
DIN:00169061

Sd/-  
**Dr. Yamunadutt Agrawal**  
(Chairman - CSR Committee)  
Chairman & Director  
DIN:00243192

Date: 13<sup>th</sup> August , 2019  
Place: Ahmedabad



## CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

[Section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014]

### a) Conservation of Energy:

#### (i) Steps taken or impact on conservation of energy:

Energy evaluation is a very essential step towards conservation of energy and thus energy conservation continues to be the key focus area of your Company. The Company is making continuous effort for energy conservation and has a comprehensive understanding about it. It has also undertaken various ecological and energy saving operative mechanisms in order to optimize and reduce the consumption of resources during the manufacturing process and other operational activities. The Company has taken various measures to inculcate the awareness of energy saving and conservational steps for adoption of same at its corporate Office & factory premises to avoid wastage of energy. The Company has taken following steps for conservation of energy during Financial Year 2018-2019:

- Saving power units by replacing the conventional lights by using the LEDs lights.
- Monitoring of power consumption and production data to sustain lowest possible Kwh/Kg through minimum operation of machineries and align maintenance schedule and production programs.
- Continuously monitoring the energy parameters such as maximum demand, power factor, load factor on regular basis.
- Installation of Submersible Water Pump, an efficient water pressure booster system as it don't really have to spend a lot of energy moving water into the pump.
- Installation of capacitors, HDPE Pipes, AC Drives and other electrical accessories to save energy consumption and for optimum utilization of energy.
- Increasing the awareness of energy saving within the organization to avoid the wastage of energy and to establish energy efficient practices.
- Effective use of the existing Solar Power Plant which is a renewable energy source.
- Effective & efficient usage of Captive Power Plant which results into high amount of energy conservation.

The measures stated above has led to better pollution control and high energy conservation, has reduced adverse impact on environment and thus resulted into increased environmental quality and higher savings of resources which further must have prevented future resources depletion.

#### (ii) The steps taken by the Company for utilizing alternate sources of energy:

As a commitment to Environment and as a step ahead for utilizing alternate sources of energy, the Company has continued the utilization of Solar Power Plant of capacity 999 KWp at the rooftop of Factory premises as installed earlier. Further, as an additional initiative, the Company has completed the installation of Captive Power Plant at its Factory Premises during the Year under review and has made an expenditure of ₹ 11.88 Crores for the completion of said installation.

#### (iii) The capital investment on energy conservation equipment:

During the Financial Year 2018-2019, the Company has spent ₹ 13.32 Lakhs as capital investment on energy conservation equipment such as LED Lights, Capacitors, AC drives, Energy saving Water Pumps and etc.

### b) Technology Absorption:

#### (i) the efforts made towards technology absorption;

The Company has been putting emphasis to train its technical personnel by way of providing training to them for the latest technology available.

#### (ii) the benefits derived like product improvement, cost reduction, product development or import substitution;

The world is marching towards the era of technological advancement and innovations and thus our Company has been contributing in the same and as a result the Company's products achieved high market expectations. The advancement in technology acts as a catalyst and enables the Company to be innovative and regularly launch good quality textile products as a result of which the Company has gained benefits like product improvement, cost reduction, increased production and reduction in wastages.

**(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-**

- a.) the details of technology imported- - Not Applicable
- b.) the year of import- Not Applicable
- c.) whether the technology been fully absorbed- Not Applicable
- d.) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof- Not Applicable

**(iv) the expenditure incurred on Research and Development.**

During the Financial Year 2018-2019, the Company has not incurred any expenditures on Research & Development.

**c) Foreign Exchange Earnings and Outgo as at 31<sup>st</sup> March, 2019:**

Foreign Exchange earned in terms of Actual Inflows (₹): 7186.51 Lakhs

Foreign Exchange outgo in terms of Actual Outflows (₹): 1819.18 Lakhs

**By Order of the Board of Directors**  
**Jindal Worldwide Limited**

**Sd/-**  
**(Dr. Yamunadutt Agrawal)**  
**Chairman & Director**  
**DIN: 00243192**

**Place : Ahmedabad**

**Date : 13<sup>th</sup> August, 2019**

**"Annexure -E"**

**DETAILS OF REMUNERATION OF DIRECTORS AND EMPLOYEES**

**Pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5 of Companies (Appointment & Remuneration) Rules, 2014**

	<b>Director's Name</b>	<b>Ratio to median remuneration</b>
1. The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2018-2019	Mr. Amit Agrawal	35.47
2. The Percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary or Manager if any in the Financial Year 2018-2019	Director's/CF0/CS	% increase in remuneration
	Mr. Amit Agrawal	Nil
	CS Kiran Geryani	16.75%
	CA Hirva Shah	29.47%
3. Percentage increase/decrease in the median remuneration of employees in the Financial Year 2018-2019	During Financial Year 2018-2019, the percentage increase/ (decrease) in the median remuneration of employees as compared to previous year was approximately 12.29%.	
4. Number of permanent employees on the rolls of the Company	There were 2338 employees as on 31 <sup>st</sup> March, 2019.	
5. Average percentile increase in salaries of Employees other than managerial Personnel	The average percentile increase in salaries of Employees was approximately 11.77%.	
6. Affirmation that the remuneration is as per the remuneration policy of the Company	It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.	

\*Median Remuneration of FY 2018-2019 is ₹ 67,655.50/- and of FY 2017-2018 is ₹ 60,249/-

**7. Statement of Particulars of Top Ten employees pursuant to the Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 of the Company is given below:**

Sr. No.	Name of Employee	Department	Total Net Pay Per Annum (₹ In Lakhs)	Nature of employment whether contractual or otherwise	Qualification & Experience	Date of commencement of employment	Age	Last employment held by such employee before joining the Company	% of shares held of the Company	Whether employee is relative of any director of the co.
1.	Amit Agarwal	Managing Director	24.00	Regular Employment	MBA-19 Years	28 <sup>th</sup> September, 2004	42	NA	19.22%	Yes
2.	Pinakin Gunwantray Patel	Unit Head	22.85	Regular Employment	B TEXT. (ENGG)-36 Years	1 <sup>st</sup> January, 2018	58	Arvind Ltd.	Nil	No
3.	Rajendra Ramanlal Desai	Unit Head	20.29	Regular Employment	B.E.-30 Years	1 <sup>st</sup> December, 2017	52	Chiripal Group	Nil	No
4.	Rajan Jyotishchandra Patel	Marketing	15.64	Regular Employment	LLB-39 Years	1 <sup>st</sup> July, 2014	61	Nandan Denim Ltd.	Nil	No
5.	Devkant Gopendrapal Gautam	Jigger Dyeing	13.77	Regular Employment	B.Sc.- 20 Years	17 <sup>th</sup> November, 2018	44	Kashiram Textile Mills Pvt. Ltd.	Nil	No
6.	Nishant Giri	Marketing	13.74	Regular Employment	MBA-10 Years	20 <sup>th</sup> February, 2014	40	Nandan Denim Ltd.	Nil	No
7.	Yash Agarwal	Manager-Purchase	12.00	Regular Employment	B.E.-Industrial Eng.-14 Years	1 <sup>st</sup> May, 2014	37	NA	Nil	Yes
8.	Dharmendra Lalbhai Patel	HR & Admin	11.01	Regular Employment	B.COM-39 Years	16 <sup>th</sup> July, 2003	55	Cadila Health Care Ltd.	Nil	No
9.	Mayur Jairam Parvani	Supply Chain	9.99	Regular Employment	MBA-8 Years	2 <sup>nd</sup> December, 2017	34	Simpolo Ceramic Group	Nil	No
10.	Pradip Shankarlal Soni	Production-Planning & Control	9.94	Regular Employment	B.COM-10 Years	1 <sup>st</sup> July, 2016	31	Chiripal Group	Nil	No

Further, there were no Employee in the Financial Year 2018-2019 who drawn salary in aggregate and not less than ₹ 1.02 Crores and ₹ 8.05 Lakhs either throughout or part of the Financial Year, respectively.

**By Order of the Board of Directors**  
**Jindal Worldwide Limited**

**Sd/-**  
**(Dr. Yamunadutt Agrawal)**  
**Chairman & Director**  
**DIN: 00243192**

**Place : Ahmedabad**  
**Date : 13<sup>th</sup> August, 2019**

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT****Pursuant to Regulation 34(2)(e) and Schedule V of SEBI (LODR) Regulations, 2015**

Your Board of Directors is pleased to share with you the "Management Discussion and Analysis Report" for the Financial Year ended on 31<sup>st</sup> March, 2019.

**A. Company Overview & Annual Performance:**

With over three decades of presence, Jindal Worldwide Limited ('the Company') is known as one the leading manufacturers and suppliers of denim fabric in the country. The Company has evolved with the changing needs and trends of the market and continuously focused on creating innovative fabrics and unique designs with latest technologies. Jindal has been delivering high-quality fabric with distinct designs, to drive service excellence and customer experience.

The Company along with denim fabric, manufactures wide range of products such as premium shirting, yarn dyed, bottom weights and home textiles. During the year, the Company displayed satisfactory performance amidst challenging market conditions. Our total revenue from operations on Standalone basis increased from ₹ 1,650.85 Crores to ₹ 2,119.52 Crores at a growth rate of approximately 28.39% as compared to previous year. Further, the same has increased from ₹ 1,657.94 Crores to ₹ 2218.61 Crores on a consolidated basis, at a growth rate of approximately 33.82 % as compared to previous year.

Consequent to this, the net profit after tax was recorded at ₹ 26.39 Crores and ₹ 30.67 Crores on Standalone and Consolidated basis, respectively. The business was further impacted by surge in raw material prices and working capital limits. Though the Company's performance was impacted due to business and environmental conditions, it sees demand significantly increasing in the coming years. Moving ahead, the Company remains poised to implement key initiatives across functions to enable it to face market challenges and leverage the emerging opportunities. It remains focused on improving revenue growth and profitability.

**B. Global Economy Overview:**

Following a robust growth rate of 3.8% in 2017, global economy in 2018 began its journey on a firm footing till the first half of 2018. However, the growth rate softened to 3.6% in the second half of the year. The slowdown was largely on account of the failure of Brexit negotiations, US-China trade tensions and weak macroeconomic situation in countries like Argentina and Turkey. Auto sector issues in Germany, tighter monetary policy in China, geopolitical uncertainties and volatile crude oil prices further added to the sluggish growth.

Advance economies like USA, recorded a GDP of 2.8%, higher than the previous year, supported by a fiscal stimulus and firm consumption growth. Emerging Asia continued to display a strong growth.

IMF has projected global growth to moderate further to 3.3% in 2019, before returning to 3.6% in 2020. However, softer commodity prices, geo-political tensions and weak demand across geographies may impact the growth outlook.

**C. Indian Economy Overview:**

India is one of the fastest-growing trillion-dollar economies in the global landscape. The economic growth for the year averages around 6.8%. Having commenced the year with an impressive growth rate, the economy witnessed slower growth in second half of the year owing to rising global uncertainties, financial volatility and escalated trade disputes.

In 2018, the country attracted more foreign inflows worth ~USD 38 billion, higher than China's USD 32 billion. The growth of India's manufacturing sector increased to 8.3% in 2018-2019 from 5.7% in 2017-2018 reflecting a rebound from transitory shocks (the currency exchange initiative and implementation of the GST). The Indian Government has set an ambitious target of making India a USD 5 Trillion economy by 2024-2025. This growth will be supported by robust consumption, continued implementation of structural and financial reforms and efforts to reduce public debt. (Source: CSO, Economic Times, IMF)

**D. Textile Industry Structure and Developments:****i) Global Textile and Apparel Industry-**

The global textile and apparel industry is continuously evolving. Over the years, it has witnessed multiple shifts in consumption and production patterns, including shifts in geographical manufacturing hubs, as the industry is driven by the availability of cheap labour. Even though apparel industry is dominated by developed markets of EU and the US, the emerging markets led by countries such as India, China, Russia and Brazil are becoming huge consumption markets. At the same time, India and China have strong textile manufacturing base and thus are emerging fast in the global textile map.

The current year 2018 has seen world apparel players witnessing store downsizings and lesser retail growth but increase in sales due to digital market presence. This has fuelled changes in the business approach of the market players, which will continue in the coming years. Global apparel consumption is estimated to be approximately USD 1.8 trillion, which accounts for 2.3% of the global GDP of USD 79.9 billion.

The global apparel demand is expected to witness a CAGR of 5% from the current US\$ 1.8 trillion to reach US\$ 2.6 trillion by the year 2025. India and China are expected to report at steady CAGR of 12% and 10%, respectively, as compared to world total of 5%.

Higher economic growth and rise in per capita income will lead to the growth in the apparel market in these developing countries. India will overtake Japan to occupy fourth position on the list with a market size of US\$ 160 billion.

Asian countries have over the years strengthened the region's dominance in the textiles and apparel trade at the expense of reduced share of western nations across all categories. The key driver of this shift is the lower cost of production in Asian countries

The global textile market has been valued at approximately USD 858 billion in 2018 and is expected to reach USD 1,207 billion by 2025, at a CAGR of around 5% between 2019 and 2025.

## ii) Indian Textile and Apparel Industry-

India is amongst the world's largest producers of textiles and garments. It is one of the largest contributors to the economy accounting for 2% of the GDP, 14% of industrial production, 27% of the country's foreign exchange inflows and 13% of country's export earnings. The industry is characterised by its robust vertical integration in almost all the sub-sectors. The textile and apparel market in India was estimated at USD 137 billion in 2018 and is further projected to reach USD 225.7 billion by 2024, at a CAGR of 14.2%.

The textile and apparel sector comprises a share of 13% in overall exports of India. The Indian domestic textile and apparel market is also substantial at an estimated figure of USD 100 billion in 2018-2019. Growing disposable income, faster urbanisation and changing consumer preferences have led to a rise in the demand for textile and apparel in the country.

India enjoys the position of the second largest textile exporter and fifth-largest in apparel exports globally. Apparel is the largest exported category, accounting for 46% of the total textiles and apparel exports. Indian textiles and apparel exports were estimated at USD 39 billion and are expected to increase to USD 82 billion by 2021. Apart from apparels, growth is also expected in home textile products, which account for 14% of the overall export.

The Goods and Services Tax Council doubled the exemption threshold limit of textile players from ₹ 2 million to ₹ 4 million from April 2019. With the implementation of GST, the organized sector is expected to gain market share from the unorganized sector. Apart from abundant availability of raw materials such as cotton, wool, silk and jute; India enjoys a competitive advantage in terms of skilled manpower, low production costs as compared to the major textile producers.

The Indian textile industry is set to grow ahead with increasing domestic consumption and export demand. The textile market is projected to reach USD 225.7 billion by 2024, growing at a CAGR of 14.2% during 2019-2024 and is the fastest growing among the top-ten countries in terms of market size backed by a growing population, incomes, aspirations and urbanisation.

(Source: IBEF, Ministry of Textiles, Make in India)

## iii) Global Denim Industry Overview-

The global denim fabric market was valued at USD 19.70 billion in 2018. The global denim fabric market is mainly driven by growing demand for clothing, household items and many other fields. Further to this, casual fashion is also driving demand for denim products across the globe. At present, the major manufacturers of denim fabric are concentrated in China and India. The world market for denim jeans grew at an impressive 8.9 per cent between 2013 and 2018. It is expected to reach nearly USD 60 billion by 2023.

The penetration of western fashion and western life-style has accelerated the casualization of clothing across the globe. It has boosted the adoption of casual fashion apparels like denims, dresses, shirts, tees, and casual shirts among working as well as non-working-class group. Also, the changing perception of executive wear in corporate due to casualization is driving the demand for denim products. The change in perception has led to acceptance of denim including jeans as business casual attire for the working class.

Europe and USA accounts for the major share in the denim market. Asia-Pacific is considered to be a lucrative destination for denim manufacturers. The growth of the denim market in Asia-Pacific is expected to be driven by rapid urbanization and a growing middle-income population. The worldwide market for Denim is expected to grow at a CAGR of roughly 3.2% over the next five years, will reach USD 15,400 million in 2024, from USD 12,700 million in 2019.

## iv) Indian Denim Industry Overview-

India is the fifth largest destination in the global retail space and the Indian apparel industry and the second largest contributor in the retail industry. The Indian denim industry, has been growing 15 % annually for the last five years, is now projected to grow at a CAGR of 14.5 per cent and reach ₹ 39,651 crore by 2021, and ₹ 77,999 crore market by 2026. Denim, mostly fabric, capacity in India had suddenly shot up a few years ago and now stands at 1,700-1,800 million metres a year.

Growing awareness and an increasing affinity for global fashion have led to this development. However, with annual exports being hardly 200-250 million metres, the rest of the capacity was earmarked for the domestic market.

Asia has a 22% market share of the denim industry and India contributes to nearly half that market. An organized retail sector, a young population, online penetration of denims and the increasing popularity of engineered or distressed pieces will continue to fuel the growth of this segment.

Some of the key driving factors for the denim market in India are:

- An aspirational youth (15 to 29 year olds) with higher spending power than previous generations, which make 26% of the consuming population.
- A wide range of consumer segment that consider denim as an apparel of choice owing to its comfort and style.
- Favoured preference for denim amongst youth owing to its versatile association.
- Increasing usage of denim products by women and youth in smaller cities and rural India.

#### E. Supportive Government Policies:

The Government of India has taken several initiatives to encourage the development in the textile industry. The difficulties faced consequent to the introduction of Goods & Service Tax (GST) from July, 2017 have been mostly overcome and it is expected that there will be streamlining of tax structure and improve compliance going forward. The GST council has considered suggestions made by various Trade Bodies to resolve the anomalies in the Tax structure as well as procedural formalities which has helped in stabilization of GST regime. Moreover, various State Governments have also announced State specific Textile policies offering Incentives and concessions to attract Investment which augurs well for the Textile and Clothing Industry. The Government has been implementing various policy initiatives and programmes for development of textiles and handicrafts, particularly for technology, infrastructure creation and skill development. The Government of India has also come up with a number of export promotion policies for the textiles sector.

##### Union Budget, 2018-2019 and Textile Industry-

- Allocation of ₹112.15 crore (USD 17.32 million) by the Government of India towards schemes for power-loom units.
- Allocation of ₹ 148 crore (USD 1 billion) by the Government of India for the textile industry.
- Allocation of ₹ 30 crore (USD 4.63 million) by the Government of India for the Scheme for Integrated Textile Parks (47 ongoing projects)
- Allocation of ₹ 2,300 crore (USD 355.27 million) for the Technology Up-Gradation Fund Scheme.

##### Initiatives taken by Government of India are-

- The Directorate General of Foreign Trade (DGFT) has revised rates for incentives under the Merchandise Exports from India Scheme (MEIS) for two subsectors of Textiles Industry - Readymade garments and Made ups - from 2 % to 4 %.
- Under the Technology Up-Gradation Fund Scheme, investments were made to promote modernization and upgradation of the textile industry by providing credit at reduced rates. Nearly ₹ 2,300 crore (USD 355.27 million) was allocated by the Government of India for this scheme.
- 100% FDI is allowed in the textile sector through the automatic route.
- The Government of India announced a Special Package to boost exports by USD 31 billion, to create one crore job opportunity and attract investments worth ₹ 80,000 crore (USD 11.93 billion) during 2018-2020.
- The Amended Technology Upgradation Fund Scheme (ATUFS) is expected to create employment for 3.5 million people and attract investments worth ₹ 950 billion (USD 14.17 billion) by 2022.

(Source: *Union Budget 2018-2019*)

#### F. SWOT Analysis:

##### i.) Strengths-

- Huge textile production capacity
- Efficient multi-fibre raw material manufacturing capacity
- Large pool of skilled and cheap work force
- Entrepreneurial skills
- Huge export potential
- Large domestic market
- Very low import content
- Flexible textile manufacturing systems



**ii.) Weakness-**

- Increased global competition
- Imports of cheap textiles from other Asian neighbors
- Use of outdated manufacturing technology
- Poor supply chain management
- Huge unorganized and decentralized sector
- High production cost with respect to other Asian competitors

**iii.) Opportunities-**

- The Indian textile industry is set for strong growth, buoyed by both strong domestic consumption as well as export demand.
- For the textile industry, the proposed hike in FDI limit in multi-brand retail will bring in more players, thereby providing more options to consumers.
- With global retail brands assured of a domestic foothold, outsourcing will also rise significantly.
- The sector is expected to reach US\$ 226 billion by FY 2023.
- Urbanization is expected to support higher growth due to change in fashion and trends.

**iv.) Threats-**

- Economic downturn or slowdown in key markets can lead to decreased volumes and capacity utilization.
- Internal factors and variable government policies.
- Compared to its global competitors, Indian spinning mills have to spend more on raw materials, which directly affects its cost of production, and hence the country's competitiveness in the global market. The cost of raw materials is much higher as compared to global prices, which results in loss of Rs 20-25 per kg to Indian mills.

**G. Risks & Concerns:**

The Company has established a robust risk management system to identify and assess the key risks and ensure smooth and efficient operations of the business. There are various types of risks like strategic risk, business risk, finance risk, foreign exchange risk, environment risk, personnel risk, operational risk, reputation risk, regulatory risk, technology risk, political risk, etc. that moderates the growth of a Company.

Economic and market conditions such as increasing competitions, entry of new players, labour turnover, demand & supply risks, latest technologies, raw material unavailability, currency fluctuations etc. affect the fortunes of textile players. During the year, non-availability of adequate cotton along with volatile prices hampered business profits and prospects.

**H. Internal Control System and Adequacy:**

Your Company has adequate system of internal controls to ensure that all the assets are safeguarded and are productive. Necessary checks and controls are in place to ensure that transactions are properly verified, adequately authorized, correctly recorded and properly reported. The Internal Auditors of the Company conduct audit of various departments to ensure that internal controls are in place and submit monthly and yearly Reports to the Audit Committee. The Audit Committee regularly reviews these Reports and the Company when needed takes corrective actions.

**I. Health and Safety Measures:**

The Company believes that a safe and healthy workplace is a fundamental right of every person and also a business imperative. As an employer, it is responsibility to maintain a safe and healthy workplace. The Company firmly believes that without safe, clean environment and healthy working conditions, the overall economic growth cannot be achieved and maintained. The Company focuses on energy conservation and maintaining a clean sustainable environment by promoting the usage of eco-friendly fuels, recycling of waste-water.

**J. Human Resource Management/Industrial Relations:**

The Company strongly believes that the quality of the employees is the key to its success and is committed to equip them with skills, enabling them to seamlessly evolve with ongoing technological advancements. The total number of employees stood at 2338 as on 31<sup>st</sup> March, 2019. Your Company is confident that its human capital will effectively contribute to the long-term value enhancement of the organization. The Company focuses on providing individual development and growth in a professional work culture that enables innovation, ensures high performance and remains empowering. During the year, several initiatives, such as performance management systems, Learning & Development system, and Talent Management system were put in place to

efficient & effective organisation. The Company continuously nurtures this environment to keep its employees highly motivated, result oriented and adaptable to the changing business scenario.

**K. Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations thereof:**

Pursuant to the amendment made in Schedule V of the SEBI (LODR) Regulations, 2015, details of significant changes (on standalone basis) (i.e. change of 25% or more as compared to the immediately previous financial year) in Key Financial Ratios and any change in Return on Net Worth of the Company including explanations therefore are given below:

Sr. No.	Key Financial Ratios	Current Financial Year {2018-2019}	Previous Financial Year {2017-2018}	% Change between Current Financial Year & Previous Financial Year	Detailed Explanation of significant changes
1.	Debtor Turnover ratio	5.91	4.22	40.14 %	During the Financial Year under review, the Company had a improved Debtor Turnover Ratio due to better working capital management.
2.	Inventory Turnover Ratio	7.92	6.72	17.88 %	Not Applicable
3.	Interest Coverage Ratio	1.71	2.62	(34.79 %)	During the Financial Year under review, the Financial Cost got increased due to higher utilization of working capital and profits were reduced due to increased cost of raw materials and other operative expenses.
4.	Current Ratio	1.31	1.38	(4.57 %)	Not Applicable
5.	Debt Equity Ratio	2.20	2.38	(7.56 %)	Not Applicable
6.	Operating Profit Margin (%)	4.53 %	8.36 %	(45.81 %)	Reduction is on account of high Raw Material Cost
7.	Net Profit Margin (%)	1.25 %	3.55 %	(64.79 %)	Reduction is on account of high Raw Material Cost
8.	Return on Net Worth (%)	7.64 %	18.21 %	(58.05 %)	Due to substantial decrease in profitability for the Financial Year under review the Return on Net Worth has come down.

**L. Outlook:**

Jindal Worldwide Limited will continue to scale-up and solidify its textiles Business. During Financial Year 2018-2019, the Company saw positive momentum in volumes across geographies which is expected to continue in 2020. The Company maintains its focus on the domestic market and building a strong presence. During the year, the Company saw a gradual decrease in PAT as raw material prices moved up significantly on account of higher cotton prices (by 10% over FY-18), higher colour and chemical prices, which led to stoppage of production thereby, creating supply side shortage. We have taken various initiatives to reduce the operational cost, development of new innovative value-added products, and exploring new markets based on certain parameters, to achieve better margins in the future.

Your Company has pursued its strategy of targeting growth while maintaining financial discipline and profitability. Amidst these, the Company remains positive to increase its revenue and EBITDA in coming years through taking the advantage of upcoming opportunities in textile industry.

**By Order of the Board of Directors**  
**Jinal Woldwide Limited**

**Sd/-**  
**(Dr. Yamunadutt Agrawal)**  
**Chairman & Director**  
**DIN: 00243192**

**Place : Ahmedabad**  
**Date : 13<sup>th</sup> August, 2019**



**FORM NO. AOC-2**

**(Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)  
{For the Financial Year 2018-2019 }**

**FORM FOR DISCLOSURE OF PARTICULARS OF CONTRACTS/ARRANGEMENTS ENTERED INTO BY THE COMPANY WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 OF THE COMPANIES ACT, 2013 INCLUDING CERTAIN ARMS LENGTH TRANSACTIONS UNDER THIRD PROVISIO THERETO**

**1. Details of contracts or arrangements or transactions not at arm's length basis- NA**

- (a) Name(s) of the related party and nature of relationship: **NA**
- (b) Nature of contracts/arrangements/transactions: **NA**
- (c) Duration of the contracts/arrangements/transactions: **NA**
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: **NA**
- (e) Justification for entering into such contracts or arrangements or transactions: **NA**
- (f) date(s) of approval by the Board: **NA**
- (g) Amount paid as advances, if any: **NA**
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to Section 188: **NA**

**2. Details of material contracts or arrangement or transactions at arm's length basis- NIL**

- (a) Name(s) of the related party and nature of relationship: **NIL**
- (b) Nature of contracts/arrangements/transactions: **NIL**
- (c) Duration of the contracts/arrangements/transactions: **NIL**
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: **NIL**
- (e) Date(s) of approval by the Board, if any: **NIL**
- (f) Amount paid as advances, if any: **NIL**

**Notes:**

- 1. Pursuant to Regulation 23 of the SEBI (LODR) Regulations, 2015 and the Related Party Transactions Policy adopted by the Board of Directors of the Company, there was no **Material** Related Party Transaction entered during the Financial Year 2018-2019.
- 2. All the transactions with related parties were in the Ordinary Course of Business and at arm's length basis and were specifically approved by the Audit Committee and the Board of Directors of the Company.

**By Order of the Board of Directors  
Jinal Wolrdwide Limited**

**Sd/-  
(Dr. Yamunadutt Agrawal)  
Chairman & Director  
DIN: 00243192**

**Place : Ahmedabad  
Date : 13<sup>th</sup> August, 2019**