JUBILANT INDUSTRIES

August 31, 2019

BSE Limited	**National Stock Exchange of India Limited**
Phiroze Jeejeebhoy Towers,	Exchange Plaza,
Dalal Street,	Bandra Kurla Complex,
Mumbai - 400001	Bandra (E), Mumbai - 400051
Scrip Code: 533320	**Scrip Code: JUBLINDS**

Sub: Notice of 13th Annual General Meeting and Book Closure

Dear Sir,

Pursuant to provisions of Regulation 30, 34 and 42 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that:

- 13th Annual General Meeting ('AGM') is scheduled to be held on Wednesday, September 25, 2019 at 1:30 P.M. (IST) at the Registered Office at Bhartiagram, Gajraula, District Amroha - 244 223, Uttar Pradesh to transact businesses as set out in the Notice of AGM. Copy of Notice of AGM dated July 25, 2019 along with Annual Report for the Financial Year 2018-19 of the Company is enclosed;

- the Company is providing facility to the members to cast their votes by electronic means, as per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, on all the resolutions set out in the Notice for 13th AGM; and

- Register of Members and Share Transfer Books of the Company will remain closed from **Monday, September 16, 2019 to Wednesday, September 25, 2019 (both days inclusive)** for the purpose of AGM.

This is for your information and record.

Thanking you,

Yours faithfully,
For **Jubilant Industries Limited**

Abhishek

Abhishek Mishra
Company Secretary

JUBILANT INDUSTRIES LIMITED

Encl.: a/a

CC: a) **National Securities Depository Limited;**
b) **Central Depository Services (India) Limited and**
c) **Alankit Assignments Limited, Registrar & Share Transfer Agent**

Jubilant Industries Limited
Plot No. 15, Knowledge Park II,
Greater Noida, Distt. Gautam
Budh Nagar - 201 306, UP, India
Tel: +91 120 7186000
Fax: +91 120 7186140
www.jubilantindustries.com

Regd Office:
Bhartiagram, Gajraula
Distt. Amroha-244 223
UP, India
CIN: L24100UP2007PLC032909

investorsjil@jubl.com

JUBILANT INDUSTRIES LIMITED
(CIN: L24100UP2007PLC032909)
Registered Office: Bhartiagram, Gajraula,
District Amroha - 244 223,
Uttar Pradesh, India
E-mail: investorsjil@jubl.com
Website: www.jubilantindustries.com
Phone : +91-5924-267200

NOTICE

NOTICE is hereby given that the Thirteenth Annual General Meeting of members of Jubilant Industries Limited will be held as under:

DAY	:	**WEDNESDAY**
DATE	:	**SEPTEMBER 25, 2019**
TIME	:	**1:30 P.M.**
VENUE	:	**REGISTERED OFFICE: BHARTIAGRAM, GAJRAULA DISTRICT AMROHA - 244 223 UTTAR PRADESH, INDIA**

to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt:

   a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019, the Reports of the Board of Directors and Auditors thereon; and

   b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 and Report of the Auditors thereon.

2. To appoint a Director in place of Mr. Shamit Bhartia (DIN: 00020623), who retires by rotation and, being eligible, offers himself for re-appointment.

3. **To appoint and fix the remuneration of Auditors**

   To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), BGJC & Associates LLP (ICAI Firm Registration No. 003304N), a Firm of Chartered Accountants, be and is hereby appointed as Auditors of the Company to hold office, for a term of 5 (Five) consecutive years from Financial year 2019-20 to 2023-24, from the conclusion of this Annual General Meeting (AGM) till the conclusion of Eighteenth AGM to be held in the Year 2024, at a remuneration of Rupees 1,75,000 (Rupees One Lakh and Seventy Five Thousand Only) plus goods and services tax as applicable and reimbursement of out-of-pocket expenses incurred, to examine and conduct the audit of the accounts of the Company for the financial year 2019-20, with the power to the Board of Directors to alter and vary the terms and conditions of appointment, revision including upward revision in the remuneration for remaining tenure of 4 (Four) years, in such manner and to such extent as may be mutually agreed with the Auditors."

SPECIAL BUSINESS

4. **Appointment of Mr. Radhey Shyam Sharma (DIN: 00013208) as an Independent Director**

   To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Act, Regulation 16(1)(b) and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Appointment and Remuneration Policy of the Company, Mr. Radhey Shyam Sharma (DIN: 00013208), who was appointed as an Additional Director (Independent) of the Company with effect from October 25, 2018 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Act and Articles of Association of the Company and who has submitted a declaration that he meets the criteria for independence as provided under the Act and Listing Regulations, be and is hereby appointed as an Independent Director to hold office for a term of 5 (Five) consecutive years with effect from October 25, 2018 to October 24, 2023."

5. **Re-appointment of Mr. Ramanathan Bupathy (DIN: 00022911) as an Independent Director**

   To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Act, Regulation 16(1)(b) and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Appointment and Remuneration Policy of the Company, Mr. Ramanathan Bupathy (DIN: 00022911), who was appointed as an Independent Director of the Company for a term upto March 31, 2019 and who has submitted a declaration that he meets the criteria for independence as provided under the Act and Listing Regulations, be and is hereby re-appointed as an Independent Director to hold office for a second term of 5 (Five) consecutive years with effect from April 1, 2019 to March 31, 2024."

6. **Re-appointment of Mr. Sushil Kumar Roongta (DIN: 00309302) as an Independent Director**

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Act, Regulation 16(1)(b) and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Appointment and Remuneration Policy of the Company, Mr. Sushil Kumar Roongta (DIN: 00309302), who was appointed as an Independent Director of the Company for a term upto March 31, 2019 and who has submitted a declaration that he meets the criteria for independence as provided under the Act and Listing Regulations, be and is hereby re-appointed as an Independent Director to hold office for a second term of 5 (Five) consecutive years with effect from April 1, 2019 to March 31, 2024."

7. **Re-appointment of Ms. Shivpriya Nanda (DIN: 01313356) as an Independent Director**

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Act, Regulation 16(1)(b) and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Appointment and Remuneration Policy of the Company, Ms. Shivpriya Nanda (DIN: 01313356), who was appointed as an Independent Director of the Company for a term upto March 31, 2019 and who has submitted a declaration that she meets the criteria for independence as provided under the Act and Listing Regulations, be and is hereby re-appointed as an Independent Director to hold office for a second term of 5 (Five) consecutive years with effect from April 1, 2019 to March 31, 2024."

By Order of the Board of Directors

NOIDA — Abhishek Mishra
July 25, 2019 — Company Secretary

NOTES:

1. Information pursuant to the provisions of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) for Item No. 2, is annexed as **Annexure A** to this notice.

The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 (the Act), with regard to the special business(s) to be transacted at this Annual General Meeting (AGM), is annexed.

Further, the information and facts as specified in the Regulations 36 of Listing Regulations and Secretarial Standard-2 (SS–2) on "General Meetings" issued by The Institute of Company Secretaries of India for Item No. 3 to 7 are given in the explanatory statement and in **Annexure B**, annexed to this notice.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE ON POLL INSTEAD OF HIMSELF/ HERSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED IN ORIGINAL AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED, NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. MEMBERS / PROXIES SHOULD FILL THE ATTENDANCE SLIP FOR ATTENDING THE MEETING.

A person can act as proxy on behalf of members not exceeding 50 (Fifty) and holding, in aggregate, not more than ten percent of the total share capital of the Company carrying voting rights. However, a member holding more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy and such person shall not act as proxy for another person or member.

3. Corporate members intending to send their authorised representative(s) to attend the Meeting in terms of Section 113 of the Companies Act, 2013 are requested to send a certified copy of the Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting.

4. Members /Proxies /Authorised Representatives are requested to bring the attendance slip duly filled in for attending the Meeting. Members who hold shares in dematerialised form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the Meeting.

5. All the documents referred in the Notice and accompanying explanatory statement are open for inspection at the Registered Office of the Company on all working days between 11:00 a.m. to 1:00 p.m. upto the date of the AGM and at the venue of the meeting for the duration of the meeting.

Further, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013, and Certificate from the Auditors of the Company certifying that JIL Employees Stock Option Scheme 2013 & JIL Employees Stock Option Scheme 2018 have been implemented in accordance with SEBI (Share Based Employee Benefits) Regulations, 2014, will be available for inspection by the members at the AGM.

6. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 (three) days written notice is given to the Company.

7. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, September 16, 2019 to Wednesday, September 25, 2019 (both days inclusive) for the purpose of Annual General Meeting.

8. The Company has transferred the unpaid or unclaimed dividend declared for financial year 2010-11, to the Investor Education and Protection Fund (IEPF) established by the Central Government and the same can be accessed through the link: https://www.jubilantindustries.com/unclaimed-dividend-and-shares.html. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.

   In addition to above, pursuant to the provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has transferred 62,381 equity shares to the IEPF Authority on October 24, 2018, in respect of which dividend had remained unpaid or unclaimed for seven consecutive years or more as on due date of transfer, i.e., September 24, 2018. Details of shares so far transferred to the IEPF Authority are available on the website of the Company on https://www.jubilantindustries.com/unclaimed-dividend-and-shares.html and on the website of the IEPF Authority on www.iepf.gov.in.

   Shareholders may note that shares as well as unpaid/ unclaimed dividends transferred to the IEPF Authority can be claimed back from the IEPF Authority.

   The concerned shareholders are advised to visit the weblink of the IEPF Authority http://www.iepf.gov.in/IEPF/refund.html or may contact Company's Registrar and Share Transfer Agent, i.e., Alankit Assignments Limited for detailed procedure to lodge the claim with the IEPF Authority. Mr. Abhishek Mishra, Company Secretary of the Company is the Nodal Officer for the purpose of verification of claims and co-ordination with IEPF Authority.

9. Pursuant to Clause 5A of the earstwhile Listing Agreement with the Stock Exchanges, members who had not claimed share certificates had been sent 3 (three) reminder letters to claim their equity shares. Thereafter, in terms of the Listing Agreement, the equity shares, which remained unclaimed, were transferred during the year 2011-12 to JIL-Unclaimed Suspense Account. As on March 31, 2019, 3,858 Equity Shares pertaining to 119 shareholders are lying in this account. The voting rights on the said shares will remain frozen till the rightful owners of such shares claim the shares. Members may approach the Alankit Assignments Limited, the Registrar and Share Transfer Agent (hereinafter referred as "RTA") of the Company to get their shares released from this Account.

10. All share and dividend related correspondence may be sent to RTA at the following address:

   Alankit Assignments Limited
   (Unit: Jubilant Industries Limited)
   3E/7, Alankit Heights, Jhandewalan Extension,
   New Delhi - 110 055, India
   Phone : +91 - 11 - 2354 1234/ 4254 1234
   Fax : +91 - 11 - 2355 2001
   E-mail : rta@alankit.com

   In all correspondence, please quote your DP ID & Client ID or Folio Number.

11. **Change of Address or Other Particulars**

   Members are requested to intimate change, if any, in their address (with PIN Code), E-mail ID, nominations, bank details, mandate instructions, National Electronic Clearing Service ("NECS") mandates, etc. under the signature of the registered holder(s) to:

   - RTA of the Company in respect of shares held in physical form; and
   - The Depository Participants in respect of shares held in electronic form.

12. The Securities and Exchange Board of India has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or RTA.

13. The Securities and Exchange Board of India vide its circular no. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018, with a view to protect the interest of the shareholders, has mandated to all the members who holds securities of the Company in physical form, to furnish to the Company / its RTA, the details of their valid Permanent Account Number (PAN) and bank account. To support the SEBI's initiative, the Members are requested to furnish the details of PAN and bank account to the Company or RTA.

14. Notice of the AGM [along with Attendance Slip, Proxy Form and Route Map (At the End of Notice)] and the Annual Report for the Financial Year 2018-19 are being sent electronically to the members whose E-mail IDs are registered with the Company / Depository Participant(s) unless any member has requested for a physical copy of the same. For members who have requested for physical copy or who have not registered their email address, physical copies of the Notice and Annual Report are being sent through permitted mode. In case you wish to get a physical copy of the Annual Report, you may send your request at investorsjil@jubl.com mentioning your Folio No./DP ID and Client ID. The Notice of the AGM and the Annual Report for the Financial Year 2018-19 are also be available on the Company's website www.jubilantindustries.com. The Notice is also available on www.evoting.nsdl.com.

15. **Green Initiative** – Members who are yet to register/ update their email addresses with the Company or with the Depository Participants are once again requested to register/ update the same for receiving the Notices, Annual Reports and other documents through electronic mode.

   Members holding shares in physical form may get their email addresses registered/ updated by providing their Name, Folio Number, E-mail ID and consent to receive the Notices, Annual Reports and other documents through electronic mode, by sending an email at rta@alankit.com or investorsjil@jubl.com.

   Member holding shares in dematerialized form may get email address registered/updated by providing E-mail ID to their Depository Participant(s).

16. Queries on the Annual Report and operations of the Company, if any, may please be sent to the Company at least seven days prior to the date of the AGM so that answers may be provided at the Meeting.

17. With a view to serving the members better, members who hold shares in identical names and in the same order of

names in more than one folio are requested to write to the Company or RTA to consolidate their holdings in one folio.

18. SEBI has decided that securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019. In view of this and to avail various benefits of dematerialisation which includes easy liquidity, ease of trading and transfer, saving in stamp duty and elimination of any possibility of loss of documents and bad deliveries, Members are advised to dematerialise shares held by them in physical form.

19. Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19(4) of Companies (Share Capital and Debentures) Rules, 2014, members of the Company may nominate a person to whom the shares held by him/ them shall vest in the event of his/ their unfortunate death. Accordingly, members holding shares in physical form, desirous of availing this facility may submit nomination in Form SH-13 to RTA of the Company. In respect of shares held in dematerialised form, the nomination form may be filed with the concerned Depository Participant.

20. The Company has a dedicated E-mail address investorsjil@jubl.com for members to mail their queries or lodge complaints, if any. We will endeavor to reply to your queries at the earliest.

The Company's website www.jubilantindustries.com has a dedicated section on Investors.

21. Voting Options:

The business set out in the Notice of the AGM may be transacted through electronic voting system or Polling Paper. The Company is providing facility for voting by electronic means. Information relating to remote e-Voting facility and voting at the AGM is given below:

(1) Voting through electronic means

I. In compliance with the provisions of Section 108 and other applicable provisions, if any, of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, Regulation 44 of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India (the **'ICSI'**), the Company is pleased to provide facility to the members to exercise their right to vote using an electronic voting system from a place other than venue of the Meeting ("**remote e-Voting**") in respect of all resolutions proposed to be considered at the 13th AGM to be held on Wednesday, September 25, 2019 at 1:30 P.M. The company has engaged services of National Securities Depository Limited (hereinafter referred as "**NSDL**") to provide remote e-Voting facility of casting the votes by the members.

II. The facility for voting through Polling Paper ("**Poll**") shall also be made available at the AGM and the members attending the Meeting who have not cast their vote by remote e-Voting shall be able to exercise their right at the Meeting through Poll at the AGM.

III. The shareholders can opt for only one mode of voting i.e. remote e-Voting or Poll at the meeting. In case of voting by both the modes, vote cast through remote e-Voting will be considered final and voting through Poll at the Meeting will not be considered. The members who have cast their vote by remote e-Voting may also attend the Meeting but shall not be entitled to cast their vote again.

IV. The remote e-Voting period commences at 9:00 A.M. (IST) on Sunday, September 22, 2019 and ends at 5:00 P.M. (IST) on Tuesday, September 24, 2019. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-off date Wednesday, September 18, 2019 ("Cut off date"), may cast their vote by remote e-Voting. No remote e-Voting shall be allowed beyond the aforesaid date and time and remote e-Voting module shall be disabled by NSDL upon expiry of aforesaid period. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

V. The instructions for remote e-Voting are as under:

A) Members whose email address is registered with the Company / Depository Participant will receive an e-mail from NSDL. Open e-mail and open PDF file viz.; "Remote e-Voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your User ID and Password for remote e-Voting. Please note that the password is an initial password. Members are requested to go through the following steps to cast votes through remote e-Voting.

Step 1: Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com/

Step 2: Cast your vote electronically on NSDL e-Voting system

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

i. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

ii. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.

iii. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

iv. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form	e-Voting Event Number (EVEN) Number followed by Folio Number registered with the company. For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

v. Your password details are given below:

a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c. How to retrieve your 'initial password'?

i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

ii. If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

vi. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) **"Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

d) Members can also use the OTP (One Time Password) based login for casting their votes on the e-voting system of NSDL.

vii. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

viii. Now, you will have to click on "Login" button.

ix. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

i. After successful login at Step 1, you will be able to see the Home page of e Voting. Click on e-Voting. Then, click on Active Voting Cycles.

ii. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.

iii. Select "EVEN" of company for which you wish to cast your vote.

iv. Now you are ready for e-Voting as the Voting page opens.

v. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

vi. Upon confirmation, the message "Vote cast successfully" will be displayed.

vii. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

viii. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Members:

a. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to contact@cssanjaygrover.in with a copy marked to evoting@nsdl.co.in.

b. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

c. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for members and remote e-Voting user manual for members available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in.

d. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the Cut-off date only, shall be entitled to avail the facility of remote e-Voting or voting at the AGM through Polling Paper. A person who is not a member as on the Cut-off date should treat this Notice for information purpose only.

e. Mr. Sanjay Grover (FCS No. 4223, C.P. No.: 3850), Managing Partner of M/s. Sanjay Grover & Associates, Company Secretaries, has been appointed as 'Scrutinizer' to scrutinize the remote e-Voting and Poll process in a fair and transparent manner.

f. The Chairman shall, at the end of discussion on the resolutions placed at the AGM on which voting is to be held, allow voting with the assistance of the Scrutinizer, by use of Polling Paper for all those members/ proxies who are present at the AGM but have not cast their votes by availing the remote e-Voting facility.

g. Please note that the members who have exercised their right to vote through electronic means as above shall not be eligible to vote by way of Polling Paper at the AGM. Votes cast under Poll taken together with the votes cast through remote e-Voting shall be counted for the purpose of passing of resolution(s). No voting by show of hands will be allowed at the AGM.

h. The Scrutinizer, after scrutinizing the votes cast at the AGM and through remote e-Voting, will make a consolidated Scrutinizer's report and submit the same to Chairman within the time prescribed under the Listing Regulations and / or the Act.

i. The results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.jubilantindustries.com and on the website of NSDL immediately after declaration of result by the Chairman or a person so authorised by him and the results shall also be communicated to the Stock Exchanges. The results shall be displayed at the Registered Office at Bhartiagram, Gajraula, District Amroha-244 223, Uttar Pradesh and the Corporate Office at 1A, Sector 16A, Noida- 201 301, Uttar Pradesh.

j There will be one vote for every Client ID No. / Registered Folio No. irrespective of the number of joint holders. Further, in case of joint holders, attending the meeting, only such joint holder who is higher in the order of names, will be entitled to vote at the Meeting.

k. In case of any queries or grievances relating to e-Voting, you may contact Ms. Pallavi Mhatre, Manager, NSDL, Trade World, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400013, India through e-mail at evoting@nsdl.co.in or on Toll Free No.: 1800-222-990 / Telephone No.: 022- 24994545 OR Mr. J.K. Singla, Senior Manager, Alankit Assignments Limited, 3E/7, Alankit Heights, Jhandewalan Extension, New Delhi -110 055, India through email at rta@alankit.com or on Telephone No.: 011-42541234.

l. Members may also write to the Company Secretary of the Company at the address: investorsjil@jubl.com or contact at telephone no. +91 120 7186 000

B) For Members whose e-mail address is not registered with the Depository Participants(s) or who had requested a physical copy shall follow the below mentioned steps:

i. Initial password is provided at the bottom of the Attendance Slip for the Meeting.

ii. Please follow Steps 1 and 2 as explained above, to cast your vote.

iii. The voting rights of Members shall be proportionate to their share of the paid-up capital of the Company as on the cut-of date i.e. Wednesday, September 18, 2019. Any person becoming Member of the Company after the dispatch of the Notice convening 13th AGM and holding shares as on the cut-off date may obtain the login ID and password by sending a request at evoting@nsdl.co.in or rta@alankit.com.

ANNEXURE A TO THIS NOTICE

Information for Item No. 2

(Director seeking re-appointment at AGM pursuant to Regulation 36(3) of the Listing Regulations forming part of this Notice)

MR. SHAMIT BHARTIA

Mr. Shamit Bhartia, aged 40 years, is Non-Executive Director of Jubilant Industries Limited. He holds Bachelor's degree in Economics from Dartmouth College (USA). He has worked in the Corporate Finance and M&A Group, Lazard Frere, New York, from July 2001 till August 2002. His functional areas of expertise are Business Financial Analysis and Planning.

He is on the Board of the Company since January 14, 2012. He holds 6,561 equity shares of the Company. He also holds directorships in the following companies:

Indian Public Companies:

- HT Learning Centers Limited
- Jubilant Agri and Consumer Products Limited
- Jubilant Foodworks Limited (Listed Entity)
- HT Media Limited (Listed Entity)
- The Hindustan Times Limited
- Hindustan Media Ventures Limited (Listed Entity)
- Goldmerry Investment & Trading Company Limited

Other Companies:

- Indian Country Homes Private Limited
- SSB Trustee Company Private Limited
- Shobhana Trustee Company Private Limited
- SS Trustee Company Private Limited
- SBS Trustee Company Private Limited
- Jubilant Motorworks Private Limited
- Earthstone Holding (Two) Private Limited

Details of his Committee Chairmanship/membership are given below:

Sr. No.	Name of Company	Name of Committee	Chairman/ Member
1	HT Media Limited	Audit Committee	Member
		Banking & Finance Committee	Member
2	The Hindustan Times Limited	Corporate Social Responsibility Committee	Member
3	Jubilant Industries Limited	Nomination Remuneration and Compensation Committee	Member
		Sustainability and Corporate Social Responsibility Committee	Member
		Restructuring Committee	Member
		Finance Committee	Member
4	Jubilant Agri and Consumer Products Limited	Restructuring Committee	Member
		Finance Committee	Member
		Nomination and Remuneration Committee	Member
5	Jubilant Motorworks Private Limited	Corporate Social Responsibility Committee	Member
6	Jubilant FoodWorks Limited	Audit Committee	Member
		Sustainability and Corporate Social Responsibility Committee	Member
		Risk Management Committee	Member
7	Earthstone Holding (Two) Private Limited	Corporate Social Responsibility Committee	Member

During the year, Mr. Bhartia attended three meetings of Board of Directors of the Company out of four meetings held on May 10, 2018, July 26, 2018 and January 31, 2019.

On re-appointment, Mr. Bhartia shall be liable to retire by rotation. Mr. Bhartia being brother of Mr. Priyavrat Bhartia, Chairman, is related to him. He is not related to any other Director and Key Managerial Personnel of the Company.

EXPLANATORY STATEMENT

Item No. 3

(Disclosure Pursuant to Regulation 36(5) of Listing Regulations)

In terms of Section 139 of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014, made thereunder, lays down the criteria for appointment and mandatory rotation of Auditors. As per Section 139 of the said Act, the current term of present Auditors of the Company, M/s. K.N. Gutgutia & Co. ('KNG') , Chartered Accountants, (ICAI Registration Number 304153E) will hold office until the conclusion of this Annual General Meeting of the Company on the completion of their maximum permitted tenure. The present remuneration of KNG for conducting the audit for the financial year 2018-19 is ₹ 1.57 Lakhs plus goods and services tax as applicable, and reimbursement of out-of-pocket expenses incurred.

On the recommendation of Audit Committee, the Board of Directors ('the Board') at its meeting held on May 16, 2019 has recommended the appointment of BGJC & Associates, LLP (ICAI Firm Registration No. 003304N) ('BGJC'), a Firm of Chartered Accountants, as Auditors of the Company to hold office for a period of 5 (Five) consecutive years from the conclusion of this 13th Annual General Meeting till the conclusion of the 18th Annual General Meeting of the Company, to be held in year 2024. The Board also recommended the remuneration of BGJC as set out in the Resolution relating to their appointment, for the approval of the Members.

BGJC has 37 years of vast experience in Audit, Taxation and other services for various listed and unlisted companies, being Statutory Auditors. The firm has 8 (eight) partners and has a valid Peer Review certificate.

The Board considered various parameters like capability to serve a diverse and complex business landscape as that of the Company, audit experience in the Company's operating segments, market standing of the firm, clientele served, technical knowledge, relevant experience etc., and found BGJC to be best suited to handle the scale, diversity and complexity associated with the audit of the financial statements of the Company.

The proposed Auditors have consented to the aforesaid appointment and confirmed that their appointment, if made, will be within the limits specified under Section 141(3)(g) of the Companies Act, 2013. They have further confirmed that they are not disqualified to be appointed as Auditors of the Company and certified that satisfies the criteria provided under section 141 of the Act and rules made thereunder.

None of the Directors or Key Managerial Personnel or their relatives, is concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends the Ordinary Resolution as set out at Item No. 3 of the Notice of the AGM for approval of the members.

Item No. 4

(Disclosure Pursuant to Section 102 of Act, information under Regulation 36(3) of the Listing Regulations and facts as required under Secretarial Standard (SS-2) on General Meetings)

In terms of the Appointment and Remuneration Policy of the Company and based on the recommendations of Nomination, Remuneration and Compensation Committee, the Board of Directors has appointed, subject to the approval of the members at the AGM, Mr. Radhey Shyam Sharma (DIN: 00013208) as Non-Executive Independent Director of the Company, with effect from October 25, 2018. Mr. Sharma has given his consent to act as Director. He has also given declaration to the effect that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and that he meets the criteria of Independence as specified under Section 149 of the Act and the Listing Regulations.

In the opinion of the Board, Mr. Sharma possess appropriate skills, experience & knowledge which would enable the Board to discharge its functions and duties effectively, and fulfils the conditions for appointment as an Independent Director as specified in the Act read with rules made thereunder and the Listing Regulations and that he is independent of the management. The disclosures including brief resume and other details prescribed under Regulation 26(4) and 36(3) of the Listing Regulations read with the provisions of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2') are provided in **Annexure B** of the Notice.

Copy of Appointment Letter setting out terms and conditions of his appointment is available for inspection by Members at the Registered Office as well as at Corporate Office of the Company on all working days during normal business hours upto the date of AGM and also at the venue of the AGM. The terms and conditions of their appointment, being Independent Directors, posted on the Company's website www.jubilantindustries.com.

None of the Directors or Key Managerial Personnel or their relatives except Mr. Sharma, the proposed appointee, is concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the Notice of AGM for approval of the members.

Item Nos. 5, 6 & 7

(Disclosure Pursuant to Section 102 of Act, information under Regulation 36(3) of the Listing Regulations and facts as required under Secretarial Standard (SS-2) on General Meetings)

Pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act'), the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Act and applicable provisions of the Listing Regulations (including any statutory modification or re-enactment thereof for the time being in force), Mr. Ramanathan Buptahy (DIN: 00022911), Mr. Sushil Kumar Roongta (DIN: 00309302) and Ms. Shivpriya Nanda (DIN: 01313356) were appointed as Independent Directors of the Company to hold office upto March 31, 2019.

Based on the reports of performance evaluation, Mr. Bupathy, Mr. Roongta and Ms. Nanda has effectively and efficiently discharged their duties, roles and responsibilities during their tenure as Independent Directors of the Company. Accordingly, Nomination, Remuneration and Compensation Committee (the 'NRC Committee') has recommended the re-appointment of Mr. Bupathy, Mr. Roongta and Ms. Nanda as Independent Directors of the Company for a period of 5 (five) consecutive years starting from April 1, 2019 to March 31, 2024, to the Board of Directors.

In view of the reports of performance evaluation, on recommendations of the NRC Committee and on the basis of the specialization, expertise and experience of Mr. Bupathy, Mr. Roongta and Ms. Nanda, the Board of Directors is of the opinion that their continued association, being Independent Directors will immensely benefit the Company and would enable the board to discharge its functions and duties effectively.

In opinion of the Board of Directors, Mr. Bupathy, Mr. Roongta and Ms. Nanda fulfil the conditions for re-appointment as Independent Directors as specified in the Act, the rules made thereunder and the Listing Regulations and are independent of the Management.

Mr. Bupathy, Ms. Roongta and Ms. Nanda have given their consent to act as Directors. They have also given declarations to the effect that they are not disqualified from being appointed as Directors in terms of Section 164 of the Act and that they meet the criteria of Independence as specified under Section 149 of the Act and the Listing Regulations.

The disclosures including brief resume and other details prescribed under Regulation 26(4) and 36(3) of the Listing Regulations read with the provisions of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2') are provided in Annexure-B of the Notice.

Copy of Appointment Letters setting out terms and conditions of their appointment are available for inspection by Members at the Registered Office as well as at Corporate Office of the Company on all working days during normal business hours upto the date of AGM and also at the venue of the AGM. The terms and conditions of their appointment, being Independent Directors are also posted on the Company's website www.jubilantindustries.com.

None of the Directors or Key Managerial Personnel or their relatives except Mr. Bupathy, Mr. Roongta and Ms. Nanda, the proposed appointees, are concerned or interested, financially or otherwise, in these Special Resolutions.

The Board of Directors recommends the Special Resolutions set out at Item Nos. 5, 6 & 7 of the Notice of AGM for approval of the members.

ANNEXURE B TO THIS NOTICE

ADDITIONAL INFORMATION OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

(Information as per Regulation 36(3) of Listing Regulations and Secretarial Standard (SS–2) on "General Meetings")

Item No. 4

Name	Mr. Radhey Shyam Sharma
Age	68
Date of first appointment on the Board	October 25, 2018
Qualifications	He holds Bachelor's Degree in Commerce from Delhi University. He is a fellow member of the Institute of Cost Accountant of India and an Associate Member of the Indian Institute of Bankers (CAIIB).
Brief resume including experience, expertise in specific functional areas	Mr. Radhey Shyam Sharma has joined the Company as an Additional Director (Independent) w.e.f October 25, 2018. Mr. Sharma has over four decades of rich experience and expertise in Banking, Financial Appraisal, Project Appraisals, Finance & Treasury in India and abroad. Prior to joining the Company, he had joined Union Bank of India in 1972 with experience in branch banking and specialization in Credit Appraisal. Also, he was the member of middle level finance team of another PSU engaged in construction in roads and bridges in foreign countries, including functioning as Regional Head of Finance for Iraq region for 4 years. He had joined Oil and Natural Gas Corporation Limited (ONGC) in 1988 and then appointed as Director - Finance of ONGC and also headed the additional position of Director - Finance of ONGC Videsh Limited and rose to the position of Chairman & Managing Director of ONGC in May, 2006. Presently, he is associated with Mckinsey & Company Inc as Senior Advisor and mentor of Hydrocarbon Committee, FICCI.
Terms and Conditions of Appointment	As an Independent Director of the Company to hold office for a term of 5 (five) consecutive years starting from October 25, 2018 to October 24, 2023 and shall not be liable to retire by rotation.
Attendance in the Board meetings during the financial year	Disclosed in the Corporate Governance Report forming part of Annual Report.
Relationship with other Directors and KMPs	None

<table>
<tr><td>Other Directorships</td><td>• Hinduja Leyland Finance Limited.
• Sembcorp Energy India Limited.
• Independent Energy Policy Institute.
• Polycab India Limited.
(Listed Entity effective from April 16, 2019)
• Jubilant Agri and Consumer Products Limited.
• Corevalues Consulting Private Limited.</td></tr>
<tr><td>Chairmanship/ Membership of the committee(s) of the Board of Directors of other Companies in which he/she is director</td><td>
<table>
<tr><th>Sl. No.</th><th>Name of Company</th><th>Name of Committee</th><th>Position Held (Chairperson /Member)</th></tr>
<tr><td>1</td><td>Jubilant Agri and Consumer Products Limited</td><td>Audit Committee</td><td>Member</td></tr>
<tr><td rowspan="4">2</td><td rowspan="4">Sembcorp Energy India Limited</td><td>Nomination and Remuneration Committee</td><td>Member</td></tr>
<tr><td>Corporate Social Responsibility Committee</td><td>Member</td></tr>
<tr><td>Stakeholders Relationship Committee</td><td>Member</td></tr>
<tr><td>Audit Committee</td><td>Chairman</td></tr>
<tr><td rowspan="3">3</td><td rowspan="3">Hinduja Leyland Finance Limited</td><td>Audit Committee</td><td>Member</td></tr>
<tr><td>Nomination and Remuneration Committee</td><td>Chairman</td></tr>
<tr><td>Risk Management Committee</td><td>Member</td></tr>
<tr><td rowspan="2">4</td><td rowspan="2">Polycab India Limited</td><td>Nomination and Remuneration Committee</td><td>Chairman</td></tr>
<tr><td>Audit Committee</td><td>Member</td></tr>
</table>
</td></tr>
<tr><td>Shareholding in the Company</td><td>Nil</td></tr>
</table>

Item No. 5

Name	Mr. Ramanathan Bupathy
Age	67
Date of first appointment on the Board	November 26, 2010
Qualifications	He is a Fellow member of Institute of Chartered Accountants of India (“ICAI”).
Brief resume including experience, expertise in specific functional areas	Mr. Ramanathan Bupathy had joined the Company in November 26, 2010 as an Independent Director. Mr. Bupathy has over four decades of rich experience and expertise in core accountancy. Prior to joining the Company, he was the past president at ICAI. He was also the Director of Accounting Research Foundation, ICAI for a period of eight years and also was Chairman of International Fiscal Association- India, Branch – Southern Region Chapter for the term 2006 - 2008. He is the founder partner, of R. Bupathy & Co, Chartered Accountants, an Indian public accounting firm, which is a member of AGN International Global Network. He is also a Member on the Advisory Board of Vel's Institute of Business Administration. Other important positions held by him include memberships of Education Committee of International Federation of Accountants, an Apex Body for Accountants worldwide for the term 2003-2006; Central Board Advisory Committee, CBDT; Board Member, Insurance Regulatory Authority of India, Study Group constituted by World Bank for the Study of Corporate Governance in India, National Accounting Standard Committee of Department of Company Affairs and Accounting Standard Board of the SEBI. He is a recipient of the Paramacharya Award and also Certification Award given by Confederation of Asia Pacific Accountants for his contributions to the Accounting Profession.

<table>
<tr><td>Terms and Conditions of Re-appointment</td><td>As an Independent Director of the Company to hold office for a second term of 5 (five) consecutive years ending on March 31, 2024 and shall not be liable to retire by rotation</td></tr>
<tr><td>Attendance in the Board meetings during the financial year</td><td>Disclosed in the Corporate Governance Report forming part of Annual Report.</td></tr>
<tr><td>Relationship with other Directors and KMPs</td><td>None</td></tr>
<tr><td>Other Directorships</td><td>• Jubilant Agri and Consumer Products Limited.
• Geojit Financial Services Limited.
(Listed Entity)
• Geojit Technologies Private Limited.
• Geojit Credits Private Limited.
• RBCO Consultancy Private Limited.</td></tr>
<tr><td>Chairmanship/ Membership of the committee(s) of the Board of Directors of other Companies in which he/she is director</td><td>
<table>
<tr><th>Sl. No.</th><th>Name of Company</th><th>Name of Committee</th><th>Position Held (Chairperson /Member)</th></tr>
<tr><td>1</td><td>Jubilant Agri and Consumer Products Limited</td><td>Audit Committee</td><td>Chairman</td></tr>
<tr><td rowspan="2">2</td><td rowspan="2">Geojit Financial Services Limited</td><td>Audit Committee</td><td>Chairman</td></tr>
<tr><td>Stakeholders Relationship Committee</td><td>Member</td></tr>
</table>
</td></tr>
<tr><td>Shareholding in the Company</td><td>Nil</td></tr>
</table>

Item No. 6

Name	Mr. Sushil Kumar Roongta
Age	69
Date of first appointment on the Board	November 26, 2010
Qualifications	He holds a Bachelors’ Degree in Electrical Engineering from Birla Institute of Technology and Science, Pilani, Post Graduate Diploma in Business Management-International Trade from Indian Institute of Foreign Trade, New Delhi and is a Fellow of All India Management Association.
Brief resume including experience, expertise in specific functional areas	Mr. Sushil Kumar Roongta has joined the Company in November 26, 2010 as an Independent Director. Mr. Roongta was Executive Chairman of Steel Authority of India Limited (SAIL) from August 2006 to May 2010. During his tenure, ranking of SAIL among ‘World Class Steel Makers’ moved upto second position from the seventeenth, as per World Steel Dynamics, USA. Mr. Roongta headed a ‘Panel of Experts on the Reforms in the Central PSEs’ constituted by the Planning Commission. He has also been a member of the Committee formed by the Ministry of Corporate Affairs to formulate Policy Document on Corporate Governance. Mr. Roongta is associated with several academic institutions and has been Chairman, Board of Governors, IIT Bhubaneswar (2012-2015) and is a member of Board of Management, JKL University. He is also associated with Apex Chambers, being Member of Steering Committee and Chair of Metal Committee of FICCI and Chair of National Expert Committee on Minerals and Metals of the Indian Chambers of Commerce.

<table>
<tr><td>Terms and Conditions of Re-appointment</td><td>As an Independent Director of the Company to hold office for a second term of 5 (five) consecutive years ending on March 31, 2024 and shall not be liable to retire by rotation</td></tr>
<tr><td>Attendance in the Board meetings during the financial year</td><td>Disclosed in the Corporate Governance section.</td></tr>
<tr><td>Relationship with other Directors and KMPs</td><td>None</td></tr>
<tr><td>Other Directorships</td><td>

Jubilant Agri and Consumer Products Limited.
ACC Limited. (Listed Entity)
Talwandi Sabo Power Limited.
Bharat Aluminium Company Limited.
Hero Steels Limited.
Great Eastern Energy Corporation Limited.
Jubilant Life Sciences Limited. (Listed Entity)
CL Educate Limited. (Listed Entity)
PHD Chamber of Commerce and Industry.
J.K. Paper Limited. (Listed Entity)

</td></tr>
<tr><td>Chairmanship/ Membership of the committee(s) of the Board of Directors of other Companies in which he/she is director</td><td>
<table>
<tr><th>Sl. No.</th><th>Name of Company</th><th>Name of Committee</th><th>Position Held (Chairperson /Member)</th></tr>
<tr><td>1</td><td>Jubilant Agri and Consumer Products Limited</td><td>Audit Committee</td><td>Member</td></tr>
<tr><td rowspan="3">2</td><td rowspan="3">Jubilant Life Sciences Limited</td><td>Nomination, Remuneration and Compensation Committee</td><td>Member</td></tr>
<tr><td>Sustainability and Corporate Social Responsibility Committee</td><td>Member</td></tr>
<tr><td>Risk Management Committee</td><td>Chairman</td></tr>
<tr><td rowspan="3">3</td><td rowspan="3">ACC Limited</td><td>Audit Committee</td><td>Member</td></tr>
<tr><td>Compliance Committee</td><td>Chairman</td></tr>
<tr><td>Risk Management Committee</td><td>Member</td></tr>
<tr><td rowspan="2">4</td><td rowspan="2">Hero Steels Limited</td><td>Nomination and Remuneration Committee</td><td>Chairman</td></tr>
<tr><td>Audit Committee</td><td>Member</td></tr>
<tr><td rowspan="2">5</td><td rowspan="2">Great Eastern Energy Corporation Limited</td><td>Nomination and Remuneration Committee</td><td>Member</td></tr>
<tr><td>Audit Committee</td><td>Member</td></tr>
<tr><td>6</td><td>Talwandi Sabo Power Limited</td><td>Nomination and Remuneration Committee</td><td>Member</td></tr>
<tr><td>7</td><td>J.K. Paper Limited</td><td>Risk Management Committee</td><td>Member</td></tr>
<tr><td rowspan="2">8</td><td rowspan="2">Bharat Aluminium Company Limited</td><td>Nomination and Remuneration Committee</td><td>Member</td></tr>
<tr><td>Corporate Social Responsibility Committee</td><td>Member</td></tr>
</table>
</td></tr>
<tr><td>Shareholding in the Company</td><td>Nil</td></tr>
</table>

Item No. 7

<table>
<tr><td>Name</td><td>Ms. Shivpriya Nanda</td></tr>
<tr><td>Age</td><td>56</td></tr>
<tr><td>Date of first appointment on the Board</td><td>February 5, 2014</td></tr>
<tr><td>Qualifications</td><td>She holds Bachelor’s Degree with Honours in Arts from Lady Shri Ram College, New Delhi and Bachelor’s Degree in Law from University of Delhi.</td></tr>
<tr><td>Brief resume including experience, expertise in specific functional areas</td><td> Ms. Shivpriya Nanda had joined the Company in February 5, 2014 as an Independent Director.
Ms. Nanda has over four decades of extensive experience and expertise in all aspects of Corporate Commercial practices including mergers & acquisitions, representing of multinational corporations and enterprises in large scale, cross-border transactions, advisory in setting up of new business operations, corporate structuring, joint venture agreements, divestment, litigations & arbitrations, including International Arbitration etc.
She advises International majors on large Infrastructure projects in the Transport, Aviation and Mining sector. She has inter alia advised the airport operator in the privatisation of the Delhi airport, and has also advised one of the largest multinational cargo companies in setting up their operations in India. She has also been involved in assisting with the entry strategy structuring in the largest Foreign Direct Investment in the Mining sector. </td></tr>
<tr><td>Terms and Conditions of Re-appointment</td><td>As an Independent Director of the Company to hold office for a second term of 5 (five) consecutive years ending on March 31, 2024 and shall not be liable to retire by rotation.</td></tr>
<tr><td>Attendance in the Board meetings during the financial year</td><td>Disclosed in the Corporate Governance Report forming part of Annual Report.</td></tr>
<tr><td>Relationship with other Directors and KMPs</td><td>None</td></tr>
<tr><td>Other Directorships</td><td>

Jubilant Agri and Consumer Products Limited.
EICL Limited.

</td></tr>
<tr><td>Chairmanship/ Membership of the committee(s) of the Board of Directors of other Companies in which he/she is director</td><td>
<table>
<tr><th>Sl. No.</th><th>Name of Company</th><th>Name of Committee</th><th>Position Held (Chairperson /Member)</th></tr>
<tr><td>1</td><td>Jubilant Agri and Consumer Products Limited</td><td>Audit Committee</td><td>Member</td></tr>
<tr><td rowspan="2">2</td><td rowspan="2">EICL Limited</td><td>Nomination and Remuneration Committee</td><td>Member</td></tr>
<tr><td>Audit Committee</td><td>Member</td></tr>
</table>
</td></tr>
<tr><td>Shareholding in the Company</td><td>Nil</td></tr>
</table>

By Order of the Board of Directors

NOIDA
July 25, 2019

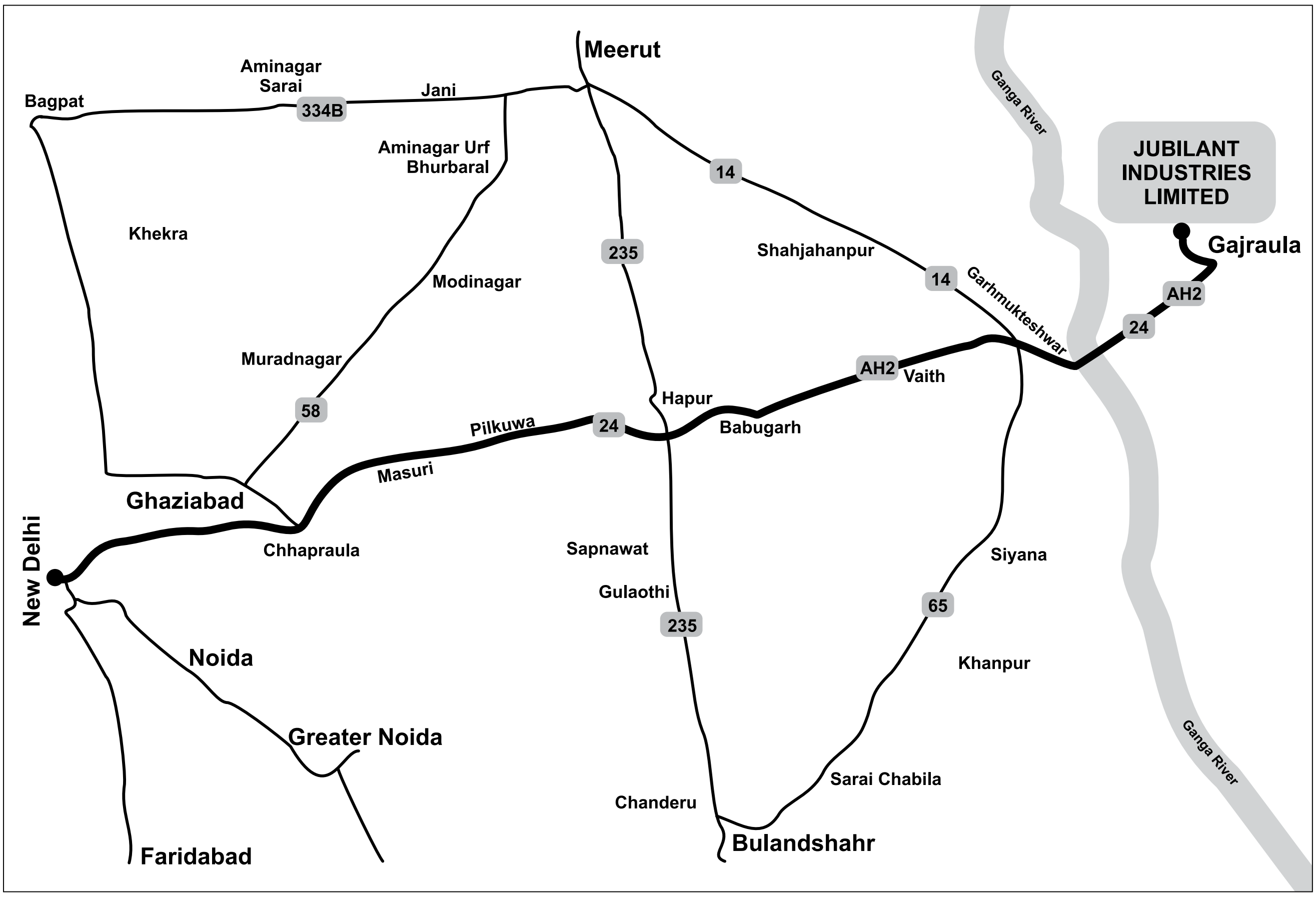
Abhishek Mishra
Company Secretary

JUBILANT INDUSTRIES LIMITED

Route Map of the venue of the 13th Annual General Meeting

Day	**:**	Wednesday
Date	**:**	September 25, 2019
Time	**:**	1:30 P.M.
Venue	**:**	**Registered Office** Bhartiagram, Gajraula, District Amroha - 244 223 Uttar Pradesh

Route Map of the venue of the 13th Annual General Meeting



Web-link for Route Map : distancebetween.info/delhi/gajraula/road_map

JUBILANT INDUSTRIES

JUBILANT INDUSTRIES LIMITED
(CIN: L24100UP2007PLC032909)
Registered Office: Bhartiagram, Gajraula,
District Amroha - 244 223,
Uttar Pradesh, India
E-mail: investorsjil@jubl.com
Website: www.jubilantindustries.com
Phone : +91-5924-267200

PROXY FORM: AGM 2019

[FORM MGT – 11]

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of member(s): ....

Registered Address: ....

E-mail ID: ....

Folio No./DP ID*/Client ID No.* : ....

I/We, being the member(s) holding .... shares of JUBILANT INDUSTRIES LIMITED, hereby appoint:

1. Name : .... Address : ....
   E-mail ID : .... Signature : ....
   or failing him
2. Name : .... Address : ....
   E-mail ID : .... Signature : ....
   or failing him
3. Name : .... Address : ....
   E-mail ID : .... Signature : ....

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the **13th ANNUAL GENERAL MEETING** of the Company, to be held on Wednesday, September 25, 2019 at 1:30 a.m. at Bhartiagram, Gajraula, District Amroha - 244 223, Uttar Pradesh, India and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution(s)	Vote (Optional, see Note 4) *(Please mention no. of shares)*		
		For	Against	Abstain
Ordinary Business				
1	Consider and adopt: (a) Audited Standalone Financial Statements together with the Reports of the Board of Directors and Auditors thereon. (b) Audited Consolidated Financial Statements and Report of the Auditors thereon.			
2	Re-appointment of Mr. Shamit Bhartia (DIN: 00020623), who retires by rotation and being eligible offers himself for re-appointment			
3	Appointment of BGJC & Associates, LLP as Auditor and fix their remuneration			
Special Business				
4	Appointment of Mr. Radhey Shyam Sharma (DIN: 00013208) as an Independent Director			
5	Re-appointment of Mr. Ramanathan Bupathy (DIN: 00022911) as an Independent Director			
6	Re- appointment of Mr. Sushil Kumar Roongta (DIN: 00309302) as an Independent Director			
7	Re- appointment of Ms. Shivpriya Nanda (DIN: 01313356) as an Independent Director			

Signed this .... day of 2019

Affix Revenue Stamp of ₹ 1

.... Signature of proxy holder(s)

.... (Signature of Member)

Notes:

1. This form of proxy, in order to be effective, should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
2. A member entitled to attend and vote is entitled to appoint a proxy to attend and on poll, to vote instead of himself/ herself. A proxy need not be a member.
3. Signature of member should be across a Revenue stamp of ₹ 1.
4. It is optional to indicate your preference. If you leave the 'For', 'Against' or 'Abstain' columns blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/ she may deem appropriate.
5. *Applicable for members holding shares in dematerialised form.

JUBILANT INDUSTRIES LIMITED

(CIN: L24100UP2007PLC032909)

Registered Office: Bhartiagram, Gajraula, District Amroha - 244 223, Uttar Pradesh, India

E-mail: investorsjil@jubl.com; Website: www.jubilantindustries.com;

Phone: +91-5924-267200

ATTENDANCE SLIP: ANNUAL GENERAL MEETING 2019

PLEASE FILL THE ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE

Name of person attending: ____________________

Capacity: Member ☐ Proxy ☐ Authorised Representative ☐

(Please √ appropriate box)

I hereby record my presence at the 13th Annual General Meeting being held on Wednesday, September 25, 2019 at 1:30 p.m. at the Registered Office of the Company.

____

Member's / Proxy's Signature

ELECTRONIC VOTING PARTICULARS

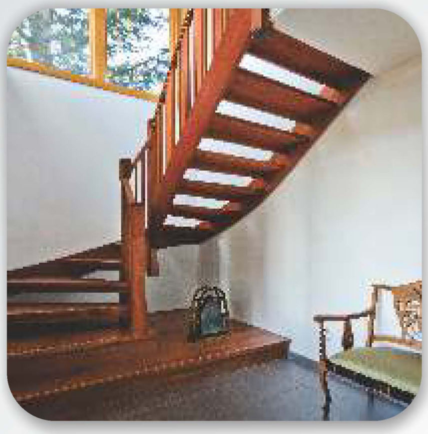
EVEN (Electronic Voting Event Number)	USER ID	PASSWORD

Jubilant Industries Limited

JUBILANT INDUSTRIES

AGRI PRODUCTS

FOOD POLYMERS



WOOD ADHESIVES
& WOOD FINISHES

VP LATEX

ANNUAL REPORT 2019

Corporate Information

REGISTERED OFFICE
Bhartiagram, Gajraula
District Amroha - 244 223
Uttar Pradesh, India
Tel.: +91-5924-267200
Email: investorsjil@jubl.com
Website: www.jubilantindustries.com

CORPORATE IDENTITY NUMBER (CIN)
L24100UP2007PLC032909

CORPORATE OFFICE
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NOIDA - 201 301
Uttar Pradesh, India

STATUTORY AUDITORS
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Chartered Accountants
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25, Rajendra Place,
New Delhi - 110 008, India

INTERNAL AUDITORS
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Sector 42, Sector Road,
Gurugram - 122 002,
Haryana, India

COMPANY SECRETARY
Abhishek Mishra

REGISTRAR AND SHARE TRANSFER AGENT
Alankit Assignments Limited
Alankit Heights,
3E/7, Jhandewalan Extension,
New Delhi - 110 055, India
Tel.: +91-11-23541234, 42541234
Email: rta@alankit.com

BANKERS
Axis Bank Limited
Corporation Bank
RBL Bank Limited
Yes Bank Limited

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Company Introduction

Jubilant Industries Limited (JIL) is a well-diversified Public Listed Company engaged in manufacturing of Indian Made Foreign Liquor and manufacture Agri Products and Performance Polymers through its wholly owned subsidiary Jubilant Agri and Consumer Products Limited (JACPL). The Agri Products comprises of Single Super Phosphate (SSP) and Crop Growth / Nutrition Products and Performance Polymers comprises of Consumer Products such as Wood Adhesives and Wood Finishes and Specialty Polymers such as Vinyl Pyridine (VP) Latex and Food Polymers. The Company has a broad product portfolio, covering large range of products for both B2C and B2B customers.

The equity shares of the Company are listed on the National Stock Exchange of India Limited and BSE Limited.

BUSINESS SEGMENTS

The Company operates in two business segments:

Agri Products: The Company is among the top domestic players in Single Super Phosphate (SSP). With a strong brand 'Ramban', we are the leading SSP supplier in Uttar Pradesh. The contribution of this segment to total revenue from operations is 34%.

Performance Polymers: The business under performance polymers segment includes Consumer Products like Wood Adhesives and Wood Finishes; and Specialty polymers like VP Latex and Food Polymers. The contribution of this segment to total revenue from operations is 66%.

MANUFACTURING FACILITIES

The Company along with its subsidiary has five manufacturing facilities across the country. Two in the state of Uttar Pradesh (Gajraula and Sahibabad), one in Rajasthan (Kapasan, Chitorgarh), one in Gujarat (Savli, Vadodara) and one in Nira, Maharashtra.

OUR BRANDS

jivanjor
NAYA YUG. NAYA JOD

CHARMWOOD

ULTRA ITALIA

रामबाण®
सफल किसान की पहचान...

VAMIPOL

ENCORD
VP Latex for Tyres

Board of Directors

Mr. Priyavrat Bhartia
Chairman

Mr. Shamit Bhartia
Director

Mr. Ramanathan Bupathy
Director

Mr. Sushil Kumar Roongta
Director

Ms. Shivpriya Nanda
Director

Mr. Radhey Shyam Sharma
Director

Mr. Manu Ahuja
CEO & Managing Director

Chairman's **Message**

Priyavrat Bhartia

Dear Shareholders,

I am happy to share my thoughts with you for the financial year FY 2018-19. Jubilant Industries Limited delivered good performance during the year and we have clocked 22% growth for the year.

As per the International Monetary Fund (IMF), the global economy is expected to grow at 3.2% and 3.5% in 2019 and 2020. Key economies such as the US, European Union (EU) and China are expected to witness slowdown in growth in 2019, which has resulted in governments and centrals banks of these economies to adopt stimulus measure along with accommodative monetary policies to support economic growth.

India is the fastest growing major economy in the world for the second consecutive year. IMF expects India's Gross Domestic Product (GDP) growth in FY 2020 and FY 2021 at 7.0% and 7.2%, respectively. The GDP growth is expected to be driven by continued strengthening of investments, improvement in exports performance, an expansionary monetary policy stance and expected impetus from fiscal policy. The implementation of structural reforms such as the Goods and Services Tax (GST) is expected to support the long-term growth trajectory of the country.

Agri Products

The Government of India recently introduced scheme of Direct Income support is expected to improve cash supplies in the market. Increasing Minimum Support prices (MSP) of crops to 1.5 times the cost of production. The Government of India has introduced several projects to assist the agriculture sector like irrigation projects, cold chains and national agricultural markets.

FY 2018-19, is the first full year of implementation of Direct Benefit Transfer (DBT) in fertilizer. DBT system stabilizing by creating awareness among the retailer by Government and the Industries. The Government have made significant effort to promote fertilizer sales through POS machine and take necessary steps to mandatory use of POS machine

In SSP Business, Jubilant has gained market share in Uttar Pradesh & Uttarakhand, improving its sales volume by 23%. Focus has been on primary zone (within 400 KM from Gajraula plant) to improve profitability and this led to an increased market share of 55%.

Performance Polymers:

In Food polymers business, The Chewing Gum Industry continued its struggle during the year as well but the decline in FY 2018-19 was lesser than in FY 2017-18. Turkey, which is a big base for gum-base manufacturers, struggled due to economic instability and currency depreciation.

In VP Latex, FY 2018-19 has been a mixed bag for the automotive and tyre industry – a growth in the first half followed by a decline in the second half. Q4 FY 2018-19 has been the worst hit with automotive industry across the globe witnessing a slowdown. FY 2018-19 has been a benchmark year for the Company with all time high volumes being produced as well as sold. We have gained market share in Export as well as in domestic market.

In Consumer Product Division, the overall consumer segment slowdown has impacted the volume growth during the year. Our focus is on gaining market share in the premium category by improving demand generation through marketing initiatives, innovation and enhance sales effectiveness.

FY 2018-19 Financial Highlights

The Consolidated Revenue from operations (net of Excise Duty) of the company increased by 22%, to reach ₹ 5589 million in FY 2018-19, as compared to ₹ 4572 million in FY 2017-18. Earnings before interest, taxes, exceptional items, depreciation and amortization (EBITDA) stands at ₹ 365 million in FY 2018-19.

After accounting for depreciation and amortization of ₹ 91 million, the Company's PBIT stands at ₹ 274 million. After accounting for financial charges of ₹ 253 million, and PBT stands at ₹ 21 million.

FY 2019-20 Outlook

We have strong belief in our people and we are confident in setting new standards. We will drive operational excellence to achieve even greater productivity and efficiency as we grow our business.

Agri Products is expected to deliver growth with increasing market share in economic zone, increasing sales of value added products and focus on Fortified Fertilizers. In the consumer product division in our Performance Polymers segment, our focus is on growing market share in premium category and adding new products through in house development, strategic partnerships to cover the product gap and increased efficiency. We will also increase our reach and enter new markets. In Food Polymers business, our main focus remains on new customer acquisition. In VP Latex business, development activities in the international market continue to be a focus area while maintaining domestic share and margins.

I take this opportunity to thank all our employees, customers, vendors, bankers and shareholders for their continues support.

Best Wishes.

Priyavrat Bhartia
Chairman

Date: May 16, 2019

Awards & **Accolades**


FAME
FOUNDATION FOR ACCELERATED MASS EMPOWERMENT
Certificate
Of Excellence
M/s. Jubilant Agri & Consumer Products Ltd.
Bhartiagram,Gajraula – 244223 Uttar Pradesh
has been declared winner of
Fame Excellence Award™ 2018
PLATINUM AWARD
Towards Excellence in Quality Excellence
D. D. Sharma
Chairman

JACPL Gajraula plant has received **PLATINUM AWARD** for outstanding achievement in **Quality Excellence** in India's Prestigious **"FAME Excellence Award - 2018"**


GROW CARE INDIA
AWARD 2018
CERTIFICATE
This is to certify that Jubilant Agri & Consumer Products Ltd.(Gajraula, Amroha)
have been declared the Winner of Grow Care India Safety Award 2018
GOLD AWARD
In Chemical sector for Outstanding Achievement in
Safety Management on 25th July 2018 at The Imperial, New Delhi(India)
Rakesh Divedi

JACPL Gajraula plant has received **India's Prestigious GROW CARE INDIA SAFETY AWARD** in **GOLD category in Chemical Sector** for outstanding achievement in Safety Management System


Certificate
This is to certify that
Jubilant Agri & Consumer Products Ltd.
Gajraula
has been declared Winner of
PLATINUM AWARD
in Chemical Sector
for outstanding achievements
in Environment Management
KAMALESHWAR SHARAN
GREENTECH FOUNDATION

JACPL Gajraula plant has received **India's Prestigious GREENTECH PLATINUM AWARD 2018** in **Chemical Sector** for outstanding achievement in Environment Management System


GROW CARE INDIA
AWARD 2018
CERTIFICATE
This is to certify that Jubilant Agri & Consumer Products Ltd Bhartiagram, Gajraula, Distt. Amroha (U.P)
have been declared the Winner of Grow Care India Environment Award 2018
GOLD AWARD
In Chemical sector for Outstanding Achievement in
Environment Management on 3rd April 2019 at the
J.W. Marriott Hotel, Chandigarh
Rakesh Divedi
Chairman

JACPL Gajraula plant has received **India's Prestigious Grow Care India Environment AWARD 2018** in **Chemical Sector** for outstanding achievement in Environment Management System

Management **Discussion and Analysis**

Cautionary Statement

Statements in the Annual Report, particularly those, which relate to Management Discussion & Analysis, describing the company's objectives, projections, estimates and expectations, may constitute forward looking statement within the meaning of applicable laws and regulations. Although the expectations are based on reasonable assumptions, the actual results might differ significantly.

Key Economy and Industry Trends

As per the International Monetary Fund (IMF), the global economy is expected to grow at 3.2% and 3.5% in 2019 and 2020. Within this, the US, European Union (EU) and China are expected to witness slowdown in growth in 2019. Governments and Central banks in the US, EU and China are adopting stimulus measures along with accommodative monetary policies to support economic growth to tide over growth concerns in their respective regions.

As per IMF, India's Gross Domestic Product (GDP) in FY 2020 and FY 2021 is expected to grow at 7.0% and 7.2%, respectively. The GDP growth is expected to be driven by continued strengthening of investments, improvement in exports performance, an expansionary monetary policy stance and expected impetus from fiscal policy. The implementation of structural reforms such as the Goods and Services Tax (GST) is expected to support the long-term growth trajectory of the country.

The Government of India recently introduced scheme of Direct Income support is expected to improve cash supplies in the market. Increasing Minimum Support prices (MSP) of crops to 1.5 times the cost of production. The Government of India has introduced several projects to assist the agriculture sector like irrigation projects, cold chains and national agricultural markets.

FY 2018-19, the first full year of implementation of Direct Benefit Transfer (DBT) in fertilizer. DBT system stabilizing by creating awareness among the retailer by Government and the Industries. The Government have made significant effort to promote fertilizer sales through POS machine and take necessary steps to mandatory use of POS machine.

India Meteorological Department has released its Monsoon Forecast to be near normal at 96% of the Long Period Average (LPA) with a model error of +/- 5%. As per IMD, weak El Nino conditions will continue to prevail throughout the Monsoon season with the intensity to reduce during the latter part of the Southwest Monsoon 2019 season.

We are focusing on expanding business in newer markets and product categories and this has resulted in addition of new customers and new regions. We have also been able to concentrate on more profitable segments of the business.

Industry Scenario

We operate in diverse sectors ranging from fertilizer; food polymers; performance polymers; Wood-working Adhesive & Wood Finish etc. Our performance is not only an indicator of the strategies we have adopted but it also depends upon the behavior of different sectors to whom we cater.

In Agri Products, the Indian Phosphatic fertilizers registered a growth over last year in the country and are showing signs towards balanced use of fertilization and soil health to improve the productivity.

SSP in particular registered a growth sales of 4.3% in India as compared to last year. However, SSP Sales in UP showed an increase of 5.2% over last year. SSP production has showed growth of 4.2% as compared to last year on an all India basis.

Consumer Products Division, In Indian Adhesive industries the demand has started to recover from impact of demonetization and GST. There are several new players who have come up which has led to increase in the level of competition. The industry has seen aggressive promotions from both market leader and local players to retain and grow market shares, and it has been challenging to pass on the increased input costs in this hypercompetitive market.

In VP Latex Business, FY 2018-19 has been a mixed bag for the automotive and tyre industry – a growth in the first half followed by a decline in the second half. Q4 FY 2018-19 has been the worst hit with automotive industry across the globe witnessing a slowdown.

In Food Polymers, The Chewing Gum Industry continued its struggle in FY 2018-19 as well but the decline in FY 2018-19 was lesser than in FY 2017-18. Turkey, which is a big base for gum-base manufacturers, struggled due to economic instability and currency depreciation.

Financials

Consolidated financial results of the Company are analyzed and presented below: **(₹ in millions)**

Consolidated Income Statement	FY 2018-19	FY 2017-18
Revenue from Operations	5,589	4,672
Other Income	7	8
Total Revenue	**5,596**	**4,680**
Expenses		
Cost of Materials Consumed	3,090	2,368
Purchase of Stock-in-trade	53	50
Change in Inventories of Finished Goods, Work-in-progress & Stock-in trade	87	(35)
Excise Duty on Sales		100
Employee Expense	701	699
Other Expenses	1,300	1,189
Total Expenses	**5,231**	**4,371**
EBITDA	**365**	**309**
Depreciation & Amortisation Expenses	91	91
Finance Cost	253	264
Tax Expenses	51	1
Profit After Tax (PAT)	**(30)**	**(47)**

Revenue: The Consolidated Revenue from Operations during FY 2018-19 stands at ₹ 5,589 million against ₹ 4,672 million in FY 2017-18, Sales net of ED stand at ₹ 5,589 million in FY 2018-19 against ₹ 4,572 in FY 2017-18 resulting an increase of around 22%. The increase in revenue mainly on account of higher volume in Agri, LATEX & SPVA business and increase in raw material price (where selling prices are a function of raw material prices).

Total Expenditure: Total Expenditure stands at ₹ 5,231 million in FY 2018-19 as against ₹ 4,371 million in FY 2017-18. Major expense heads for the Company include Raw Material costs, Manufacturing costs, Employee benefits expenses and Selling General & Administrative expenses.

EBITDA: In FY 2018-19, the Company's EBITDA stood at ₹ 365 million, compared to ₹ 309 million in FY 2017-18.

PAT: After accounting for depreciation and amortisation of ₹ 91 million, the Company's PBIT stands at ₹ 274 million. After accounting for financial charges of ₹ 253 million, PBT stands at ₹ 21 million. Profit after Tax of Company stands at ₹ (30) million.

Business Segment wise consolidated revenue from operations: (₹ in millions)

Segment Revenue Analysis	FY 2018-19	FY 2017-18
Agri Products	1,873	1,410
Performance Polymers	3,716	3,262

Key Financial Ratios (Consolidated)	Unit	FY 2018-19	FY 2017-18
Debtors Turnover	times	5.69	4.37
Inventory Turnover	times	7.98	6.84
Interest Coverage Ratio	times	1.44	1.17
Current Ratio	times	0.95	0.94
Debt Equity Ratio	times	3.05	6.76
Operating Profit Margin	%	7%	7%
Net Profit Margin	%	-1%	-1%
Return on Net Worth	%	-6%	-12%

Marketing Activities - The company has conducted various engagement programs such as Kisan Mela and Farmer meetings to educate farmers and share the benefits of our products and services.

Agri Products

Business Profile – Agri Products has a range of Agri-input products in Crop Nutrition & Crop Growth Regulator categories under the brand "Ramban". The brand has strong reputation in Uttar Pradesh & Uttrakhand markets. The Company is engaged in the manufacturing of SSP and Boron Fortified Granules SSP, Organic Manure Granules and Sulphuric Acid.

We have 39% market share in UP & UK, however 55% market share is recorded in primary zone (within 400 Kms. from Gajraula plant) and RAMBAN is highly preferred brand among the farming community.

New Product Launch

***FASAL GROW**, It is Mycorrhiza based bio-fertilizer having Mycorrhizal culture & Bentonite granules as key raw materials. Its improves plant growth, productivity & yield and also Improves uptake of nutrients especially Phosphorus leading to better nutrition for plants.*

Industry Overview – Inorganic fertilizer is a key input to help growth of India's agriculture output.

The industry helps agriculture sector to meet food grain requirements of the growing population of the country. The industry not only helps India to become self-reliant in food grain production but also contributes significantly to enhance employment in the country.

The Indian fertilizer industry consists of two key segments – Urea and P&K fertilizers:

- The Urea fertilizer accounts for over 55.3% of the total fertilizer consumption. This is regulated by the government as the price and movement are control by the government.
- While, the P&K segment consists of Di Ammonium Phosphate (DAP), NP & NPK, Muriate of Potash (MOP) and Single Super Phosphate (SSP). This function under a fixed subsidy and variable reasonable pricing freedom being granted by the government through Nutrient based Subsidy policy (NBS) since April 2011. In Phosphatic category, freight subsidy is reimbursed to all P&K fertilizers except SSP, which restricts the movement of SSP to nearby localities and increase unhealthy competition among the competitors.
- The government of India is willing to strengthen SSP industry which comes under Make In India concept by addressing critical issues to strengthen the SSP Industries, department of fertilizers constituted a team members

from DOF & Industries to give recommendation on the following issues:

- o Freight subsidy applicability on the SSP Industry at par with other P&K fertilizers.
- o Separate budget provision for SSP Industries to Support working capital requirement.
- o To ensure quality, desired steps.
- o The requirement of pre-analysis of Egyptian Rock phosphate for production of SSP.
- o The quality check mechanism of the other input material like BRP etc.
- o The feasibility of developing an online monitoring system for real time monitoring of the identified key parameters during the production process which are essential for production of good quality SSP.
- o Present system of quality checking mechanism for the finished SSP and suggest the improvement in the present system.
- o Any other aspect related to the quality of SSP.

DAP, NP / NPK and SSP are the main forms of Phosphate fertilizers used in India. SSP is a multi-nutrient fertilizer containing 'Phosphate' as primary nutrient and 'Sulphur' and 'Calcium' as secondary nutrients. It is preferred by small and marginal farmers due to lowest price per kg and is the cheaper source of Sulphur.

In India, SSP contributes 7.1% to the total Phosphate fertilizer usage, while in countries like Egypt, New Zealand, Brazil, Australia etc.; the average contribution of SSP to the total Phosphate fertilizers is much higher.

In Uttar Pradesh & Uttrakhand, the sale of SSP showed growth of 5.2% from FY 18 to FY 19. The general trend of sale of other Fertilizers is mentioned below-

Fertilizers	2014-15	2015-16	2016-17	2017-18	2018-19
DAP	15.62	22.13	20.43	18.32	19.97
MOP	2.06	2.23	2.81	3.04	2.18
NPK	6.13	6.92	5.14	5.50	6.90
SSP	3.12	3.74	3.72	3.78	3.97
TOTAL	26.92	35.01	32.09	30.65	33.02

Business Performance – In FY 2018-19, we have improved in our operating efficiencies over last year. Our focus on selling more in our economic zone helped us to improve our market share in relevant markets with better profitability.

Business Strategy – In SSP, focus will be on increasing market share in economic zone through intensive marketing activities to improve profitability, improving sales of value added products like Boronated SSP and introducing new products like Zincated PSSP, Zincated GSSP & Phasphate organic manure (PROM) and increasing sale of in-house products like organic fertilizer-Shaktizyme and VAM-C, a plant growth regulator, which gives promising results in crops like Soybean & Pigeon pea. We are focusing on bio fertilizer, "FasalGro" (Micoriza)

DBT system stabilizing by creating awareness among the retailer by Government and the Industries. The Government have made significant effort to promote fertilizer sales through POS machine and take necessary steps to mandatory use of POS machine, if there is any deviation, canceling the license of dealers.

Performance Polymers

Consumer Products

Business Profile – The Consumer Products business operates in the space of Wood Working Adhesives and Wood Finishes. Our Adhesive brands are 'Jivanjor', 'Vamicol', 'Polystic' & 'Hero' and Wood Finishes brand 'Charmwood' has strong market acceptance and is known for its product quality among the influencers and consumers.

- 'Jivanjor' is a leading brand in the wood working adhesives industry. The Company's water based adhesives are ready to use adhesives which set rapidly at room temperature & offer superior bond strength that enhances the durability of furniture and fixtures. The product portfolio boasts of specialty adhesives that cover a multitude of special requirements in the water-based category itself. The Company also offers contact adhesives, which are Synthetic Rubber based adhesives for exceptional fast drying and vertical lamination.
- Our Wood Finishes brand 'Charmwood' offers complete wood finishing system, stains and ancillaries for decoration & protection of wooden furniture. The wood finishing system includes Melamine finish in Gloss and Matt variants, Nitrocellulose finish & PU Alkyd finish. These systems offer exceptional fast drying properties, stain resistant and scratch resistance properties. We also offer a wide range of Wood stains to give colour to wood these can be mixed to generate unique colours to meet different consumer needs. The range also includes ancillaries like sealers and thinners, required for the purpose of successful application. The company has also entered the premium wood –finish space with the introduction of Ultra-Italia, its premium range of PU products.

With a nationwide distribution network, both our brands 'Jivanjor' and 'Charmwood' are major players in their respective segments.

Below is the range of our Wood Working Adhesive products:

Our products in CPD-WWA

All Rounder | Aquabond | Water Shield | Lamino IPN | Lamino IPN WR | PVC XTRA

ECO White Glue Category

Polystic | Hero

Jivanjor - Solvent Based Category

Lamino Nxt | Lamino Nxt

Vamicol Range

Vamicol General Purpose | Vamicol Waterproof | Vamicol Super fast

Our Range of Wood Finishes products:

Our products in CPD -WF

Melamine | Stains | NC | Woody | Thinner

Polyurethane Range

PU White Gloss Finish

PU White Matt Finish

Epoxy Insulator

PU Clear Gloss Finish

PU Clear Matt Finish

Marketing Initiative

The Company is taking innovative step to provide better experience to it contractors and has strengthen its loyalty program "Achievers Club" with launch of a new mobile based application. The APP will provide digital platform and will act as a bridge between the company and the contractors, and help better connect and faster redemption of their benefits.

Retailers & Contractor Engagement:

Retailers and Influencers play an important role in Consumer product business, we have been in constant touch with them to understand their needs and requirements and have conducted various engagement programs for Contractors and Dealers.



Jivanjor Parivaar: we have started this new initiatives to come close to our contractor and work together for larger benefit of society and the group. This will help to work closely with them and build an emotional connect and do community service beyond the regular work

We launched Jivanjor Parivaar in key locations important to business


Business Performance – This has been a tough year for Adhesives business and Wood Finish business. The focus will remain on growing our market shares in the premium category in both the business sectors that we operate in, by strengthening our presence in these categories through deeper distribution of the premium range, adding new products through in house development, strategic partnerships to cover the product gaps and increased efficiency and productivity through use of technology to manage the distribution network.

Food Polymers

Business Profile – Jubilant is one of the leading supplier of Polyvinyl Acetate (PVAc) to chewing gum industry. PVAc is the major raw material for making gum base for chewing gum and bubble gum. Our brand names under this category are 'Vamipol 5', 'Vamipol 14', 'Vamipol 15', 'Vamipol 17', 'Vamipol 30', 'Vamipol 60' and 'Vamipol 100'. The customer profile of the Company in this business includes the market leaders in chewing gum industry worldwide.

Industry Overview – The gum industry is consolidated with top two companies' together accounting for around 60% market share. The global market shares for the top five chewing gum companies are estimated to be around 83%.

The Global Gum Industry continued to struggle in 2019, with North America, Turkey markets showing a declining trend however China stabilized a bit.

Sugar free gums, which attracts health conscious consumers, and which also provide additional benefits of dental care, and also functional gums like 'energy gums', 'caffeine gums' are expected to see a higher growth albeit with a lower base.

Chewing gum has several direct substitutes such as mints, mouth-freshening sprays, and bubble gum. Apart from the direct substitutes, there are some indirect ones, like candies and toffee. The preference for mints over chewing gum is likely to affect the demand for gums in coming times.

Business Performance – Business grew in FY 2018-19 primarily due to share gain from the top three customers. Q4 FY 2018-19 also witnessed a strong turn-around in the Ester Gum business with the business turning in positive returns.

Business Strategy – The business strategy revolves around two key pivots – New customers, and New product/ application development. During FY 2018-19, the business has worked around these pivots and has been able to include some new customers in Europe. The business continues to have strong plans for new customer acquisitions and share gain plans in the food applications space with both SPVA and Ester Gum and also increase foot-print in the industrial applications space.

Latex Business

Business Profile – Jubilant ranks No. 1 in India and No. 2 globally, for manufacturing VP Latex (Vinyl Pyridine Latex) used in dipping of automobile tyre cord and conveyor belt fabric. The Company also produces SBR and NBR Latex. The Company is bulk supplier of these lattices to global automobile tyre manufactures and dippers. The products under this category are 'Encord VP Latex' and 'Encord SBR Latex'. Another product 'Encord. NBR Latex' is used in automotive gasket jointing.

Industry Overview – VP Latex is used to impregnate man made fabrics and enable the adhesion of fabrics to the rubber of automobile tyres and conveyor belts.

FY 2018-19 was a mixed year for the industry. Healthy growth in the automotive and the tyre industry in the first half slowly moved into the red by the end of the year. The Tyre cord dipping industry further witnessed consolidation with another acquisition in Europe. All the key dippers in the domestic market are looking at expansion primarily to cater to the exports market.

Business Performance – FY 2018-19 has been a benchmark year with all time high volumes being produced as well as sold. The growth is primarily attributed to some new customer acquisitions.

Business Strategy – In FY 2019-20, business development activities in the international market continue to be a focus area while maintaining domestic share and margins.

Research & Development Initiatives

Research & Development plays an important role in innovation and developing new technologies and new infrastructure that can be leveraged for seamless scale up of new products. R&D inputs to six sigma, play a vital role to foster the implementation of new technologies and enhance the efficiency of our manufacturing plants.

Jubilant has successfully developed new grades of SPVA for chewing gum and industrial applications and has also commercialized different grades of Ester Gum.

R&D is fully involved in innovation and development of new technology & products, which provide better customer satisfaction. Jubilant has successfully developed new technology platforms in latex business, relevant to unmet customer needs.

Manufacturing

Our quest for sustainable growth has been supported by all manufacturing initiatives at all our locations by leveraging operational efficiency, waste reduction, waste recycle and reuse, resource conservation and process innovation without dilution of focus on product quality, overall safety and operational flexibility.

Sustainable growth has also been supported by proactive approach to regulatory compliances. During the year many initiatives have been taken up in areas like energy conservation, water conservation, cycle time reduction, cost optimisation and improving machine up time through Sustainable engineering practices etc. at all manufacturing plants.

Use of rice husk replacing nonrenewable fuel - coal for hot air generators continued during the year as an effort for sustainable growth. To embed continuous improvement into the company's DNA, and to further enhance its People, Process and System capabilities, various transformation methodologies like TPM and Lean Six Sigma have been deployed across the manufacturing function. Many other initiatives have been taken across plants to strengthen Environment & safety systems. Various measures to control fugitive emission at fertilizer plant at Gajraula has been taken.

During the year under review, Our efforts in its drive for sustainable growth and continuous improvement were recognized in various national forums. Our Gajraula plant received four awards during the year in quality, safety and Environment

- Platinum Category FAME excellence award in Quality
- Platinum Category Geentech Award in Environment Management
- Gold Category Grow Care Award in Environment Management
- Gold Category Grow Care Award in Safety Management

Supply Chain Management

In FY 2018-19, the company took major initiatives for reducing its 'Net working capital' more effectively by better inventory and payable management. Business planning cycle was strengthened through S&OP (sales and operations planning) process improvements.

The finished goods, logistics and distribution structure of the Company's consumer products business was also remodeled this year for lower inventory yet not compromising on product availability and OTIF dispatches. Few geographically closer warehouses were merged so that the overall inventory got reduced.

Going forwards, we shall continue to target and achieve higher levels of efficiency across categories with a primary focus in the area of raw material and logistics while ensuring delivery of value to our end customer.

Human Resources – "Our Appreciating Asset"

In the prevalent Ecosystem, in line with most of the aspects of a modern business, the right people strategy and optimal HR practices too are ever changing & dynamic. At jubilant, we manage our Human resources as a strategic asset, adopting a coherent approach towards leveraging this talent for competitive advantage.

Inclusive development & inclusive success is integral to our employee value proposition. By focusing on the success and sustainability of the business, we attract, retain and motivate our employees The plinth stone of "Caring, Sharing and Growing" are our core principles & define who we are and what we stand for. Our People Strategy & the Integrated Talent Management programs are a vital investment in our human capital – the skills and knowledge of employees – to ensure that we are equipped to drive the company's growth and profitability. We ensure clear governance structures that enable effective and responsive decision-making with clear lines of responsibility. The Value levers deployed by the organization are Inspire Confidence, Always Stretch, and Nurture Innovation & Excellent Quality.

Workforce planning is a mandatory process at strategic and operational levels to develop the organization in line with the future needs of each business, and sets the basis for our budgeting, recruitment, development and talent management processes. As part of workforce planning, we identify critical roles and focus on the succession planning of these roles to ensure business continuity. To sustain and improve our talent pipeline, we are focusing on the identification and development of our internal talent through frequent management reviews and targeted individual development plans.

At Jubilant Industries, we believe in facilitating an ethically compliant & corporate governance centric environment for our employees besides a constant review of our policies & people processes to make sure we are relevant and are at with the market. We are brave in our strides, we learn from both, our successes and our slips to ensure an environment of continual improvement.

Internal Financial Control Framework

Section 134(5)(e) of the Companies Act, 2013 requires a Company to lay down internal financial controls system (IFC) and to ensure that these are adequate and operating effectively. Internal financial controls, here, means the policy and procedure adopted by the Company for ensuring the orderly and efficient conduct of its business including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information.

The above requirement has the following elements:

- Orderly and efficient conduct of business
- Safeguarding of its assets
- Adherence to Company's policies
- Prevention and detection of frauds and errors
- Accuracy and completeness of the accounting records and timely preparation of reliable financial information

At Jubilant, the IFC systems are in place and incorporates all the five elements as mentioned above. In addition, the Company has a transparent framework for periodic evaluation of the internal financial controls in form of internal audit exercise carried out through the year and online controls self-assessment, thereby reinforcing the commitment to adopt best corporate governance practices. Policy and procedure adopted by Jubilant to adhere to IFC elements is given below:

Orderly and efficient conduct of business

The Company has a well laid down organizational structure which defines the authority-responsibility relationship. The Company has a formal financial planning and budgeting system in place encompassing the short term as well as long term planning. In order to ensure that the decisions are made and action taken at an appropriate level, the Board of Directors of the Company have formulated the Delegation of Authority which has been designed to ensure that there is judicious balance of authority and responsibility. The adherence to Delegation of Authority is part of the internal audit plan. To improve the controls in operations, we have established the concept of financial decision making through operational committees. The entire Purchase, Credit Control and Capital Expenditure decisions are taken jointly in committees. The key roles of these business committees are as under:

a) Purchase Committee which ensures high quality purchases at economical cost and maintains reliability of supplies from reputed Suppliers with long-term relationships.

b) Capex Committee which ensures cost reduction with proper negotiation and monitors time & cost overrun.

c) Credit Committee which evaluates the credit risk and approves the maximum credit which can be provided to a customer.

These committees approves the credit limits at the beginning of the year and is empowered to make changes as and when required.

The Company also has the risk management framework in place which has been discussed under the heading "Our Vision on Risk Management".

Compliance with respect to various statutes, rules and regulations applicable to the Company is managed by Secretarial department. Status of compliance is governed through an intranet based application 'Statutory Compliance Reporting System' (SCRS). Respective control owners certify the compliances on a quarterly basis in SCRS and a compliance report is prepared through SCRS. The objective of the SCRS certification is to ensure that the compliances are effectively managed and controlled and that they support the Company's business objectives and corporate policy requirements.

Safeguarding of its assets

The Company has taken an Industrial All Risk policies and Fire policies for all of its plant as well as corporate office to safeguard its assets. The Company also carries out physical verification of its assets.

Adherence to Company's policies

The Company has two tier policies and procedures viz Entity Level Controls and Process Level Controls. The entity level control includes a comprehensive code of conduct and code of ethics. We also have process level controls which cover a wide range of key operating financial and compliance related areas like Accounting, Order to cash, Procurement to payment, Inventory and Production etc.

Self-assessment certifications of controls are being done by the Control Owners through a verifiable and transparent sign-off process and such certifications are reinforced by Activity and Location Owners, as they give in-principle approval to the self-assessment by the Control Owners. Result of Controls Manager certification is prepared and presented to the audit committee every quarter by the CFO for exception review.

Controls certification is also being validated by the in-house team through review of the assertions certified by the Control Owners on sample basis regularly across business units, plants, branches and corporate office and validation results of Controls Manager certification are prepared and presented annually to the audit committee.

The above policies are periodically reviewed and refreshed in line with the change in business and regulatory requirements.

The Audit Committee, on a quarterly and annual basis, reviews the adequacy and effectiveness of the internal controls being exercised by various business and support functions.

Prevention and detection of frauds and errors

In order to prevent and detect frauds and errors, perpetual internal audit activity is carried out by Ernst & Young LLP. Action points and suggestions made by them are discussed in Sub Audit Committee meeting before presenting the same to the Audit Committee. Subsequently, follow-up audits are also carried out by in-house internal audit team to ensure implementation of the suggestions.

Accuracy and completeness of the accounting records

The Company has a very well documented and Accounting Manual. The Accounting Manual contains detailed guidelines on all aspects of accounting applicable to the Company and has been prepared in line with all applicable accounting standards, guidance notes and expert opinions. This helps in ensuring that the accounts and finance team is well updated on the applicable accounting requirements.

Our Vision on Risk Management

To establish and maintain enterprise wide risk management capabilities for active monitoring and mitigation of organizational risks on a continuous and sustainable basis.

Risk Management Strategy

The Company has a strong risk management framework in place that enables regular and active monitoring of business activities for identification, assessment and mitigation of potential internal or external risks. The Company has in place a well-established processes and guidelines along with a strong reviewing and monitoring system at the Board and senior management levels.

Our senior management team sets the overall tone and risk culture through defined and communicated corporate values, clearly assigned risk responsibilities and appropriately delegated authority. We have laid down procedures to inform Board members about the risk assessment and risk minimization procedures. As an organization, we promote strong ethical values and high levels of integrity in all our activities, which by itself significantly mitigates risk.

Risk Management Structure

Our risk management structure comprises the Board of Directors and Audit Committee at the Apex level, supported by the Managing Director, Heads of Businesses, Functional Heads, and Unit Heads. As risk owners, the Heads are entrusted with the responsibility of identification and monitoring of risks. These are then discussed and deliberated at various review forums chaired by the Managing Director and actions are drawn upon. The Audit Committee, Managing Director, and CFO act as a governing body to monitor the effectiveness of the internal financial controls framework.

Risk Mitigation Methodology

We have a comprehensive internal audit plan and a robust Enterprise Risk Management (ERM) exercise which helps to identify risks at an early stage and take appropriate steps to mitigate the same. We have completed five years of our certification process wherein, all concerned Control Owners certify the correctness of controls related to key operating, financial and compliance, every quarter. This has made our internal controls and processes stronger and also serves as the basis for compliance as per Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations').

Management's Assessment of Risk

The Company identifies and evaluates several risk factors and draw out appropriate mitigation plans associated with the same. Some of the key risks affecting its business are laid out below:

Competition

The Company operates in a competitive business environment in each of its business segments. Climatic conditions have a pivotal role to play in Agri Products prospects. Uncertainty in monsoons & non-uniform distribution of rainfall has repercussions like sudden change in cropping pattern, pest attack, and changes in output prices of commodities. All these factors highly impact the demand & supply balance of fertilizers.

The movement of bulk fertilizers requires timely availability of carriers & railway wagons (rakes) which at times get affected due to movement of other commodities at the same time. In addition, price movements in the international market for alternatives to SSP such as DAP & NPK complexes, poses risk in the form of consumer preference for these alternative products thereby impacting demand for SSP.

In Agri Products, the Company is focusing on expansion of new network and introduction of new products.

In Consumer Product business, low involvement of consumer and price sensitivity makes the Company dependent on channel and influencer for creating demand for its products. The Company has worked out strategies to expand distribution channel, build up product portfolio in high growth segments and strengthen brand usage among influencers with loyalty programs and various interactive marketing initiatives.

In Food Polymers and Latex business, the Company faces competition from international territories including China in terms of cost advantage enjoyed by our competitors. Further for these export oriented businesses, we face competition from European competitors. With the industry overall not growing, it is leading to pricing pressures between the top 3 players in the industry in order to gain share amongst the existing available opportunity and when it comes to customers that are based in Europe, we continue to be at a logistical disadvantage compared to competition. Despite these challenges, the Company has worked on a strong customer and account management programs to secure long-term commitments from our customers, which has led to the growth in FY 2018-19. Strong plans have also been put in place to continue replicating the success of FY 2018-19 in future years.

Cost Competitiveness

The Company believes that its growth and market position is due to the quality that it stands for. Rising input prices amidst inflationary market conditions pose a risk to the Company's ability to remain price competitive and build profitability to drive future growth. Volatility in prices of raw materials such as Sulphur, Rock Phosphate, VAM, Catalysts, Butadiene and 2-Vinyl Pyridine etc. and any surge in logistics cost may have a significant impact on operating margins.

The Company continues to take initiatives to reduce costs by business excellence initiatives. Wherever feasible, the Company is entering into long term contracts with volume and price commitments. Alternative supply sources are being identified to negate the adverse impact of short supply of raw materials and R&D initiatives being evaluated to develop cheaper / easily available alternatives. The focus is also on improving profitability by increasing supply chain and R&D effectiveness, thereby reducing manufacturing costs.

Foreign Currency Fluctuations

Foreign currency exposures arising out of international revenues and significant import of key raw materials could adversely impact the profit margins of the Company. Depreciating rupee poses a risk of imports becoming dearer and raw materials more expensive. Further, volatility and uncertainty in Forex rates creates challenges in determining the right price of the product in the market.

The Company does not use any derivative financial instruments or other hedging techniques to cover the potential exposure as the net foreign currency exposure is not significant.

Capacity Planning and Optimization

As a part of its growth strategy, the Company makes investments to expand capacity and service capabilities and focuses on debottlenecking the existing plants. Debottlenecking/process improvements helped in generation of additional capacity with the available resources in Sulphuric acid. This is critical to achieve our business objectives of driving growth and maintaining market leadership. Non availability of sufficient capacity due to delayed commissioning, cost overruns and inability to deliver as per standards can significantly impact achievement of revenue targets, margins and expected return on investment (ROI). It can also result in customer dissatisfaction and adverse impact on reputation. Uncontrollable breakdowns and idle capacities contribute to inefficiencies in manufacturing process. Similarly, unutilized capacity for short periods due to power breakdown, unavailability of labor, transport strike etc. may impact the ability to meet customer demand and garner market share.

The Company has robust processes in place to continuously monitor planned capacities and utilization ratio, aligned with good manufacturing practices and stringent plant maintenance plan. The Company takes additional initiatives to commit to customer orders only after taking into consideration the key capital projects planned for execution. The Company's growth objectives are aligned with project team execution plan. It periodically embarks on de-bottlenecking and other initiatives to improve efficiencies and build additional capacities.

Portfolio and mix: Product and Customer Concentration

A balanced portfolio in terms of customers, markets and products is critical for the Company to be able to execute business strategies and monitor the impact of decisions. Any change in customer's organization behavior, needs or expectations may adversely impact the competitive position and margins of the Company. A high customer concentration poses a risk of sudden fall in revenue and margins and share of business due to any change in consumers' needs and trends, preference for a competitor and /or liquidity crunch due to inability to collect dues from customers.

Agri Product, to meet emerging nutrient deficiency in crop produce which creates malnutrition condition, fertilizer industry in collaboration with Government of India makes continuous efforts to provide nutrient rich fertilizers to farmers. This helps farmers maintain crop yields & thus get higher returns. Jubilant also played its role in maintaining soil health & increasing crop yields by introducing more product under FCO – **Boronated Granular SSP, Zincated SSP powder form, Zincated SSP granual form.**

Business is also in process of launching a PROM covered under FCO and Nutri mix.

Our existing organic fertilizers in the portfolio viz. ShaktiZyme is meant for improvising soil condition in the long run & thus contributing to sustainability.

Food Polymers & Latex business, an over-dependence on single product or few customers, may adversely impact the realisation of long term business objectives in the event of any regulation limiting the end use application. We continue to address this issue by adding newer customers as well as applications to the portfolio. Efforts on the Food Polymers continue but the challenge remains with limited customer base and even in that a few holding by far the majority share. Failure to effectively / optimally utilize co-products as per strategy may result in inventory build-up, distress sale and forced losses.

As a part of business planning and periodic review meetings, the Company strives to identify and explore new profitable markets for its products as well as new downstream opportunities in terms of applications and alternative uses of the products available in its portfolio.

Human Resources-Acquire and Retain Professional Talent

Having an overarching Talent Management strategy framework to support the Human Resource requirements to augment our growth initiatives is a high focus agenda for us.

The focus continues around having a differentiated approach towards attracting the right talent, engaging & retaining the talent thus acquired and also to nurture and invest in talent, crucial to maintain desired operational standards. The Company has invested in talent planning, assessing and refining the most impactful parts of our hiring process by soliciting feedback from candidates and recent hires to better understand their experience and take the processes to the next level.

Additional focus is maintained to develop a succession plan for critical positions, to address the inevitable impact on the business objectives in case of talent drain and making sure that business runs smoothly by identifying, developing and aligning our high-potential resources with our future leadership needs and fulfilling their aspirations within the organization.

Our employees are our brand ambassadors; we encourage our employees to partner our talent search & refer their acquaintances to come to work with them. We have an employee referral program which rewards those who bring their colleagues to work post their joining the organization.

The framework to identify & differentiate "High Performance High Potential" employees has been created based on "Action-Learning" projects, mentoring and developing existing talent and building a strong Employer branding which would help in attracting & retaining the best available talent in the Industry. We essentially exposure our employees to participate in cross functional teams and are structurally involved in strategy and operational discussion to build up the holistic knowledge of the business.

The Campus connect program is placed to infuse fresh and quality talent at the entry levels with an assured fast track career path. The search partner engagement enables a refined & effective connect with the candidates from the first connect & reinforces our employer branding for lateral hiring at key positions.

The Company continues to hire new & specialized talent for scientific and technical roles which is further cemented the engagement through the various reward and recognition programs that have been institutionalized. Focused capability building through need based training programs are provided to identified employees at all levels.

Distribution Channel and Brand Recall

In Agri Products, for better brand recall & to impart product knowledge, it is important to engage with all stakeholders regularly through various activities. In Agri Products, various promotional activities are conducted at field level to generate awareness among the farming community/ channel partners etc. These activities include spot farmer meetings, shop/ wall/trolley paintings, dealer & retailer meetings, farmer consultations/ visits, jeep campaigns, field demonstrations, kisan melas & field days. Crop & region specific POP material also aid in raising product awareness among the stakeholders.

In Wood Adhesives and Wood Finishes business, the Company competes national players with established brands as well as regional players. As distributors and dealers play a significant role in driving consumer behavior, managing their loyalty, continuity and commitment is of paramount importance to succeed.

The Company has earmarked several brand building initiatives to carry-out tailored programs for specific markets to maximise return on investment (ROI). To widen its distribution network, it plans to expand its distribution footprint in unrepresented markets and dealer-segments. Also, processes are being streamlined to manage distributor inventory and its liquidation which would in return offer better returns to distributors and hence secure their long term loyalty and commitment.

In Consumer Products business, the Company has started interactive CRM program to effectively reach out to its various stakeholders.

R&D Effectiveness

Innovation in terms of new products, new applications and new cost saving techniques of manufacturing and building a robust product pipeline is critical to the success of the Company. Failure in innovation and inability to build a robust product pipeline, which can be commercialized in a timely manner, may adversely impact the Company's competitive position. Risk of developing products which do not meet the required quality parameters may also significantly impact the Company's reputation and result in loss of future business. It is equally critical for the business to innovate new applications to maintain its leadership position.

The Company has robust plans in place with earmarked budgets and investments in R&D aligned to the business plans. Business teams keep a constant check on new technological advancements and work with R&D to sponsor these specific projects. This is complemented by a dedicated R&D team which keeps itself abreast of the regulations, upcoming technology changes and leading practices.

Compliance and Regulatory

We need to comply with a broad range of statutory compliances like obtaining approvals, licenses, registrations and permits for smooth working of our business, and failure to obtain or renew them in a timely manner may adversely impact the routine operations. For businesses like Latex and SPVA, compliance has become a critical factor due to ever increasing demand from key customers to obtain international approvals and licenses. Failure to achieve regulatory approval of new products can mean that we do not recoup our R&D investment through the sale of final products. Any change in regulations or reassessment of safety and efficacy of products based on new scientific knowledge or other factors could result in the amendment or withdrawal of existing approvals to market our products, which in turn could result in revenue loss. This may occur even if regulators take action falling short of actual withdrawal. We have adopted measures to address these stricter regulations by increasing the efficiency of our R&D process, reducing the impact of extended testing and making our products available in time.

In Food Polymers business, plans have been implemented to comply with regulations that have come in force in the recent past, both in India and in relevant markets. Further, developments in the regulatory space are being continuously monitored.

Environment Health and Safety (EHS)

In the current business climate of reputational threats and rising political backlash, corporates need to tread carefully to maintain public trust. Social acceptance and Corporate Social Responsibility (CSR) have become increasingly important over the last decade. Non-compliance with stringent emission standards for the manufacturing facilities and other environmental regulations may adversely affect the business. Manufacturing of the Company's products involves hazardous chemicals, processes and by-products and is subject to stringent regulations. Proximity of plant locations to residential colonies amidst rapidly changing urbanisation dynamics poses additional risk to its business.

The Company anticipates that environmental laws and regulations in the jurisdictions, where it operates, may become more restrictive and be enforced more strictly in future. It also anticipates that customer requirements as to the quality and safety of products will continue to increase. In anticipation of such requirements, the Company has incurred substantial expenditure and allocated other resources to proactively adopt and implement manufacturing processes to increase its adherence to environmental quality standards and enhance its industrial safety levels.

The challenges due to the Company's operations related to EHS aspects of the business, employees and society are mapped and mitigated through a series of systematic and disciplined sets of policies and procedures.

Business Interruption due to Force Majeure

The Company's core manufacturing facility for a majority of its business is concentrated at Gajraula, India. Any disruption or stoppage of work at this facility, for any reasons, may adversely affect our business. Besides, the presence of a majority of the workforce in the residential colony adjoining our plant premises ensures sustenance of plant operations under challenging circumstances.

Other external interruptions- Fertilizers being partly subsidized important Agri input; are under government regulations. Any changes in government policies need creation of awareness among dealers, retailers, and farmers etc. to ensure smooth implementation at ground level. Changes in the rainfall patterns also affect the business directly. The major change in fertilizer sector policy is that of DBT, Training of retailers/ farmers & information sharing with sales staff is crucial for smooth business functioning & to avoid any gaps.

Industrial Chemical- Sulphuric Acid is also facing stiff competition as the RM prices have up surged & the prices are highly volatile in nature. Hindustan Zinc Limited (HZL) produces Sulphuric Acid as a byproduct of their smelting activities. HZL makes most of the demand & supply dynamics & plays with market sentiments by sometimes supplying at rock bottom prices. This affects all the key manufacturers present in the market including us.

The administrative controls & volatility in market impact cash flows & impose additional cost to business.

In Food Polymers business, adequate finished goods inventory is being maintained at stock points within the factory, as also close to the main markets/customers, to maintain supplies to key customers in the event of any stoppage of manufacturing operations. This inventory cover, however, would be for a limited period. The risk of impact on business in case of a prolonged stoppage / interruption of operations remain.

In Latex business, the manufacturing facility is at Samlaya, Vadodara, India. Any disruption or stoppage of work at this facility, for any reasons, may adversely affect our business.

Industrial All Risk insurance protection has been taken by Jubilant to ensure continuity in its earning capacity.

BOARD'S REPORT

The Board of Directors are pleased to present the 13th (Thirteenth) Annual Report together with the Audited Standalone and Consolidated Financial Statements for the financial year (FY) ended March 31, 2019

1. FINANCIAL RESULTS

(₹ in million)

Particulars	Standalone		Consolidated	
	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2019	Year ended March 31, 2018
Revenue from operations	18.63	19.15	5588.96	4672.59
Other income	0.23	6.21	6.76	7.81
Total income	18.86	25.36	5595.72	4680.40
Total expenses	46.11	39.92	5574.98	4726.35
EBITDA	(26.21)	(13.52)	364.73	309.34
Profit before exceptional items, tax and share of net profit of investments accounted for using equity method	(27.25)	(14.56)	20.74	(45.95)
Profit before exceptional items and tax	(27.25)	(14.56)	20.74	(45.95)
Exceptional items	-	-	-	-
Profit after exceptional items but before tax	(27.25)	(14.56)	20.74	(45.95)
Tax expense	-	-	50.91	1.42
Profit for the year	(27.25)	(14.56)	(30.17)	(47.37)
Total other comprehensive income	0.01	(0.11)	3.30	(1.15)
Total comprehensive income for the year (comprising profit and other comprehensive income for the year)	(27.24)	(14.67)	(26.87)	(46.22)
Retained Earnings brought forward from previous year	1398.63	1413.19	(805.48)	(758.11)
Retained Earnings to be carried forward	1371.38	1398.63	(835.65)	(805.48)

2. STATE OF COMPANY’S AFFAIRS & OPERATIONS

Jubilant Industries Limited (the Company) is a diversified Company engaged in manufacturing of Indian Made Foreign Liquor (IMFL), Agri Products and Performance Polymers. The Company manufactures IMFL at its manufacturing facility located at Nira in Maharashtra with a bottling capacity of 1,00,000 cases/month. The Company’s wholly owned subsidiary, Jubilant Agri and Consumer Products Limited (JACPL) manufactures Agri Products comprising of Single Super Phosphate (SSP) and Performance Polymers at its manufacturing facilities situated at Gajraula & Sahibabad in Uttar Pradesh, Kapasan in Rajasthan and Savli in Gujarat. JACPL is the sole manufacturer of food grade Polyvinyl Acetate (PVAc) in India having state of the art manufacturing facility situated at Gajraula in Uttar Pradesh and also the dominant player in manufacturing of VP Latex having state of the art manufacturing facility situated at Savli in Gujarat.

The Company’s brand ‘Ramban’ in Agri Products, ‘Jivanjor’ & ‘Vamicol’ in Wood Adhesive and ‘Charmwood’ & ‘Ultra Italia’ in Wood Finish are well known brands in their segments.

Consolidated Financials

In FY 2018-19, the consolidated revenue from operations was ₹ 5,588.96 million. EBITDA for the year stood at ₹ 364.73 million. Net loss after tax was ₹ 30.17 million and EPS on consolidated basis stood at ₹ (2.43).

Standalone Financials

In FY 2018-19, total revenue from operations was ₹ 18.63 million. EBITDA for the year stood at ₹ (26.21) million, Net loss was ₹ 27.25 million and EPS on standalone basis stood at ₹ (2.19).

The Consolidated Financial Statements, prepared in accordance with the provisions of the Companies Act, 2013 (hereinafter referred as the 'Act'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as the ‘Listing Regulations’) and Ind-AS 110 ‘Consolidated Financial Statements’ prescribed under Section 133 of the Act, forms part of the Annual Report.

3. DIVIDEND AND TRANSFER TO RESERVES

Keeping in view the losses, the Board of Directors has not recommended any dividend for the financial year 2018-19. Accordingly, there has been no transfer to general reserves during the year.

4. CAPITAL STRUCTURE & STOCK OPTIONS

Authorised Share Capital

The authorized share capital of the Company as at March 31, 2019 was ₹ 18,10,00,000 (Rupees Eighteen Crore Ten

Lakh only) consisting of 1,81,00,000 (One Crore Eighty One Lakh) equity shares of ₹ 10 (Rupees Ten) each.

During the year, the Company has increased its Authorised Share Capital from ₹ 15,00,00,000 (Rupees Fifteen Crore only) consisting of 1,50,00,000 (One Crore Fifty Lakhs) equity shares of ₹ 10 (Rupees Ten) each to ₹ 18,10,00,000 (Rupees Eighteen Crore Ten Lakh only) consisting of 1,81,00,000 (One Crore Eighty One Lakhs) equity shares of ₹ 10 (Rupees Ten) each.

Paid-up Share Capital

As at March 31, 2019, the paid-up share capital stands at ₹ 13,73,11,010 (Rupees Thirteen Crore Seventy Three Lakh Eleven Thousand Ten only) consisting of 1,37,31,101 (One Crore Thirty Seven Lakhs Thirty One Thousand One Hundred and One) equity shares of ₹ 10 (Rupees Ten) each.

During the year, the Company has raised its paid up equity share capital through preferential allotment on private placement basis of 18,00,000 (Eighteen Lakhs) fully paid up equity shares having a face value of ₹ 10 (Rupees Ten) each to entities forming part of promoter group. Consequently, the total issued, subscribed and the paid-up equity share capital of the Company has increased from ₹ 11,93,11,010 (Rupees Eleven Crore Ninety Three Lakh Eleven Thousand Ten only) consisting of 1,19,31,101 (One Crore Nineteen Lakhs Thirty One Thousand One Hundred and One) equity shares of ₹ 10 (Rupees Ten) each to ₹ 13,73,11,010 (Rupees Thirteen Crore Seventy Three Lakh Eleven Thousand Ten only) consisting of 1,37,31,101 (One Crore Thirty Seven Lakhs Thirty One Thousand One Hundred and One) equity shares of ₹ 10 (Rupees Ten) each.

Convertible Warrants

The Company has also allotted 13,00,000 (Thirteen Lakhs) convertible warrants on December 19, 2018 through preferential allotment on private placement basis to entities forming part of promoter group, carrying a right to the convertible warrants holder to exercise the option to convert one warrant into one equity share of the Company of face value of ₹ 10 (Rupees Ten) each at a total price of ₹ 135.95 per warrant against which the Company has received an amount of ₹ 44.18 million upfront representing 25% of the warrant price at the time of allotment of warrants and the balance 75% will be payable i.e. ₹ 132.55 million at the time of exercise of the warrants which is exercisable with in a period of 18 months from the date of allotment. The said warrants have been issued by the members through postal ballot on December 5, 2018.

Employee Stock Option Scheme

At present, the Company has two Employee Stock Option Scheme, namely JIL Employees Stock Option Scheme 2013 ("Scheme 2013") and JIL Employees Stock Option Scheme 2018 ("Scheme 2018").

During the year, Company has implemented a new scheme named as JIL Employees Stock Option Scheme 2018 in compliance with SEBI (Share Based Employee Benefits) Regulations, 2014 ('SEBI SBEB Regulations') and other applicable laws and there was no change in the Company's Scheme 2013 and the same are also in Compliance with SEBI SBEB Regulations. The details pursuant to the SEBI SBEB Regulations, has been placed on the website of the Company and weblink of the same are https://www.jubilantindustries.com/pdfs/for-the-financial-year-2018-19-scheme-2013.pdf & https://www.jubilantindustries.com/pdfs/for-the-financial-year-2018-19-scheme-2018.pdf.

The Company has received the certificates from the Statutory Auditors of the Company certifying that the Scheme 2013 & Scheme 2018 have been implemented in accordance with the SEBI SBEB Regulations. The certificates would be placed at the Annual General Meeting for inspection by members. A copy of the same will also be available for inspection at the Company's registered office.

5. SUBSIDIARIES

The Company has two wholly owned subsidiary companies, Jubilant Agri and Consumer Products Limited (JACPL) and Jubilant Industries Inc., USA.

- **Jubilant Agri and Consumer Products Limited**

  JACPL has been engaged in the business of Agri Products comprising of wide range of Crop Nutrition, Crop Growth and Crop Protection products, Performance Polymers comprising of Wood Adhesives, Wood Finishes, Food Polymers and VP Latex.

  During FY 2018-19, JACPL revenue from operations was ₹ 5,483.10 million. EBITDA for the year stood at ₹ 383.88 million. The net loss after tax for the FY 2018-19 was ₹ 43.06 million.

  In terms of Regulation 16 of the Listing Regulations, JACPL is a material non-listed wholly owned subsidiary of the Company.

- **Jubilant Industries Inc. USA**

  Jubilant Industries Inc. USA is a wholly owned subsidiary of the Company. It has been engaged in overseas trading of Solid Poly Vinyl Acetate and VP Latex. During the FY 2018-19, revenue from operations was ₹ 462.22 million. EBITDA for the year stood at ₹ 10.39 million. The net profit after tax for the FY 2018-19 was ₹ 5.97 million.

  A statement containing salient features of the financial statement of Company's subsidiaries is given in Form AOC-1 attached to the financial statements.

6. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Appointment, Re-appointment and Resignation

Mr. Shamit Bhartia will retire at the ensuing Annual General Meeting (AGM) and being eligible, has offered himself for re-appointment. The Board recommends his re-appointment to the members in the ensuing AGM.

Mr. Umesh Sharma, Chief Financial Officer & Whole-time Director of the Comapny has stepped down from the Directorship effective from May 10, 2018. Simultaneously, Mr. Manu Ahuja has been appointed as CEO & Managing Director of the Company effective from May 10, 2018.

During the year, on the recommendation of Nomination, Remuneration and Compensation Committee, the Board has, at its meeting held on October 25, 2018, appointed Mr. Radhey Shyam Sharma as an Additional Director in the category of Non-Executive Independent Director of the Company for a term of 5 (five) consecutive years starting from October 25, 2018 to October 24, 2023 subject to the approval of the members in the ensuing AGM and shall be eligible for re-appointment as per Section 152 and other applicable provisions of the Act or Listing Regulations.

Further, the term of appointment of Mr. Ramanathan Bupathy, Mr. Sushil Kumar Roongta and Ms. Shivpriya Nanda, Independent Directors have been expired on March 31, 2019. Accordingly based on the reports of performance evaluation and recommendation of Nomination, Remuneration and Compensation Committee, the Board has, at its meeting held on January 31, 2019, re-appointed, Mr. Ramanathan Bupathy, Mr. Sushil Kumar Roongta and Ms. Shivpriya Nanda as Independent Directors of the Company to hold office for a second term of 5 (five) consecutive years, starting from April 1, 2019 to March 31, 2024, subject to approval of members of the Company at the ensuing AGM.

Declaration by Independent Directors

All Independent Directors have given declaration that they meet the criteria of independence as provided under Section 149 read with Schedule IV of the Act and Regulation 16 of the Listing Regulations and have also complied with the code of conduct of Directors and Senior Management.

Meetings of the Board

During the year, four meetings of Board of Directors were held. The details of Board/Committee Meetings and the attendance of Directors are provided in the Corporate Governance Report, attached to this Report.

Appointment and Remuneration Policy

The Company has implemented an Appointment and Remuneration Policy pursuant to the provisions of Section 178 of the Act and Regulation 19 read with Schedule II, Part D of the Listing Regulations. The Policy was revised during the year to align the same with the provisions of the revised Listing Regulations. Salient features of the Policy and other details have been disclosed in the Corporate Governance Report, attached to this Report.

Annual Performance Evaluation of the Board

A statement on annual evaluation by the Board of its performance and performance of its Committees as well as Individual Directors forms part of the Corporate Governance Report attached to this report.

7. COMPOSITION OF AUDIT COMMITTEE

As on date, the Audit Committee comprises of Mr. Ramanathan Bupathy, Chairman, Mr. Sushil Kumar Roongta, Ms. Shivpriya Nanda, Mr. Radhey Shyam Sharma and Mr. Manu Ahuja.

The details pertaning to change in the Composition of the Committee during the year are provided in the Corporate Governance Report, attached to this Report.

All the recommendations made by Audit Committee were accepted by the Board of Directors.

8. AUDITORS & AUDITORS' REPORT

Statutory Auditor

M/s. K. N. Gutgutia & Co., Chartered Accountants (ICAI Registration Number 304153E), have been Statutory Auditors of the Company for 2 consecutive terms of 5 years each and his second term is expiring in the ensuing AGM of the Company.

Pursuant to Section 139 of the Act, the Company shall appoint / re-appoint an audit firm as Statutory Auditor for not more than two consecutive terms of 5 years each.

Therefore, the Board of Directors at their meeting held on May 16, 2019, based on the recommendation of the Audit Committee, has recommended the appointment of BGJC & Associates, LLP, Chartered Accountants ('BGJC') (Firm Registration No. 003304N) as Statutory Auditor of the Company for a period of 5 consecutive years, commencing from conclusion of ensuing Thirteenth (13th) AGM till the conclusion of Eighteenth (18th) AGM, to be held in the Year 2024, subject to approval of the Members of the Company.

BGJC have confirmed their willingness and eligibility for appointment in accordance with Section 139 read with Section 141 of the Act.

Secretarial Auditor

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s. Sanjay Grover & Associates, Company Secretaries, to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is attached as **Annexure 1** to this report and does not contain any qualification, reservation or adverse remark or disclaimer.

The Board has re-appointed M/s. Sanjay Grover & Associates, Company Secretaries (ICSI Firm Registration No.: P2001DE052900), as Secretarial Auditors of the Company for FY 2019-20.

9. RISK MANAGEMENT

Today's business environment remains challenging for the Corporate World and risk management retains its high position on every organization's agenda. The Company has several risk factors which could potentially impact its business objectives, if not perceived and mitigated in a timely manner. With an effective risk management framework in place, the Company looks at these risks as challenges and opportunities to create value for its stakeholders. With its established processes and guidelines in place, combined with a strong oversight and monitoring system at the Board and senior management levels, the Company has a robust risk management strategy in place.

The senior management team sets the overall tone and risk culture of the organization through defined and communicated corporate values, clearly assigned risk responsibilities, appropriately delegated authority, and a set of processes and guidelines which are presented to the Board especially with respect to risk assessment and risk minimization procedures. As an organization, it promotes strong ethical values and high levels of integrity in all its activities, which in itself is a significant risk mitigator.

With the growth strategy in place, risk management holds the key to the success of our journey of continued competitive sustainability in attaining desired business objectives.

A detailed note on Risk Management is given as part of "Management Discussion & Analysis".

10. HUMAN RESOURCES

The Company recognizes that its people are the eminent source of competitiveness and therefore it's been our constant endeavor to support and build people capabilities by creating sustainable & Pragmatic people plans.

With a strong aspiration to be amongst the most admired companies to work for, we encourage leadership, develop our people to be creative, empower them to take decisions & commitment through various measures and also maintain management quality, improved employee productivity, employee satisfaction, vibrant and diverse culture of performance.

The focus continues towards having a differentiated approach for attracting the right talent, engaging & retaining the talent thus acquired and also to nurture and invest in talent, crucial to maintain desired operational standards. Additional focus is maintained to develop a succession plan for critical positions, to address the inevitable impact on the business objectives in case of talent drain and making sure that business runs smoothly by identifying, developing and aligning our high-potential resources with the our future leadership needs.

The Company continues to invest in various talent engagement & development programs for its employees in an integrated approach.

The framework to identify & differentiate "High Performance High Potential" employees has been created based on "Action-Learning" projects. Mentoring and developing existing talent and building a strong Employer branding would further help in attracting & retaining the best available talent in the Industry. We essentially exposure our employees to participate in cross functional teams and are structurally involved in strategy and operational discussion to build up the holistic knowledge of the business.

The Campus connect program is placed to infuse fresh and quality talent at the entry levels with an assured fast track career path. The search partner engagement enables a refined & effective connect with the candidates from the first connect & reinforces our employer branding for lateral hiring at key positions.

The Company continues to hire new & specialized talent for scientific and technical roles which is further cemented the engagement through the various reward and recognition programs that have been institutionalized. Focused capability building through need based training programs are provided to identified employees at all levels.

As an organization we are committed to zero tolerance against Sexual Harassment at workplace and company has adopted a Gender Neutral policy under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Hence, the company has in place a Policy for prevention of Sexual Harassment at the Workplace in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

Further, the Company has also constituted Internal Complaints Committee in compliance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

No case has been reported during the year under review under the policy.

11. AWARDS AND ACCOLADES

During the year, one of the units of JACPL received following awards and accolades:

- FAME Excellence Platinum Award for outstanding achievement in Quality Excellence;
- Grow Care India Safety Award in Gold category in Chemical Sector for outstanding achievement in Safety Management System;
- Grow Care India Environment Award in Gold category in Chemical Sector for outstanding achievement in environment management system;
- Greentech Safety Platinum Award in Chemical Sector for outstanding achievement in environment management system.

12. SUSTAINABILITY REPORT

The Company firmly believes in inclusive growth of its business with the Environmental enrichment and Social development based on the triple bottom line concept of Sustainable Development.

The Company published its Corporate Sustainability Report 2018-19 conforming to Global Reporting Initiative GRI STANDARDS fulfilling the 'In Accordance'-Comprehensive reporting criteria. As a green initiative, this report is available on the website of the Company www.jubilantindustries.com and GRI database. As an extension of the green initiative to minimise the impact on environment, the Annual Report is emailed to shareholders whose email id is registered with the Company/Depositories to reduce use of paper.

Sustainability initiatives have been undertaken for reduction of emission parameters, energy consumption and greenhouse gas emission. Energy Conservation drive have been carried out to strengthen the awareness and participation of employees in reducing avoidable Energy losses. Waste water generated in fertilizer plant is completely recycled and reused. In other plants it is treated and disposed as per Consent conditions. Natural Resource conservation measures have been strengthen through reuse of hazardous wastes i.e. silica sludge, sulphur sludge and fly-ash in the fertilizer plant. Further Renewable fuel (Rice Husk) have been successfully used, completely eliminating use of coal in hot air generators of the Company in the reporting year. Suppliers assessment process has been strengthened through checklist based review on relevant sustainability aspects and indicators.

13. CORPORATE SOCIAL RESPONSIBILITY

Corporate Social Responsibility is one of the major domain of Company's charter for sustainable development. The social initiatives of the Company are being implemented in line with the provision of the Act, through Jubilant Bhartia Foundation (JBF) which is a not for profit organization under section 25 (now section 8) of the Companies Act (established in 2007), with the mission 'to develop multi-stakeholder sustainable models to bring about a social change involving knowledge generation & sharing, experiential learning and entrepreneurial ecosystem'.

The CSR activities at Jubilant are in line with the provisions of Section 135 read with Schedule VII of Companies Act, 2013. The detailed CSR policy has been uploaded on the website www.jubilantindustries.com. The initiatives are also in line with the Sustainable Development Goals.

At Jubilant Bhartia Foundation, the significance of community engagements is well understood and the same is reflected in the implementation of social projects. It follows the approach of 4P model (Public-Private-People-Partnership) for empowering communities. During the year, Jubilant continued its social interventions in the realm of primary schooling in rural areas, provision of basic health care, vocational training and promoting social enterprises in India.

A summary of the activities of JBF is provided on its website www.jubilantbhartiafoundation.com.

Annual Report on CSR activities of the Company for the financial year 2018-19 has been attached as **Annexure 2** and forms part of this Report. The details of composition of the Committee also given in the said annexure.

14. INVESTOR SERVICES

In its endeavour to improve investor services, your Company has taken the following initiatives:

- An Investor Section on the website of the Company (www.jubilantindustries.com) has been created.
- Disclosure made to the Stock Exchanges are promptly uploaded on the website of the Company for information of the Investors.
- There is a dedicated e-mail id investorsjil@jubl.com for sending communications to the Company Secretary and Compliance Officer.

Members may lodge their requests, complaints and suggestions on this e-mail as well.

15. GREEN INITIATIVES

Your Company, being committed to policy of sustainable development, has taken several green initiatives which include:

- Conducting Paperless Board/Committee Meetings;
- Uploading the Corporate Sustainability Report on the website of the Company (instead of circulating in paper or CD form) and providing its weblink to the shareholders alongwith the Annual Report; and
- Emailing Annual Reports and other documents to shareholders who have opted for the electronic version.

16. OTHER STATUTORY DISCLOSURES

i. Extracts of Annual Return: Pursuant to the provisions of Section 92 of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, extract of the Annual Return is attached as **Annexure 3** to this Report.

ii. Deposits: The Company did not invite/accept any deposits covered under Chapter V of the Act. Accordingly, no disclosure or reporting is required in respect of details relating to deposits covered under this Chapter.

iii. Loans, Guarantees and Investments: Details of loans, guarantees/ securities and investments along with the purpose for which the loan, guarantee or security is proposed to be utilised by the recipient have been disclosed in Note nos. 5, 6 and 33 to the Standalone Financial Statements.

iv. Particulars of Contracts or Arrangements with the Related Parties: The Company had formulated a policy on Related Party Transactions ('RPTs'), dealing with the review and approval of RPTs. Prior omnibus approval is obtained for RPTs which are of repetitive nature. All RPTs are placed before the Audit Committee for review and approval.

All RPTs entered into during FY 2018-19 were in the ordinary course of business and on arm's length basis. No material RPTs were entered into during FY 2018-19 by the Company as defined in the Policy on Materiality of Related Party Transactions and dealing with Related Party Transactions. Accordingly, the disclosure of RPTs as required under Section 134(3)(h) of the Act in Form AOC 2 is not applicable. Your Directors draw attention of the members to Note no. 32 to the Standalone Financial Statements which sets out the Related Party disclosures.

v. Material Changes in Financial Position: No material change or commitment has occurred after the close of the Financial Year 2018-19 till the date of this Report, which affects the financial position of the Company.

vi. Significant or Material orders: There is no significant or material orders passed by the Regulators or Courts or Tribunal impacting the going concern status of the Company and its future operations.

vii. Vigil Mechanism/Whistle Blower Policy: The details of Vigil Mechanism (Whistle Blower Policy) adopted by the Company have been disclosed in the Corporate Governance Report and forms an integral part of this report.

viii. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo: The Company being engaged in the business of manufacturing of IMFL, most of the information as required under Section 134 the Act, read with Rule 8 Companies (Accounts) Rules, 2014 as amended is not applicable. However, the information as applicable has been given in **Annexure 4** and forms part of this Report.

ix. Particular of Employees: Particulars as required under Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are given in **Annexure 5** and forms part of this Report.

x. Secretarial Standards of ICSI: The Company has complied with the Secretarial Standard-1 on 'Meetings of the Board of Directors' and Secretarial Standard-2 on 'General Meetings' issued by the Institute of Company Secretaries of India.

xi. Cost Records: Pursuant to section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014, the Company is not required to maintain the cost records.

xii. Transfer to Investor Education and Protection Fund: The details of unpaid or unclaim dividend and shares thereof transferred to Investor Education and Protection Fund have been disclosed in Corporate Governance Report and forms an integral part of this report.

xiii. During the year, Mr. Manu Ahuja, CEO and Managing Director of the Company is getting remuneration from Jubilant Agri and Consumer Products Limited, wholly owned subsidiary of the Company, as its CEO & Whole-time Director.

17. DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors, based on the representation received from the management, confirm that:

- in the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on March 31, 2019 and of the profit and loss of the Company for the year ended March 31, 2019;
- the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Directors have prepared the annual accounts on a going concern basis;
- the Directors have laid down adequate internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively.

  Based on the framework of internal financial controls (including the Control Manager) for financial reporting and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditor and the reviews performed by the management and the relevant Board committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during the Financial Year 2018-19; and

- the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

18. CORPORATE GOVERNANCE

As a responsible corporate citizen, the Company is committed to maintain the highest standards of Corporate Governance and believes in adhering to the best corporate practices prevalent globally.

A detailed Report on Corporate Governance pursuant to the requirements of Regulation 34 read with Schedule V of the Listing Regulations, is attached as **Annexure 6** and forms part of this Report. A certificate from the Statutory Auditors confirming compliance with the conditions of Corporate Governance, as stipulated in Clause E of Schedule V to the Listing Regulations, 2015 is attached to the Corporate Governance Report.

The Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for Directors and Senior Management for the year ended March 31, 2019. A certificate from the Chief Executive Officer & Managing Director confirming the same is attached to the Corporate Governance Report.

A certificate from the CEO and CFO confirming correctness of the financial statements, adequacy of internal control measures, etc. is also attached to the Corporate Governance Report.

19. MANAGEMENT DISCUSSION & ANALYSIS

Management Discussion and Analysis Report, as stipulated under the Listing Regulations, is presented in a separate Section forming part of this Annual Report.

20. ACKNOWLEDGMENTS

Your Directors acknowledge with gratitude the co-operation and assistance received from the Central and State Government Authorities. Your Directors thank the Shareholders, Financial institutions, Banks/other Lenders, Customers, Vendors and other business associates for the confidence reposed in the Company and its management and look forward to their continued support. The Board places on record its appreciation for the dedication and commitment of the employees at all levels, which has continued to be our major strength. We look forward to their continued support in the future.

For and on behalf of the Board

Priyavrat Bhartia
Chairman
(DIN: 00020603)

Place: NOIDA
Date: May 16, 2019

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 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
Jubilant Industries Limited
(CIN: L24100UP2007PLC032909)
Bhartiagram, Gajraula,
District Amroha - 244223,
Uttar Pradesh

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Jubilant Industries 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.

We report that-

a) Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

b) 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.

c) We have not verified the correctness and appropriateness of the financial statements of the Company.

d) Wherever required, we have obtained the Management representation about the compliances of laws, rules and regulations and happening of events etc.

e) The compliance of the provisions of the corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

f) 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.

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 31st March, 2019 ("Audit Period") 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 for the financial year ended on 31st March, 2019, according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder/the Companies Act, 1956 (wherever applicable);

(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 thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, where applicable;

(v) The following Regulations 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, 2009 and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, where applicable;

   (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;

(g) *The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

(h) *The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 and Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; and

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015.

* No event took place under these regulations during the Audit period.

We have also examined compliance with the applicable clauses of the Secretarial Standards on Meetings of the Board of Directors and on General Meetings issued by the Institute of Company Secretaries of India.

During the Audit Period, the Company has complied with the provisions of the Act, Rules, Regulations, Standards and Guidelines, to the extent applicable, as mentioned above.

Without qualifying our report, we further report that:

➢ The Company has modified charges w.r.t. charge ids 100104833 and 100167859 two times each in reference to date of their modification i.e. for May 9, 2018 & May 17, 2018; however, these four e-forms CHG-1 are yet to be taken on record by the Registrar of Companies, Kanpur (ROC) and the Company is following the matter with the ROC.

➢ Pursuant to provisions of Part A Para A (4) of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the outcome of Board meeting held on May 10, 2018 for approval of financial statements for March 31, 2018 was submitted with National Stock Exchange of India Limited on time however, due to technical reasons the same was filed with the BSE Limited with a delay of 4 minutes as against within 30 (Thirty) minutes from the closure of Board meeting.

➢ the Company filed application in e-form MR-2 for seeking approval of Central Government for appointment of Mr. Manu Ahuja as Chief Executive Officer and Managing Director under Part I to Schedule V of the Companies Act, 2013 after 90 days from the date of his appointment and application for seeking condonation of delay was also filed. Approval of Central Government for appointment of Mr. Manu Ahuja as Chief Executive Officer and Managing Director is under process.

(vi) The Company is engaged in Contract manufacturing of Indian Made Foreign Liquor (IMFL) for one of the established brand in India at Nira (Maharashtra). Food Safety and Standards Act, 2006 and rules made thereunder is the law specifically applicable to the Company.

We have checked the Compliance Management System of the Company to obtain reasonable assurance about the adequacy of systems in place to ensure compliance of specifically applicable laws and this verification was done on test basis. We believe that the Audit evidence which we have obtained is sufficient and appropriate to provide a basis for our audit opinion. In our opinion and to the best of our information and according to explanations given to us, we believe that the Compliance Management System of the Company seems adequate to ensure compliance of laws, specifically 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. The changes in the composition of the Board of Directors that took place during the audit period were carried out in compliance with the provisions of the Act.

Adequate notices are given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent 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.

Board decisions are carried out with unanimous consent and therefore, no dissenting views were required to be captured and recorded as part of the minutes.

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 laws, rules, regulations and guidelines.

We further report that during the audit period:

➢ Pursuant to the provisions of Section 62, 42 and all other applicable provisions of the Companies Act 2013, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 & the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as may be applicable, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Members of the Company passed a Special Resolution by way of postal ballot dated October 25, 2018 for issuance of 18,00,000 (Eighteen Lakhs) equity shares on preferential basis by way private placement for an amount upto upto ₹26,10,00,000 (Rupees Twenty Six Crores Ten Lakhs only) which were subsequently allotted in the Finance Committee meeting held on December 19, 2018.

- Pursuant to the provisions of Section 62, 42 and all other applicable provisions of the Companies Act 2013, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 & the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as may be applicable, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members of the Company passed a Special Resolution by way of postal ballot dated October 25, 2018 for issuance of 13,00,000 (Thirteen Lakhs) convertible warrants with right to the warrant holder to apply for and be allotted 1 (One) equity share of face value of ₹10 each of the Company for each Warrant within a period of 18 (Eighteen) months from the date of allotment of the Warrants on preferential basis by way private placement for an amount aggregating upto ₹18,85,00,000 (Rupees Eighteen Crores Eighty Five Lakhs only) which were subsequently allotted in the Finance Committee meeting held on December 19, 2018.
- Pursuant to the provisions of Section 62(1)(b) of the Companies Act, 2013 and SEBI (Share based Employee Benefits) Regulations, 2014, the Members of the Company passed a special resolution in its Annual General Meeting held on September 26, 2018 for approval of JIL Employees Stock Option Scheme 2018 for eligible employees of the Company for issue of 5,00,000 (Five Lakhs) equity shares.

For Sanjay Grover & Associates
Company Secretaries
Firm Registration No.: P2001DE052900

Sanjay Grover
Managing partner
CP No. 3850

New Delhi
May 16, 2019

Annexure 2

Annual Report on Corporate Social Responsibility (CSR) Activities

Financial Year 2018-19

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

   Corporate Social Responsibility ('CSR') at Jubilant is the commitment of businesses to contribute to sustainable economic development by working with the employees, their families, the local community and the society at large to improve their lives in ways that are good for business and for its development.

   CSR segment of the organisation is guided by the Sustainability Mission of the Company. In compliance with the provisions of Section 135 of Companies Act 2013, (the 'Act') read with the Companies (Corporate Social Responsibility) Rules, 2014 is applicable on Jubilant Industries Limited and to comply with the same company has taken following steps:

   - Adoption of CSR Policy which has been placed on the Company's website www.jubilantindustries.com.
   - Approval by the Sustainability and CSR Committee (the 'Committee') to implement CSR activities through "Jubilant Bhartia Foundation", a not-for-profit organisation registered under Section 25 of the Companies Act, 1956 (corresponding to Section 8 of the Act).
   - While implementing CSR projects, the Company shall give priority to the area around its manufacturing locations in India.
   - The Committee approved the following CSR activities which are in line with Schedule VII to the Act:
     - **Project Arogya and Swasthya Prahari:** Improving health indices through innovative services and promoting health seeking behavior;
     - **Project Muskaan:** Universalising elementary education and improving quality parameters for primary education through community involvement; and
     - **Project Samridhi:** Enhancing alternate livelihood opportunity and income of Farmers.

2. **The Composition of the CSR Committee.**

   The composition of the CSR Committee as on March 31, 2019.

S. No.	Name of Directors	Designation in CSR Committee
1	Mr. Priyavrat Bhartia	Chairman
2	Mr. Shamit Bhartia	Member
3	Mr. Ramanathan Bupathy	Member
4	Mr. Manu Ahuja (Refer the note)	Member

Note: Inducted as a member of the Committee effective from May 10, 2018.

3. **Average net profit of the company for last three financial years:** Losses of ₹ 11.73 million

4. **Prescribed CSR Expenditure (two per cent, of the amount as in item 3 above):**

   Due to losses, no CSR expenditure has been done during financial year 2018-19.

5. **Details of CSR spent during the financial year 2018-19.**

   (a) Total amount to be spent for the financial year 2018-19 : **Nil**

   (b) Amount unspent, vis-à-vis prescribed CSR expenditure as per Section 135(5) of the Act : **Nil**

   (c) Manner in which the amount spent during the financial year is detailed below.

(₹ in million)

(1)	(2)	(3)	(4)		(5)	(6)		(7)	(8)
S. No.	CSR project or activity Identified	Sector in which the project is covered	Projects or programs		Amount outlay (budget) project or Programme wise	Amount spent on The projects or programs Subheads:		Cumulative expenditure upto the reporting period	Amount spent: Direct or through implementing agency
			(1) Local area or other	(2) Specify the State and district where projects or Programs was undertaken		(1) Direct expenditure on Projects or programs	(2) Over-heads		
NOT APPLICABLE									

6. **In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board Report.**

   Not Applicable

7. **A responsibility statement of the CSR Committee that the implementation and monitoring of CSR policy, is in compliance with CSR objectives and Policy of the Company.**

   We hereby declare that to the best of our knowledge and belief the implementation and monitoring of CSR policy, is in compliance with CSR objectives and Policy of the Company.

For **Jubilant Industries Limited**

Priyavrat Bhartia Chairman CSR Committee (DIN: 00020603)	**Manu Ahuja** CEO & Managing Director (DIN: 05123127)

Annexure 3

Extract of Annual Return

(Form No. MGT-9)

As on the Financial Year ended on March 31, 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:

(i)	CIN	L24100UP2007PLC032909
(ii)	Registration Details	February 23, 2007
(iii)	Name of the Company	Jubilant Industries Limited
(iv)	Category/Sub-Category of the Company	Public Company/ Limited by Shares
(v)	Address of the Registered Office and Contact details	Bhartiagram, Gajraula, District Amroha - 244 223, Uttar Pradesh, India Tel: +91-5924-267200
(vi)	Whether listed company	Yes
(vii)	Name, Address and Contact details of Registrar and Transfer Agent, If any	Alankit Assignments Limited (Unit: Jubilant Industries Limited) 3E/7, Alankit Heights, Jhandewalan Extension New Delhi - 110055 Tel: +91-11-23541234, 42541234 Email: rta@alankit.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:

S. No.	Name & Description of main products / services	NIC Code of the Product/ Service	% to total turnover of the Company
1	Manufacturing of Indian Made Foreign Liquor	32	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and address of the Company	CIN/GLN	Holding / Subsidiary/ Associate	% of shares held	Applicable Section of the Companies Act, 2013
1	Jubilant Agri and Consumer Products Limited, Bhartiagram, Gajraula, District Amroha - 244223, Uttar Pradesh, India	U52100UP2008PLC035862	Subsidiary	100%	Sec 2(87)
2	Jubilant Industries Inc., 790 Township Line RD STE 175 Yardley, PA 19067- 4249	N.A.	Subsidiary	100%	Sec 2(87)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Shareholding

	Category of Shareholder	No. of shares held at the beginning of the year (April 01, 2018)				No. of shares held at the end of the year (March 31, 2019)				% Change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A.	**Promoter**									
(1)	**Indian**									
	a) Individuals/ HUF	28498	-	28498	0.24	28498	-	28498	0.21	(0.03)
	b) Central Govt.	-	-	-	-	-	-	-	-	-
	c) State Govt(s)	-	-	-	-	-	-	-	-	-
	d) Bodies Corporate	7786792	-	7786792	65.26	9680314	-	9680314	70.50	5.24
	e) Banks/FI	-	-	-	-	-	-	-	-	-
	f) Any Other	-	-	-	-	-	-	-	-	-
	Sub Total (A)(1)	**7815290**	**-**	**7815290**	**65.50**	**9708812**	**-**	**9708812**	**70.71**	**5.21**
(2)	**Foreign**									
	a) NRIs - Individuals	72825	-	72825	0.61	72825	-	72825	0.53	(0.08)
	b) Other - Individuals	-	-	-	-	-	-	-	-	-
	c) Bodies Corporate	278522	-	278522	2.33	185000	-	185000	1.35	(0.98)
	d) Banks/FI	-	-	-	-	-	-	-	-	-
	e) Any Other	-	-	-	-	-	-	-	-	-
	Sub Total(A)(2)	**351347**	**-**	**351347**	**2.94**	**257825**	**-**	**257825**	**1.88**	**(1.06)**
	Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	**8166637**	**-**	**8166637**	**68.45**	**9966637**	**-**	**9966637**	**72.58**	**4.13**
B.	**Public shareholding**									
(1)	**Institutions**									
	a) Mutual Funds	80	540	620	0.01	80	-	80	0.00	(0.01)
	b) Banks/FI	7156	983	8139	0.07	3131	225	3356	0.02	(0.05)
	c) Central Govt.	-	-	-	-	62381	-	62381	0.45	0.45
	d) State Govt(s)	-	-	-	-	-	-	-	-	-
	e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
	f) Insurance Companies	-	-	-	-	-	-	-	-	-
	g) FIIs	-	160	160	0.00	-	-	-	-	-
	i) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
	j) Others - Foreign Bank	-	80	80	0.00	-	-	-	-	-
	Sub-Total (B)(1)	**7236**	**1763**	**8999**	**0.08**	**65592**	**225**	**65817**	**0.48**	**0.40**
(2)	**Non-Institutions**									
	a) Bodies Corporate									
	i) Indian	446571	1092	447663	3.75	356259	758	357017	2.60	(1.15)
	ii) Overseas	-	-	-	-	-	-	-	-	-
	b) Individual									
	i) Individuals shareholders holding nominal share capital up to ₹ 1 lakh	2088558	123983	2212541	18.54	2064648	78698	2143346	15.61	(2.93)
	ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	688319	-	688319	5.77	834482	-	834482	6.08	0.31

	Category of Shareholder	No. of shares held at the beginning of the year (April 01, 2018)				No. of shares held at the end of the year (March 31, 2019)				% Change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
	d) Others									
	i) The Custodian Special Court	-	2850	2850	0.02	-	2850	2850	0.02	-
	ii) Trust	171576	-	171576	1.44	171967	-	171967	1.25	(0.19)
	iii) Non-resident Indians	218105	8762	226867	1.90	172738	5248	177986	1.30	(0.60)
	iv) Clearing Member	5649	-	5649	0.05	9999	-	9999	0.07	0.02
	v) NBFCs registered with RBI	-	-	-	-	1000	-	1000	0.01	0.01
	Sub-Total (B)(2)	**3618778**	**136687**	**3755465**	**31.48**	**3611093**	**87554**	**3698647**	**26.94**	**(4.54)**
	Total Public Shareholding (B) = (B)(1)+(B)(2)	**3626014**	**138450**	**3764464**	**31.55**	**3676685**	**87779**	**3764464**	**27.42**	**(4.13)**
C.	**TOTAL (A)+(B)**	**11792651**	**138450**	**11931101**	**100.00**	**13643322**	**87779**	**13731101**	**100.00**	**-**
	Shares held by Custodians for GDRs & ADRs	-	-	-	-	-	-	-	-	-
	Grand Total (A)+(B)+(C)	**11792651**	**138450**	**11931101**	**100.00**	**13643322**	**87779**	**13731101**	**100.00**	**-**

(ii) Shareholding of Promoters (including Promoter Group)

S. No.	Shareholder's Name	Shareholding at the beginning of the year (April 01, 2018)			Share holding at the end of the year (March 31, 2019)			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encum-bered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encum-bered to total shares	
1.	Mr. Shyam Sunder Bhartia	72825	0.61	-	72825	0.53	-	(0.08)
2.	Mr. Hari Shankar Bhartia	20873	0.17	-	20873	0.15	-	(0.02)
3.	Mr. Priyavrat Bhartia	253	0.00	-	253	0.00	-	-
4.	Mr. Shamit Bhartia	6561	0.06	-	6561	0.05	-	(0.01)
5.	Ms. Kavita Bhartia	613	0.01	-	613	0.00	-	(0.01)
6.	Ms. Aashti Bhartia	99	0.00	-	99	0.00	-	-
7.	Mr. Arjun Shankar Bhartia	99	0.00	-	99	0.00	-	-
8.	Vam Holdings Limited	284070	2.38	-	284070	2.07	-	(0.31)
9.	Jaytee Private Limited	380	0.00	-	380	0.00	-	-
10.	Jubilant Infrastructure Limited	50000	0.42	-	50000	0.36	-	(0.06)
11.	Jubilant Consumer Private Limited (Refer Note 1)	-	-	-	93522	0.68		0.68
12.	HSSS Investment Holding Private Limited (Refer Note 2)	5059440	42.41	-	6281470	45.75	-	3.34
13.	KBHB Investment Holding Private Limited (Refer Note 2)	1226302	10.28	-	1522497	11.09	-	0.81
14.	SSBPB Investment Holding Private Limited (Formerly Known as KBHSB Property Trustee Company Private Limited) (Refer Note 2)	1166600	9.78	-	1448375	10.55	-	0.77
15.	Miller Holdings Pte. Limited	-	-	-	-	-	-	-
16.	Rance Investment Holdings Limited	120000	1.01	-	120000	0.87	-	(0.14)
17.	Cumin Investments Limited	120000	1.01	-	65000	0.47	-	(0.54)
18.	Torino Overseas Limited	38522	0.32	-	0.00	0.00	-	(0.32)
	TOTAL	**8166637**	**68.45**	**-**	**9966637**	**72.58**	**-**	**4.13**

Note :

1. Became part of the Promoter Group in FY 2018-19.
2. During the FY 2018-19, 18,00,000 equity shares were allotted pursuant to preferential allotment on private placement basis to members of the promoter group of the Company. Due to this, Promoter and Promoter Group shareholding has been changed by 4.13%.

(iii) Change in Promoters' Shareholding (including Promoter Group)

Name	Shareholding at the beginning of the year (April 1, 2018)		Date	Increase/ decrease during the year	Reasons	Cumulative Shareholding during the year/ Shareholding at the end of the year (March 31, 2019)	
	No. of Shares	% of total shares of the company				No. of shares	% of total shares of the company
Jubilant Consumer Private Limited	-	-	1-Mar-19	93522	Market purchase	93522	0.68
HSSS Investment Holding Private Limited	5059440	42.41	19-Dec-19	12,22,030	Preferential allotment on private placement basis	6281470	45.75
KBHB Investment Holding Private Limited	1226302	10.28	19-Dec-19	2,96,195	Preferential allotment on private placement basis	1522497	11.09
SSBPB Investment Holding Private Limited (Formerly Known as KBHSB Property Trustee Company Private Limited)	1166600	9.78	19-Dec-19	2,81,775	Preferential allotment on private placement basis	1448375	10.55
Cumin Investments Limited	120000	1.01	1-Mar-19	55000	Market Sale	65000	0.47
Torino Overseas Limited	38522	0.32	1-Mar-19	38522	Market Sale	-	-

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters (including Promoter Group) and Holders of GDRs and ADRs):

S. No.	Name of the Shareholder	Shareholding		Increase/Decrease in the Shareholding		Reason	Cumulative Shareholding during the year (April 1, 2018 to March 31, 2019)	
		No. of Shares at he beginning (April 1, 2018)/end of the year (March 31, 2019)	% of total shares of the company	As on Benpose Date	Purchase (+)/Sale (-) during the year		No. of shares	% of total shares of the company
1	**Jubilant Employees Welfare Trust**	170364	1.43	01-Apr-18				
		170364	1.24	31-Mar-19	-	-	170364	1.24
2	**Chetan Jayantilal Shah**	115000	0.97	01-Apr-18				
				18-Jan-19	22000	Transfer	137000	0.99
				08-Mar-19	8000	Transfer	145000	1.06
				15-Mar-19	10000	Transfer	155000	1.13
		155000	1.13	31-Mar-19	-	-	155000	1.13
3	**Bhadra Jayantilal Shah**	110000	0.92	01-Apr-18				
		110000	0.80	31-Mar-19	-	-	110000	0.80
4	**Sonal Chetan Shah**	110000	0.92	01-Apr-18				
		110000	0.80	31-Mar-19	-	-	110000	0.80
5	**Jayantilal Premji Shah**	85000	0.71	01-Apr-18				
		85000	0.62	31-Mar-19	-	-	85000	0.62

S. No.	Name of the Shareholder	Shareholding		Increase/Decrease in the Shareholding		Reason	Cumulative Shareholding during the year (April 1, 2018 to March 31, 2019)	
		No. of Shares at he beginning (April 1, 2018)/end of the year (March 31, 2019)	% of total shares of the company	As on Benpose Date	Purchase (+)/Sale (-) during the year		No. of shares	% of total shares of the company
6	**Jayantilal Premji Shah (HUF)**	63000	0.53	01-Apr-18				
		63000	0.46	31-Mar-19	-	-	63000	0.46
7	**Jayantilal Premji Shah (HUF)**	47000	0.39	01-Apr-18				
		47000	0.34	31-Mar-19	-	-	47000	0.34
8	**Ratnanandan Commercials Private Limited****	-	-	01-Apr-18				
		42800	0.31	31-Mar-19	-	-	42800	0.31
9	**Jubilant Industries Limited - Unclaimed Suspense Account**	36270	0.30	01-Apr-18				
				24-Oct-18	-32359	Transfer	3911	0.03
				22-Jan-19	-53	Transfer	3858	0.03
		3858	0.03	31-Mar-19	-	-	3858	0.03
10	**Jaliyan Trading Private Limited****	-	-	01-Apr-18				
				22-Mar-19	30000	Transfer	30000	0.22
		30000	0.22	31-Mar-19	-	-	30000	0.22
11	**Chetan Jayantilal Shah (HUF)***	30000	0.25	01-Apr-18				
		30000	0.22	31-Mar-19	-	-	30000	0.22
12	**Nishu Finlease Private Limited***	29000	0.24	01-Apr-17				
		29000	0.24	31-Mar-18	-	-	29000	0.24

* Ceased to be in the Top 10 shareholders as on March 31, 2019. The same is reflected above as the shareholder was one of the Top 10 shareholders as on April 1, 2018.

** Not in the list of Top 10 shareholders as on April 1, 2018. The same is reflected above as the shareholder was one of the Top 10 shareholders as on March 31, 2019.

Note: During the year, 62,381 equity shares have been transferred to Investor Education and Protection Fund Authority and this shareholding details is not form part of top ten shareholder during the financial year 2018-19.

(v) Shareholding of Directors and Key Managerial Personnel:

S. No.	Name & Designation	Shareholding at the beginning of the year (April 1, 2018)		Date wise Increase/ Decrease in Share Holding during the year specifying the reasons for increase/ decrease (e.g. allotment/transfer/ bonus/sweat equity, etc.)	Cumulative Shareholding during the year (2018-19)		At the end of the year (March 31, 2019)	
		No. of shares	% of total shares of the company		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	Mr. Priyavrat Bhartia, Chairman (Non-Executive)	253	0.00	No change during the Financial Year 2018-19	253	0.00	253	0.00
2.	Mr. Shamit Bhartia, Non-Executive Director	6,561	0.06		6,561	0.05	6,561	0.05
3.	Mr. Abhishek Mishra, Company Secretary	1	0.00		1	0.00	1	0.00

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment - **NIL**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Director and/ or Manager:

Mr. Umesh Sharma, Chief Financial Officer & Whole-time Director has stepped down from the position of Director effective from May 10, 2018. Accordingly, he has been paid remuneration as Whole-time Director for the period starting from April 1, 2018 to May 10, 2018. His Gross Salary (as per provisions contained in Section 17(1) of the Income Tax Act, 1961) was ₹ 29,097, other component of Gross Salary like Value of perquisites u/s 17(2) of the Income Tax Act, 1961 and Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961 were NIL and other particulars of remuneration like Stock Option, Sweat Equity and Commission were also NIL. The Ceiling of Remuneration to be paid to Managerial Personnel is as per the provision of Section 197 read with Schedule V of Companies Act, 2013. Further, Mr. Manu Ahuja has been appointed as CEO & Managing Director of the Company effective from May 10, 2019 without any remuneration.

B. Remuneration to other directors:

(i) Independent Directors:

(Amount in ₹)

S. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. Ramanathan Bupathy	Mr. Sushil Kumar Roongta	Ms. Shivpriya Nanda	Mr. Radhey Shyam Sharma*	
1	Fee for attending Board/ Committee meetings	480000	510000	250000	100000	1340000
2	Commission	-	-	-	-	-
3	Others, please specify	-	-	-	-	-
	Total	**480000**	**510000**	**250000**	**100000**	**1340000**

*Appointed effective from October 25, 2018

(ii) Other Non-Executive Director: NIL

No managerial remuneration has been paid to Non-Executive Directors during the Financial Year 2018-19. Hence, computation of ceiling of managerial remuneration is not given.

C. Remuneration to Key Managerial Personnel other than Managing Director/ Manager/ Whole-time Director

(Amount in ₹)

S. No.	Particulars of Remuneration	Name of Key Managerial Personnel		
		Mr. Umesh Sharma Chief Financial Officer (Refer Note)	Mr. Abhishek Mishra Company Secretary	Total Amount
1	Gross salary	2,34,903	12,03,900	14,38,803
	Salary as per provisions contained in section 17(1) of the Income-tax Act,1961	-	-	-
	Value of perquisites u/s 17(2) of the Income-tax Act, 1961	-	7,567	7,567
	Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
5	Others (Provident Fund)	-	99,924	99,924
	Total	**2,34,903**	**13,11,391**	**15,46,294**

Note: Mr. Umesh Sharma, Chief Financial Officer & Whole-time Director has stepped down from the position of Directorship effective from May 10, 2018 and he continued to be Chief Financial Officer of the Company. Above remuneration is for the period effective from May 11, 2018 till end of the financial year.

VII. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties/ punishment/ compounding of offences for breach of any section of Companies Act against the Company or its Directors or other officers in default, if any, during the year.

For and on behalf of the Board

Place: NOIDA
Date: May 16, 2019

Priyavrat Bhartia
Chairman
(DIN: 00020603)

Annexure 4

Disclosure under Section 134(3)(M) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014.

A. CONSERVATION OF ENERGY:

(i) Steps taken or impact on conservation of energy

1) OPE improvement,

2) Awareness developed through training

3) Shutting down unnecessary computer, printer, office light.

(ii) Steps taken by the Company for utilizing alternate sources of energy

The Company recognizes that climate change mitigation require significant consideration in business decisions. To bring down the carbon foot print, the Company continuously strives to use renewable energy.

(iii) Capital investment on energy conservation equipments

Nil.

B. TECHNOLOGY ABSORPTION

i) Efforts made towards technology absorption

Owing to the nature of operations of the Company, the information pertaining to Technology Absorption is not applicable to the Company. However, the Company endeavors to avail the latest technology trends and practices in its operations.

ii) Benefits derived like product improvement, cost reduction, product development or import substitution

None.

iii) Imported Technology

Not Applicable.

iv) Expenditure incurred on Research and Development

None.

C. FOREIGN EXCHANGE EARNING AND OUTGO - None

For and on behalf of the Board

Priyavrat Bhartia
Chairman
(DIN: 00020603)

Place: NOIDA
Date: May 16, 2019

Annexure 5

Particulars prescribed under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

PART-A

(i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2018-19, the percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary in the financial year 2018-19:

Sl. No.	Name and Designation of Director/KMP	Remuneration during the financial year 2018-19 (in ₹)	% increase in Remuneration	Ratio of remuneration of each Director to median remuneration of employees
1.	Mr. Priyavrat Bhartia[1] Chairman (Non-Executive)	-	-	-
2.	Mr. Shamit Bhartia[1] Non-Executive Director	-	-	-
3.	Mr. Ramanathan Bupathy[2] Independent Director	4,80,000	12.94	0.36
4.	Mr. Sushil Kumar Roongta[2] Independent Director	5,10,000	(8.93)	0.38
5.	Ms. Shivpriya Nanda[2] Independent Director	2,50,000	(28.57)	0.19
6.	Mr. Radhey Shyam Sharma[3] Independent Director	1,00,000	Not applicable	Not applicable
7.	Mr. Manu Ahuja[4] CEO & Managing Director	-	-	-
8.	Mr. Umesh Sharma[5] Whole-time Director & Chief Financial Officer	2,64,000	Not applicable	Not applicable
9	Mr. Abhishek Mishra[6] Company Secretary	13,11,391	Not applicable	Not applicable

Note:

1. Mr. Priyavrat Bhartia and Mr. Shamit Bhartia has opted not to take sitting fee.
2. Change in remuneration of Independent Directors vis-a-vis previous year, if any, is due to change in their committee membership, meetings attended and sitting fee paid.
3. Detail of Mr. Radhey Shyam Sharma for increase in remuneration is not given as he was appointed as an Additional Director (Independent category) only for a part of the Financial Year i.e. effective from October 25, 2018.
4. Mr. Manu Ahuja appointed as CEO & Managing Director effective from May 10, 2018 without any remuneration.
5. Detail of Mr. Umesh Sharma for increase in remuneration is not given as he was Director only for a part of the Financial Year 2017-18.
6. Detail of Mr. Abhishek Mishra for increase in remuneration is not given as he was Company Secretary only for a part of the Financial Year 2017-18.

Median of Total Cost to Company (CTC) on payable basis has been taken for all on-roll employees as on March 31, 2019: Median Salary of all on-roll employees is ₹ 13,45,611.

(ii) The percentage decrease in the median remuneration of employees in the Financial Year 2018-19 was 8%;

(iii) 5 permanent employees were on the rolls of Company as on March 31, 2019.

(iv) Average percentage increase made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

Average increase in remuneration of the employees other than managerial remuneration was 2% in the Financial Year 2018-19.

(v) Affirmation that the remuneration is as per the as per the Remuneration Policy of the Company:

It is hereby affirmed that the remuneration paid as per the Appointment and Remuneration Policy for Directors, Key Managerial Personnel and other employees.

PART-B

Sr. No.	Employee Name	Designation & Nature of Duties	Qualification	Total Work Experience (Years)	Date of Commencement of Employment	Age	Remuneration (₹)	Previous Employment held	
								Designation	Name of the Company
A.	**Top Ten Employees in terms of remuneration drawn during the Financial Year 2018-19**								
1	S E Chavan	Senior Manager - Production	B. Sc. (Chemistry)	31	15-Nov-2011	56	19,18,841	Deputy Manager – Production	Jubilant Life Sciences Limited
2	Arvind Mohta	General Manager - BD	PGDBM – Marketing	11	12-Nov-2018	40	18,99,604	Division Manager	United Spirits Limited
3	Abasaheb Bhagawan Bhosale	Manager – QA	B.Sc. (Chemistry), Diploma in Industrial Fermentation & Alcohol Technology	22	15-Nov-2011	45	14,69,720	Assistant Manager – Quality	Jubilant Life Sciences Limited
4	Abhishek Mishra	Company Secretary	FCS, B.Sc. (PCM)	9	16-Mar-2018	34	13,11,391	Deputy Manager – Secretarial	Jubilant Agri and Consumer Products Limited
5	Umesh Sharma*	Chief Financial Officer & Whole-time Director	FCA, ACS, Senior Management Programme from the Indian Institute of Management (IIM), Calcutta	26	24-May-2017	51	2,64,000	Senior Vice President - Finance & Accounts	Jubilant Enpro Private Limited
*Resigned from the Directorship effective from May 10, 2018									
B.	**Employed for full year and in receipt of remuneration for the year which in aggregate was not less than ₹ 10,200,000 per annum (other than those mentioned in Para A above)**								
	NONE								
C.	**Employed for part of the year and in receipt of remuneration which in aggregate was not less than ₹ 850,000 per month (other than those mentioned in Para A above)**								
	NONE								

Notes:

1. All above persons are/ were full time employees of the Company.
2. None of the other employees is related to any Director of the Company.
3. None of the above employees is covered under Rule 5(2)(iii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
4. Remuneration comprises salary, allowances, perquisites/ taxable value of perquisites etc. including perquisite value of ESOPs exercised, if any.

For and on behalf of the Board

Place : NOIDA
Date : May 16, 2019

Priyavrat Bhartia
Chairman

Annexure 6

REPORT ON CORPORATE GOVERNANCE

A) Company's Philosophy:

At Jubilant Industries Limited ("the Company" or "Jubilant"), Corporate Governance is both a tradition and a way of life. We believe in delivering on our promise of Caring, Sharing, Growing, which translates into:

"We will, with utmost care for the environment, continue to enhance value for our customers by providing innovative products and economically efficient solutions and for our shareholders through sales growth, cost effectiveness and wise investment of resources."

The Company's Corporate Governance philosophy is led by core principles of:

- Caring for the environment which includes caring for the society around us;
- Enhancement of stakeholders' value through pursuit of excellence, efficiency of operations, quest for growth and continuous innovation;
- Transparency, promptness and fairness in disclosures to and communication with all stakeholders including shareholders, government authorities, customers, suppliers, lenders, employees and the community at large; and
- Complying with laws in letter as well as in spirit.

Highlights of Company's Corporate Governance regime are:

- Broad based and well represented Board with fair mix of Executive, Non-Executive and Independent Directors bringing in expertise in diverse areas with half of the Board being Independent;
- Constitution of several Board Committees for focused attention and proactive flow of information and informed decisions;
- Active employee participation in place; one top executive on the Board of Directors;
- Emphasis on ethical business conduct by the Board, management and employees to ensure integrity, transparency, independence and accountability in dealing with stakeholders;
- Established Code of Conduct for Directors and Senior Management, Instituted Whistle Blower policy and Code of Conduct for Prevention of Insider Trading and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information;
- Focus on hiring, retaining and nurturing best talent and to promote a culture of excellence across the organisation. Exhaustive HR policies cover succession planning, training and development, employee grievance handling, etc.;
- Business Excellence through Velocity Initiatives like Lean Six Sigma, Total Productive Maintenance and world class manufacturing;
- Employees Stock Option Plan – to attract, reward and retain key senior executives;
- Online monitoring of internal controls on all operations spanning more than 1,100 control assertions through a specially designed software to institutionalize a quarterly system of certification to enable CEO/CFO certification of internal controls as per Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as Listing Regulations);
- Robust Risk Management framework for identifying various risks, assessing their probability as well as likely impact and finalizing risk mitigation and minimization plans;
- Timely, transparent and regular disclosures;
- Effective control on statutory compliances by quarterly online reporting and presentation;
- Paperless meetings of Board and Committees;
- Communication with shareholders including emailing of Annual Reports, other documents and Corporate Sustainability Report; and
- Comprehensive Corporate Sustainability Management System focusing on triple bottom - line reporting on economic, environment and society parameters as per Global Reporting Initiatives standards with a stated policy on sustainability.

Securities and Exchange Board of India regulates Corporate Governance practices for listed companies through the Listing Regulations. Jubilant is in full compliance with the amended Listing Regulations.

B) Board of Directors:

(i) Composition

The Board of Jubilant comprises of seven Directors out of which Four are Non-Executive Independent Directors including a Woman Director, two are Non-Executive Promoter Directors and one is CEO & Managing Director. Further, the Board Diversity Policy of the Company requires the Board to have balance of skills, experience and diversity of perspectives appropriate to the Company.

The skills, expertise and competencies of the Directors as identified by the Board in the context of business(es) of the Company, are provided and forming part of this Report. These skills, expertise and competencies are available in the present mix of the Directors of the Company.

The maximum tenure of Independent Directors is upto five consecutive years from the date of their appointment. However, they can be re-appointed for another term of five consecutive years. The date of appointment/ re-appointment and tenure of the existing Independent Directors are given below:

S. No.	Name of Independent Director	Date of Appointment/ Re-Appointment	Date of Completion of Tenure
1	Mr. Radhey Shyam Sharma	October 25, 2018	October 24, 2023
2	Mr. Ramanathan Bupathy	April 1, 2019	March 31, 2024
3	Mr. Sushil Kumar Roongta	April 1, 2019	March 31, 2024
4	Ms. Shivpriya Nanda	April 1, 2019	March 31, 2024

Note: Members shall be considering appointment of Mr. Radhey Shyam Sharma as an Independent Director for a period of five consecutive years effective from October 25, 2018 and re-appointment of Mr. Ramanathan Bupathy, Mr. Sushil Kumar Roongta and Ms. Shivpriya Nanda for second term for a period of five consecutive years effective from April 1, 2019.

The letters of appointment/re-appointment have been issued to the Independent Directors and the terms and conditions thereof are posted on the Company's website.

The Board of Directors along with its Committees provides effective leadership and strategic guidance to the Company's management while discharging its fiduciary responsibilities, thereby ensuring that the management adheres to high standards of ethics, transparency and disclosures.

(ii) Key functions of the Board

The Board performs various statutory and other functions in connection with managing the affairs of the Company. The key functions performed by the Board of Jubilant are:

a. Reviewing and guiding corporate strategy, major plans of action, annual budgets and business plans, setting performance objectives, monitoring implementation & corporate performance and overseeing major capital expenditures, acquisitions and divestments;

b. Monitoring effectiveness of the Company's governance, policies & practices and making changes as needed;

c. Selecting, compensating, monitoring and when necessary, replacing Key Managerial Personnel and overseeing succession planning;

d. Aligning Key Managerial Personnel and Board remuneration with the long term interests of the Company and its shareholders;

e. Ensuring a transparent Board nomination process with the diversity of thought, experience, knowledge, perspective and gender in the Board;

f. Monitoring and managing potential conflicts of interest of management, board members and shareholders, including misuse of corporate assets and abuse in related party transactions;

g. Ensuring integrity of the Company's accounting and financial reporting systems, including the independent audit and that appropriate systems of control are in place, in particular, systems for risk management, financial and operational controls and compliance with the laws & regulations and relevant standards in force;

h. Overseeing the process of disclosure and communications;

i. Monitoring and reviewing Board's Evaluation framework.

(iii) Meetings of the Board

Meetings of the Board are generally held at the Corporate Office of the Company at Plot No. 1A, Sector 16A, Noida - 201301, Uttar Pradesh, India. During the year, the Board met four times i.e. on May 10, 2018; July 26, 2018; October 25, 2018 and January 31, 2019. The Company has held minimum one Board Meeting in each quarter and maximum gap between two consecutive meetings did not exceed prescribed limit of 120 days which is in compliance with Listing Regulations and the Companies Act, 2013.

An annual calendar of meetings is prepared well in advance and shared with the Directors in the beginning of the year to enable them to plan their attendance at the meetings. Directors are expected to attend Board and Committee Meetings, spend the necessary time and meet as frequently as the situation warrants to properly discharge their responsibilities.

Concerned executives of the Company communicate the matters requiring approval of the Board to the Company Secretary, well in advance, so that these can be included in the Agenda for the scheduled Board/Committee meeting.

Agenda papers are sent electronically to the Directors, well in advance, before the meetings. Draft Minutes of the Board and Committee meetings are circulated to the Directors of the Company for their comments thereon and, thereafter, noted by the Board/ Committee in its next Meeting.

Composition of the Board of Directors as on March 31, 2019 and attendance at the Board meetings held during the Financial Year ended March 31, 2019 and at the last Annual General Meeting (hereinafter referred as 'AGM') are given in table below:

Name and Designation	Category	Attendance at Meetings		
		No. of Board Meeting		Last AGM Attended
		Held during the tenure	Attended	
Mr. Priyavrat Bhartia[1] Chairman	Non-Executive and Promoter	4	4	Yes
Mr. Shamit Bhartia[1] Director	Non-Executive and Promoter	4	3	No
Mr. Ramanathan Bupathy Director	Non-Executive and Independent	4	4	Yes
Mr. Sushil Kumar Roongta Director	Non-Executive and Independent	4	4	No
Ms. Shivpriya Nanda Director	Non-Executive and Independent	4	3	No
Mr. Umesh Sharma[2] Chief Financial Officer & Whole-time Director	Executive	1	1	Not Applicable
Mr. Radhey Shyam Sharma[3] Director	Non-Executive and Independent	2	2	Not Applicable
Mr. Manu Ahuja[4] CEO & Managing Director	Executive	4	4	Yes

1. Mr. Priyavrat Bhartia and Mr. Shamit Bhartia being brothers are related to each other. Except this, there are no inter-se relationship among the Directors.
2. Resigned from the Directorship effective from May 10, 2018.
3. Appointed as a Non-Executive Independent Director effective from October 25, 2018.
4. Appointed as a Chief Executive Officer (CEO) & Managing Director effective from May 10, 2018.

(iv) Other Directorships

The number of directorships in other bodies corporate and memberships/chairmanships of Board Committees held by the Directors as on March 31, 2019 are as given in table below:

Name of Director	No. of Directorships in Other Bodies Corporate*				No. of Chairmanship / Membership of Committees#		Directorships in listed companies and Category of Directorships
	Public Listed	Public Unlisted	Private	Foreign	Chairmanships	Memberships	
Mr. Priyavrat Bhartia	3	3	10	-	-	6	• Hindustan Media Ventures Limited - Non-Executive Director • HT Media Limited - Non-Executive Director • Jubilant Life Sciences Limited - Non-Executive Director
Mr. Shamit Bhartia	3	4	7	-	-	2	• Hindustan Media Ventures Limited - Executive Director • HT Media Limited - Non-Executive Director • Jubilant FoodWorks Limited - Non-Executive Director
Mr. Ramanathan Bupathy	1	1	3	-	3	1	• Geojit Financial Services Limited - Independent Director

Name of Director	No. of Directorships in Other Bodies Corporate*				No. of Chairmanship / Membership of Committees#		Directorships in listed companies and Category of Directorships
	Public Listed	Public Unlisted	Private	Foreign	Chairmanships	Memberships	
Mr. Sushil Kumar Roongta	4	5	-	-	1	5	• Jubilant Life Sciences Limited - Independent Director • ACC Limited - Independent Director • CL Educate Limited - Independent Director • JK Paper Limited - Independent Director
Ms. Shivpriya Nanda	-	2	-	-	-	3	-
Mr. Radhey Shyam Sharma	-	4	1	-	1	3	-
Mr. Manu Ahuja	-	1	-	-	-	3	-

* Excluding Jubilant Industries Limited, Section 8 Companies and Limited Liability Partnership.

Pursuant to Regulation 26 of the Listing Regulations, Chairmanship/ Membership of Audit Committees and Stakeholders' Relationship Committees of Indian Public Companies, whether listed or not, have been considered. Committees of Jubilant are also included.

(v) Information given to the Board

The Board and Committees thereof have complete access to all relevant information. Such information is submitted either as part of the agenda papers of the meetings in advance or by way of presentations and discussion material during the meetings. Such information, inter-alia, includes the following:

- Annual operating plans, budgets and any updates;
- Capital budgets and any updates;
- Annual and Quarterly results of the Company and its operating divisions or business segments;
- Minutes of the meetings of the Audit Committee and other Committees of the Board of Directors;
- Information on recruitment and remuneration of senior officers just below the Board level, including appointment or removal of the Chief Financial Officer and the Company Secretary;
- Show cause, demand, prosecution notices and penalty notices, which are materially important;
- Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems;
- Material default in financial obligations to and by the Company, or substantial non-payment for goods sold by the Company;
- Issue which involves possible public or product liability claims of substantial nature;
- Details of any joint venture or collaboration agreement;
- Transactions that involve substantial payment towards goodwill, brand equity or intellectual property;
- Significant labour problems and their proposed solutions including any significant development in Human Resources/ Industrial Relations front;
- Sale of investments, subsidiaries, assets which are material in nature and not in normal course of business;
- Quarterly details of foreign exchange exposures and the steps taken by the Management to limit the risks of adverse exchange rate movement, if material;
- Minutes of Board Meetings of unlisted subsidiary company(s);
- Statement of significant transactions or arrangements made by unlisted subsidiary companies;
- Non-compliance of any regulatory, statutory or listing requirements and shareholders services such as non-payment of dividend, delay in share transfer, etc;
- Quarterly statement showing status of investors complaints;
- Compliance Report pertaining to applicable laws and steps taken to rectify instance of non–compliance, if any; and
- Quarterly Compliance Report on Corporate Governance.

(vi) Board Process

The Company sends documents relating to Board and Committee meetings, including agenda papers and supplementary documents, to the

Directors in electronic form at least 7 days before the meetings.

Important decisions taken at the Board/ Committee meetings are promptly communicated to the concerned departments/ divisions. Action Taken Report (ATR) on the decisions of the previous meeting(s) is placed at the next meeting of the Board/ Committee.

The Company has complied with the Secretarial Standard-1 on Meetings of the Board of Directors and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India.

(vii) Independent Directors' Meeting

Independent Directors met on May 16, 2019 without the attendance of Non-Independent Directors and members of the management of the Company. The Independent Directors, inter alia, evaluated performance of the Non-Independent Directors and the Board of Directors as a whole, also reviewed the performance of Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors; for the Financial Year ended March 31, 2019. They also assessed the quality, content and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

(viii) Familiarisation Programme for Independent Directors

The Company familiarises its Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, legal updates, etc. In this regard, the Company follows a structured familiarisation programme for the Independent Directors. The details related thereto are displayed on the Company's website www.jubilantindustries.com. The weblink for the same is: https://www.jubilantindustries.com/pdfs/Familiarisation-Programme-for-Independent-Directors-2018.pdf.

(ix) List of Core Skills/ expertise/ competencies identified by the Board

The following core skills/ expertise/ competencies have been identified by the Board of Directors as required in the context of business(es) and sector(s) of the Company to function effectively:

1. Deep understanding of Company's business/ strategy and structure;
2. Financial acumen;
3. Knowledge in Accounting and Auditing Standards and tax matters;
4. Knowledge of the Companies Act, 2013, applicable SEBI and Stock Exchange Regulations;
5. Knowledge on Employee Benefit Schemes and matters related to employee hiring / skill development, gender diversity, etc.;
6. Entrepreneurial skills to evaluate risk and rewards and perform advisory role;
7. Focus on compliance;
8. Understanding of the processes and systems for defining high corporate governance standards;
9. Understanding rights of Shareholders and obligations of the Management;
10. Knowledge in global standards on Corporate Sustainability and Sustainability Reporting based on Global Reporting initiatives (GRI) Standards; and
11. Knowledge of national and global business scenario.

(x) Confirmation of Independence

The Independent Directors of your Company have confirmed that (a) they meet the criteria of Independence as prescribed under Section 149 of the Act and Regulation 16 of the Listing Regulations, and (b) they are not aware of any circumstance or situation, which could impair or impact their ability to discharge duties with an objective independent judgement and without any external influence. Further, in the opinion of the Board, the Independent Directors fulfil the conditions prescribed under the Listing Regulations and are independent of the management of the Company.

(xi) Certificate from Practicing Company Secretary on qualification of Directors

The Company has obtained a certificate from a Practicing Company Secretary, Mr. Sanjay Grover, Managing Partner of M/s. Sanjay Grover & Associates, Company Secretaries, as per the provisions of Schedule V (C) of the Listing Regulations, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by SEBI/ Ministry of Corporate Affairs or any such statutory authority. The Certificate is attached as **Annexure A**.

(xii) Total fees paid to Statutory Auditors

During the year, total fees of ₹3.03 million was paid to M/s. K. N. Gutgutia & Co., Statutory Auditor on a consolidated basis for all audit and non-audit services availed by the Company and its subsidiaries and they does not have any network firm/ network entity.

C) Committees of the Board

To focus effectively on the issues and ensure expedient resolution of diverse matters, the Board has constituted several Committees of Directors with specific terms of reference. The Committees operate as empowered agents of the Board as per their terms of reference that set forth the purposes, goals and responsibilities. Committee members are appointed by the Board with the consent of individual Directors. The Committees meet as often as required or as statutorily required. Committees that are constituted voluntarily for effective governance of the affairs of the Company may also include Company executives.

The minutes of the meetings of all Committees of the Board are circulated quarterly to the Board for noting.

Major Committees are:

- Audit Committee
- Nomination, Remuneration and Compensation Committee
- Stakeholders Relationship Committee
- Sustainability and Corporate Social Responsibility Committee
- Finance Committee
- Business Strategy Committee
- Restructuring Committee

Recommendations made by these Committees have been accepted by the Board. The Company Secretary officiates as the Secretary of the Committees. Detailed terms of reference, composition, quorum, meetings, attendance and other relevant details of these committees are as under:

AUDIT COMMITTEE

The Audit Committee primarily constitutes a formal and transparent arrangement for accurate financial reporting and strong internal controls. The Committee through regular interaction with external and internal auditors and review of financial statements ensures that the interests of stakeholders are properly protected. The committee have powers to investigate any activity within its terms of reference, seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary.

All members of the Audit Committee are financially literate and a majority has accounting or financial management expertise.

(i) Terms of reference:

During the year, terms of reference of the Committee have been revised to align the same with the revised Listing Regulations and the SEBI (Prohibition of Insider Trading) Regulations, 2015. The Audit Committee functions according to its terms of reference that define its authority, responsibility and reporting functions in accordance with the provisions of Companies Act, 2013 (hereinafter referred as 'the Act') and Regulation 18 read with Part C of Schedule II to the Listing Regulations which, inter-alia, includes the following:

1. Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
2. Recommendation for appointment, remuneration and terms of appointment of cost auditors and statutory auditors including their replacement or removal.
3. Approval for payment to statutory auditors for any other permitted services rendered by statutory auditors.
4. Reviewing with the management, the annual financial statements and auditors' report thereon before submission to the Board for approval, with particular reference to:
   a. Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report.
   b. Changes, if any, in accounting policies and practices and reasons for the same.
   c. Major accounting entries involving estimates based on the exercise of judgement by management.
   d. Significant adjustments made in the financial statements arising out of audit findings.
   e. Compliance with listing and other legal requirements relating to financial statements.
   f. Disclosure of any related party transactions.
   g. Draft auditors' reports including qualifications, if any.
5. Reviewing with the management, the quarterly financial statements before submission to the Board for approval.
6. Reviewing with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue and making appropriate recommendations to the Board to take steps in this matter.

7. Reviewing and monitoring with the management, independence and performance of statutory and internal auditors, adequacy of internal control systems and effectiveness of the audit processes.
8. Reviewing adequacy of internal audit function including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
9. Discussion with internal auditors on any significant findings and follow up there-on.
10. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
11. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
12. To look into the reasons for substantial defaults in payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
13. To review the functioning of the Whistle Blower Policy (Vigil Mechanism).
14. Approval of appointment of CFO (i.e. the Whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate.
15. Approval or any subsequent modification of transactions of the Company with related parties.
16. Scrutiny of inter-corporate loans and investments.
17. Valuation of undertakings or assets of the Company, wherever it is necessary.
18. Evaluation of internal financial controls and risk management system.
19. Review of management discussion and analysis of financial condition and results of operations.
20. Review of management letters/ letters of internal control weaknesses issued by the statutory auditors.
21. Review of internal audit reports relating to internal control weaknesses.
22. Review of financial statements, in particular, investments made by the subsidiary company(ies).
23. Reviewing the utilization of loans and/ or advances from/ investment by the holding company in the subsidiary exceeding Rupees 100 Crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans/ advances/ investments.
24. Review compliance with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and verify that the systems for internal control are adequate and are operating effectively.
25. Discharge any other duties or responsibilities as may be prescribed by law or as may be delegated by the Board from time to time.

(ii) Composition

As on date, the Committee comprises of Mr. Ramanathan Bupathy, Chairman, Mr. Sushil Kumar Roongta, Ms. Shivpriya Nanda, Mr. Radhey Shyam Sharma and Mr. Manu Ahuja.

During the year, Mr. Umesh Sharma ceased to be the member of Audit Committee on his resignation from the Directorship, effective from May 10, 2018. Simultaneously, Ms. Shivpriya Nanda, Director and Mr. Manu Ahuja, CEO and Managing Director of the Company, inducted as members of the Committee effective from May 10, 2018.

After the closing of the Financial Year ended March 31, 2019, Mr. Radhey Shyam Sharma inducted as a member of the Audit Committee effective from May 1, 2019.

Invitees:

Mr. Umesh Sharma, Chief Financial Officer is a permanent invitee to the Audit Committee meetings.

The representatives of Statutory Auditors and Internal Auditors, and other executives, as desired by the Committee, attend the meetings as invitees.

(iii) Meetings, Quorum and Attendance

Audit Committee meets at least four times in a year with a gap of not more than one hundred and twenty days between two consecutive meetings. The quorum for the meeting is either two members or one third of the members of the Committee, whichever is higher with atleast two Independent Directors.

During the year, the Committee met four times i.e. on May 10, 2018; July 26, 2018; October 25, 2018 and January 31, 2019.

Attendance details of the members are given in the table below:

Name of the Committee Member	Meetings Held During Tenure	Meetings Attended
Mr. Ramanathan Bupathy, Chairman	4	4
Mr. Sushil Kumar Roongta	4	4
Ms. Shivpriya Nanda[1]	3	3
Mr. Umesh Sharma[2]	1	1
Mr. Radhey Shyam Sharma[3]	NA	NA
Mr. Manu Ahuja[1]	3	3

1. Inducted as members of the Committee, effective from May 10, 2018.
2. Resigned, effective from May 10, 2018.
3. Inducted as a member of the Committee, effective from May 1, 2019.

NOMINATION, REMUNERATION AND COMPENSATION COMMITTEE

The Nomination, Remuneration and Compensation Committee, constituted under Section 178 of the Act and Regulation 19 with Part D of Schedule II to the Listing Regulations functions according to its terms of reference that define its authority, responsibility and reporting functions which, inter-alia, include the following:

(i) Terms of Reference:

During the year, terms of reference of the Committee have been revised to align the same with the revised Listing Regulations. The present role of Committee is:

1. To identify persons who are qualified to become directors in accordance with the criteria laid down and recommend to the Board, their appointment/ removal.
2. To identify persons who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board, their appointment/ removal.
3. Specify manner for effective evaluation of performance of Board, Directors and its committees and review its implementation and compliance.
4. Extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
5. To formulate the criteria for determining qualifications, positive attributes and independence of a director.
6. Devising a policy on Board diversity.
7. To formulate and recommend to the Board, policies relating to the remuneration of:
   a) Directors
   b) Key Managerial Personnel
   c) Other employees of the Company
8. To discharge the role envisaged under the SEBI (Share Based Employee Benefits) Regulations, 2014.
9. Recommend to the board, all remuneration, in whatever form, payable to senior management.
10. Discharge any other duties or responsibilities as may be prescribed by law or as may be delegated by the Board from time to time.

(ii) Compositions

As on date, the Committee comprises of Mr. Sushil Kumar Roongta, Chairman, Mr. Priyavrat Bhartia, Mr. Shamit Bhartia and Mr. Ramanathan Bupathy.

Invitees:

Mr. Manu Ahuja, CEO & Managing Director and Mr. Umesh Sharma, Chief Financial Officer are the permanent invitee to the Nomination, Remuneration and Compensation Committee meetings.

(iii) Meetings, Quorum and Attendance

The Committee meets as often as required. During the year, the Committee met four times i.e. on May 10, 2018; July 26, 2018; October 25, 2018 and January 31, 2019.

The quorum for the meeting is either two members or one third of the members of the Committee, whichever is higher with at least one independent director.

Attendance details of the members are given in the table below:

Name of the Committee Member	Meetings Held During Tenure	Meetings Attended
Mr. Sushil Kumar Roongta, Chairman	4	4
Mr. Priyavrat Bhartia	4	4
Mr. Shamit Bhartia	4	3
Mr. Ramanathan Bupathy	4	4

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee oversees various activities that lead to improve and effective shareholder services like review of adherence to the service standards adopted for shareholder services, measures taken for reducing the timelines for redressal of shareholder and investor grievances, transfer/ transmission of shares, issue of duplicate share certificates, dematerialisation/ rematerialisation of shares and related matters in accordance with the provisions of the Act and Regulation 20 read with Part D of Schedule II to the Listing Regulations. The Committee meets as often as required. Additionally, the Board has authorised the Chief Financial Officer and the Company Secretary to jointly exercise the powers of approving transfer/ transmission of shares. Normally, transfers/ transmissions are approved once in a fortnight.

(i) Terms of Reference:

During the year, terms of reference of the Committee have been revised to align the same with the revised Listing Regulations. The present role of Committee is:

1. Resolving grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, general meetings, etc.
2. Review of measures taken for effective exercise of voting rights by the shareholders.
3. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
4. Review of various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/ statutory notices by the shareholders of the Company.
5. To deal with all matters relating to issue of duplicate share certificate, transmission of securities etc.
6. To approve transfer of securities as per powers delegated by the Board and to note transfer of securities approved by the Chief Financial Officer and Company Secretary of the Company.
7. Discharge any other duties or responsibilities as may be prescribed by law or as may be delegated by the Board from time to time.

(ii) Composition

As on date, the Committee comprises of Mr. Sushil Kumar Roongta, Chairman, Mr. Priyavrat Bhartia and Mr. Manu Ahuja.

During the year, Mr. Umesh Sharma ceased to be the member of the Committee on his resignation from the Directorship, effective from May 10, 2018. Further, Mr. Manu Ahuja, CEO and Managing Director of the Company, inducted as members of the Committee effective from May 10, 2018.

Compliance Officer

Mr. Abhishek Mishra, Company Secretary of the Company is the Compliance Officer in terms of Regulation 6 of Listing Regulations.

(iii) Meetings, Quorum and Attendance

The Committee meets as often as required. During the year, the Committee met four times i.e. on May 10, 2018; July 26, 2018; October 25, 2018 and January 31, 2019.

The quorum for the meeting is either two members or one third of the members of the Committee, whichever is higher.

Attendance details of the members are given in the table below:

Name of the Committee Member	Meetings Held During Tenure	Meetings Attended
Mr. Sushil Kumar Roongta, Chairman	4	4
Mr. Priyavrat Bhartia	4	4
Mr. Umesh Sharma[1]	1	1
Mr. Manu Ahuja[2]	3	3

1. Resigned, effective from May 10, 2018.
2. Inducted as a member of the Committee, effective from May 10, 2018.

(iii) Investors' Grievances/Complaints

During the year, the Company received 7 (seven) complaints, which were resolved. No complaint was pending as on March 31, 2019.

(iv) Transfers, Transmissions etc. approved

During the year, the Company received 1,197 cases (involving 42,212 equity shares) of share transfer/ transmission out of which 1,114 cases (involving 35,052 equity shares) were transferred/ transmitted and 83 cases (involving 7,160 equity shares) were rejected for technical reasons.

The Company had 17,427 shareholders as on March 31, 2019.

SUSTAINABILITY AND CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Sustainability & Corporate Social Responsibility Committee has been constituted to review and oversee the Sustainability and Corporate Social Responsibility ('CSR') initiatives of the Company.

(i) Terms of Reference:

The role of the Committee is:

1. Sustainability
   - To take all steps and decide all matters relating to triple bottom line indicators viz. Economic, Environmental and Social factors.

2. Corporate Social Responsibility
   - To formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by the Company;
   - To recommend the amount of expenditure to be incurred on the activities referred in the CSR Policy and review the same; and
   - To monitor the CSR Policy including CSR projects/programmes.
3. Any other as may be prescribed by law or as may be delegated to the Committee by the Board, from time to time.

(ii) Composition

As on date, the Committee comprises of Mr. Priyavrat Bhartia, Chairman, Mr. Shamit Bhartia, Mr. Ramanathan Bupathy and Mr. Manu Ahuja.

During the year, Mr. Manu Ahuja, CEO and Managing Director of the Company, inducted as the member of the Committee, effective from May 10, 2018.

(iii) Meetings, Quorum and Attendance

During the year, the Committee met twice i.e., on May 10, 2018 and October 25, 2018.

The quorum for the meeting is two members or one third of the members of the Committee, whichever is higher.

Attendance details of the members are given in the table below:

Name of the Committee Member	Meetings Held During Tenure	Meetings Attended
Mr. Priyavrat Bhartia, Chairman	2	2
Mr. Shamit Bhartia	2	1
Mr. Ramanathan Bupathy	2	2
Mr. Manu Ahuja[1]	1	1

1. Inducted as a member of the Committee, effective from May 10, 2018.

FINANCE COMMITTEE

The Board of Directors of the Company has delegated to the Finance Committee, the powers to borrow and to avail financial assistance from banks, financial institutions etc.

(i) Terms of Reference:

The role of the Committee is:

1. To borrow upto ₹ 5,000 million from Banks/ Financial Institutions/ NBFCs/ Mutual Funds/ Insurance Companies/ Other Companies/ Body Corporates or any other category of Lenders etc.;
2. To charge/ mortgage the company's property for securing its own borrowing and/ or for the borrowings of subsidiary, associate and/ or joint venture companies (present and future) from time to time not exceeding ₹ 10,000 million;
3. To give guarantee(s) and/ or provide security(ies) by way of hypothecation/ lien/ pledge on the assets of the Company in favour of Banks, Financial Institutions, NBFC, Mutual Funds, Insurance Companies or any other category of lender in connection with the term/ working capital loan/ facilities availed/ to be availed by Jubilant Agri and Consumer Products Limited (JACPL) up to an aggregate amount of ₹ 7500 million outstanding at any point of time;
4. To make investments, for profitable deployment of funds, from time to time, whether short term or long term, in Mutual Funds, Bank Deposits or Government securities, provided that the aggregate of such investments outstanding at any point in time shall not exceed ₹ 2000 million;
5. To furnish Corporate Guarantee up to an amount not exceeding ₹ 10 Crores in aggregate outstanding at any point of time on behalf of JACPL to Customs Department;
6. To make investments and/ grant loans to Jubilant Industries Inc., USA., a wholly owned subsidiary, upto an aggregate amount of USD 5.82 million outstanding at any point of time;
7. To borrow upto an amount not exceeding ₹ 2 Crores outstanding at any point of time, in one or more tranches on such terms and conditions as may be agreed with JACPL;
8. To allot the Securities which includes but not limited to Equity Shares, Warrants, Debentures etc. as and when it is required to do so;
9. To invest in the Share Capital of/grant loan to Jubilant Agri and Consumer Products Limited, a wholly owned subsidiary of the Company upto an aggregate amount not exceeding INR 44,95,00,000 outstanding at any point of time, in one or more tranches at such terms and conditions as may be mutually agreed upon; and
10. To exercise the conversion of 10% Optionally Convertible Non-Cumulative Redeemable Preference Shares into equity shares or any convertible security including but not limited to convertible preference shares, warrants

and convertible debentures etc. as per the terms and condition mentioned therein as and when required.

(ii) Composition

As on date, the Committee comprises of Mr. Priyavrat Bhartia, Chairman, Mr. Shamit Bhartia and Mr. Manu Ahuja.

During the year, Mr. Manu Ahuja, CEO and Managing Director of the Company, inducted as member of the Committee, effective from May 10, 2018.

(iii) Meetings, Quorum and Attendance

The Committee meets as and when necessary. During the FY 2018-19, the Committee met three times i.e. on April 6, 2018, May 24, 2018 and December 19, 2018.

The quorum for the meeting is either two members or one third of the members of the Committee, whichever is higher.

Attendance details of the members are given in the table below:

Name of the Committee Member	Meetings Held During Tenure	Meetings Attended
Mr. Priyavrat Bhartia, Chairman	3	3
Mr. Shamit Bhartia	3	3
Mr. Manu Ahuja[1]	2	2

1. Inducted as a member of the Committee, effective from May 10, 2018.

BUSINESS STRATEGY COMMITTEE

The Business Strategy Committee functions according to its terms of reference that define its authority and responsibility which, inter alia, include the following:

(i) Terms of Reference

The role of the Committee is:

1. Evaluate business opportunities in the existing profitable businesses of the Company and of its wholly owned subsidiary – Jubilant Agri and Consumer Products Limited;
2. Identify non-core businesses for possible divestment; and
3. Make its recommendation to the Boards of respective Companies for expansion, investment and/or divestment of businesses, as may be expedient, for further action.

(i) Composition

As on date, the Committee comprises of Ms. Shivpriya Nanda, Mr. Sushil Kumar Roongta and Mr. Manu Ahuja.

During the year, Mr. Manu Ahuja, CEO and Managing Director of the Company , inducted as member of the Committee, effective from May 10, 2018.

(ii) Meetings, Quorum and Attendance

The Committee meets as and when necessary. During the year, no meeting of Business Strategy Committee was held. The quorum for the meeting is two members.

RESTRUCTURING COMMITTEE

The Restructuring Committee had been constituted to take all actions and decide all matters relating to and/or incidental to the Scheme of Arrangement among Enpro Oil Private Limited, Jubilant Industries Limited and Jubilant Agri and Consumer Products Limited.

As on date, the Committee comprises of Mr. Priyavrat Bhartia, Chairman, Mr. Shamit Bhartia and Mr. Manu Ahuja.

During the year, Mr. Umesh Sharma ceased to be the member of the Committee on his resignation from the Directorship, effective from May 10, 2018. Further, Mr. Manu Ahuja, CEO and Managing Director of the Company, inducted as members of the Committee effective from May 10, 2018.

The Committee meets as and when necessary. During the year, no meeting of Restructuring Committee was held. The quorum of meeting is either two members or one third of the members of the committee, whichever is higher.

D) Performance Evaluation and its Criteria

Pursuant to the provisions of the Act, the Listing Regulations and the Performance Evaluation Policy of the Company, the Board has carried out annual evaluation of its performance, its Committees, Chairperson and Directors through structured questionnaire.

Performance of the Board was evaluated by each Director on the parameters such as its role and responsibilities, business risks, contribution to the development of strategy and effective risk management, understanding of operational programmes, availability of quality information in a timely manner, regular evaluation of progress towards strategic goals and operational performance, adoption of good governance practices and adequacy and length of meetings, etc. Independent Directors also carried out evaluation of the Board performance.

Board Committees were evaluated by the respective Committee members on the parameters such as its role and responsibilities, effectiveness of the Committee vis-a-vis assigned role, appropriateness of Committee composition, timely receipt of information by the Committee, effectiveness of communication by the Committee with the Board, Senior Management and Key Managerial Personnel.

Performance of the Chairperson was evaluated by the Independent Directors after taking into account the views of Executive and Non-executive Directors, on the parameters such as demonstration of effective leadership, contribution to the Board's work, relationship and communications with the Board and shareholders, use of time and overall efficiency of Board meetings, quality of discussions at the Board meetings, process for settling Board agenda, etc.

Directors were evaluated individually by the Board of Directors (excepting the Director himself) on the parameters such as his/ her preparedness at the Board meetings, attendance at the Board meetings, devotion of time and efforts to understand the Company and its business, quality of contribution at the Board meetings, application of knowledge and experience while considering the strategy, effectiveness of follow-up in the areas of concern, communication with Board members, Senior Management and Key Managerial Personnel, etc. Independent Directors were additionally evaluated for their performance and fulfilment of criteria of independence and their independence from the Management. The performance evaluation of the Non - Independent Directors was also carried out by the Independent Directors.

Outcome of the evaluation was submitted to the Chairman of the Company. The Chairman briefed the outcome of the performance evaluation to the Board.

E) Remuneration of Directors

(i) Remuneration to Executive Directors

Mr. Manu Ahuja was appointed as CEO & Managing Director of the Company without any remuneration for a period of three years effective from May 10, 2018.

During, the year no remuneration was paid to him and no stock options of the company was held by him. He is getting the remuneration from Jubilant Agri and Consumer Products Limited, wholly owned subsidiary of the Company, as its CEO &, Whole-time Director.

Mr. Manu Ahuja does not hold any equity share of the Company.

Further, during the year, Mr. Umesh Sharma, Chief Financial Officer and Whole-time Director of the Company has stepped down from the directorship effective from May 10, 2018 and he has been paid a gross remuneration of ₹ 29,097 as Whole-time Director upto May 10, 2018. He was also getting the remuneration from Jubilant Agri and Consumer Products Limited, wholly owned subsidiary of the Company, as its Whole-time Director upto May 10, 2018.

Service Contracts, Notice Period and Severance Fees:

Appointment of Managing Director is contractual and is terminable on 3 months' notice or by payment of Basic Salary in lieu thereof. No severance fee is payable.

(ii) Remuneration to Non-Executive Directors

Mr. Priyavrat Bhartia and Mr. Shamit Bhartia, Non-Executive Directors, have opted not to receive any remuneration.

The details of sitting fees to the other Non-Executive Directors for year ended March 31, 2019 are as follows:

Name	Sitting Fees (₹)
Mr. Ramanathan Bupathy	4,80,000
Mr. Sushil Kumar Roongta	5,10,000
Ms. Shivpriya Nanda	2,50,000
Mr. Radhey Shyam Sharma	1,00,000
Total	13,40,000

As on March 31, 2019, Mr. Priyavrat Bhartia and Mr. Shamit Bhartia holds 253 and 6,561 equity shares of the Company respectively and both of them does not hold convertible warrants of the Company. Other Non-Executive Directors do not hold any equity share and convertible warrant of the Company. No stock options have been granted to any Non-Executive Director.

Other than holding shares and payment of sitting fees as indicated above, the Non-Executive Directors did not have any pecuniary relationship or transactions with the Company during the year.

(iii) Criteria for making payment to Non-Executive Directors

The Company considers the time and efforts put in by the Non-Executive Directors in deliberations at Board/Committee meetings. They are remunerated by way of sitting fees for attending the meetings and through commission, if any, approved by the Board and members of the Comapny. The criteria has been defined in the Appointment and Remuneration Policy of the Company. The criteria is also displayed on Company's website www.jubilantindustries.com.

F) **General Body Meetings**

(i) **The details of last three Annual General Meetings (AGM) of the Company are as follows:**

Financial Year	Date	Time	Location
2017-18 (12th AGM)	September 26, 2018	1:30 pm	Registered office: Bhartiagram, Gajraula, District Amroha – 244223, Uttar Pradesh
2016-17 (11th AGM)	August 29, 2017	1:30 pm	
2015-16 (10th AGM)	August 30, 2016	2:00 pm	

(ii) **Special Resolutions passed during last three AGMs:**

Three special resolutions were passed by the Members at the 12th Annual General Meeting of the Company for;

a) Appointment and payment of remuneration of Mr. Umesh Sharma (DIN: 01490553) as Whole-time Director of the Company;

b) Approve JIL Employees Stock Options Scheme 2018; and

c) Approve the grant of Stock Options to the Employees of Subsidiary Companies and / or its Holding Companies under JIL Employees Stock Option Scheme 2018.

(iii) **Special Resolutions passed through Postal Ballot during 2018-19**

Two special resolutions were passed by the Members through Postal Ballot during 2018-19 and details of Voting Pattern are:

Sr. No.	Particulars of Resolutions	Votes in Favour of Resolution	Votes Against Resolution
1.	Issuance of Equity Shares of the company to the promoters / members of the promoter group of the company on preferential basis	78,43,689	1,176
2.	Issuance of Convertible Warrants to promoters / members of the promoter group of the company on preferential basis	78,43,600	1,185

The Company had appointed Mr. Sanjay Grover, Managing Partner of M/s. Sanjay Grover & Associates, Practising Company Secretaries (FCS No. 4223, C.P. No. 3850) as the Scrutinizer to conduct the Postal Ballot process. The despatch of the Postal Ballot Notice dated October 25, 2018 along with the Explanatory Statement and Postal Ballot Form, to the Members of the Company was completed on November 5, 2018 and voting through postal ballot and e-voting commenced on November 6, 2018 and ended on December 5, 2018. Further, based on the Scrutinizer's Report, the results of the postal ballot and e-voting were declared on December 7, 2018.

(iv) **Whether any Special resolutions are proposed to be passed through Postal Ballot**

Special Resolutions as may be necessary under the Act/Listing Regulations would be passed through Postal Ballot.

(v) **Procedure for Postal Ballot**

- The notices containing the proposed resolutions and explanatory statements thereto are sent to all members of the Company at their registered postal/e-mail addresses alongwith a Postal Ballot Form and a postage pre-paid business reply envelope containing the address of the Scrutinizer appointed by the Board for carrying out postal ballot process.
- The Postal Ballot Forms/e-voting received within 30 days of dispatch are considered by the Scrutinizer.
- The Scrutinizer submits his report to the Chairman of the Company or a person authorised by him, who on the basis of the report, announces the results; and
- The Company has entered into an agreement with National Securities Depository Limited (NSDL) for providing e-voting facility to its members. Under this facility, members are provided an electronic platform to participate and vote on the proposals of the Company.

G) **Codes and Policies**

The Company has established a robust framework of Codes and Policies that facilitates and reflects adoption of good governance practices. The Company has established the following salient codes and policies:

i. **Code of Conduct for Directors and Senior Management**

The Company has formulated and implemented a Code of Conduct for all Board members and Senior Management. The code has been revised to effect salient changes in the code. Requisite annual affirmations of compliance with the Code have been received from the Directors and Senior Management of the Company. A declaration signed to this effect by Mr. Manu Ahuja, CEO & Managing Director is enclosed as **Annexure B**. The Code of Conduct is posted on the Company's website www.jubilantindustries.com.

ii. Code of Conduct for Prevention of Insider Trading

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities of the Company by the Designated Persons. The Code has been broad-based effective from April 1, 2019 pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015. Salient changes in the revised Code include revised definitions of Designated Persons, Unpublished Price Sensitive Information ('UPSI') and material subsidiary, additional disclosures requirements, etc.

The Company has also implemented Policy and procedure for inquiry in case of leak or suspected leak of Unpublished Price Sensitive Information, pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015. Dealing in the shares of the Company by the Designated Persons is effectively monitored for ensuring compliance with the Code. Report on dealing in the shares of the Company by the Designated Persons is placed before the Chairman of the Audit Committee and the Board.

iii. Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

The Company has adopted a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information with a view to facilitate prompt, uniform and universal dissemination of unpublished price sensitive information. Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended, the Code has been revised to include Policy for Determination of Legitimate Purposes. The Code is posted on the Company's website www.jubilantindustries.com.

iv. Policy for Determining Materiality of Events and Information

The Company has adopted a Policy for Determining Materiality of Events and Information for the purpose of making disclosure to the Stock Exchanges. This policy aims to ensure timely and adequate disclosure of all material and price sensitive information to the Stock Exchanges. The Policy is displayed on the Company's website www.jubilantindustries.com.

v. Policy for Preservation of Documents

The Company has a Policy for Preservation of Documents. The Policy facilitates preservation of documents in compliance with the laws applicable to various functions and departments of the Company.

vi. Archival Policy

The Company has adopted an Archival Policy that lays down the process and manner of archiving the disclosures made to the Stock Exchanges under the Listing Regulations. The Policy provides that such disclosures shall be hosted on the website of the Company for a period of five years from the date of disclosure to the Stock Exchanges. The Policy also lays down the manner of archiving these disclosures after the period of 5 years. The Policy has been posted on the Company's website www.jubilantindustries.com.

vii. Appointment and Remuneration Policy

The Company has a Policy on appointment and remuneration of Directors, Key Managerial Personnel ('KMP') and Senior Management / other employees ('Employees') of the Company.

During the year, the Policy was revised by amending the provisions pertaining to remuneration of Senior Management to align the same with the provisions of the revised Listing Regulations. The Policy aims to ensure that the persons appointed as Directors, KMP and Employees possess requisite qualifications, experience, expertise and attributes commensurate to their positions and level and that the composition of remuneration to such persons is fair and reasonable and sufficient to attract, retain and motivate the personnel to manage the Company successfully. The Policy contains, *inter alia*, provisions pertaining to qualification, attributes and process of their appointment and removal as well as components of remuneration The Policy is displayed on the Company's website and the web-link for the same is: https://www.jubilantindustries.com/pdfs/JIL_Appointment and Remuneration Policy.pdf.

viii. Policy for Determining Material Subsidiaries

During the year, the Policy has been revised pursuant to the provisions of the revised Listing Regulations and is displayed on the Company's website. This policy is displayed on the Company's website. The web-link for the same is: https://www.jubilantindustries.com/pdfs/policy-determining-material-subsidiaries.pdf.

ix. Policy on Materiality of Related Party Transactions and Dealing with Related Party Transactions

During the year, the Policy has been revised pursuant to the provisions of the revised Listing Regulations and is displayed on the Company's website. This policy is displayed on the Company's website. The web-link for the same is: https://www.jubilantindustries.com/pdfs/policy-determining-material-subsidiaries.pdf.

x. Whistle Blower Policy and Vigil Mechanism

Jubilant has a robust Whistle Blower Policy for vigil mechanism and Ombudsman Process to make the workplace at Jubilant conducive to open communication regarding business practices. It enables the Directors and full time employees to voice their concerns or disclose or report fraud, unethical behaviour, violation of the Code of

Conduct, questionable accounting practices, grave misconduct, etc. without fear of retaliation/ unlawful victimization/ discrimination which is a sine qua non for an ethical organization.

The Whistle Blower Policy has been posted on the Company's website www.jubilantindustries.com. The Audit Committee periodically reviews the functioning of the Policy and Ombudsman Process. During the year, no Director or full time employee was denied access to the Audit Committee.

xi. Corporate Social Responsibility (CSR) Policy is displayed on Company's website www.jubilantindustries.com.

xii. Policy on Board Diversity.

xiii. Succession Plan for Board Members and Senior Management.

xiv. Performance Evaluation Policy (revised to align with the revised Listing Regulations).

xv. Policy for Prevention of Sexual Harassment.

xvi. Code of Conduct for Employees.

H) Disclosures

(i) Jubilant Agri and Consumer Products Limited (JACPL) is a material non-listed wholly owned Indian subsidiary of the Company.

(ii) There are no materially significant transactions with the related parties viz. Promoters, Directors or the Management, their relatives or subsidiaries, etc. that may have a potential conflict with the interests of the Company at large. Related party transactions are given at Note No. 32 of Notes to the Standalone Financial Statements in the Annual Report.

(iii) The Company has complied with various rules and regulations prescribed by the Stock Exchanges, SEBI or any other statutory authority relating to the capital markets and no penalties or strictures have been imposed by them on the Company during last three years.

(iv) Listing fees for the financial year 2019-20 have been paid to the Stock Exchanges where the shares of the Company are listed.

(v) Detailed notes on risk management are included in the Management Discussion Analysis section.

(vi) Commodity Price Risks/ Foreign Exchange Risk and Hedging Activities: Your Company is exposed to foreign exchange risks on its imports of raw materials/ trading goods/ capital items, export receivables and borrowings denominated in foreign exchange.

The Company does not use any derivative financial instruments or other hedging techniques to cover the potential exposure as the net foreign currency exposure is not significant.

As per the Company's Policy for Determination of Materiality of Events and Information, your Company does not have material exposure of any commodity and accordingly, no hedging activities for the same are carried out. Therefore, there is no disclosure to offer in terms of SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018.

(vii) During the year the Company has made preferential allotment on private placement basis of 18,00,000 equity shares at a face value of ₹ 10/- each at an issue price of ₹ 135.95/- including premium of ₹ 125.95/- per equity share and 13,00,000 convertible warrants at an issue price of ₹ 135.95/- for cash to the Promoters / members of the Promoter Group of the Company and the same was in compliance with section 62, 42 and other applicable provisions of the Act, rules made thereunder and SEBI (Issue of Capital and Disclosure Requirements), 2018 and amount raised were applied to the purposes for which it were raised.

(viii) During the year, no complaint was filed, disposed and pending in relation to Sexual Harassment of Woman at Work place (Prevention, Prohibition and Redressal) Act, 2013.

(ix) The Company has complied with the requirements specified in Regulation 17 to 27 and Clause (b) to (i) of sub-regulation 2 of Regulation 46 of Listing Regulations.

I) Means of Communication

(i) The quarterly financial results are regularly submitted to the Stock Exchanges and are generally published in leading Business Newspapers of the country i.e. 'Mint' and regional newspapers like 'Hindustan' in compliance with Listing Regulations.

(ii) The quarterly, half yearly and annual financial results are posted on the website of the Company at www.jubilantindustries.com . The website also displays official news release, if any.

(iii) Various sections of the Company's website www.jubilantindustries.com keep the investors updated on material developments of the Company by providing key and timely information like details of directors, financial results, annual reports, shareholding pattern etc.

(iv) The Investor Relations department of the Company regularly interacts with current and prospective investors and capital market intermediaries (brokers) who either invest in Company stocks and/ or encourage investors to do the same, directly or through bourses. Investor Relations Department responds to all requests from investors and analysts, through calls/emails, with respect to the business profile and financial performance of the

Company. The published results are shared after the Board meeting by uploading on the company's website for all interested stakeholders.

(v) Annual Report and Corporate Sustainability Report are emailed to such members whose email ids are registered with the Company/Depositories.

J) General Shareholders' Information

(i) Date, Time and Venue for 13th Annual General Meeting

As per the notice of 13th Annual General Meeting.

(ii) Financial Year and Financial Calendar

The Company observes April 1 to March 31 of the following year as its Financial Year. The Financial Calendar for year 2019-20 is as follows:

Item	Tentative Dates *
First Quarter Results	July 25, 2019
Second Quarter Results	October 24, 2019
Third Quarter Results	January 30, 2020
Audited Annual Results for the year	May 21, 2020

* As approved by the Board. However these dates are subject to change.

(iii) Book Closure & Dividend Payment Dates

Book Closure date is as per Notice of 13th Annual General Meeting. Further, no dividend has been recommended for the year ended March 31, 2019.

(iv) Listing

The names of the Stock Exchanges at which the securities of the Company are listed and the respective stock codes are as under:

S. No.	Name of the Stock Exchange	Security Listed	Stock Code
1.	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001	Equity Shares	533320
2.	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai-400051	Equity Shares	JUBLINDS

(v) Market Price Data

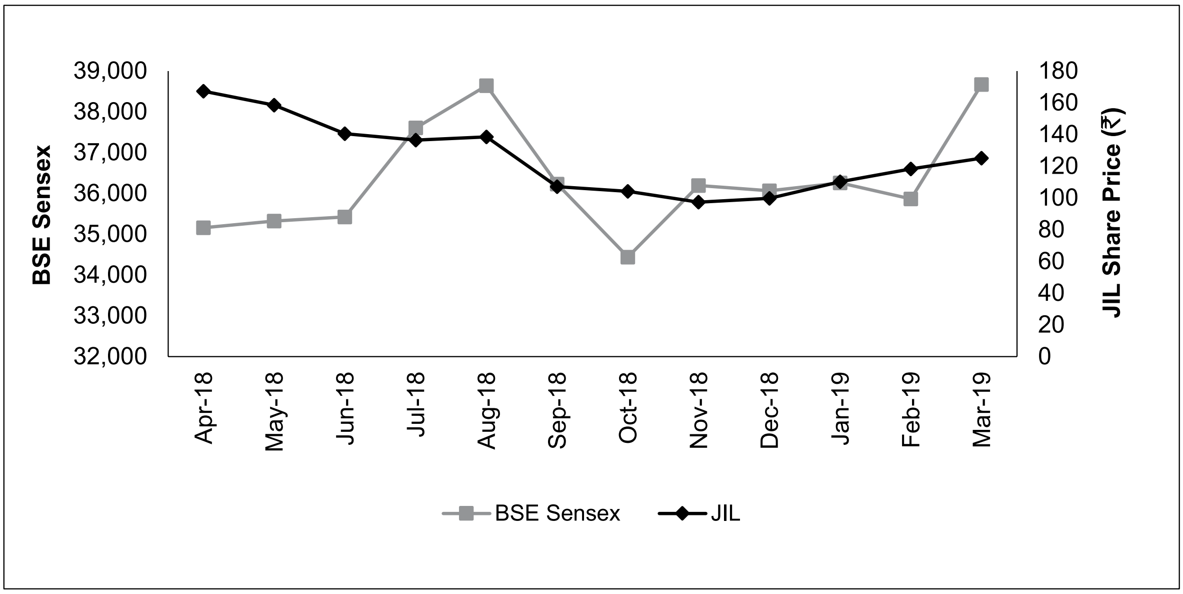
Monthly high/low of market price of the Company's equity shares (of ₹ 10 each) traded on the Stock Exchanges during the year 2018-19 is given hereinafter:

(Amount in ₹)

Month	BSE		NSE	
	High	Low	High	Low
April, 2018	199.00	166.05	195.00	163.85
May, 2018	175.85	146.25	175.80	148.00
June, 2018	204.70	132.50	202.50	130.70
July, 2018	154.00	129.50	153.65	126.05
August, 2018	157.00	132.75	154.00	132.00
September, 2018	146.00	104.20	146.50	102.55
October, 2018	109.70	88.50	108.75	88.00
November, 2018	118.00	95.00	115.15	95.60
December, 2018	109.10	91.90	110.00	90.30
January, 2019	124.25	99.95	125.00	100.30
February, 2019	126.75	99.50	125.70	100.20
March, 2019	143.50	117.00	143.00	118.10

(vi) Performance of the Company's equity shares in comparison to BSE Sensex

The above chart is based on the monthly closing price of the equity shares of the Company on BSE and monthly closing BSE Sensex.



(vii) Growth in Equity Capital

Year	Particulars	Number of Equity Shares	Cumulative Number of Equity Shares	Face Value per Equity Share (₹)
2007	Issue of Equity Shares to the Subscribers to the Memorandum and Articles of Association	10,000	10,000	10
2010	Issue of Equity Shares on Preferential basis	40,000	50,000	10
2010	Issue of Equity Shares pursuant to Scheme of Amalgamation and Demerger with Jubilant Life Sciences Limited and others	79,64,056	80,14,056	10
2012	Issue of Equity Shares pursuant to Scheme of Arrangement with Enpro Oil Private Limited and Jubilant Agri and Consumer Products Limited	38,35,348	1,18,49,404	10
2015	Issue of Equity Shares pursuant to exercise of Options granted under JIL Employees Stock Option Scheme 2013.	37,196	1,18,86,600	10
2016	Issue of Equity Shares pursuant to exercise of Options granted under JIL Employees Stock Option Scheme 2013.	28,470	1,19,15,070	10
2017	Issue of Equity Shares pursuant to exercise of Options granted under JIL Employees Stock Option Scheme 2013.	16,031	1,19,31,101	10
2018	Issue of Equity Shares on Preferential basis	18,00,000	1,37,31,101	10

(viii) Compliance Officer

Mr. Abhishek Mishra, Company Secretary, is the Compliance Officer appointed by the Board. He can be contacted for any investor related matter relating to the Company. The contact nos. are +91-120-7186000 and e-mail id is "investorsjil@jubl.com".

(ix) Registrar and Share Transfer Agent

For share related matters, members are requested to correspond with the Company's Registrar and Share Transfer Agent - Alankit Assignments Limited quoting their Folio No. / DP ID & Client ID at the following address:

Alankit Assignments Limited,
3E/7, Alankit Heights, Jhandewalan Extension, New Delhi-110055;
Tel: +91-11-23541234, 42541234; Fax: +91-11-23552001; E-mail: rta@alankit.com, info@alankit.com

(x) Share Transfer System

Stakeholders Relationship Committee is authorised to approve transfer of shares. In order to expedite the process of share transfers, the Board has delegated the power, jointly, to the Chief Financial Officer and Company Secretary of the Company. Share transfers which are received in physical form, are processed and the share certificates are returned within a period of 15 days-from the date of receipt subject to the documents being valid and complete in all respects. The dematerialised shares are transferred directly to the beneficiaries by the depositories. The Securities Exchange Board of India (SEBI) vide SEBI (Listing Regulations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018 dated June 8, 2018 and press release, PR No.: 51/2018 dated December 3, 2018, has amended Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, whereby transfer of securities of a listed company would not be processed unless the securities are held in dematerialized form. The said regulations shall be effective from April 1, 2019 and all the shares lodged for transfer thereafter shall be in dematerialized form only.

The Company has complied with the requirements of Regulation 40 read with Schedule VII of the Listing Regulations, with respect to all formalities of transfers or transmissions of share.

The Company obtains a half-yearly compliance certificate from a Company Secretary in Practice as required under Regulation 40(9) of the Listing Regulations and file a copy of the said Certificate with the Stock Exchanges.

Pursuant to Regulation 7(3) of the Listing Regulations, Compliance Certificate duly signed by the Compliance Officer and the authorized representative of the Company's RTA viz. Alankit Assignments Limited confirming that all activities in relation to both physical and electronic share transfer facility are being maintained by the RTA for the half year ended September 30, 2018 and March 31, 2019 have been duly submitted to the Stock Exchanges.

(xi) Distribution of shareholding as on March 31, 2019

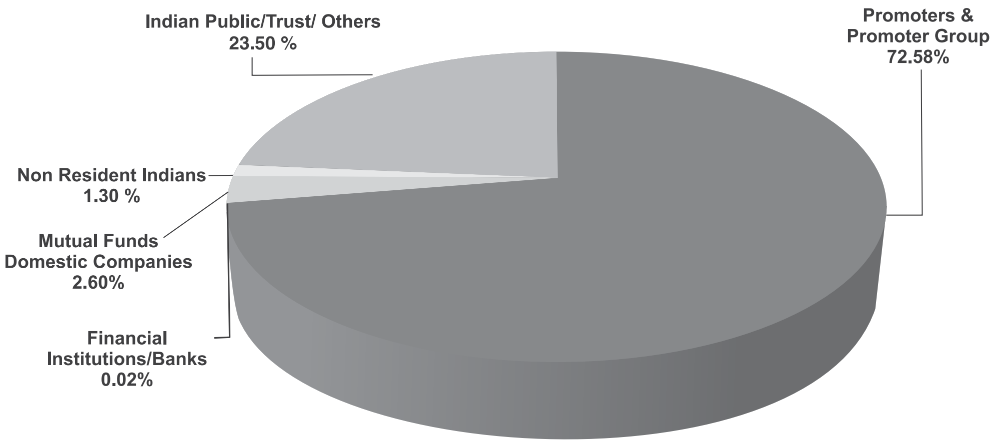
(a) Value wise

Shareholding of nominal value (in ₹)	Shareholders		Shareholding	
	Number	% of Total	Number	% of Total
Upto 5,000	17,347	99.54	2203080	16.03
5,001 to 10,000	36	0.21	263361	1.92
10,001 to 20,000	15	0.09	208133	1.52
20,001 to 30,000	11	0.06	273223	1.99
30,001 to 40,000	0	0.00	0	0.00
40,001 to 50,000	3	0.02	139800	1.02
50,001 to 1,00,000	6	0.03	441728	3.22
1,00,001 and above	9	0.05	10201776	74.30
Total	**17,427**	**100.00**	**13731101**	**100.00**

(b) Category wise

S. No.	Category	No. of shares	Shareholding as a percentage of total number of shares
A	Promoters & Promoter Group	99,66,637	72.58
B	Public Shareholding		
1	Financial Institutions / Banks	3,356	0.02
2	Mutual Funds / Domestic Companies	3,57,097	2.60
3	Non Resident Indians	177,986	1.30
4	Indian Public / Trust / Others	3,226,025	23.50
	Grand Total	**1,37,31,101**	**100.00**

Graphical Presentation of Shareholding



(xii) Unclaimed Dividends

During the year, unpaid dividend pertaining to financial year 2010-11 amounting to ₹ 2,30,196 and 62,381 equity shares in respect of said unpaid dividend has been transferred to the Investor Education and Protection Fund (the 'Fund) on October 15, 2018 and October 24, 2018 respectively.

Members who have so far not claimed or collected their dividends for the said period may claim their shares alongwith dividend from the Investor Education and Protection Fund, by following the Refund Procedure prescribed under the IEPF Rules. Mr. Abhishek Mishra, Company Secretary is the Nodal Officer for the purpose of verification of claims and co-ordinations with Investors' Education and Protection Fund Authority.

(xiii) Equity Shares in Suspense Account

Pursuant to Clause 5A of the erstwhile Listing Agreement (corresponding to Schedule VI of the Listing Regulations), shareholders holding physical shares and not having claimed share certificates were sent three reminder letters to claim their equity shares. In terms of the aforesaid clause, equity shares which remained unclaimed were transferred to Jubilant Industries Limited - Unclaimed Suspense Account. Details required under Schedule V (F) of the Listing Regulations are given in the table below:

Particulars	Number of Shareholders	Number of Equity Shares
Aggregate number of shareholders and the outstanding shares in the to Unclaimed Suspense Account lying as on April 01, 2018	1,395	36,270
Number of shareholders who approached the Company for transfer of shares from the Unclaimed Suspense Account during 2018-19	1	53
Number of shareholders to whom shares were transferred from the Unclaimed Suspense Account during 2018-19	1	53
Number of shares transferred to Investor Education and Protection Fund during 2018-19	1,275	32,359
Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account as on March 31, 2019	119	3,858

The voting rights on the shares lying in Jubilant Industries Limited-Unclaimed Suspense Account will remain frozen till the rightful owners of such shares claim the shares.

(xiv) Information pursuant to Regulation 36(3) of the Listing Regulations

Information pertaining to particulars of Director to be appointed / re-appointed at the forthcoming Annual General Meeting has been included in the Notice convening the Annual General Meeting.

(xv) Compliance Certificate of the Statutory Auditors

The Company has obtained a Certificate from the Statutory Auditors confirming compliance of conditions of Corporate Governance as stipulated in Schedule V(E) of the Listing Regulations. The Certificate is attached as **Annexure C**.

(xvi) (a) Dematerialization of Shares

The shares of the Company fall under the category of confirming delivery in dematerialized mode by all categories of investors. The Company has signed agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). 13,643,322 equity shares constituting 99.36 % of the total issued and listed Share Capital of the Company of the Company) were in dematerialized form as on March 31, 2019. Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE645L01011.

(b) Liquidity

The Equity Shares of the Company are frequently traded on the National Stock Exchange of India Limited as well as on the BSE Limited (Group B).

(c) Paid-Up Capital

The Paid-up Capital as at March 31, 2019 stands at 1,37,31,101 equity shares of ₹ 10 each amounting to ₹ 13,73,11,010 (Rupees Thirteen Crore Seventy Three Lakhs Eleven Thousand Ten only).

(d) Stock Options

The Company has two Employees Stock Option Schemes namely JIL Employees Stock Option Scheme 2013 ('Scheme 2013') and JIL Employees Stock Option Scheme 2018, ('Scheme 2018'). Each option under Scheme 2013 entitles the holder to one equity share of ₹ 10/- each of the Company, at the grant price being the market price as per SEBI (Share Based Employee Benefits) Regulations, 2014 at the time of grant and Scheme 2018 entitles the holder for one equity share of ₹ 10/- each of the Company against each option, at the grant price being the face value of the shares.

During the year, no equity shares of the Company were allotted to eligible employees pursuant to exercise of Stock Options granted under Scheme 2013 & Scheme 2018.

(vi) Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity:

During the year, the Company has issued and allotted 13,00,000 warrants, that are convertible into equivalent number of equity shares within 18 months from the date of allotment (i.e. December 19, 2018). Equity Shares to be allotted on conversion of warrants shall be added to the total equity capital of the Company and will rank parri-passu with the then existing equity shares of the Company.

The Company has not issued any GDRs/ADRs or any Convertible instruments, other than the warrants stated above.

(vii) Credit rating(s) obtained by the Company for any debt instrument, fixed deposit programme or any other scheme or proposal involving mobilisation of funds: None

(xvii) Location of Plant

Village Nimbut, Rly Station Nira, District Pune - 412102, Maharashtra.

(xviii) Address for Correspondence

Jubilant Industries Limited
Plot No. 15, Knowledge Park-II,
Greater Noida, Uttar Pradesh-201306
Tel: +91 120 -7186000
e-mail: investorsjil@jubl.com
Website: www.jubilantindustries.com

(xix) Corporate Identity Number (CIN)

L24100UP2007PLC032909

K) Compliance with the Regulations Related to Corporate Governance in the Listing Regulations

(a) Mandatory Requirements

The Company has complied with mandatory requirements relating to corporate governance as prescribed in Listing Regulations.

(b) Extent to which Discretionary Requirements have been adopted:

The status of adoption of non-mandatory/ discretionary requirements as specified in Regulation 27(1) read with Part E of Schedule II of the Listing Regulations is given below:

1. **The Board**

   Non Executive Chairman's Office

   The Chairman is Non-Executive Promoter Director.

2. **Shareholders' Rights**

   Half yearly financial performance is not being sent to Shareholders.

3. **Modified Opinion(s) in Audit Report**

   Audit Reports on Financial Statements of the Company do not contain any modified opinion.

4. **Separate posts of Chairman and Managing Director/CEO**

   The Company has separate posts of Chairman and Managing Director/CEO.

5. **Reporting of Internal Auditor**

   Internal Auditor reports to the Audit Committee.

CEO/CFO Certification

In compliance with Regulation 17(8) read with Schedule II(B) of the Listing Regulations, a declaration by CEO & Managing Director and CFO is enclosed as **Annexure D** which, inter-alia, certifies to the Board the accuracy of financial statements and the adequacy of internal controls for the financial reporting purpose.

Investor Services

In an endeavour to give best possible service to investors, the Company has taken the following initiatives:

- Emailing Annual Report, Corporate Sustainability Report and Notice of Annual General Meeting to members, whose e-mail IDs are available.
- User friendly Investor Section on the website of the Company www.jubilantindustries.com.
- A dedicated e-mail ID viz. investorsjil@jubl.com for sending communications to the Company Secretary & Compliance Officer. Members may lodge their complaints or suggestions on this e-mail ID as well.
- Further, quarterly and annual financial results of the Company are also uploaded on the website of the Company for the benefit of the members and public at large.

Annexure A

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
Jubilant Industries Limited
Bhartiagram Gajraula,
District Amroha - 244223
Uttar Pradesh

1. That Jubilant Industries Limited (CIN: L24100UP2007PLC032909) is having registered office at Bhartiagram Gajraula, District Amroha - 244223, Uttar Pradesh (hereinafter referred as "the Company"). The equity shares of the Company are listed on BSE Limited and National Stock Exchange of India Limited.

2. We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of the Company, produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

3. As on 31st March, 2019, the Board of Directors of the Company comprises of the following directors:

Sr. No.	Name of Director	Director Identification Number (DIN)
1.	Radhey Shyam Sharma	00013208
2.	Priyavrat Bhartia	00020603
3.	Shamit Bhartia	00020623
4.	Ramanathan Bupathy	00022911
5.	Sushil Kumar Roongta	00309302
6.	Shivpriya Nanda	01313356
7.	Manu Ahuja	05123127

4. Based on verification and examination of the disclosures/ register under section 184, 189, 170, 164, 149 of the Companies Act, 2013 (the Act) and DIN based search on MCA Portal (www.mca.gov.in), we certify as under:

   - None of the above named Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India /Ministry of Corporate Affairs or any such statutory authority for the Financial Year ending 31st March, 2019.

5. Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

6. This certificate is based on the information and records available up to date of this certificate and we have no responsibility to update this certificate for the events and circumstances occurring after the date of the certificate.

For Sanjay Grover & Associates
Company Secretaries
Firm Registration No.: P2001DE052900

Sanjay Grover
Managing Partner
CP No.:3850

New Delhi
May 16, 2019

Annexure B

TO WHOMSOEVER IT MAY CONCERN

This is to confirm that all the Board members and senior management personnel have affirmed compliance with the Code of Conduct for Directors & Senior Management of the Company for the year ended March 31, 2019.

For **Jubilant Industries Limited**

Place : NOIDA
Date : May 16, 2019

Manu Ahuja
CEO & Managing Director

Annexure C

INDEPENDENT AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
Jubilant Industries Limited

1. We, **K.N. GUTGUTIA & COMPANY, CHARTERED ACCOUNTANTS**, the Statutory Auditors of **JUBILANT INDUSTRIES LIMITED** (the"Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on 31st March, 2019, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations).

Management's Responsibility

2. The Compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with conditions of the Corporate Governance stipulated in Listing Regulations.

Auditor's Responsibility

3. Pursuant to the requirements of the Listing Regulations, our responsibility is to express a reasonable assurance in the form of an opinion as to whether the Company has complied with the conditions of corporate governance as stated in paragraph 2 above. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

4. We have examined relevant records of the Company in accordance with the applicable Generally Accepted Auditing Standards in India, the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India (ICAI), and Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the code of Ethics issued by the ICAI.

5. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control of Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

6. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended 31st March, 2019

7. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

FOR K. N. GUTGUTIA & COMPANY
CHARTERED ACCOUNTANTS
FRN 304153E

(B. R. GOYAL)
PARTNER
M. NO. 12172

PLACE: NEW DELHI
DATE: 16th MAY, 2019

Annexure D

CERTIFICATE OF CEO/CFO

This is to certify that:

(a) We have reviewed financial statements and the cash flow statement for the year 2018-19 and that to the best of our knowledge and belief:

i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

ii. these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.

(c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) We have indicated to the auditors and the Audit committee:

i. significant changes in internal control over financial reporting during the year;

ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

For **Jubilant Industries Limited**

Place : NOIDA
Date : May 16, 2019

Umesh Sharma
Chief Financial Officer

Manu Ahuja
CEO & Managing Director

Independent Auditor's Report

TO THE MEMBERS OF JUBILANT INDUSTRIES LIMITED

I. Report on the Audit of Standalone Financial Statements for the year ended 31st March, 2019

1. Opinion

A. We have audited the accompanying Standalone Financial Statements of **Jubilant Industries Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").

B. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, its loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

2. Basis for Opinion

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India(ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

3. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to be communicated in our report.

4. Information Other than the Standalone Financial Statements and Auditor's Report thereon

A. The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Standalone Financial Statements and our auditor's report thereon. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

B. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

5. Management's Responsibility for the Standalone Financial Statements

A. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

B. In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

6. Auditor's Responsibilities for the Audit of the Standalone Financial Statements

A. Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

B. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

i) Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

ii) Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls;

iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;

iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern; and

v) Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

C. Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.

D. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

E. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

F. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

II. Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report to the extent applicable that:

   A. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   B. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   C. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account;

   D. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

   E. On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;

   F. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure A**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;

   G. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

      In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act; and

   H. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

      i) The Company has disclosed the impact of pending litigations on its financial position under Note 33 in its Standalone Financial Statements;

      ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

      iii) The Company did not have any dues requiring transfer to the Investor Education and Protection Fund.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "**Annexure B**" a statement on the matters specified in paragraph 3 and 4 of the Order.

For **K.N. Gutgutia & Company**
Chartered Accountants
(Firm's Registration No. 304153E)

(B.R. GOYAL)
Partner
(Membership No.12172)

Place: Noida
Date: 16th May, 2019

ANNEXURE "A" TO THE INDEPNDEDNT AUDITOR'S REPORT

(Referred to in paragraph II point 1 F under "Report on Other Legal and Regulatory Requirements" section of our report to the members of Jubilant Industries Limited of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **Jubilant Industries Limited** ("the Company") as of March 31, 2019 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **K.N. Gutgutia & Company**
Chartered Accountants
(Firm's Registration No. 304153E)

(B.R. GOYAL)
Partner
(Membership No. 12172)

Place: Noida
Date: 16th May, 2019

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph II point 2 under "Report on Other Legal and Regulatory Requirements" section of our report to the members of Jubilant Industries Limited of even date)

(i) In respect of the Company's fixed assets:

(a) The Company has maintained records showing particulars, including situation of fixed assets.

(b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) Title deeds of immovable properties of the Company are held in the name of the Company.

(ii) As explained to us, the inventories, except goods in transit, were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.

(iii) According to the information and explanations given to us, the Company has not granted loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013. Therefore, reporting under this clause is not applicable.

(iv) In our opinion and according to the information and explanations given to us, the Company has compiled the provision of sections 185 and 186 of the Companies Act, 2013 with respect to Investments and guarantees.

(v) According to the information and explanations given to us, the Company has not accepted any deposit under Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014, as amended.

(vi) The Central Government has not prescribed the maintenance of cost records under section 148 of the Companies Act, 2013 for the product of the Company.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Goods and Service Tax, Customs Duty, Excise Duty, Value Added Tax, cess and other material statutory dues applicable to it to the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Goods and Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.

(c) Details of dues of Service Tax, Custom Duty Sales tax and Excise Duty which have not been deposited as at March 31, 2019 on account of disputes are given below:

Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates (Financial Year)	Amount Involved (₹ in million)
Sales/ VAT Tax Laws	Sales Tax/ VAT	DC Sales Tax, LTU 4, Mumbai	2013-14	15.23

(viii) In our opinion and according to the information and explanations given to us, the Company has not taken any loan or borrowing from any financial Institution, bank, government and hence reporting under this clause is not applicable.

(ix) In our opinion and according to the information and explanations given to us, the Company has not taken any term loan during the year and not raised moneys by way of initial public offer (including debt instruments) during the year; hence reporting under this clause is not applicable.

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company has not paid/ provided any managerial remuneration during the year and hence reporting under this clause is not applicable.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed vide note no 32 to the financial statements as required by the applicable accounting standards.

(xiv) During the year the Company has made preferential allotment on a private placement basis of 18,00,000 equity shares for cash at a face value of ₹ 10.00 each at an issue price of ₹ 135.95 including premium of ₹ 125.95 per equity share to the promoters/ members of the promoter group of the Company and the same was in compliance with Section 42 of the Act and amount raised were applied to the purposes for which the same was raised.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding, subsidiary or associate company or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **K.N. Gutgutia & Company**
Chartered Accountants
(Firm's Registration No. 304153E)

(B.R. GOYAL)
Partner
(Membership No. 12172)

Place: Noida
Date: 16th May, 2019

Balance Sheet
As at 31 March 2019

(₹ in million)

		Notes	As at 31 March 2019	As at 31 March 2018
ASSETS				
Non-current assets				
Property, plant and equipment		3	16.06	16.88
Other Intangible assets		4	0.04	0.04
Financial assets				
(i)	Investments	5	2,828.38	2,637.98
(ii)	Loans	6	0.02	0.03
Deferred tax assets (net)		7	0.05	0.06
Other non-current assets		8	1.35	1.35
Total non-current assets			**2,845.90**	**2,656.34**
Current assets				
Inventories		9	48.43	23.91
Financial assets				
(i)	Trade receivables	10	11.20	16.78
(ii)	Cash and cash equivalents	11	5.52	1.60
(iii)	Loans	6	0.03	0.01
(iv)	Other financial assets	12	3.70	3.79
Income tax assets (net)			2.21	1.81
Other current assets		8	21.22	20.73
Total current assets			**92.31**	**68.63**
Total Assets			**2,938.21**	**2,724.97**
EQUITY AND LIABILITIES				
Equity				
Equity share capital		13	137.31	119.31
Other equity		13 (a)	2,710.18	2,464.68
Total equity			**2,847.49**	**2,583.99**
Liabilities				
Non-current liabilities				
Provisions		14	2.12	1.81
Total non-current liabilities			**2.12**	**1.81**
Current liabilities				
Financial liabilities				
(i)	Borrowings	15	6.50	-
(ii)	Trade payables:			
	Total outstanding dues of micro enterprises and small enterprises	16	-	-
	Total outstanding dues of creditors other than micro enterprises and small enterprises	16	38.95	18.30
(iii)	Other financial liabilities	17	25.97	105.52
Other current liabilities		18	10.30	12.25
Provisions		14	6.88	3.10
Total current liabilities			**88.60**	**139.17**
Total Equity and Liabilities			**2,938.21**	**2,724.97**
Corporate information and Significant accounting policies		1 & 2		
Notes to the financial statements		3 to 36		
The accompanying notes "1" to "36" form an integral part of the financial statements				

In terms of our report of even date attached.

For and on behalf of the Board

For K. N. Gutgutia & Co.
Chartered Accountants
Firm Registration Number : 304153E

B. R. Goyal
Partner
Membership No. 12172

Priyavrat Bhartia
Chairman
DIN: 00020603

Manu Ahuja
CEO & Managing Director
DIN: 05123127

Place : Noida
Date : 16th May, 2019

Abhishek Mishra
Company Secretary

Umesh Sharma
Chief Financial Officer

Statement of Profit and Loss
For the year ended 31 March 2019

(₹ in million)

	Notes	For the year ended 31 March 2019	For the year ended 31 March 2018
Revenue from operations	19	18.63	19.15
Other Income	20	0.23	6.21
Total income		**18.86**	**25.36**
EXPENSES			
Employee benefits expense	21	12.93	10.84
Finance costs	22	0.04	-
Depreciation & amortization expense	23	1.00	1.04
Other expenses	24	32.14	28.04
Total expenses		**46.11**	**39.92**
Profit/(Loss) for the year		**(27.25)**	**(14.56)**
Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Remeasurements of the defined benefit obligations		0.02	(0.17)
Income tax charge/(credit) relating to items that will not be reclassified to profit or loss	25	0.01	(0.06)
Other comprehensive income for the year (net of tax)		**0.01**	**(0.11)**
Total comprehensive income for the year		**(27.24)**	**(14.67)**
Earnings per equity share of ₹ 10.00 each			
Basic (In ₹)	36	(2.19)	(1.22)
Diluted (In ₹)	36	(2.19)	(1.22)
Corporate information and Significant accounting policies	1 & 2		
Notes to the financial statements	3 to 36		
The accompanying notes "1" to "36" form an integral part of the financial statements			

In terms of our report of even date attached.

For and on behalf of the Board

For K. N. Gutgutia & Co.
Chartered Accountants
Firm Registration Number : 304153E

B. R. Goyal
Partner
Membership No. 12172

Priyavrat Bhartia
Chairman
DIN: 00020603

Manu Ahuja
CEO & Managing Director
DIN: 05123127

Place : Noida
Date : 16th May, 2019

Abhishek Mishra
Company Secretary

Umesh Sharma
Chief Financial Officer

Statement of Changes in Equity

For the year ended 31 March 2019

A. Equity share capital

(₹ in million)

Balance as at 31 March 2017	**119.15**
Changes in the equity share capital during the year (Refer note 13.4)	0.16
Balance as at 31 March 2018	**119.31**
Changes in the equity share capital during the year (Refer note 13.4)	18.00
Balance as at 31 March 2019	**137.31**

B. Other Equity

(₹ in million)

	Money received against share warrants	Reserve and surplus				Items of other comprehensive income	Total
		Security premium	General reserve	Share based payment reserve*	Retained earnings	Remeasurement of defined benefits obligations	
As at 31 March 2017	**-**	**829.70**	**229.71**	**2.82**	**1,413.19**	**(0.01)**	**2,475.41**
Profit/(loss) for the year	-	-	-	-	(14.56)	-	(14.56)
Other comprehensive income	-	-	-	-	-	(0.11)	(0.11)
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**(14.56)**	**(0.11)**	**(14.67)**
Employee stock option expense	-	-	-	2.37	-	-	2.37
Upon issue of share capital (Refer note 13.4)	-	1.57	-	-	-	-	1.57
Transfer to general reserve	-	-	1.80	(1.80)	-	-	-
As at 31 March 2018	**-**	**831.27**	**231.51**	**3.39**	**1,398.63**	**(0.12)**	**2,464.68**
Profit/(loss) for the year	-	-	-	-	(27.25)	-	(27.25)
Other comprehensive income	-	-	-	-	-	0.01	0.01
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**(27.25)**	**0.01**	**(27.24)**
Employee stock option expense	-	-	-	1.85	-	-	1.85
Upon issue of share capital (Refer note 13.4)	-	226.71	-	-	-	-	226.71
Upon issue of share warrants [Refer note 13(a).1]	44.18	-	-	-	-	-	44.18
Transfer to general reserve	-	-	0.75	(0.75)	-	-	-
As at 31 March 2019	**44.18**	**1,057.98**	**232.26**	**4.49**	**1,371.38**	**(0.11)**	**2,710.18**

* Refer note 35.

Statement of Changes in Equity

For the year ended 31 March 2019

Notes:

- **Security premium**

  The unutilized accumulated excess of issue price over face value on issue of shares. This is utilized in accordance with the provision of the Act.

- **General reserve**

  This represents appropriation of profit by the Company and is available for distribution of dividend.

- **Share based payment reserve**

  The fair value of the equity settled share based payment transactions with employees is recognized in Statement of Profit and Loss with corresponding credit to Share based payment reserve. Further, equity settled share based payment transaction with employees of subsidiary is recognized in investment of subsidiaries with corresponding credit to Share based payment reserve. Balance of a share based payment reserve is transferred to general reserve upon expiry of grants or upon exercise of stock options by an employee.

- **Remeasurement of defined benefit obligation**

  Remeasurement of defined benefits obligation comprises actuarial gains and losses and return on plan assets.

  The accompanying notes "1" to "36" form an integral part of the financial statements.

In terms of our report of even date attached.

For and on behalf of the Board

For K. N. Gutgutia & Co.
Chartered Accountants
Firm Registration Number : 304153E

B. R. Goyal
Partner
Membership No. 12172

Priyavrat Bhartia
Chairman
DIN: 00020603

Manu Ahuja
CEO & Managing Director
DIN: 05123127

Place : Noida
Date : 16th May, 2019

Abhishek Mishra
Company Secretary

Umesh Sharma
Chief Financial Officer

Statement of Cash Flows
For the year ended 31 March 2019

(₹ in million)

		For the year ended 31 March 2019	For the year ended 31 March 2018
A.	**Cash flow from operating activities:**		
	Net profit/(loss) before tax	**(27.25)**	**(14.56)**
	Adjustments for:		
	Depreciation & amortization expense	1.00	1.04
	Finance costs	0.04	-
	Fair value Loss/(gain) on financial instruments at FVTPL	0.34	(5.95)
	Interest Income	(0.13)	(0.22)
		1.25	(5.13)
	Operating cash flow before working capital changes	**(26.00)**	**(19.69)**
	Adjustments for:		
	(Increase)/Decrease in trade receivables, loans, other financial assets and other assets	5.08	9.00
	(Increase)/Decrease in inventories	(24.52)	(2.56)
	Increase/(Decrease) in trade payables, other financial liabilities, other liabilities and provisions	(56.53)	11.77
	Cash generated from operations	**(101.97)**	**(1.48)**
	Direct taxes (paid)/refund (net)	(0.40)	(0.34)
	Net cash generated from operating activities	**(102.37)**	**(1.82)**
B.	**Cash flow from investing activities:**		
	Purchase of property, plant and equipment & other intangible assets	(0.18)	-
	Sale of property, plant and equipment	-	0.08
	Interest received	0.22	0.13
	Investment in wholly owned subsidiary	(188.89)	-
	Net cash generated/(used) in investing activities	**(188.85)**	**0.21**
C.	**Cash flow arising from financing activities:**		
	Proceeds from issue of shares (Refer note 13.4)	244.71	1.73
	Proceeds from issue of share warrants [Refer note 13 (a).1]	44.18	-
	Proceeds from inter-corporate borrowings from related party (Refer note 32)	6.50	-
	Payment of unpaid dividend (Refer note 17.1)	(0.24)	-
	Finance costs paid	(0.01)	-
	Net cash inflow/(outflow) in course of financing activities	**295.14**	**1.73**
	Net increase/(decrease) in cash & cash equivalents (A+B+C)	3.92	0.12
	Add: Cash & cash equivalents at the beginning of the year (including balance in dividend account)	1.60	1.48
	Cash & cash equivalents at the close of the year (including balance in dividend account)	**5.52**	**1.60**

(₹ in million)

	For the year ended 31 March 2019	For the year ended 31 March 2018
Components of cash and cash equivalents		
Balance With Banks		
- On current accounts	5.51	1.35
- On dividend account	-	0.24
Cash in hand	0.01	0.01
	5.52	**1.60**

Notes:

i) Statement of Cash Flow has been prepared under the Indirect Method as set out in the Ind AS 7 "Statement of Cash Flows".

ii) Acquisition/Purchase of property, plant and equipment/ other intangible assets includes movement of capital work-in-progress, intangible assets under development and capital advances/payables during the year.

In terms of our report of even date attached.

For and on behalf of the Board

For K. N. Gutgutia & Co.
Chartered Accountants
Firm Registration Number : 304153E

B. R. Goyal
Partner
Membership No. 12172

Priyavrat Bhartia
Chairman
DIN: 00020603

Manu Ahuja
CEO & Managing Director
DIN: 05123127

Place : Noida
Date : 16th May, 2019

Abhishek Mishra
Company Secretary

Umesh Sharma
Chief Financial Officer

Notes to the Financial Statements

For the year ended 31 Marc h 2019

1. Corporate Information

Jubilant industries Limited ("the Company" or the "Parent Company") is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Presently, the Company is engaged in the business of manufacturing of Indian-made foreign liquor. Its shares are listed on the BSE Limited and the National Stock Exchange of India Limited. The registered office of the Company is situated at Bharttiagram, Gajraula District Amroha-244 223.

These financial statements were authorised for issuance by the Board of Directors of the Company in their meeting held on May 16, 2019.

2. Significant accounting policies

This note provides significant accounting policies adopted and applied in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation

(i) Statement of compliance

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013 ("the Act") and other relevant provisions of the Act. The financial statements of the Company are presented in Indian Rupee and all values are rounded to the nearest million, except as stated otherwise.

(ii) Historical cost convention

The financial statements have been prepared on a historical cost convention on accrual basis except for the following material items those have been measured at fair value as required by relevant Ind AS:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments);
- Defined benefit plans and other long-term employee benefits;
- Share-based payment transactions;
- Investment in equity instruments.

(b) Current versus non-current classification

The Company presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is treated as current when:

- It is expected to be realised or intended to be sold or consumed in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is expected to be realised within twelve months after the reporting period; or
- It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

The Company classifies all other assets as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities, respectively.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle for the purpose of current-non-current classification of assets and liabilities.

(c) Property, plant and equipment (PPE) and intangible assets

(i) Property, plant and equipment

Freehold land is carried at cost. All other items of property, plant and equipment are stated at cost, which includes capitalized finance costs, less accumulated depreciation and any accumulated impairment loss. Cost includes expenditure that is directly attributable to the acquisition of the items. The cost of an item of a PPE comprises its purchase price including import duty, and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition of its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Expenditure incurred on start-up and commissioning of the project and/ or substantial expansion, including the expenditure incurred on trial runs (net of trial run receipts, if any) up to the date of commencement of commercial

Notes to the financial statements for the year ended 31 March 2019

production are capitalised. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as the appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Advances paid towards acquisition of property, plant and equipment outstanding at each Balance Sheet date, are shown under other non-current assets and cost of assets not ready for intended use before the year end, are shown as capital work-in-progress.

(ii) Intangible assets

Intangible assets that are acquired (including implementation of software system) and in process research and development are measured initially at cost.

After initial recognition, an intangible asset is carried at its cost less accumulated amortisation and any accumulated impairment loss. Subsequent expenditure is capitalized only when it increases the future economic benefits from the specific asset to which it related.

Expenditure on intangible assets eligible for capitalisation are carried as Intangible assets under development where such assets are not yet ready for their intended use.

(iii) Depreciation and amortisation methods, estimated useful lives and residual value

Depreciation is provided on straight line basis on the original cost/ acquisition cost of assets or other amounts substituted for cost of fixed assets as per the useful life specified in Part 'C' of Schedule II of the Act, read with notification dated 29 August 2014 of the Ministry of Corporate Affairs, except for the following classes of fixed assets which are depreciated based on the internal technical assessment of the management as under:

Category of assets	Management estimate of useful life	Useful life as per Schedule II
Employee perquisite related assets (included in office equipment)	5 years being the period of perquisite scheme	10

Depreciation on assets added/ disposed off during the year has been provided on pro-rata basis with reference to the date/month of addition/ disposal.

Software systems are being amortised over a period of five years or its useful life whichever is shorter.

Depreciation and amortisation methods, useful lives and residual values are reviewed at the end of each reporting period and adjusted, if appropriate.

(iv) De-recognition

A property, plant and equipment and intangible assets is derecognised on disposal or when no future economic benefits are expected from its use and disposal. Losses arising from retirement and gains or losses arising from disposal of a tangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss.

(d) Non-current assets held for sale

Non-current assets are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

Such assets are generally measured at the lower of their carrying amount and fair value less cost to sell. Losses on initial classification as held for sale and subsequent gains and losses on re-measurement are recognised in the Statement of Profit and Loss.

Once classified as held-for sale, property, plant and equipment and intangible assets are no longer depreciated or amortised.

(e) Impairment of non-financial assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment or more frequently if events or changes in circumstances indicate that they might be impaired. The Company's non-financial assets other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs) represents the smallest group of assets that generates cash

Notes to the financial statements for the year ended 31 March 2019

inflows that are largely independent of the cash inflows of other assets or CGUs. The recoverable amount of a CGU is the higher of its value in use and its fair value less cost to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

An impairment loss in respect of assets for which impairment loss has been recognised in prior periods, the Company reviews at reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognised.

(f) Financial instrument

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e. the date the Company commits to purchase or sale the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVOCI)
- Debts instruments, derivatives and equity instruments at fair value through profit or loss (FVPL)
- Equity instruments measured at fair value through other comprehensive income (FVOCI)

Debt instruments at amortised cost

A "debt instrument" is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specific dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking in to account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss. This category generally applies to trade and other receivables.

Debt instrument at FVOCI

A 'debt instrument' is classified as at the FVOCI in both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

Debt instruments included with in the FVOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). On de-recognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified to the Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVPL

FVPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorisation as at amortised cost or as FVOCI, is classified as at FVPL.

Notes to the financial statements for the year ended 31 March 2019

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortised cost or FVOCI criteria, as at FVPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Debt instruments included within the FVPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

Equity investments

For the purpose of subsequent measurement, equity instruments are classified in two categories:

- Equity instruments at fair value through profit or loss (FVPL)
- Equity instruments at fair value through other comprehensive income (FVOCI)

All equity investments in scope of Ind AS 109 are measured at fair value. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVOCI then all fair value changes on the instrument as at FVOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to the Statement of Profit and Loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

Investments in subsidiaries

Investments in subsidiaries are carried at cost less accumulated impairment losses, if any except in case of investment in preference shares (debt instrument) which is carried in accordance with Ind AS 109 "Financial instruments".

Impairment of Financial assets

The Company recognises loss allowance using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount to lifetime ECL. For all financial assets with contractual cash flows other than trade receivable, ECLs are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of ECLs (or reversal), that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised as an impairment gain or loss in the Statement of Profit and Loss.

De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's Balance Sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass through' arrangement and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and do what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVPL. A financial liability is classified as at FVPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVPL are measured at fair value and net gains and losses, including any interest expense, are recognised in Statement of Profit and Loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and

Notes to the financial statements for the year ended 31 March 2019

foreign exchange gains and losses are recognised in Statement of Profit and Loss. Any gain or loss on de-recognition is also recognised in Statement of Profit and Loss.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statements of Profit and Loss.

(g) Inventories

Inventories are valued at lower of cost or net realizable value except scrap, which is valued at net estimated realizable value.

The methods of determining cost of various categories of inventories are as follows:

Raw materials	Weighted average method
Work-in-progress and finished goods (manufactured)	Variable cost at weighted average including an appropriate share of variable and fixed production overheads. Fixed production overheads are included based on normal capacity of production facilities
Finished goods (traded)	Cost of purchases
Stores & spares	Weighted average method
Fuel and Packing materials etc	Weighted average method
Goods-in-transit	Cost of purchases

Cost includes all direct costs, cost of conversion and appropriate portion of variable and fixed production overheads and such other costs incurred as to bring the inventory to its present location and condition inclusive of excise duty/any other tax wherever applicable.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion/ reprocessing and the estimated cost necessary to make the sale.

The net realizable value of work-in-progress is determined with reference to the selling price of related finished products. Raw materials and other supplies held for use in the production of finished goods are not written down below cost except in cases where material prices have declined and it's estimated that the cost of finished goods will exceed their net realizable value.

(h) Cash and cash equivalents

Cash and cash equivalents comprise cash at banks and on hand and short term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

(i) Provisions

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the future cash flows at a pre-tax rate that effects current market assessments of the time value of money and the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

(j) Contingent assets and liabilities

Contingent liabilities are disclosed in respect of possible obligations that may arise from past events but their existence is confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent Assets are neither recognized nor disclosed in the financial statements. However, contingent assets are assessed continuously and if it is virtually certain that an inflow of economic benefits will arise, the assets and related income are recognized in the period in which the change occurs.

(k) Revenue recognition

Revenue from sale of products is recognised when the property in the goods or all significant risks

Notes to the financial statements for the year ended 31 March 2019

and rewards of ownership of the products have been transferred to the buyer, and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of products as well as regarding its collection. Revenues include excise duty and are shown net of sales tax, value added tax, goods and service tax and applicable discounts, rebates and allowances, if any.

Revenue includes only those sales for which the Company has acted as a principal in the transaction, takes title to the products, and has the risks and rewards of ownership, including the risk of loss for collection, delivery and returns. Any sales for which Company has acted as an agent or broker without assuming the risks and rewards of ownership have been reported on a net basis.

Sale of utility is recognized on delivery of the same to the purchaser and when no significant uncertainty exists as to its realization.

Other income recognition:

Dividend income is recognized when the right to receive the income is established. Income from interest on deposits, loans and interest bearing securities is recognized on time proportionate basis.

(l) Employee benefits

(i) **Short-term employee benefits:** All employee benefits falling due within twelve months of the end of the period in which the employees render the related services are classified as short-term employee benefits, which include benefits like salaries, wages, short term compensated absences, performance incentives, etc. And are recognised as expenses in the period in which the employee renders the related service and measured accordingly.

(ii) **Post-employment benefits:** Post employment benefit plans are classified into defined benefits plans and defined contribution plans as under:

a) Gratuity

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount based on the respective employee's salary and the tenure of employment. The liability in respect of gratuity is recognized in the books of accounts based on actuarial valuation by an independent actuary.

b) Superannuation

Certain employees of the Company are also participants in the superannuation plan ('the Plan'), a defined contribution plan. Contribution made by the Company to the Plan during the year is charged to Statement of Profit and Loss.

c) Provident Fund

(i) The Company makes contributions to the recognized provident fund – "VAM EMPLOYEES PROVIDENT FUND TRUST" (a multiemployer trust) for most of its employees in India, which is a defined benefit plan to the extent that the Company has an obligation to make good the shortfall, if any, between the return from the investments of the trust and the notified interest rate. The Company's obligation in this regard is determined by an independent actuary and provided for if the circumstances indicate that the Trust may not be able to generate adequate returns to cover the interest rates notified by the Government.

For other employees in India, provident fund is deposited with Regional Provident Fund Commissioner. This is treated as defined contribution plan.

(ii) Company's contribution to the provident fund is charged to Statement of Profit and Loss.

(iii) Other long-term employee benefits:

Compensated absences

As per the Company's policy, eligible leaves can be accumulated by the employees and carried forward to future periods to either be utilised during the service, or encashed. Encashment can be made during service, on early retirement, on withdrawal of scheme, at resignation and upon death of employee. Accumulated compensated absences are treated as other long-term employee benefits. The Company's liability in respect of other long-term employee benefits is recognized in the books of accounts based on actuarial valuation using projected unit credit method as at Balance Sheet date by and independent actuary. Actuarial losses/ gains are recognised in the Statement of Profit and Loss in the year in which they arise.

Notes to the financial statements for the year ended 31 March 2019

Actuarial Valuation

The liability in respect of all defined benefit plans is accrued in the books of accounts on the basis of actuarial valuation carried out by an independent actuary using the Project Unit Credit Method, which recognizes each year of service as giving rise to additional unit of employees benefit entitlement and measure each unit separately to build up the final obligation. The obligation is measured at the present value of estimated future cash flows. The discount rates used for determining the present value of obligation under defined benefit plans, is based on the market yields on Government securities as at the Balance Sheet date, having maturity periods approximating to the terms of related obligation.

Re-measurement gains and losses in respect of all defined benefit plans arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the Statement of Changes in the Equity and in the Balance Sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss as past service cost. Gains or losses on the curtailment or settlement of any defined benefit plan are recognized when the curtailment or settlement occurs. Any differential between the plan assets (for a funded defined benefit plan) and the defined benefit obligation as per actuarial valuation is recognised as a liability if it is a deficit or as an asset if it is a surplus (to the extent of the lower of present value of any economic benefits available in the form of refunds from the plan or reduction in future contribution to the plan).

Past service cost is recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the average period until the benefits become vested. To the extent that the benefits are already vested immediately following the introduction of, or changes to, a defined benefit plan, the past service cost is recognised immediately in the Statement of Profit and Loss. Past service cost may be either positive (where benefits are introduced or improved) or negative (where existing benefits are reduced).

(m) Share based payments

The grant date fair value of options granted (net of estimated forfeiture) to employees of the Company is recognized as an employee expense, and those granted to employees of subsidiaries is considered as the Company's equity contribution and is added to the carrying value of investment in the respective subsidiaries, with a corresponding increase in share based payment reserve. The expense is recorded for separately each vesting portion of the award as if the award was, in substance, multiple awards. The increase in equity recognized in connection with share based payment transaction is presented as a separate component in equity under "share based payment reserve". The amount recognized as an expense is adjusted to reflect the actual number of stock options that vest. For the option awards, grant date fair value is determined under the option-pricing model (Black-Scholes-Model). Forfeitures are estimated at the time of grant and revised, if necessary, in subsequent periods if actual forfeitures materially differ from those estimates.

(n) Finance costs

Finance costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Finance cost also includes exchange differences to the extent regarded as an adjustment to the finance costs. Finance costs that are directly attributable to the construction or production or development of a qualifying asset are capitalized as part of the cost of that asset. Qualifying assets are assets that are necessarily take a substantial period of time to get ready for their intended use or sale. All other finance costs are expensed in the period in which they occur.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the finance costs eligible for capitalization.

Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the effective interest method. Ancillary costs incurred in connection with the arrangement of borrowings are amortised over the period of such borrowings.

(o) Income tax

Income tax expense comprises current and deferred tax. It is recognised in Statement of Profit and Loss except to the extent that it relates to a business

Notes to the financial statements for the year ended 31 March 2019

combination, or items recognised directly in equity or in OCI.

- **Current tax**

  Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received after considering uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantially enacted at the reporting date in the countries where the Company operates and generates taxable income.

  Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis simultaneously.

- **Deferred tax**

  Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

  - temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting not taxable profit or loss at the time of the transaction;
  - temporary differences related to freehold land and investment in subsidiaries to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future;
  - taxable temporary differences arising on the initial recognition of goodwill.

  Deferred tax assets (DTA) include Minimum Alternate Tax (MAT) paid in accordance with the tax laws in India which is likely to give future economic benefits in the form of availability of set off against future income tax liability.

  Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used. Deferred tax is measured at the tax rates that are expected to be apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

  Deferred tax assets and liabilities are offset only if there is legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis simultaneously.

  Deferred income tax is not provided on the undistributed earnings of the subsidiaries where it is expected that the earnings of the subsidiary will not be distributed in the foreseeable future.

(p) Leases

At the inception of each lease, the lease arrangement is classified as either a finance lease or an operating lease, based on the substance of the lease arrangement.

Finance leases

Assets leased by the Company in its capacity as lessee where substantially all the risks and rewards of ownership vest in the Company are classified as finance leases. A finance lease is recognised as an asset and a liability at the commencement of lease, at the lower of the fair value of the asset and the present value of the minimum lease payments. Minimum lease payments made under finance leases are apportioned between the finance expenses and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Operating leases

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are

Notes to the financial statements for the year ended 31 March 2019

charged to the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

(q) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The CEO and Managing Director of the Company is responsible for allocating resources and assessing performance of the operating segments and accordingly identified as the chief operating decision maker. Revenues, expenses, assets and liabilities, which are common to the enterprise as a whole and are not allocable to segments on a reasonable basis, have been treated as "un-allocable revenue/ expenses/ assets/ liabilities", as the case may be. However, there is no business segment for the year under report.

(r) Foreign currency translation

(i) Functional and presentation currency

The functional currency of the Company is the Indian rupee. These financial statements are presented in Indian rupee.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at Balance Sheet date exchange rate are generally recognised in Statement of Profit and Loss.

(s) Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply all attached conditions.

Government grants relating to income are deferred and recognised in the Statement of Profit and Loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to Statement of Profit and Loss on a straight-line basis over the expected lives of the related assets and presented within other income.

(t) Earnings per share

(i) Basic earnings per share

Basic earnings per share, is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

(ii) Diluted earnings per share

Diluted earnings per share, adjusts the figures used in the determination of basic earnings per share to take into account:

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

(u) Measurement of fair values

A number of the accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities.

Fair values are categorised into different level in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability, those are not based on observable market data (unobservable data).

The Company has an established control framework with respect to the measurement of fair values. This includes a finance team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values.

Notes to the financial statements for the year ended 31 March 2019

The finance team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, is used to measure fair values, then the finance team assesses the evidence obtained from the third parties to support the conclusion that these valuations met the requirement of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

When measuring the fair values of an asset or a liability, the Company uses observable market data as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values used in preparing these financial statements is included in the respective notes.

(v) Critical estimates and judgements

The preparation of Financial Statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future period affected. In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the Financial Statements is included in the following notes.

- Recognition and estimation of tax expense including deferred tax – Note 25.
- Estimated impairment of financial assets and non-financial assets- Note 2(e), 2(f).
- Assessment of useful life of property, plant and equipment and intangible asset- Note 2(c).
- Estimation of assets and obligations relating to employee benefits- Note 27.
- Share-based payments- Note 35.
- Valuation of inventories- Note 2(g).
- Recognition of revenue and related accruals- Note 2(k).
- Recognition and measurement of contingency: Key assumption about the likelihood and magnitude of an outflow of resources- Note 33.
- Lease classification- Note 34 (b).
- Fair value measurements 2(u).

(w) Recent accounting pronouncements issued but not yet effective up to date of issuance of financial statements

On 30th March 2019, the Ministry of Corporate Affairs (MCA) has notified Ind AS 116 Leases, under Companies (Indian Accounting Standards) Amendment Rules, 2019 which is applicable from 1st April, 2019.

Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e. the lessee and the lessor. Ind AS 116 introduces as single lease accounting model for lessee and requires the lessee to recognize right of use assets and lease liabilities for all leases with a term of more than twelve months, unless the underlying asset is low value in nature. Currently, operating lease expense are charged to the statement of profit and loss. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17.

As per Ind AS 116, the lessee needs to recognise depreciation on rights of use assets and finance costs on lease liabilities in the statement of profit and loss. The lease payments made by the lessee under the lease arrangement will be adjusted against the lease liabilities.

This Ind AS is not effective over the Company.

Notes to the financial statements for the year ended 31 March 2019

(₹ in million)

Description		Land Free hold	Building Factory	Plant and Equipment	Furniture and Fixtures	Office Equipments	Total
3.	**Property, plant and equipment**						
	Gross carrying amount as at 31 March 2017	**6.81**	**5.49**	**6.39**	**0.02**	**0.30**	**19.01**
	Additions/adjustments	-	-	-	-	-	-
	Deductions/adjustments	-	-	-	-	(0.13)	(0.13)
	Gross carrying amount as at 31 March 2018	**6.81**	**5.49**	**6.39**	**0.02**	**0.17**	**18.88**
	Accumulated depreciation as at 31 March 2017	**-**	**0.29**	**0.68**	**-**	**0.05**	**1.02**
	Depreciation charge for the year	-	0.28	0.69	-	0.06	1.03
	Deductions/adjustments	-	-	-	-	(0.05)	(0.05)
	Accumulated depreciation as at 31 March 2018	**-**	**0.57**	**1.37**	**-**	**0.06**	**2.00**
	Net carrying amount as at 31 March 2018	**6.81**	**4.92**	**5.02**	**0.02**	**0.11**	**16.88**

(₹ in million)

Description		Land Free hold	Building Factory	Plant and Equipment	Furniture and Fixtures	Office Equipments	Total
	Gross carrying amount as at 31 March 2018	**6.81**	**5.49**	**6.39**	**0.02**	**0.17**	**18.88**
	Additions/adjustments	-	-	-	-	0.18	0.18
	Deductions/adjustments	-	-	-	-	-	-
	Gross carrying amount as at 31 March 2019	**6.81**	**5.49**	**6.39**	**0.02**	**0.35**	**19.06**
	Accumulated depreciation as at 31 March 2018	**-**	**0.57**	**1.37**	**-**	**0.06**	**2.00**
	Depreciation charge for the year	-	0.28	0.69	-	0.03	1.00
	Deductions/adjustments	-	-	-	-	-	-
	Accumulated depreciation as at 31 March 2019	**-**	**0.85**	**2.06**	**-**	**0.09**	**3.00**
	Net carrying amount as at 31 March 2019	**6.81**	**4.64**	**4.33**	**0.02**	**0.26**	**16.06**

3.1 Property, plant and equipment of the Company are charged in favour of bankers for term loan availed by Jubilant Agri and Consumer Products Limited, its wholly owned subsidiary company.

(₹ in million)

Description		Softwares
4.	**Other intangible assets**	
	Gross carrying amount as at 31 March 2017	**0.24**
	Additions/adjustments	-
	Deductions/adjustments	-
	Gross carrying amount as at 31 March 2018	**0.24**
	Accumulated amortization as at 31 March 2017	**0.19**
	Amortization for the year	0.01
	Deductions/adjustments	-
	Accumulated amortization as at 31 March 2018	**0.20**
	Net carrying amount as at 31 March 2018	**0.04**

Notes to the financial statements for the year ended 31 March 2019

(₹ in million)

Description	Softwares
Gross carrying amount as at 31 March 2018	**0.24**
Additions/adjustments	-
Deductions/adjustments	-
Gross carrying amount as at 31 March 2019	**0.24**
Accumulated amortization as at 31 March 2018	**0.20**
Amortization for the year	-
Deductions/adjustments	-
Accumulated amortization as at 31 March 2019	**0.20**
Net carrying amount as at 31 March 2019	**0.04**

(₹ in million)

			As at 31 March 2019	As at 31 March 2018
5.	**Non-current investments**			
	I.	**Investment in equity shares (at cost)**		
		Unquoted investments (fully paid up)		
		Subsidiary companies:		
		200 (Previous Year: 200) equity shares with no par value		
		Jubilant Industries Inc. USA	10.75	10.75
		14,39,435 (Previous Year: 50,000) equity shares of ₹ 10 each		
		Jubilant Agri and Consumer Products Limited	189.39	0.50
	II.	**Investment in preference shares (at fair value through FVPL)**		
		Preference shares-unquoted (fully paid up)		
		Subsidiary company:		
		16,48,817 (Previous Year: 16,48,817) 10% optionally convertible non-cumulative redeemable preference shares of ₹ 10 each		
		Jubilant Agri and Consumer Products Limited	2,462.13	2,457.40
		9,74,800 (Previous Year: 9,74,800) 10% non-cumulative redeemable preference shares of ₹ 10 each		
		Jubilant Agri and Consumer Products Limited	157.14	162.21
	III.	**Deemed capital investment**		
		Capital contribution towards ESOP	8.97	7.12
		Total non-current investments	**2,828.38**	**2,637.98**

(₹ in million)

		As at 31 March 2019		As at 31 March 2018	
		Non-current	Current	Non-current	Current
6.	**Loans**				
	Loan receivable considered good - Secured	-	-	-	-
	Loan receivable considered good - Unsecured:				
	- Loan to employees	0.02	0.03	0.03	0.01
	Loan receivable which have significant increase in credit risk	-	-	-	-
	Loan receivable - Credit impaired	-	-	-	-
	Total loans	**0.02**	**0.03**	**0.03**	**0.01**

Notes to the financial statements for the year ended 31 March 2019

7. Deferred tax

Deferred income tax reflect the net tax effects of temporary difference between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. Significant component of the Company's net deferred income tax are as follows:

Deferred tax assets:

(₹ in million)

	Others (Re-measurement of employee benefits)	Total
As at 31st March 2017	**-**	**-**
Credited/(Charged)		
- to statement of profit and loss	-	-
- to other comprehensive income	0.06	0.06
As at 31 March 2018	**0.06**	**0.06**
Charged/(Credited)		
- to statement of profit and loss	-	-
- to other comprehensive income	(0.01)	(0.01)
As at 31 March 2019	**0.05**	**0.05**

Reconciliation of deferred tax assets (net):

(₹ in million)

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
Balance as at the commencement of the year	0.06	-
Credit/(Expense) recognized in profit and loss during the year	-	-
Credit/(Expense) recognized in other comprehensive income during the year	(0.01)	0.06
Balance as at the end of the year	**0.05**	**0.06**

Deferred tax assets not recognized in respect of the Company:

(₹ in million)

Particulars	As at 31 March 2019	
	Amount of temporary differences	Amount of deferred tax on temporary differences
Deductible temporary differences:		
Provision for compensated absences and gratuity	2.16	0.76
Expenditure allowed on actual payment basis	0.69	0.24
Tax loses carried forward	70.40	24.60
Unabsorbed depreciation	3.41	1.19
Taxable temporary differences:		
Depreciation, amortization and other temporary differences	(5.98)	(2.09)
Net unrecognized temporary differences	**70.68**	**24.70**

Notes to the financial statements for the year ended 31 March 2019

(₹ in million)

Particulars	As at 31 March 2018	
	Amount of temporary differences	Amount of deferred tax on temporary differences
Deductible temporary differences:		
Provision for compensated absences and gratuity	1.86	0.65
Expenditure allowed on actual payment basis	0.16	0.05
Tax loses carried forward	45.36	15.85
Unabsorbed depreciation	2.92	1.02
Taxable temporary differences:		
Depreciation, amortization and other temporary differences	(6.48)	(2.26)
Net unrecognized temporary differences	**43.82**	**15.31**

Expiry period of unused tax losses:

Company has unused tax losses and unabsorbed depreciation amounting to ₹ 70.40 million (Previous Year: ₹ 45.36 million) and ₹ 3.41 million (Previous Year: ₹ 2.92 million), respectively as at year end, available to reduce future income taxes. If not used, the unused tax losses will expire in the tax year 2019-2027 (Previous Year: 2018-26) and unabsorbed depreciation can be carried forward for an indefinite period.

(₹ in million)

		As at 31 March 2019		As at 31 March 2018	
		Non-current	Current	Non-current	Current
8.	**Other assets**				
	Advance to suppliers	-	2.22	-	0.52
	Security deposits	1.35	-	1.35	-
	Prepaid expenses	-	6.64	-	7.02
	Recoverable from/balances with government authorities	-	12.36	-	13.19
	Total other assets	**1.35**	**21.22**	**1.35**	**20.73**

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
9.	**Inventories**		
	Raw materials	4.41	5.55
	Work-in-progress	3.23	2.72
	Finished goods	20.72	8.75
	Stores and spares	0.27	0.31
	Fuel and packing materials	19.80	6.58
	Total inventories	**48.43**	**23.91**

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
10.	**Trade receivables**		
	(Current)		
	Trade receivable considered good - Secured	-	-
	Trade receivable considered good - Unsecured	11.20	16.78
	Trade receivable which have significant increase in credit risk	-	-
	Trade receivable-credit impaired	-	-
	Total receivables	**11.20**	**16.78**

Notes to the financial statements for the year ended 31 March 2019

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
11.	**Cash and cash equivalents**		
	Balance With Banks		
	- On current accounts	5.51	1.35
	- On dividend account (Refer note 17.1)	-	0.24
	Cash in hand	0.01	0.01
	Total cash and cash equivalents	**5.52**	**1.60**

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
12.	**Other financial assets**		
	(Current)		
	Interest receivable	-	0.09
	Recoverable from related parties (Refer note 32)	3.70	3.70
	Total other financial assets	**3.70**	**3.79**

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
13.	**Equity share capital**		
	Authorized		
	18,100,000 (Previous Year: 15,000,000) equity shares of ₹ 10 each	181.00	150.00
		181.00	**150.00**
	Issued, subscribed and paid-up		
	13,731,101 (Previous Year: 11,931,101) equity shares of ₹ 10 each	137.31	119.31
	Total equity share capital	**137.31**	**119.31**

13.1 Movement in equity share capital:

	As at 31 March 2019		As at 31 March 2018	
	No. of shares	₹ in million	No. of shares	₹ in million
At the commencement of the year	11,931,101	119.31	11,915,070	119.15
Add: Issued during the year (Refer note 13.4)	1,800,000	18.00	16,031	0.16
At the end of the year	**13,731,101**	**137.31**	**11,931,101**	**119.31**

13.2 The Company has only one class of shares referred to as equity shares having par value of ₹ 10 each. Holder of each equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

13.3 Details of shareholders holding more than 5% of the aggregate shares in the Company:

	As at 31 March 2019		As at 31 March 2018	
	No. of shares	% held	No. of shares	% held
HSSS Investment Holding (P) Ltd.	6,281,470	45.75	5,059,440	42.46
KBHB Investment Holding (P) Ltd.	1,522,497	11.09	1,226,302	10.29
SSBPB Investment Holding (P) Ltd.	1,448,375	10.55	1,166,600	9.79

Notes to the financial statements for the year ended 31 March 2019

13.4 During the current year, issuance of 18,00,000 equity shares of the Company to the Promoters/members of the promoter group of the Company aggregating to ₹ 244.71 million for cash at a face value of ₹ 10 each at an issue price of ₹ 135.95 including premium of ₹ 125.95 per equity share as determined in accordance with the Chapter V of ICDR (Issue of Capital and Disclosure Requirements) Regulations 2018 of SEBI by way of preferential allotment on a private placement basis.

During the previous year 16,031 equity shares, of ₹ 10 each allotted on exercise of the vested stock options in accordance with the terms of exercise under the "Employee Stock Option Scheme, 2013". (Refer note 35)

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
13 (a).	**Other equity**		
	Money received against share warrants [Refer note 13 (a).1]	44.18	-
	Reserve and surplus:		
	Security premium	1,057.98	831.27
	General reserve	232.26	231.51
	Share based payment reserve	4.49	3.39
	Retained earnings	1,371.38	1,398.63
	Items of other comprehensive income:		
	Re-measurement of defined benefits obligations	(0.11)	(0.12)
	Total other equity	**2,710.18**	**2,464.68**

13 (a).1 Issuance of 13,00,000 convertible warrants to the Promoters/members of the promoter group of the Company, aggregating to ₹ 44.18 million (25% of the warrant issue price has been received) for cash with right to the warrant holder to apply for and be allotted one equity share of face value of ₹ 10 each of the Company for each warrant with in a period of eighteen months from the date of allotment of the warrants at an issue price of ₹ 135.95 per warrant as determined in accordance with the Chapter V of ICDR (Capital and Disclosure Requirements) Regulations 2018 of SEBI by way of preferential allotment on a private placement basis.

(₹ in million)

		As at 31 March 2019		As at 31 March 2018	
		Non-current	Current	Non-current	Current
14.	**Provisions**				
	(Unsecured considered good)				
	Provisions for employee benefits	2.12	0.69	1.81	0.16
	Provision for excise duty	-	3.81	-	0.56
	Other provisions	-	2.38	-	2.38
	Total provisions	**2.12**	**6.88**	**1.81**	**3.10**

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
15.	**Current borrowings**		
	(Unsecured)		
	Loan from related party (Refer note 32)	6.50	-
	Total current borrowings	**6.50**	**-**

15.1 Short term borrowings from related party is repayable as per terms of agreement within one year.

Notes to the financial statements for the year ended 31 March 2019

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
16.	**Trade payables**		
	Current		
	Total outstanding dues of micro enterprises and small enterprises (Refer note 26)	-	-
	Total outstanding dues of creditors other than micro enterprises and small enterprises	38.95	18.30
	Total trade payables	**38.95**	**18.30**

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
17.	**Other financial liabilities**		
	Current		
	Employee benefits payable	1.10	0.34
	Interest accrued and due on borrowings	0.03	-
	Due to related parties (Refer note 32)	0.06	86.13
	Unpaid dividend (Refer note 17.1)	-	0.24
	Other payables	24.78	18.81
	Total other financial liabilities	**25.97**	**105.52**

17.1 During the current year, the Company has transferred a sum of ₹ 0.24 million on account of unclaimed dividend to Investor Education and Protection Fund pursuant to Section 124(6) of the Companies Act, 2013.

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
18.	**Other liabilities**		
	Current		
	Advance from customers	-	0.27
	Statutory dues payables	10.30	11.98
	Total other liabilities	**10.30**	**12.25**

(₹ in million)

		For the year ended 31 March 2019	For the year ended 31 March 2018
19.	**Revenue from operations**		
	Sale of service	18.63	19.15
	Total revenue from operations	**18.63**	**19.15**

Notes to the financial statements for the year ended 31 March 2019

(₹ in million)

		For the year ended 31 March 2019	For the year ended 31 March 2018
20.	**Other income**		
	Fair value gain on financial instruments at FVPL	-	5.95
	Interest income	0.13	0.22
	Other non-operating income	0.10	0.04
	Total other income	**0.23**	**6.21**

(₹ in million)

		For the year ended 31 March 2019	For the year ended 31 March 2018
21.	**Employee benefits expense**		
	Salaries, wages, bonus, gratuity and allowances	12.34	10.31
	Contribution to provident and other funds	0.35	0.31
	Staff welfare expenses	0.24	0.22
	Total employee benefits expense	**12.93**	**10.84**

(₹ in million)

		For the year ended 31 March 2019	For the year ended 31 March 2018
22.	**Finance costs**		
	Interest expense	0.04	-
	Total finance costs	**0.04**	**-**

(₹ in million)

		For the year ended 31 March 2019	For the year ended 31 March 2018
23.	**Depreciation and amortization expense**		
	Depreciation of property, plant and equipment	1.00	1.03
	Amortization of intangible assets	-	0.01
	Total depreciation and amortization expense	**1.00**	**1.04**

Notes to the financial statements for the year ended 31 March 2019

(₹ in million)

		For the year ended 31 March 2019	For the year ended 31 March 2018
24.	**Other expenses**		
	Power and fuel	8.62	1.14
	Repairs and maintenance:		
	Plant and machineries	0.16	0.82
	Others	0.72	0.60
	Rent	0.18	0.18
	Rates & taxes	13.01	12.91
	Insurance	0.18	0.09
	Advertisement, publicity & sales promotion	0.91	0.30
	Travelling & other incidental expenses	0.34	0.08
	Vehicle running & maintenance	0.03	0.34
	Printing & stationery	0.66	0.77
	Communication expenses	0.84	0.38
	Auditors remuneration - As auditors	0.16	0.17
	- For limited review	0.13	0.13
	- For taxation matters	0.03	0.03
	- For certifications etc	0.28	0.20
	Legal, professional and consultancy charges	2.31	6.66
	Directors' sitting fees	1.34	1.55
	Bank charges	0.03	0.03
	Miscellaneous expenses	0.01	0.02
	Discounts, claims to customers and other selling expenses	1.86	1.64
	Impairment loss on investment	0.34	-
	Total other expenses	**32.14**	**28.04**

24.1 Expenditure related to corporate social responsibility as per Section 135 of the Companies Act, 2013, read with Schedule VII, thereof: ₹ Nil (Previous Year: ₹ Nil). There is no requirement of CSR specific for the year as there is no profits calculated under Section 198 of the Companies Act, 2013.

25. Income tax

The major components of income tax expense are:

OCI section

(₹ in million)

	For the year ended 31 March 2019	For the year ended 31 March 2018
Tax related to items that will not be reclassified to profit or loss	0.01	(0.06)
Income tax charged to OCI	**0.01**	**(0.06)**

Notes to the financial statements for the year ended 31 March 2019

Reconciliation between average effective rate and applicable tax rate:

(₹ in million)

	For the year ended 31 March 2019	For the year ended 31 March 2018
Accounting profit before income tax	(27.25)	(14.56)
At India's statutory income tax rate 34.944% (Previous Year: 34.608%)	(9.52)	(5.04)
- Effect of non deductible expenses and exempt income	-	(2.06)
- Change in statutory tax rate & others	-	(0.14)
- Effect of non-taxable income & others	0.12	-
- Unrecognized deferred tax	9.40	7.24
Income tax expense reported in the Statement of profit and loss	**-**	**-**

26. Micro, small and medium enterprises

There are no Micro, Small and Medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at the end of the year. The information as required to be disclosed in relation to Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

(₹ in million)

Particulars	As at 31 March 2019	As at 31 March 2018
The principal amount remaining unpaid to any supplier as at the end of the year	-	-
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MEMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act	-	-

27. Employee benefits in respect of the Company have been calculated as under:

A. Defined Contribution Plans

The Company has certain defined contribution plan such as provident fund (1), employee state insurance, employee pension scheme, employee superannuation fund wherein specified percentage is contributed to them. During the year, the Company has contributed following amounts to:

(₹ in million)

	For the year ended 31 March 2019	For the year ended 31 March 2018
Employer's contribution to provident fund	0.15	0.14
Employer's contribution to employee's pension scheme 1995	0.05	0.04

(1) For certain employees where provident fund is deposited with government authority e.g. Regional Provident Fund Commissioner.

Notes to the financial statements for the year ended 31 March 2019

B. Defined Benefits Plans

i. Gratuity

In accordance with Ind AS 19 "Employee Benefits", an actuarial valuation has been carried out in respect of gratuity. The discount rate assumed is 7.65% p.a. (Previous Year: 7.70% p.a.) which is determined by reference to market yield at the Balance Sheet date on government bonds. The retirement age has been considered at 58 years (Previous Year: 58 years) and mortality table is as per IALM (2006-08) [Previous Year: IALM (2006-08)].

The estimates of future salary increases, considered in actuarial valuation is 9% p.a. for first three years and 5% p.a. thereafter (Previous Year: 9% p.a. for first three years and 5% p.a. thereafter), taking into account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Reconciliation of opening and closing balances of the present value of the defined benefit obligation:

(₹ in million)

Particulars	31 March 2019	31 March 2018
Present vale of obligation at the beginning of the year	1.15	0.90
Current service cost	0.12	0.09
Interest cost	0.09	0.07
Actuarial (gain)/loss	(0.02)	0.17
Benefits paid	-	(0.08)
Present vale of obligation at the end of the year	1.34	1.15

Reconciliation of the present value of defined benefit obligation and the fair value of the plan assets:

(₹ in million)

Particulars	31 March 2019	31 March 2018
Present value of obligation at the end of the year	1.34	1.15
Net liabilities recognized in the Balance Sheet	1.34	1.15

Company's best estimate of contribution during next year is ₹ 0.29 million (31 March 2018: ₹ 0.19 million).

Expense recognized in the Statement of Profit and Loss under employee benefits expense:

(₹ in million)

Particulars	31 March 2019	31 March 2018
Total service cost	0.12	0.09
Net interest cost	0.09	0.07
Expenses recognized in the Statement of Profit and Loss	**0.21**	**0.16**

Amount recognized in other comprehensive income:

(₹ in million)

Particulars	31 March 2019	31 March 2018
Actuarial gain/(loss) due to financial assumption change	-	-
Actuarial gain/(loss) due to experience adjustment	0.02	(0.17)
Amount recognized in the Other Comprehensive Income	**0.02**	**(0.17)**

Sensitivity analysis:

(₹ in million)

Particulars	31 March 2019			
Assumptions	Discount rate		Future salary increase	
Sensitivity level	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
Impact on defined benefit obligation	(0.05)	0.05	0.05	(0.05)

Notes to the financial statements for the year ended 31 March 2019

(₹ in million)

Particulars	31 March 2018			
Assumptions	**Discount rate**		**Future salary increase**	
Sensitivity level	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
Impact on defined benefit obligation	(0.04)	0.04	0.04	(0.04)

The sensitivity analysis above have been determined based on reasonable possible changes of the respective assumptions occurring at the end of the year and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant.

ii. Provident Fund:

The Company makes monthly contributions to provident fund managed by trust for qualifying employees. Under the scheme, the Company is required to contribute a specific percentage of the payroll costs to fund the benefits. As per Ind AS 19 on "Employee Benefits", employer established provident fund trusts are treated as defined benefit plans, since the Company is obliged to meet interest shortfall, if any, with respect to covered employees. The total liability of ₹ Nil (Previous Year: ₹ Nil) has been allocated to Company and ₹ Nil (Previous Year: ₹ Nil) has been charged to Statement of Profit and Loss during the year.

The Company has contributed ₹ 0.14 million to provident fund (Previous Year: ₹ 0.11 million) for the year.

C. Other long term benefits (compensated absences)

(₹ in million)

Particulars	As at 31 March 2019	As at 31 March 2018
Present value of obligation at the end of the year	0.82	0.71

28. Fair value measurement

(₹ in million)

	Note	Level of hierarchy	31 March 2019			31 March 2018		
			FVPL	FVOCI	Amortized Cost	FVPL	FVOCI	Amortized Cost
Financial assets								
Investments	(b)	3	2,628.24	-	200.14	2,626.73	-	11.25
Trade receivables	(a)		-	-	11.20	-	-	16.78
Loans	(a)		-	-	0.05	-	-	0.04
Cash and cash equivalents	(a)		-	-	5.52	-	-	1.60
Other financial assets	(a)		-	-	3.70	-	-	3.79
Total financial assets			**2,628.24**	**-**	**220.61**	**2,626.73**	**-**	**33.46**
Financial liabilities								
Current borrowings	(a)		-	-	6.50	-	-	-
Trade payables	(a)		-	-	38.95	-	-	18.30
Other financial liabilities	(a)		-	-	25.97	-	-	105.52
Total financial liabilities			**-**	**-**	**71.42**	**-**	**-**	**123.82**

Note:

(a) Fair valuation of financial assets and liabilities with short term maturities is considered as approximate to respective carrying amount due to the short term maturities of these instruments.

(b) The fair value is determined by using the valuation model/technique with observable/non-observable inputs and assumptions.

There are no transfers between Level 1, Level 2 and Level 3 during the years ended 31 March 2019 and 31 March 2018.

Notes to the financial statements for the year ended 31 March 2019

Reconciliation of Level 3 fair value measurement:

(₹ in million)

	For the year ended 31 March 2019	For the year ended 31 March 2018
Opening balance	2,637.98	2,629.66
Additional investments including capital contribution towards ESOP	190.74	2.37
Gain/(loss) recognized in statement of profit and loss	(0.34)	5.95
Closing balance	**2,828.38**	**2,637.98**

29. Financial risk management

Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company, through three layers of defense namely policies and procedures, review mechanism and assurance aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations. The Audit committee of the Board with top management oversee the formulation and implementation of the risk management policies. The risk are identified at business unit level and mitigation plan are identified, deliberated and reviewed at appropriate forums.

The Company has exposure to the following risks arising from financial instruments:

- credit risk [see(i)];
- liquidity risk [see(ii)]; and
- market risk [see(iii)].

i. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counter-party to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, loans and investments.

The carrying amount of financial assets represents the maximum credit exposure.

Trade receivables and other financial assets

The Company has established a credit policy under which new customer is analyzed individually for creditworthiness before the payment and delivery terms and conditions are offered. The Company's review includes external ratings, if they are available, financial statements, credit agency information, industry information and business intelligence. Sale limits are established for each customer and reviewed annually. Any sales exceeding those limits require approval from the appropriate authority as per policy.

In monitoring customer credit risk, customers are grouped according to their credit characteristics, including whether they are an individual or a legal entity, whether they are institutional, dealers or end-user customer, their geographic location, industry, trade history with the Company and existence of previous financial difficulties.

Expected credit loss for trade receivables:

Based on internal assessment which is driven by the historical experience/ current facts available in relation to default and delays in collection thereof, the credit risk for trade receivables is considered low. The Company estimates its allowance for trade receivable using lifetime expected credit loss. The balance past due for more than 6 months is ₹ Nil (Previous Year: ₹ 4.19 million).

Expected credit loss on financial assets other than trade receivables:

With regard to all financial assets with contractual cash flows, other than trade receivables, management believes these to be high quality assets with negligible credit risk. The management believes that the parties from which these financial assets are recoverable, have strong capacity to meet the obligations and where the risk of default is negligible and accordingly no provision for excepted loss has been provided on these financial assets. Break up of financial assets other than trade receivables have been disclosed on Balance Sheet.

Notes to the financial statements for the year ended 31 March 2019

ii. ***Liquidity risk***

Liquidity risk is the risk that the will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company's treasury department is responsible for managing the short-term and long-term liquidity requirements. Short term liquidity situation is reviewed daily by the Treasury. Longer term liquidity position is reviewed on a regular basis by the Company's Board of Directors and appropriate decisions are taken according to the situation.

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payments and exclude the impact of netting agreements.

(₹ in million)

As at 31 March 2019	Contractual cash flows			
	Carrying amount	Total	Within 1 year	More than 1 year
Non-derivative financial liabilities				
Borrowings	6.50	6.50	6.50	-
Trade payables	38.95	38.95	38.95	-
Other financial liabilities	25.97	25.97	25.97	-

(₹ in million)

As at 31 March 2018	Contractual cash flows			
	Carrying amount	Total	Within 1 year	More than 1 year
Non-derivative financial liabilities				
Trade payables	18.30	18.30	18.30	-
Other financial liabilities	105.52	105.52	105.52	-

iii. ***Market risk***

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income or the value of its holding of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

Currency risk

Foreign currency is the risk that the fair value of future cash flows of an exposure will flucate because of changes in foreign exchange rates. The Company has not foreign currency borrowing, foreign currency trade payable and trade receivable, therefore, no exposed to foreign currency risk.

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to interest rate risk because funds are not borrowed at floating rate.

30. Capital management

Risk management

The Company's objectives when managing capital are to:

- safeguarding their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

Notes to the financial statements for the year ended 31 March 2019

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:

'Net Debt' (total borrowings net of cash and cash equivalents and other bank balances) divided by 'Total Equity' (as shown in the Balance sheet.

The gearing ratios were as follows:

(₹ in million)

Particulars	As at 31 March 2019	As at 31 March 2018
Net debt (Net off cash & cash equivalents)	0.98	-
Total equity	2847.49	2583.99
Net debt to equity ratio	**0.00**	**-**

31. Segment information

The Company's operation comprises of IMFL business only. As such, there are no separate reportable business segments in terms of Ind AS-108 "Operating Segments".

32. Related party disclosures

1. Subsidiaries:

Jubilant Agri And Consumer Products Limited, Jubilant Industries Inc., USA.

2. Key management personnel (KMP) and other related entities

Mr. Manu Ahuja* (CEO and Managing Director)(w.e.f. 10 May 2018), Mr. Videh Kumar Jaipuriar** (Managing Director) (up to 11 December 2017), Mr. Sandeep Kumar Shaw (Chief Financial Officer) (up to 28 April 2017), Mr. Umesh Sharma***, Mr. Dinesh Kumar Gupta (Company Secretary) (up to 18 December 2017), Mr. Abhishek Mishra (Company Secretary) (w.e.f. 16 March 2018), Mr. Priyavrat Bhartia (Chairman), Mr. Shamit Bhartia (Director), Mr. Ghanshyam Dass (Director) (up to 26 February 2018), Mr. Ramanathan Bupathy (Director), Mr. Sushil Kumar Roongta (Director), Ms Shivpriya Nanda (Director) and Mr. Radhey Shyam Sharma (Director) (w.e.f. 25 October 2018).

* He was appointed as CEO and Managing Director without remuneration w.e.f. May 10, 2018 for a period of three years and also serve and draw remuneration as CEO and Whole-time Director from Jubilant Agri and Consumer Products Limited, a wholly owned subsidiary of the Company.

** He was appointed as Managing Director without remuneration w.e.f. March 1, 2016 for a period of three years and also serving and drawing remuneration as Whole-time Director from Jubilant Agri and Consumer Products Limited, a wholly owned subsidiary of the Company.

*** He was appointed as Chief Financial Officer (CFO) effiective from 24 May 2017 and subsequently, he also appointed as Whole-time Director (WTD) effective from 16 March 2018. Further, he resigned from the position of WTD w.e.f. 10 May 2018.

Jubilant Life Sciences Limited, HSSS Investment Holding Private Limited.

3. Others:

VAM Employees Provident Fund Trust, Jubilant Bhartia Foundation.

Notes to the financial statements for the year ended 31 March 2019

4. Details of related party transactions:

31 March 2019 **(₹ in million)**

Sr. No.	Particulars	Subsidiaries	Enterprises in which certain key management personnel are interested	Key management personnel	Others	Total
1	**Rent expenses:**					
	Jubilant Life Sciences Limited	-	0.18	-	-	0.18
		-	**0.18**	**-**	**-**	**0.18**
2	**Remuneration (including perquisites):**					
	Umesh Sharma (Whole-time Director)	-	-	0.03	-	0.03
	Umesh Sharma (Chief Financial Officer)	-	-	0.23	-	0.23
	Abhishek Mishra (Company Secretary)	-	-	1.31	-	1.31
		-	**-**	**1.57**	**-**	**1.57**
3	**Sitting fees:**					
	R. Bupathy (Director)	-	-	0.48	-	0.48
	S.K. Roongta (Director)	-	-	0.51	-	0.51
	Shivpriya Nanda (Director)	-	-	0.25	-	0.25
	Radhey Shyam Sharma (Director)	-	-	0.10	-	0.10
		-	**-**	**1.34**	**-**	**1.34**
4	**Recovery of expenses:**					
	Jubilant Life Sciences Limited	-	1.99	-	-	1.99
		-	**1.99**	**-**	**-**	**1.99**
5	**Interest expenses**					
	Jubilant Agri and Consumer Products Limited	0.03	-	-	-	0.03
		0.03	**-**	**-**	**-**	**0.03**
6	**Contribution towards provident fund:**					
	VAM Employees Provident Fund Trust	-	-	-	0.30	0.30
		-	**-**	**-**	**0.30**	**0.30**
7	**Allotment of equity shares**					
	HSSS Investment Holding (P) Limited	-	166.13	-	-	166.13
		-	**166.13**	**-**	**-**	**166.13**
8	**Allotment of share warrants**					
	HSSS Investment Holding (P) Limited	-	30.00	-	-	30.00
		-	**30.00**	**-**	**-**	**30.00**

Notes to the financial statements for the year ended 31 March 2019

31 March 2019 (₹ in million)

Sr. No.	Particulars	Subsidiaries	Enterprises in which certain key management personnel are interested	Key management personnel	Others	Total
9	**Inter-corporate loan taken:**					
	Jubilant Agri and consumer Products Limited	6.50	-	-	-	6.50
		6.50	**-**	**-**	**-**	**6.50**
10	**Other payables:**					
	Jubilant Agri and consumer Products Limited	0.06	-	-	-	0.06
		0.06	**-**	**-**	**-**	**0.06**
11	**Trade payables:**					
	Jubilant Life Sciences Limited	-	0.30	-	-	0.30
		-	**0.30**	**-**	**-**	**0.30**
12	**Other receivables:**					
	Jubilant Life Sciences Limited	-	3.70	-	-	3.70
		-	**3.70**	**-**	**-**	**3.70**
13	**Inter-corporate loan payable:**					
	Jubilant Agri and consumer Products Limited	6.50	-	-	-	6.50
		6.50	**-**	**-**	**-**	**6.50**
14	**Interest payable on loan:**					
	Jubilant Agri and consumer Products Limited	0.03	-	-	-	0.03
		0.03	**-**	**-**	**-**	**0.03**
15	**Outstanding investment in Equity share capital:**					
	Jubilant Agri and consumer Products Limited	189.39	-	-	-	189.39
		189.39	**-**	**-**	**-**	**189.39**
16	**Outstanding investment in 10% Optionally convertible non-cumulative redeemable preference share capital:**					
	Jubilant Agri and consumer Products Limited	2462.13	-	-	-	2462.13
		2462.13	**-**	**-**	**-**	**2462.13**

Notes to the financial statements for the year ended 31 March 2019

31 March 2019 (₹ in million)

Sr. No.	Particulars	Subsidiaries	Enterprises in which certain key management personnel are interested	Key management personnel	Others	Total
17	**Outstanding investment in 10% Non-cumulative redeemable preference share capital:**					
	Jubilant Agri and consumer Products Limited	157.14	-	-	-	157.14
		157.14	**-**	**-**	**-**	**157.14**
18	**Outstanding investment in Equity stock:**					
	Jubilant Industries Inc. USA	10.75	-	-	-	10.75
		10.75	**-**	**-**	**-**	**10.75**
19	**Financial guarantee given on behalf of subsidiary and outstanding at the end of the year:**					
	Jubilant Agri and consumer Products Limited	2,321.56	-	-	-	2,321.56
		2,321.56	**-**	**-**	**-**	**2,321.56**

31 March 2018 (₹ in million)

Sr. No.	Particulars	Subsidiaries	Enterprises in which certain key management personnel are interested	Key management personnel	Others	Total
1	**Rent expenses:**					
	Jubilant Life Sciences Limited	-	0.18	-	-	0.18
		-	**0.18**	**-**	**-**	**0.18**
2	**Remuneration (including perquisites):**					
	Umesh Sharma (Whole-time Director)	-	-	0.01	-	0.01
	Sandeep Kumar Shaw (Chief Financial Officer	-	-	0.21	-	0.21
	Umesh Sharma (Chief Financial Officer)	-	-	0.21	-	0.21
	Dinesh Kumar Gupta (Company Secretary)	-	-	3.16	-	3.16
	Abhishek Mishra (Company Secretary)	-	-	0.05	-	0.05
		-	**-**	**3.64**	**-**	**3.64**

Notes to the financial statements for the year ended 31 March 2019

31 March 2018 (₹ in million)

Sr. No.	Particulars	Subsidiaries	Enterprises in which certain key management personnel are interested	Key management personnel	Others	Total
3	**Sitting fees:**					
	Ghanshyam Dass (Director)	-	-	0.13	-	0.13
	R. Bupathy (Director)	-	-	0.42	-	0.42
	S.K. Roongta (Director)	-	-	0.56	-	0.56
	Shivpriya Nanda (Director)	-	-	0.35	-	0.35
		-	**-**	**1.46**	**-**	**1.46**
4	**Recovery of expenses:**					
	Jubilant Life Sciences Limited	-	1.27	-	-	1.27
		-	**1.27**	**-**	**-**	**1.27**
5	**Reimbursement of expenses:**					
	Jubilant Agri and Consumer Products Limited	5.47	-	-	-	5.47
		5.47	**-**	**-**	**-**	**5.47**
6	**Contribution towards provident fund:**					
	VAM Employees Provident Fund Trust	-	-	-	0.24	0.24
		-	**-**	**-**	**0.24**	**0.24**
7	**Other payables:**					
	Jubilant Agri and consumer Products Limited	86.13	-	-	-	86.13
		86.13	**-**	**-**	**-**	**86.13**
8	**Trade receivables:**					
	Jubilant Life Sciences Limited	-	1.01	-	-	1.01
		-	**1.01**	**-**	**-**	**1.01**
9	**Other receivables:**					
	Jubilant Life Sciences Limited	-	3.70	-	-	3.70
		-	**3.70**	**-**	**-**	**3.70**
10	**Outstanding investment in Equity share capital:**					
	Jubilant Agri and consumer Products Limited	0.50	-	-	-	0.50
		0.50	**-**	**-**	**-**	**0.50**

Notes to the financial statements for the year ended 31 March 2019

31 March 2018 (₹ in million)

Sr. No.	Particulars	Subsidiaries	Enterprises in which certain key management personnel are interested	Key management personnel	Others	Total
11	**Outstanding investment in 10% Optionally convertible non-cumulative redeemable preference share capital:**					
	Jubilant Agri and consumer Products Limited	2,457.40	-	-	-	2,457.40
		2,457.40	**-**	**-**	**-**	**2,457.40**
12	**Outstanding investment in 10% Non-cumulative redeemable preference share capital:**					
	Jubilant Agri and consumer Products Limited	162.21	-	-	-	162.21
		162.21	**-**	**-**	**-**	**162.21**
13	**Outstanding investment in Equity stock:**					
	Jubilant Industries Inc. USA	10.75	-	-	-	10.75
		10.75	**-**	**-**	**-**	**10.75**
14	**Financial guarantee given on behalf of subsidiary and outstanding at the end of the year:**					
	Jubilant Agri and consumer Products Limited	2,574.76	-	-	-	2,574.76
		2,574.76	**-**	**-**	**-**	**2,574.76**

33. Contingent Liabilities to the extent not provided for

A) Guarantees:

I The Company has given corporate guarantee on behalf of its wholly owned subsidiary, Jubilant Agri and Consumer Products Limited to secure financial facilities granted by banks, details for guarantees as at 31 March 2019 are as under:

a) To Axis Bank Ltd of ₹ 520 million (Previous Year: ₹ 520.00 million) for working capital facility (including non fund based facility) and effective guarantee is ₹ 341.65 million (Previous Year: ₹ 250.10 million).

b) To Yes Bank Ltd of ₹ 680.00 million (Previous Year: ₹ 680.00 million) for working capital facility (including non fund based facility) and effective guarantee is ₹ 90.43 million (Previous Year: ₹ 79.24 million).

c) To Corporation Bank of ₹ 200.00 million (Previous Year: ₹ 200.00 million) for working capital facility (including non fund based facility) and effective guarantee is ₹ 47.70 million (Previous Year: ₹ 90.09 million).

d) To RBL Limited of ₹ 750.00 million (Previous Year: ₹ 750.00 million) for working capital facility (including non fund based facility) and effective guarantee is ₹ 268.03 million (Previous Year: ₹ 372.83 million).

Notes to the financial statements for the year ended 31 March 2019

e) To RBL Limited of ₹ 1,812.50 million (Previous Year: ₹ 1,812.50 million) for term loan facility and effective guarantee is ₹ 1,573.75 million including interest (Previous Year: ₹ 1,782.50).

II Outstanding guarantees furnished by banks on behalf of the Company is ₹ Nil (Previous Year ₹ Nil).

B) Claims against Company not acknowledged as debt:

Claims/Demands in respect of which proceeding or appeals are pending and are not acknowledged as debts on account of:

(₹ in million)

	As at 31 March 2019	As at 31 March 2018
Sales tax	15.23	15.23

34. Commitments as at year end

a) Capital Commitments:

Estimated amount of contracts remaining to be executed on capital account (net of advances) ₹ Nil (Previous Year: ₹ Nil) [Advances ₹ Nil (Previous Year: ₹ Nil)].

b) Leases

i) The Company's significant operating lease arrangements are in respect of premises (residential, offices, godowns, vehicles etc.). These leasing arrangements, which are cancellable, range between 11 months and 3 years generally and are usually renewable by mutual agreeable terms. The aggregate lease rentals have been charged as expenses.

ii) The Company has operating lease arrangements in respect of vehicles which are cancellable, range between 2 years and 5 years. The aggregate lease rentals payable are charged as expenses. Rental expenses recognized under such leases amounting to ₹ Nil (Previous Year: ₹ 0.14 million) has been included under vehicle running and maintenance expense in note 24.

35. Employee Stock Option Scheme

The Company has two Employee Stock Option Scheme namely,

- JIL Employee Stock Option Scheme 2013 ("Scheme 2013")
- JIL Employee Stock Option Scheme 2018 ("Scheme 2018")

Scheme 2013:

In terms of approval of members accorded and in accordance with SEBI (ESOP & ESPS) Guidelines, 1999, the Parent Company constituted "JIL Employees Stock Option Scheme 2013 (Scheme 2013)" for specified categories of employees and directors of the Company, its subsidiaries and holding companies. Under the Scheme 2013, up to 590000 stock options can be issued to eligible directors (other than promoter directors, independent directors and nominee directors of the Company/subsidiaries/holding companies) and other specified categories of employees of the Company/subsidiaries/holding companies. The options are to be granted at market price. As per SEBI Guidelines, the market price is taken as the closing price on the day preceding the date of grant of options, on the stock exchange where the trading volume is the highest.

Each option, upon vesting, shall entitle the holder to subscribe 1 (one) fully paid equity share of ₹ 10 of the Company. 20% of the options shall vest on first anniversary of the grant date, subsequent 30% shall vest on second anniversary and balance 50% of the options shall vest on the third anniversary of the grant date.

The Company has constituted a Compensation Committee, comprising of a majority of independent directors. This Committee is fully empowered to administer the Scheme 2013.

Notes to the financial statements for the year ended 31 March 2019

The movement in the stock option under the "Scheme 2013" during the year is set out below:

Particulars	For the year ended 31 March 2019		For the year ended 31 March 2018	
	Number of Options	Weighted Average Exercise Price (₹)	Number of Options	Weighted Average Exercise Price (₹)
Options outstanding at the beginning of the year	56,832	209.10	112,906	188.85
Granted during the year	-	-	-	-
Expired/Lapsed during the year	12,575	209.10	40,043	192.43
Options forfeited during the year	-	-	-	-
Options exercised during the year	-	-	16,031	108.10
Options outstanding at the end of the year	44,257	209.10	56,832	209.10

Expenses arising from share-based payment transaction

The expenses arising from share-based payment transaction recognized in Standalone Financial Statements as part of Investments ₹ 1.85 million (Previous Year: ₹ 2.37 million).

Scheme 2018:

In terms of approval of members accorded and in accordance with SEBI (Share Based Employee Benefits) Regulations, 2014, the Parent Company constituted "JIL Employees Stock Option Scheme 2018 (Scheme 2018)" for specified categories of employees and directors of the Company, its subsidiaries and holding companies. Under the Scheme 2018, up to 500000 stock options can be issued to eligible directors (other than promoter directors, independent directors and nominee directors of the Company/subsidiaries/holding companies) and other specified categories of employees of the Company/ subsidiaries/holding companies. The options are to be granted at Face value of the equity share.

Each option, upon vesting, shall entitle the holder to subscribe 1 (one) fully paid equity share of ₹ 10 of the Company. Options shall vest at the end of the third year from the grant date.

The Company has constituted a Compensation Committee, comprising of a majority of independent directors. This Committee is fully empowered to administer the Scheme 2018.

There is no movement in the stock option under the "Scheme 2018" during the year.

Notes to the financial statements for the year ended 31 March 2019

36. Earnings per share (EPS)

			For the year ended 31 March 2019	For the year ended 31 March 2018
I	**Profit computation for basic & diluted earnings per share of ₹ 10/- each**			
	Net profit/(loss) as per Statement of Profit & Loss available for equity shareholders	₹ in million	(27.25)	(14.56)
II	**Weighted average number of equity shares for earnings per share computation**			
	(A) For basic earnings per share*	Nos	12,439,046	11,926,747
	(B) For diluted earnings per share:			
	Nos of shares for basic EPS as per II (A)	Nos	12,439,046	11,926,747
	Add: Weighted average outstanding options related to			
	employee stock options	Nos	-	-
	Nos of shares for diluted earnings per share	Nos	12,439,046	11,926,747
III	**Earnings per share (weighted average)**			
	Basic	₹	(2.19)	(1.22)
	Diluted	₹	(2.19)	(1.22)

*

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
Number of Shares at the beginning of the year	11,931,101	11,915,070
Add: 1,800,000 Equity shares issued on 19 December 2018 (31 March 2018: 11,531 Equity shares and 4,500 Equity shares issued on 22 June 2017 and 22 August 2017, respectively)		
Current Year: 1,800,000/365*103 (31 March 2018: 11,531/365*283 + 4,500/365*222)	507,945	11,677
Weighted average number of equity shares	**12,439,046**	**11,926,747**

The accompanying notes "1" to "36" form an integral part of the financial statements.

In terms of our report of even date attached.

For and on behalf of the Board

For K. N. Gutgutia & Co.
Chartered Accountants
Firm Registration Number : 304153E

B. R. Goyal
Partner
Membership No. 12172

Priyavrat Bhartia
Chairman
DIN: 00020603

Manu Ahuja
CEO & Managing Director
DIN: 05123127

Abhishek Mishra
Company Secretary

Umesh Sharma
Chief Financial Officer

Place : Noida
Date : 16th May, 2019

Independent Auditor's Report

TO THE MEMBERS OF JUBILANT INDUSTRIES LIMITED

I. Report on the Audit of Consolidated Financial Statements for the year ended 31st March, 2019

1. Opinion

A. We have audited the accompanying Consolidated Financial Statements of **Jubilant Industries Limited** (hereinafter referred to as "the Parent Company") and its subsidiaries (the Parent Company and its subsidiaries together referred to as "the Group") which comprise the Consolidated Balance Sheet as at March 31, 2019, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

B. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs (consolidated financial position) of the Company as at March 31, 2019, their consolidated loss (consolidated financial performance including other comprehensive income), changes in consolidated equity and its consolidated cash flows for the year ended on that date.

2. Basis for Opinion

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

3. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to be communicated in our report.

4. Information Other than the Consolidated Financial Statements and Auditor's Report thereon

A. The Parent's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Consolidated Financial Statements and our auditor's report thereon. Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

B. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

5. Management's Responsibility for the Consolidated Financial Statements

A. The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated Financial Statements that give a true and fair view of the consolidated state of affairs, consolidated financial position, consolidated profit or loss (consolidated financial performance including other comprehensive income), consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. These financial statements have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent Company, as aforesaid.

B. In preparing the Consolidated Financial Statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Parent's Board of Directors are responsible for overseeing the Group's financial reporting process.

6. Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

A. Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements.

B. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

i) Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

ii) Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Parent Company has adequate internal financial controls system in place and the operating effectiveness of such controls;

iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;

iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern; and

v) Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

C. Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated Financial Statements.

D. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

E. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

F. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

II. Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, based on our audit we report to the extent applicable that:

A. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

B. In our opinion, proper books of account as required by law have been kept so far as it appears from our examination of those books;

C. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account;

D. In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

E. On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors of the Parent Company and the report of the statutory auditor of its subsidiary company incorporated in India, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;

F. With respect to the adequacy of the internal financial controls over financial reporting of and the operating effectiveness of such controls, refer to our separate Report in **"Annexure A"**, which is based on the auditors' reports of the Parent and subsidiary company incorporated in India;

G. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, its subsidiary covered under the Act paid remuneration to its directors during the year is in accordance with the provisions of section 197 of the Act read with Schedule V to the Act; and

H. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i) The Group has disclosed the impact of pending litigations on its consolidated financial position under note 36 in its Consolidated Financial Statements;

ii) The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

iii) The group did not have any dues requiring transfer to the Investor Education and Protection Fund.

For **K.N. Gutgutia & Company**
Chartered Accountants
(Firm's Registration No. 304153E)

(B.R. GOYAL)
Partner
(Membership No.12172)

Place: Noida
Date: 16th May, 2019

ANNEXURE "A" TO THE INDEPNDEDNT AUDITOR'S REPORT

(Referred to in point F of paragraph II under "Report on Other Legal and Regulatory Requirements" section of our report to the members of Jubilant Industries Limited of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended March 31, 2019, we have audited the internal financial controls over financial reporting of **Jubilant Industries Limited** (hereinafter referred to as "Parent") and its subsidiary company, which are companies incorporated in India as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent and its subsidiary company, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI) (the "Guidance Note"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent and its subsidiary company, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to the explanations given to us , the Parent and its subsidiary company, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the criteria for internal financial control over financial reporting established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **K.N. Gutgutia & Company**
Chartered Accountants
(Firm's Registration No. 304153E)

(B.R. GOYAL)
Partner
(Membership No. 12172)

Place: Noida
Date: 16th May, 2019

Consolidated Balance Sheet

As at 31 March 2019

(₹ in million)

	Notes	As at 31 March 2019	As at 31 March 2018
ASSETS			
Non-current assets			
Property, plant and equipment	3	1,223.03	1,256.52
Capital work-in-progress	3	50.05	59.69
Other Intangible assets	4	22.15	0.43
Intangible assets under development	4	-	1.53
Financial assets			
(i) Loans	5	0.84	0.92
(ii) Other financial assets	6	4.50	3.04
Deferred tax assets (net)	7	863.12	913.58
Other non-current assets	8	22.14	19.88
Total non-current assets		**2,185.83**	**2,255.59**
Current assets			
Inventories	9	663.54	730.04
Financial assets			
(i) Investments	10	0.37	0.36
(ii) Trade receivables	11	983.28	972.14
(iii) Cash and cash equivalents	12 (a)	33.85	68.68
(iv) Other bank balances	12 (b)	2.09	2.09
(v) Loans	5	1.15	2.07
(vi) Other financial assets	6	7.84	4.91
Income tax assets (net)		6.20	12.06
Other current assets	8	167.00	174.96
Total current assets		**1,865.32**	**1,967.31**
Total Assets		**4,051.15**	**4,222.90**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	13	137.31	119.31
Other equity	13 (a)	503.96	258.09
Total equity		**641.27**	**377.40**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	14 (a)	1,340.31	1,659.05
Provisions	15	102.90	101.93
Total non-current liabilities		**1,443.21**	**1,760.98**
Current liabilities			
Financial liabilities			
(i) Borrowings	14 (b)	387.53	753.67
(ii) Trade payables:			
Total outstanding dues of micro enterprises and small enterprises	16	8.28	6.56
Total outstanding dues of creditors other than micro enterprises and small enterprises	16	855.47	697.58
(iii) Other financial liabilities	17	580.15	496.44
Other current liabilities	18	84.77	82.44
Provisions	15	48.82	46.47
Current tax liabilities (net)		1.65	1.36
Total current liabilities		**1,966.67**	**2,084.52**
Total Equity and Liabilities		**4,051.15**	**4,222.90**
Corporate information and Significant accounting policies	1 & 2		
Notes to the financial statements	3 to 41		
The accompanying notes "1" to "41" form an integral part of the financial statements			

In terms of our report of even date attached.

For and on behalf of the Board

For K. N. Gutgutia & Co.
Chartered Accountants
Firm Registration Number : 304153E

B. R. Goyal
Partner
Membership No. 12172

Priyavrat Bhartia
Chairman
DIN: 00020603

Manu Ahuja
CEO & Managing Director
DIN: 05123127

Place : Noida
Date : 16th May, 2019

Abhishek Mishra
Company Secretary

Umesh Sharma
Chief Financial Officer

Consolidated Statement of Profit and Loss

For the year ended 31 March 2019

(₹ in million)

	Notes	For the year ended 31 March 2019	For the year ended 31 March 2018
Revenue from operations	19	5,588.96	4,672.59
Other Income	20	6.76	7.81
Total income		**5,595.72**	**4,680.40**
EXPENSES			
Cost of materials consumed	21	3,089.56	2,367.97
Purchases of stock-in-trade	22	53.32	50.13
Changes in inventories of finished goods, Stock-in-trade and work-in-progress	23	86.49	(35.28)
Excise duty on sale		-	100.08
Employee benefits expense	24	701.37	699.33
Finance costs	25	253.33	264.56
Depreciation & amortization expense	26	90.66	90.73
Other expenses	27	1,300.25	1,188.83
Total expenses		**5,574.98**	**4,726.35**
Profit/(Loss) before tax		**20.74**	**(45.95)**
Tax Expenses:	28		
- Current Tax		1.12	2.24
- Deferred tax charge/(credit)		49.79	(0.82)
Profit/(Loss) for the year		**(30.17)**	**(47.37)**
Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Changes in fair value of investments which are classified at fair value through OCI		0.01	0.08
Remeasurements of the defined benefit obligations		1.91	3.08
Income tax charge relating to items that will not be reclassified to profit or loss	28	0.67	1.08
Items that will be reclassified to profit or loss			
Exchange differences in translating the financial statements of foreign operations		2.05	(0.93)
Other comprehensive income for the year (net of tax)		**3.30**	**1.15**
Total comprehensive income for the year		**(26.87)**	**(46.22)**
Profit/(Loss) is attributable to:			
Owners of the Company		(30.17)	(47.37)
Non-controlling interests		-	-
		(30.17)	**(47.37)**
Other comprehensive income is attributable to:			
Owners of the Company		3.30	1.15
Non-controlling interests		-	-
		3.30	**1.15**
Total comprehensive income is attributable to:			
Owners of the Company		(26.87)	(46.22)
Non-controlling interests		-	-
		(26.87)	**(46.22)**
Earnings per equity share of ₹ 10.00 each			
Basic (In ₹)	41	(2.43)	(3.97)
Diluted (In ₹)	41	(2.43)	(3.97)
Corporate information and Significant accounting policies	1 & 2		
Notes to the financial statements	3 to 41		
The accompanying notes "1" to "41" form an integral part of the financial statements			

In terms of our report of even date attached.

For and on behalf of the Board

For K. N. Gutgutia & Co.
Chartered Accountants
Firm Registration Number : 304153E

B. R. Goyal
Partner
Membership No. 12172

Priyavrat Bhartia
Chairman
DIN: 00020603

Manu Ahuja
CEO & Managing Director
DIN: 05123127

Place : Noida
Date : 16th May, 2019

Abhishek Mishra
Company Secretary

Umesh Sharma
Chief Financial Officer

Consolidated Statement of Changes in Equity

For the year ended 31 March 2019

A. Equity share capital

(₹ in million)

Balance as at 31 March 2017	**119.15**
Changes in the equity share capital during the year (Refer note 13.4)	0.16
Balance as at 31 March 2018	**119.31**
Changes in the equity share capital during the year (Refer note 13.4)	18.00
Balance as at 31 March 2019	**137.31**

B. Other equity

(₹ in million)

	Attributable to owners of the Company								Total attributable to owners of the Company	Attributable to non-controlling interest	Total
	Money received against share warrants	Reserve and surplus				Items of other Comprehensive Income					
		Securities premium	General reserve	Share based payment reserve*	Retained earnings	Equity instruments through OCI	Foreign currency translation reserve	Remeasurement of defined benefits obligations			
As at 31 March 2017	**-**	**829.70**	**229.71**	**2.82**	**(758.11)**	**0.15**	**(0.91)**	**(2.99)**	**300.37**	**-**	**300.37**
Profit/(loss) for the year	-	-	-	-	(47.37)	-	-	-	(47.37)	-	(47.37)
Other comprehensive income	-	-	-	-	-	0.06	(0.93)	2.02	1.15	-	1.15
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**(47.37)**	**0.06**	**(0.93)**	**2.02**	**(46.22)**	**-**	**(46.22)**
Employee stock option expense	-	-	-	2.37	-	-	-	-	2.37	-	2.37
Upon issue of share capital (Refer note 13.4)	-	1.57	-	-	-	-	-	-	1.57	-	1.57
Transfer to general reserve	-	-	1.80	(1.80)	-	-	-	-	-	-	-
As at 31 March 2018	**-**	**831.27**	**231.51**	**3.39**	**(805.48)**	**0.21**	**(1.84)**	**(0.97)**	**258.09**	**-**	**258.09**
Profit/(loss) for the year	-	-	-	-	(30.17)	-	-	-	(30.17)	-	(30.17)
Other comprehensive income	-	-	-	-	-	0.01	2.05	1.24	3.30	-	3.30
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**(30.17)**	**0.01**	**2.05**	**1.24**	**(26.87)**	**-**	**(26.87)**
Employee stock option expense	-	-	-	1.85	-	-	-	-	1.85	-	1.85
Upon issue of share capital (Refer note 13.4)	-	226.71	-	-	-	-	-	-	226.71	-	226.71
Upon issue of share warrants [Refer note 13 (a).1]	44.18	-	-	-	-	-	-	-	44.18	-	44.18
Transfer to general reserve	-	-	0.75	(0.75)	-	-	-	-	-	-	-
As at 31 March 2019	**44.18**	**1,057.98**	**232.26**	**4.49**	**(835.65)**	**0.22**	**0.21**	**0.27**	**503.96**	**-**	**503.96**

* Refer note 39.

Consolidated Statement of Changes in Equity

For the year ended 31 March 2019

Notes:

- **Security premium**

  The unutilized accumulated excess of issue price over face value on issue of shares. This is utilized in accordance with the provision of the Act.
- **General reserve**

  This represents appropriation of profit by the Company and is available for distribution of dividend.
- **Share based payment reserve**

  The fair value of the equity settled share based payment transactions with employees is recognized in Statement of Profit and Loss with corresponding credit to Share based payment reserve. Further, equity settled share based payment transaction with employees of subsidiary is recognized in investment of subsidiaries with corresponding credit to Share based payment reserve. Balance of a share based payment reserve is transferred to general reserve upon expiry of grants or upon exercise of stock options by an employee.
- **Equity instrument through OCI**

  The Group has elected to recognize changes in fair value of certain investment in equity securities through other comprehensive income. These changes are accumulated within the equity instrument through OCI within equity. The Group transfers amount therefrom to retained earnings when the relevant securities are derecognized.
- **Remeasurement of defined benefit obligation**

  Remeasurement of defined benefits obligation comprises actuarial gains and losses and return on plan assets.
- **Foreign currency translation reserve**

  Exchange differences arising on translation of the foreign operations are recognized in other comprehensive income as described in accounting policy and accumulated in a separate reserve within equity. The cumulative amount is reclassified to profit or loss when the Group dispose or partially dispose off its interest in a foreign operation through sale, liquidation, repayment of share capital or abandonment of all, or part of, that entity.

The accompanying notes "1" to "41" form an integral part of the financial statements.

In terms of our report of even date attached.

For and on behalf of the Board

For K. N. Gutgutia & Co.
Chartered Accountants
Firm Registration Number : 304153E

B. R. Goyal
Partner
Membership No. 12172

Priyavrat Bhartia
Chairman
DIN: 00020603

Manu Ahuja
CEO & Managing Director
DIN: 05123127

Place : Noida
Date : 16th May, 2019

Abhishek Mishra
Company Secretary

Umesh Sharma
Chief Financial Officer

Consolidated Statement of Cash Flows

For the year ended 31 March 2019

(₹ in million)

		For the year ended 31 March 2019	For the year ended 31 March 2018
A.	**Cash flow from operating activities:**		
	Net profit/(loss) before tax	**20.74**	**(45.95)**
	Adjustments for:		
	Depreciation & amortization expense	90.66	90.73
	(Gain)/Loss on sale/disposal/discard/impairment of property, plant and equipment (net)	(0.07)	0.21
	Finance costs	253.33	264.56
	Employee share-based payment expense	1.85	2.37
	Unrealized (gain)/loss on foreign exchange (net)	(0.20)	1.61
	Interest Income	(4.45)	(4.92)
		341.12	354.56
	Operating cash flow before working capital changes	**361.86**	**308.61**
	Adjustments for:		
	(Increase)/Decrease in trade receivables, loans, other financial assets and other assets	(9.33)	156.88
	(Increase)/Decrease in inventories	66.50	(98.01)
	Increase/(Decrease) in trade payables, other financial liabilities, other liabilities and provisions	216.37	44.82
	Cash generated from operations	**635.40**	**412.30**
	Direct taxes (paid)/refund (net)	6.09	5.19
	Net cash generated from operating activities	**641.49**	**417.49**
B.	**Cash flow from investing activities:**		
	Purchase of property, plant and equipment, other intangible assets	(71.53)	(63.38)
	(including capital work-in-progress and intangible assets under development)		
	Sale of property, plant and equipment	3.26	2.63
	Interest received	3.22	2.92
	Net cash generated/(used) in investing activities	**(65.05)**	**(57.83)**
C.	**Cash flow arising from financing activities:**		
	Proceeds from issue of shares (Refer note 13.4)	244.71	1.73
	Proceeds from issue of share warrants [Refer note 13 (a).1]	44.18	-
	Proceeds from long term borrowings	-	1,814.68
	Repayment of long term borrowings	(212.30)	(1,496.00)
	Proceeds from / (Repayment) of short term borrowings (net)	(316.14)	(76.19)
	Proceeds from inter-corporate borrowings from related parties (Refer note 35)	150.00	200.00
	Repayment of inter-corporate borrowings from related parties (Refer note 35)	(280.22)	(490.83)
	Payment of unpaid dividend (Refer note 17.1)	(0.24)	-
	Finance costs paid	(243.31)	(274.27)
	Net cash inflow/(outflow) in course of financing activities	**(613.32)**	**(320.88)**
D.	**Effect of exchange rate changes**	**2.05**	**(0.93)**
	Net increase/(decrease) in cash & cash equivalents (A+B+C+D)	(34.83)	37.85
	Add: Cash & cash equivalents at the beginning of the year (including balance in dividend account)	68.68	30.83
	Cash & cash equivalents at the close of the year (including balance in dividend account)	**33.85**	**68.68**

Consolidated Statement of Cash Flows

For the year ended 31 March 2019

(₹ in million)

	For the year ended 31 March 2019	For the year ended 31 March 2018
Components of cash and cash equivalents		
Balance With Banks		
- On current accounts	23.88	57.85
- On dividend account	-	0.24
Cash in hand	0.15	0.13
Cheques/Drafts on hand	9.82	0.02
Others		
- Gift/Meal vouchers in hand	-	0.01
- Funds in transit	-	10.43
	33.85	**68.68**

Notes:

i) Consolidated Statement of Cash Flow has been prepared under the Indirect Method as set out in the Ind AS 7 "Statement of Cash Flows".

ii) Acquisition/Purchase of property, plant and equipment/other intangible assets includes movement of capital work-in-progress, intangible assets under development and capital advances/payables during the year.

In terms of our report of even date attached.

For and on behalf of the Board

For K. N. Gutgutia & Co.
Chartered Accountants
Firm Registration Number : 304153E

B. R. Goyal
Partner
Membership No. 12172

Priyavrat Bhartia
Chairman
DIN: 00020603

Manu Ahuja
CEO & Managing Director
DIN: 05123127

Place : Noida
Date : 16th May, 2019

Abhishek Mishra
Company Secretary

Umesh Sharma
Chief Financial Officer

Notes to the consolidated financial statements for the year ended 31 March 2019

1. Corporate Information

Jubilant industries Limited ("the Company" or the "Parent Company") is a public limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Its shares are listed on the BSE Limited and the National Stock Exchange of India Limited. The consolidated financial statements of the Company as at and for the year ended on 31 March 2019 comprise the Company and its subsidiaries (together referred to as "the Group"). Presently, the Group is engaged in the business of manufacturing and sale of agri, industrial polymers and consumer products. The Group caters to both domestic and international markets. The registered office of the Company is situated at Bhartiagram, Gajraula District Amroha-244 223.

These financial statements were authorised for issuance by the Board of Directors of the Company in their meeting held on May 16, 2019.

2. Significant accounting policies

This note provides significant accounting policies adopted and applied in the preparation of these consolidated financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation

(i) Statement of compliance

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013 ("the Act") and other relevant provisions of the Act. The financial statements of the Company are presented in Indian Rupee and all values are rounded to the nearest million, except as stated otherwise.

(ii) Historical cost convention

The consolidated financial statements have been prepared on a historical cost convention on accrual basis except for the following material items those have been measured at fair value as required by relevant Ind AS:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments);
- Defined benefit plans and other long-term employee benefits;
- Share-based payment transactions;
- Investment in equity instruments.

(b) Principles of consolidation

The consolidated financial statements comprises the financial statement of the Company and its subsidiaries as at 31 March 2019. Subsidiaries are those entities in which the parent directly or indirectly has interest more than 50% of the voting power or otherwise control the composition of the board or governing body so as to obtain economic benefits from activities.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The details of the consolidated entities are as follows:

Sr. No.	Name	Country of Incorporation	Name of the Parent	Percentage of ownership
1	Jubilant Agri and Consumer Products Ltd.	India	Jubilant Industries Ltd.	100%
2	Jubilant Industries Inc. USA	United States of America	Jubilant Industries Ltd.	100%

(c) Consolidation procedure

The financial statements of the subsidiaries are combined on a line-by–line basis by adding together the like items of assets, liabilities, income and expenses after fully eliminating intra-group balances and intra-group transactions and unrealized profits or losses in accordance with IND AS 110 –'Consolidated Financial Statements' notified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 as amended time to time. The deferred tax to be recognised for temporary differences arises from elimination of profits and losses resulting from intra group transactions.

(d) Business combinations

Business combinations (other than common control business combinations) are accounted for using the purchase (acquisitions) method. The cost of

Notes to the consolidated financial statements for the year ended 31 March 2019

an acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange. The cost of acquisition also includes the fair value of any contingent consideration. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at fair value at the date of acquisition. Transaction costs incurred in connection with a business combination are expenses as incurred.

The excess of the consideration transferred over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised in the other comprehensive income and accumulated in equity as capital reserve provided there is clear evidence of the underlying reasons for classifying the business combination as a bargain purchase.

Business combinations arising from transfers of interests in entities that are under the control of the shareholder that controls the Group are accounted for as if the acquisition had occurred at the beginning of the earliest comparative period presented or, if later, at the date common control was established; for this purpose comparatives are revised. The assets and liabilities acquired are recognised at their carrying amounts. The identity of the reserves is preserved and they appear in the consolidated financial statements of the Group in the same form in which they appeared in the financial statement of the acquired entity. The differences, if any, between the consideration and the amount of share capital of the acquired entity is transferred to capital reserve.

(e) Current versus non-current classification

The Group presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is treated as current when:

- It is expected to be realised or intended to be sold or consumed in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is expected to be realised within twelve months after the reporting period; or
- It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

The Group classifies all other assets as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities, respectively.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. Each entity of the Group has identified twelve months as its operating cycle for the purpose of current-non-current classification of assets and liabilities.

(f) Property, plant and equipment (PPE) and intangible assets

(i) Property, plant and equipment

Freehold land is carried at cost. All other items of property, plant and equipment are stated at cost, which includes capitalized finance costs, less accumulated depreciation and any accumulated impairment loss. Cost includes expenditure that is directly attributable to the acquisition of the items. The cost of an item of a PPE comprises its purchase price including import duty, and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition of its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Expenditure incurred on start up and commissioning of the project and/ or substantial expansion, including the expenditure incurred on trial runs (net of trial run receipts, if any) up to the date of commencement of commercial production are capitalised. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as the appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying

Notes to the consolidated financial statements for the year ended 31 March 2019

amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Advances paid towards acquisition of property, plant and equipment outstanding at each Consolidated Balance Sheet date, are shown under other non-current assets and cost of assets not ready for intended use before the year end, are shown as capital work-in-progress.

(ii) Intangible assets

Intangible assets that are acquired (including implementation of software system) and in process research and development are measured initially at cost.

After initial recognition, an intangible asset is carried at its cost less accumulated amortisation and any accumulated impairment loss. Subsequent expenditure is capitalized only when it increases the future economic benefits from the specific asset to which it related.

Expenditure on intangible assets eligible for capitalisation are carried as Intangible assets under development where such assets are not yet ready for their intended use.

(iii) Depreciation and amortisation methods, estimated useful lives and residual value

For Indian entities, depreciation is provided on straight line basis on the original cost/ acquisition cost of assets or other amounts substituted for cost of fixed assets as per the useful life specified in Part 'C' of Schedule II of the Act, read with notification dated 29 August 2014 of the Ministry of Corporate Affairs, except for the following classes of fixed assets which are depreciated based on the internal technical assessment of the management as under:

Category of assets	Management estimate of useful life	Useful life as per Schedule II
Motor Vehicles under finance lease	Tenure of lease or 5 years whichever is shorter	8 years
Employee perquisite related assets (included in office equipment)	5 years being the period of perquisite scheme	10 years

Depreciation on assets added/ disposed off during the year has been provided on pro-rata basis with reference to the date/month of addition/ disposal.

Leasehold land, which qualify as finance lease is amortised over the lease period on straight line basis.

Software systems are being amortised over a period of five years or its useful life whichever is shorter.

Depreciation and amortisation methods, useful lives and residual values are reviewed at the end of each reporting period and adjusted, if appropriate.

(iv) De-recognition

A property, plant and equipment and intangible assets is derecognised on disposal or when no future economic benefits are expected from its use and disposal. Losses arising from retirement and gains or losses arising from disposal of a tangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Consolidated Statement of Profit and Loss.

(g) Non-current assets held for sale

Non-current assets are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

Such assets are generally measured at the lower of their carrying amount and fair value less cost to sell. Losses on initial classification as held for sale and subsequent gains and losses on re-measurement are recognised in the Consolidated Statement of Profit and Loss.

Once classified as held-for sale, property, plant and equipment and intangible assets are no longer depreciated or amortised.

(h) Impairment of non-financial assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment or more frequently if events or changes in circumstances indicate that they might be impaired. The Group's non-financial assets other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists then the asset's recoverable amount is estimated.

Notes to the consolidated financial statements for the year ended 31 March 2019

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs) represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs. The recoverable amount of a CGU is the higher of its value in use and its fair value less cost to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

An impairment loss in respect of assets for which impairment loss has been recognised in prior periods, the Group reviews at reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognised.

(i) Financial instrument

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e. the date the Group commits to purchase or sale the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVOCI)
- Debts instruments, derivatives and equity instruments at fair value through profit or loss (FVPL)
- Equity instruments measured at fair value through other comprehensive income (FVOCI)

Debt instruments at amortised cost

A "debt instrument" is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specific dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking in to account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the Consolidated Statement of Profit and Loss. The losses arising from impairment are recognised in the Consolidated Statement of Profit and Loss. This category generally applies to trade and other receivables.

Debt instrument at FVOCI

A 'debt instrument' is classified as at the FVOCI in both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

Debt instruments included with in the FVOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). On de-recognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified to the Consolidated Statement of Profit and Loss. Interest earned whilst holding FVOCI debt instrument is reported as interest income using the EIR method.

Notes to the consolidated financial statements for the year ended 31 March 2019

Debt instrument at FVPL

FVPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorisation as at amortised cost or as FVOCI, is classified as at FVPL.

In addition, the Group may elect to designate a debt instrument, which otherwise meets amortised cost or FVOCI criteria, as at FVPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Debt instruments included within the FVPL category are measured at fair value with all changes recognised in the Consolidated Statement of Profit and Loss.

Equity investments

For the purpose of subsequent measurement, equity instruments are classified in two categories:

- Equity instruments at fair value through profit or loss (FVPL)
- Equity instruments at fair value through other comprehensive income (FVOCI)

All equity investments in scope of Ind AS 109 are measured at fair value. Equity Instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applies are classified as at FVPL. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Group makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as at FVOCI then all fair value changes on the instrument as at FVOVI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to the Consolidated Statement of Profit and Loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVPL category are measured at fair value with all changes recognised in the Consolidated Statement of Profit and Loss.

Impairment of Financial assets

The Group recognises loss allowance using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount to lifetime ECL. For all financial assets with contractual cash flows other than trade receivable, ECLs are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of ECLs (or reversal), that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised as an impairment gain or loss in the Consolidated Statement of Profit and Loss.

De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of group of similar financial assets) is primarily derecognised (i.e. removed from the Group's Balance Sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass through' arrangement and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and do what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVPL. A financial liability is classified as at FVPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVPL are measured at fair value and net gains and losses, including any interest expense, are recognised in

Notes to the consolidated financial statements for the year ended 31 March 2019

Consolidated Statement of Profit and Loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in Consolidated Statement of Profit and Loss. Any gain or loss on de-recognition is also recognised in Consolidated Statement of Profit and Loss.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Consolidated Statements of Profit and Loss.

Compound financial instruments

The liability component of a compound financial instrument is recognised initially at fair value of a similar liability that does not have an equity component. The equity component is recognised initially as the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and the equity components, if material, in proportion to their initial carrying amounts.

Subsequent to the initial recognition, the liability component of a compound financial instrument is measured at amortised cost using the effective interest rate method. The equity component of a compound financial instrument is not re-measured subsequent to initial recognition except on conversion or expiry.

Derivative financial instruments

The Group uses various types of derivative financial instruments to hedge its currency and interest risks etc. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Offsetting

Financial assets and financial liabilities are off set and the net amount presented in the Consolidated Balance Sheet when, and only when, the Group currently has a legally enforceable right to set off the amounts and is intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(j) Inventories

Inventories are valued at lower of cost or net realizable value except scrap, which is valued at net estimated realizable value.

The methods of determining cost of various categories of inventories are as follows:

Raw materials	Weighted average method
Work-in-progress and finished goods (manufactured)	Variable cost at weighted average including an appropriate share of variable and fixed production overheads. Fixed production overheads are included based on normal capacity of production facilities
Finished goods (traded)	Cost of purchases
Stores & spares	Weighted average method
Fuel and Packing materials etc	Weighted average method
Goods-in-transit	Cost of purchases

Cost includes all direct costs, cost of conversion and appropriate portion of variable and fixed production overheads and such other costs incurred as to bring the inventory to its present location and condition inclusive of excise duty/any other tax wherever applicable.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion/ reprocessing and the estimated cost necessary to make the sale.

The net realizable value of work-in-progress is determined with reference to the selling price of related finished products. Raw materials and other supplies held for use in the production of finished goods are not written down below cost except in cases where material prices have declined and it's estimated that the cost of finished goods will exceed their net realizable value.

(k) Cash and cash equivalents

Cash and cash equivalents comprise cash at banks and on hand and short term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

Notes to the consolidated financial statements for the year ended 31 March 2019

(l) Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the future cash flows at a pre-tax rate that effects current market assessments of the time value of money and the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

(m) Contingent assets and liabilities

Contingent liabilities are disclosed in respect of possible obligations that may arise from past events but their existence is confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group. Contingent Assets are neither recognized nor disclosed in the financial statements. However, contingent assets are assessed continuously and if it is virtually certain that an inflow of economic benefits will arise, the assets and related income are recognized in the period in which the change occurs.

(n) Revenue recognition

Revenue from sale of products is recognised when the property in the goods or all significant risks and rewards of ownership of the products have been transferred to the buyer, and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of products as well as regarding its collection. Revenues include excise duty and are shown net of sales tax, value added tax, goods and service tax and applicable discounts, rebates and allowances, if any.

Revenue includes only those sales for which the Group has acted as a principal in the transaction, takes title to the products, and has the risks and rewards of ownership, including the risk of loss for collection, delivery and returns. Any sales for which Group has acted as an agent or broker without assuming the risks and rewards of ownership have been reported on a net basis.

Goods sold on consignment are recorded as inventory until goods are sold by the consignee to the end customer.

Subsidy in respect of fertilizer being disbursed by the Central Government of India is included in turnover and the same is recognized based upon the latest notified rates and only to the extent that the realization is reasonably assured.

Sale of utility is recognized on delivery of the same to the purchaser and when no significant uncertainty exists as to its realization.

Export incentives entitlements are recognized as income when the right to receive credit as per the terms of the scheme is established in respect of exports made, and where no significant uncertainty regarding the ultimate collection of the relevant export proceeds exists.

Other income recognition:

Dividend income is recognized when the right to receive the income is established. Income from interest on deposits, loans and interest bearing securities is recognized on time proportionate basis.

(o) Employee benefits

(i) ***Short-term employee benefits:*** All employee benefits falling due within twelve months of the end of the period in which the employees render the related services are classified as short-term employee benefits, which include benefits like salaries, wages, short term compensated absences, performance incentives, etc. And are recognised as expenses in the period in which the employee renders the related service and measured accordingly.

(ii) *Post*-employment benefits: Post employment benefit plans are classified into defined benefits plans and defined contribution plans as under:

a) Gratuity

The Group has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount based on

Notes to the consolidated financial statements for the year ended 31 March 2019

the respective employee's salary and the tenure of employment. The liability in respect of gratuity (applicable for Indian entities of the Group), is recognized in the books of accounts based on actuarial valuation by an independent actuary. The gratuity liability for certain employees of the one of the units of the Group is funded with Life Insurance Corporation of India.

b) Superannuation

Certain employees of the Group are also participants in the superannuation plan ('the Plan'), a defined contribution plan. Contribution made by the Group to the Plan during the year is charged to Consolidated Statement of Profit and Loss.

c) Provident Fund

(i) The Group makes contributions to the recognized provident fund – "VAM EMPLOYEES PROVIDENT FUND TRUST" (a multiemployer trust) for most of its employees in India, which is a defined benefit plan to the extent that the Group has an obligation to make good the shortfall, if any, between the return from the investments of the trust and the notified interest rate. The Group's obligation in this regard is determined by an independent actuary and provided for if the circumstances indicate that the Trust may not be able to generate adequate returns to cover the interest rates notified by the Government.

For other employees in India, provident fund is deposited with Regional Provident Fund Commissioner. This is treated as defined contribution plan.

(ii) Group's contribution to the provident fund is charged to Consolidated Statement of Profit and Loss.

d) Foreign subsidiary make contribution to various social security plans and insurance schemes as per local requirements and generally accepted practices in its country of incorporation. Such contributions are charged to Consolidated Statement of Profit and Loss on accrual basis in the year in which liability to pay arise.

(iii) Other long-term employee benefits:

Compensated absences

As per the Group's policy, eligible leaves can be accumulated by the employees and carried forward to future periods to either be utilised during the service, or encashed. Encashment can be made during service, on early retirement, on withdrawal of scheme, at resignation and upon death of employee. Accumulated compensated absences are treated as other long-term employee benefits. The Group's liability in respect of other long-term employee benefits is recognized in the books of accounts based on actuarial valuation using projected unit credit method as at Balance Sheet date by and independent actuary. Actuarial losses/gains are recognised in the Consolidated Statement of Profit and Loss in the year in which they arise.

Actuarial Valuation

The liability in respect of all defined benefit plans is accrued in the books of accounts on the basis of actuarial valuation carried out by an independent actuary using the Project Unit Credit Method, which recognizes each year of service as giving rise to additional unit of employees benefit entitlement and measure each unit separately to build up the final obligation. The obligation is measured at the present value of estimated future cash flows. The discount rates used for determining the present value of obligation under defined benefit plans, is based on the market yields on Government securities as at the Balance Sheet date, having maturity periods approximating to the terms of related obligation.

Re-measurement gains and losses in respect of all defined benefit plans arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the Consolidated Statement of Changes in the Equity and in the Balance Sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss as past service cost. Gains or losses on the curtailment or settlement of any defined benefit plan are recognized when the curtailment or settlement occurs. Any differential between the plan assets (for a funded defined benefit plan) and

Notes to the consolidated financial statements for the year ended 31 March 2019

the defined benefit obligation as per actuarial valuation is recognised as a liability if it is a deficit or as an asset if it is a surplus (to the extent of the lower of present value of any economic benefits available in the form of refunds from the plan or reduction in future contribution to the plan).

Past service cost is recognised as an expense in the Consolidated Statement of Profit and Loss on a straight-line basis over the average period until the benefits become vested. To the extent that the benefits are already vested immediately following the introduction of, or changes to, a defined benefit plan, the past service cost is recognised immediately in the Consolidated Statement of Profit and Loss. Past service cost may be either positive (where benefits are introduced or improved) or negative (where existing benefits are reduced).

(p) Share based payments

The grant date fair value of options granted (net of estimated forfeiture) to employees of the Group is recognized as an employee expense, and those granted to employees of subsidiaries is considered as the Company's equity contribution and is added to the carrying value of investment in the respective subsidiaries, with a corresponding increase in share based payment reserve. The expense is recorded for separately each vesting portion of the award as if the award was, in substance, multiple awards. The increase in equity recognized in connection with share based payment transaction is presented as a separate component in equity under "share based payment reserve". The amount recognized as an expense is adjusted to reflect the actual number of stock options that vest. For the option awards, grant date fair value is determined under the option-pricing model (Black-Scholes-Model). Forfeitures are estimated at the time of grant and revised, if necessary, in subsequent periods if actual forfeitures materially differ from those estimates.

(q) Finance costs

Finance costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Finance cost also includes exchange differences to the extent regarded as an adjustment to the finance costs. Finance costs that are directly attributable to the construction or production or development of a qualifying asset are capitalized as part of the cost of that asset. Qualifying assets are assets that are necessarily take a substantial period of time to get ready for their intended use or sale. All other finance costs are expensed in the period in which they occur.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the finance costs eligible for capitalization.

Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Consolidated Statement of Profit and Loss over the period of the borrowings using the effective interest method. Ancillary costs incurred in connection with the arrangement of borrowings are amortised over the period of such borrowings.

(r) Income tax

Income tax expense comprises current and deferred tax. It is recognised in Consolidated Statement of Profit and Loss except to the extent that it relates to a business combination, or items recognised directly in equity or in OCI.

- **Current tax**

  Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received after considering uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantially enacted at the reporting date in the countries where the Group operates and generates taxable income.

  Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis simultaneously.

- **Deferred tax**

  Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

  - temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting not taxable profit or loss at the time of the transaction;

Notes to the consolidated financial statements for the year ended 31 March 2019

- temporary differences related to freehold land and investment in subsidiaries to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future;
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets (DTA) include Minimum Alternate Tax (MAT) paid in accordance with the tax laws in India which is likely to give future economic benefits in the form of availability of set off against future income tax liability.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used. Deferred tax is measured at the tax rates that are expected to be apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset only if there is legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis simultaneously.

Deferred income tax is not provided on the undistributed earnings of the subsidiaries where it is expected that the earnings of the subsidiary will not be distributed in the foreseeable future.

(s) Leases

At the inception of each lease, the lease arrangement is classified as either a finance lease or an operating lease, based on the substance of the lease arrangement.

Finance leases

Assets leased by the Group in its capacity as lessee where substantially all the risks and rewards of ownership vest in the Group are classified as finance leases. A finance lease is recognised as an asset and a liability at the commencement of lease, at the lower of the fair value of the asset and the present value of the minimum lease payments. Minimum lease payments made under finance leases are apportioned between the finance expenses and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Operating leases

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the group as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the Consolidated Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

(t) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The CEO and Managing Director of the Parent Company is responsible for allocating resources and assessing performance of the operating segments and accordingly identified as the chief operating decision maker. Revenues, expenses, assets and liabilities, which are common to the enterprise as a whole and are not allocable to segments on a reasonable basis, have been treated as "un-allocable revenue/ expenses/ assets/ liabilities", as the case may be.

(u) Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Indian rupee (INR), which is also the Parent company's functional currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions.

Notes to the consolidated financial statements for the year ended 31 March 2019

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at Balance Sheet date exchange rate are generally recognised in Consolidated Statement of Profit and Loss.

(iii) Group companies

The results and financial position of foreign operations (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated in to the presentation currency as follows:

- o Share capital and opening reserves and surplus are carried at historical cost.
- o All assets and liabilities, both monetary and non-monetary, (excluding share capital, opening reserve and surplus) are translated using closing rates at Balance Sheet date.
- o Profit and Loss items are translated at the respective year to dates average rates or the exchange rate that approximates the actual exchange rate on the date of specific transaction.
- o Contingent liabilities are translated at the closing rates at Balance Sheet date.
- o All resulting exchange differences are recognised on Other Comprehensive Income.

When a foreign operation is sold, the associated cumulative exchange differences are classified to profit or loss, as part of the gain or loss on sale.

The items of Consolidated Cash Flow Statement are translated at the respective average rates or the exchange rate that approximates the actual exchange rate on date of specific transaction. The impact of changes in exchange rate on cash and cash equivalent held in foreign currency is included in effect of exchange rate changes.

(v) Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply all attached conditions.

Government grants relating to income are deferred and recognised in the Consolidated Statement of Profit and Loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to Consolidated Statement of Profit and Loss on a straight-line basis over the expected lives of the related assets and presented within other income.

(w) Royalty

The liability for payment of royalty is provided in terms of the agreement on accrual basis calculated at net sale value of the product (covered under the agreement) sold.

(x) Earnings per share

(i) Basic earnings per share

Basic earnings per share, is calculated by dividing:

- o the profit attributable to owners of the Group
- o by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

(ii) Diluted earnings per share

Diluted earnings per share, adjusts the figures used in the determination of basic earnings per share to take into account:

- o The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- o The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

(y) Measurement of fair values

A number of the accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities.

Fair values are categorised into different level in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Notes to the consolidated financial statements for the year ended 31 March 2019

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability, those are not based on observable market data (unobservable data).

The Group has an established control framework with respect to the measurement of fair values. This includes a finance team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values.

The finance team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, is used to measure fair values, then the finance team assesses the evidence obtained from the third parties to support the conclusion that these valuations met the requirement of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

When measuring the fair values of an asset or a liability, the Group uses observable market data as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values used in preparing these financial statements is included in the respective notes.

(z) Critical estimates and judgements

The preparation of Consolidated Financial Statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future period affected. In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the Consolidated Financial Statements is included in the following notes.

- Recognition and estimation of tax expense including deferred tax – Note 28.
- Estimated impairment of financial assets and non-financial assets- Note 2(h), 2(i).
- Assessment of useful life of property, plant and equipment and intangible asset- Note 2(f).
- Estimation of assets and obligations relating to employee benefits- Note 30.
- Share-based payments- Note 39.
- Valuation of inventories- Note 2(j).
- Recognition of revenue and related accruals- Note 2(n).
- Recognition and measurement of contingency: Key assumption about the likelihood and magnitude of an outflow of resources- Note 36.
- Lease classification- Note 37 (b).
- Fair value measurements 2(y).

(aa) Recent accounting pronouncements

On 30th March 2019, the Ministry of Corporate Affairs (MCA) has notified Ind AS 116 Leases, under Companies (Indian Accounting Standards) Amendment Rules, 2019 which is applicable from 1st April, 2019.

Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e. the lessee and the lessor. Ind AS 116 introduces as single lease accounting model for lessee and requires the lessee to recognize right of use assets and lease liabilities for all leases with a term of more than twelve months, unless the underlying asset is low value in nature. Currently, operating lease expense are charged to the statement of profit and loss. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17.

As per Ind AS 116, the lessee needs to recognise depreciation on rights of use assets and finance costs on lease liabilities in the statement of profit and loss. The lease payments made by the lessee under the lease arrangement will be adjusted against the lease liabilities.

The Group is currently evaluating the impact on account of implementation of Ind AS 116 which might have not significant impact on financials.

Notes to the consolidated financial statements for the year ended 31 March 2019

(₹ in million)

Description	Land Free hold	Land Leasehold	Building Factory	Building Other	Plant and Equipment	Furniture and Fixtures	Office Equipments	Vehicles Owned	Vehicles Leased	Total
3. Property, plant and equipment and Capital work-in-progress										
Gross carrying amount as at 31 March 2017	**56.62**	**18.15**	**211.55**	**36.57**	**1,060.36**	**4.31**	**20.82**	**0.01**	**7.68**	**1,416.07**
Additions/adjustments	-	-	7.50	-	8.41	-	4.90	-	2.18	22.99
Deductions/adjustments	-	-	(0.23)	-	(0.32)	(0.05)	(2.17)	-	(2.48)	(5.25)
Gross carrying amount as at 31 March 2018	**56.62**	**18.15**	**218.82**	**36.57**	**1,068.45**	**4.26**	**23.55**	**0.01**	**7.38**	**1,433.81**
Accumulated depreciation as at 31 March 2017	**-**	**0.26**	**12.38**	**0.70**	**67.02**	**0.89**	**5.90**	**-**	**2.27**	**89.42**
Depreciation charge for the year	-	0.29	12.80	0.76	67.89	0.85	5.48	-	2.21	90.28
Deductions/adjustments	-	-	(0.01)	-	(0.24)	(0.03)	(0.85)	-	(1.28)	(2.41)
Accumulated depreciation as at 31 March 2018	**-**	**0.55**	**25.17**	**1.46**	**134.67**	**1.71**	**10.53**	**-**	**3.20**	**177.29**
Net carrying amount as at 31 March 2018	**56.62**	**17.60**	**193.65**	**35.11**	**933.78**	**2.55**	**13.02**	**0.01**	**4.18**	**1,256.52**
Capital work-in-progress										**59.69**

(₹ in million)

Description	Land Free hold	Land Leasehold	Building Factory	Building Other	Plant and Equipment	Furniture and Fixtures	Office Equipments	Vehicles Owned	Vehicles Leased	Total
Gross carrying amount as at 31 March 2018	**56.62**	**18.15**	**218.82**	**36.57**	**1,068.45**	**4.26**	**23.55**	**0.01**	**7.38**	**1,433.81**
Additions/adjustments	2.39	-	4.89	0.58	43.51	-	8.56	-	-	59.93
Deductions/adjustments	-	-	-	-	-	(0.02)	(1.77)	-	(4.09)	(5.88)
Gross carrying amount as at 31 March 2019	**59.01**	**18.15**	**223.71**	**37.15**	**1,111.96**	**4.24**	**30.34**	**0.01**	**3.29**	**1,487.86**
Accumulated depreciation as at 31 March 2018	**-**	**0.55**	**25.17**	**1.46**	**134.67**	**1.71**	**10.53**	**-**	**3.20**	**177.29**
Depreciation charge for the year	-	0.30	12.35	0.78	69.79	0.58	5.40	-	1.03	90.23
Deductions/adjustments	-	-	-	-	-	(0.01)	(0.85)	-	(1.83)	(2.69)
Accumulated depreciation as at 31 March 2019	**-**	**0.85**	**37.52**	**2.24**	**204.46**	**2.28**	**15.08**	**-**	**2.40**	**264.83**
Net carrying amount as at 31 March 2019	**59.01**	**17.30**	**186.19**	**34.91**	**907.50**	**1.96**	**15.26**	**0.01**	**0.89**	**1,223.03**
Capital work-in-progress										**50.05**

Notes to the consolidated financial statements for the year ended 31 March 2019

(₹ in million)

Description		Softwares	License	Total
4.	**Other intangible assets and intangible assets under development**			
	Gross carrying amount as at 31 March 2017	**2.19**	**-**	**2.19**
	Additions/adjustments	-	-	-
	Deductions/adjustments	-	-	-
	Gross carrying amount as at 31 March 2018	**2.19**	**-**	**2.19**
	Accumulated amortization as at 31 March 2017	**1.31**	**-**	**1.31**
	Amortization for the year	0.45	-	0.45
	Deductions/adjustments	-	-	-
	Accumulated amortization as at 31 March 2018	**1.76**	**-**	**1.76**
	Net carrying amount as at 31 March 2018	**0.43**	**-**	**0.43**
	Intangible assets under development			**1.53**

(₹ in million)

Description		Softwares	License	Total
	Gross carrying amount as at 31 March 2018	**2.19**	**-**	**2.19**
	Additions/adjustments	-	22.15	22.15
	Deductions/adjustments	-	-	-
	Gross carrying amount as at 31 March 2019	**2.19**	**22.15**	**24.34**
	Accumulated amortization as at 31 March 2018	**1.76**	**-**	**1.76**
	Amortization for the year	0.07	0.36	0.43
	Deductions/adjustments	-	-	-
	Accumulated amortization as at 31 March 2019	**1.83**	**0.36**	**2.19**
	Net carrying amount as at 31 March 2019	**0.36**	**21.79**	**22.15**
	Intangible assets under development			**-**

(₹ in million)

		As at 31 March 2019		As at 31 March 2018	
		Non-current	Current	Non-current	Current
5.	**Loans**				
	Loan receivable considered good - Secured	-	-	-	-
	Loan receivable considered good - Unsecured:				
	- Loan to employees	0.84	1.15	0.92	2.07
	Loan receivable which have significant increase in credit risk	-	-	-	-
	Loan receivable - Credit impaired	-	-	-	-
	Total loans	**0.84**	**1.15**	**0.92**	**2.07**

Notes to the consolidated financial statements for the year ended 31 March 2019

(₹ in million)

		As at 31 March 2019		As at 31 March 2018	
		Non-current	Current	Non-current	Current
6.	**Other financial assets**				
	Interest receivable	-	1.27	-	1.10
	Security deposits	2.72	6.57	2.71	3.81
	Others	1.78	-	0.33	-
	Total other financial assets	**4.50**	**7.84**	**3.04**	**4.91**

7. Deferred tax

Deferred income tax reflect the net tax effects of temporary difference between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. Significant component of the Group's net deferred income tax are as follows:

Deferred tax assets:

(₹ in million)

	Provision for compensated absences and gratuity	Expenditure allowed on actual payment basis	Tax losses carried forward	Unabsorbed depreciation	Depreciation, amortization and other temporary differences	Total
As at 31 March 2017	**40.91**	**17.80**	**348.39**	**523.71**	**(18.50)**	**912.31**
Credited/(Charged)						
- to consolidated statement of profit and loss	(1.72)	(0.14)	(17.89)	44.75	(24.24)	0.76
- to other comprehensive income	0.06	-	-	-	-	0.06
As at 31 March 2018	**39.25**	**17.66**	**330.50**	**568.46**	**(42.74)**	**913.13**
Charged/(Credited)						
- to consolidated statement of profit and loss	(1.74)	7.50	(34.73)	(0.66)	(20.16)	(49.79)
- to other comprehensive income	-	-	-	-	-	-
As at 31 March 2019	**37.51**	**25.16**	**295.77**	**567.80**	**(62.90)**	**863.34**

Deferred tax liabilities:

(₹ in million)

	Others	Total
As at 31 March 2017	**(1.53)**	**(1.53)**
Credited/(Charged)		
- to consolidated statement of profit and loss	(0.06)	(0.06)
- to other comprehensive income	1.14	1.14
As at 31 March 2018	**(0.45)**	**(0.45)**
Charged/(Credited)		
- to consolidated statement of profit and loss	-	-
- to other comprehensive income	0.67	0.67
As at 31 March 2019	**0.22**	**0.22**

Net deferred tax assets:

(₹ in million)

Particulars	As at 31 March 2019	As at 31 March 2018
Deferred tax assets	863.34	913.13
Deferred tax liabilities	0.22	(0.45)
Deferred tax assets (net)	**863.12**	**913.58**

Notes to the consolidated financial statements for the year ended 31 March 2019

Reconciliation of deferred tax assets (net):

(₹ in million)

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
Balance as at the commencement of the year	913.58	913.84
Credit/(Expense) recognized in profit and loss during the year	(49.79)	0.82
Credit/(Expenses) recognized in other comprehensive income during the year	(0.67)	(1.08)
Balance as at the end of the year	**863.12**	**913.58**

Deferred tax assets not recognized in respect of the Group:

(₹ in million)

Particulars	As at 31 March 2019	
	Amount of temporary differences	Amount of deferred tax on temporary differences
Deductible temporary differences:		
Provision for compensated absences and gratuity	2.16	0.76
Expenditure allowed on actual payment basis	0.69	0.24
Tax loses carried forward	326.62	114.13
Unabsorbed depreciation	3.41	1.19
Others	2.51	0.57
Taxable temporary differences:		
Depreciation, amortization and other temporary differences	(5.98)	(2.09)
Net unrecognized temporary differences	**329.41**	**114.80**

(₹ in million)

Particulars	As at 31 March 2018	
	Amount of temporary differences	Amount of deferred tax on temporary differences
Deductible temporary differences:		
Provision for compensated absences and gratuity	1.86	0.65
Expenditure allowed on actual payment basis	0.16	0.05
Tax loses carried forward	552.56	193.09
Unabsorbed depreciation	2.92	1.02
Others	1.43	0.32
Taxable temporary differences:		
Depreciation, amortization and other temporary differences	(6.48)	(2.26)
Net unrecognized temporary differences	**552.45**	**192.87**

Expiry period of unused tax losses:

Group has unused tax losses and unabsorbed depreciation amounting to ₹ 1,173.04 million (Previous Year: ₹ 1,498.37 million) and ₹ 1,628.32 million (Previous Year: ₹ 1,629.71 million), respectively as at year end, available to reduce future income taxes. If not used, the unused tax losses will expire in the tax year 2019-2027 (Previous Year: 2018-26) and unabsorbed depreciation can be carried forward for an indefinite period.

Notes to the consolidated financial statements for the year ended 31 March 2019

(₹ in million)

		As at 31 March 2019		As at 31 March 2018	
		Non-current	Current	Non-current	Current
8.	**Other assets**				
	Advance to suppliers	-	30.93	-	28.54
	Capital advances	2.14	-	3.39	-
	Security deposits	14.10	-	13.68	-
	Prepaid expenses	5.90	20.66	2.81	20.56
	Advances to employees	-	-	-	0.02
	Recoverable from/balances with government authorities	-	101.81	-	114.16
	Others	-	13.60	-	11.68
	Total other assets	**22.14**	**167.00**	**19.88**	**174.96**

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
9.	**Inventories**		
	Raw materials	258.80	264.86
	[including goods-in-transit ₹ 92.23 million (Previous Year: ₹ 109.78 million)]		
	Work-in-progress	50.67	77.15
	Finished goods	252.54	296.75
	Stock-in-trade	11.55	10.46
	Stores and spares	45.25	48.78
	[including goods-in-transit ₹ 0.16 million (Previous Year: ₹ Nil)]		
	Fuel and packing materials	44.73	32.04
	Total inventories	**663.54**	**730.04**

(₹ in million)

			As at 31 March 2019	As at 31 March 2018
10.	**Current investments**			
	I.	**Quoted investment in equity shares (at fair value through other comprehensive income)**		
		448 (Previous Year: 448) equity shares of ₹ 10 each		
		Voith Paper Fabrics India Limited	0.37	0.36
	II.	**Unquoted investment in equity shares (at cost)**		
		530 (Previous Year: 530) equity shares of ₹ 10 each		
		Minerva Holding Limited (1)	-	-
		132 (Previous Year: 132) equity shares of ₹ 10 each		
		Kashipur Holdings Limited (1)	-	-
		Total current investments	**0.37**	**0.36**

(1) Shares were received free of cost under the Scheme of Arrangement (1997) approved by the Hon'ble High Court of Allahabad.

Notes to the consolidated financial statements for the year ended 31 March 2019

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
11.	**Trade receivables**		
	(Current)		
	Trade receivable considered good - Secured	-	-
	Trade receivable considered good - Unsecured	983.28	972.14
	Trade receivable which have significant increase in credit risk	-	-
	Trade receivable-credit impaired	28.17	7.69
		1,011.45	**979.83**
	Less: Provision/Allowance for doubtful debts	28.17	7.69
	Total receivables	**983.28**	**972.14**

11.1 Trade receivable includes subsidy receivable ₹ 197.25 million (Previous Year: ₹ 132.85 million).

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
12(a).	**Cash and cash equivalents**		
	Balance With Banks		
	- On current accounts	23.88	57.85
	- On dividend account (Refer note 17.1)	-	0.24
	Cash in hand	0.15	0.13
	Cheques/Drafts on hand	9.82	0.02
	Others		
	- Gift/Meal vouchers in hand	-	0.01
	- Funds in transit	-	10.43
	Total cash and cash equivalents	**33.85**	**68.68**
12(b).	**Other bank balances**		
	Margin money with bank (1)	2.09	2.09
	Total other bank balances	**2.09**	**2.09**

(1) For bank guarantees in favour of government authorities

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
13.	**Equity share capital**		
	Authorized		
	18,100,000 (Previous Year: 15,000,000) equity shares of ₹ 10 each	181.00	150.00
		181.00	**150.00**
	Issued, subscribed and paid-up		
	13,731,101 (Previous Year: 11,931,101) equity shares of ₹ 10 each	137.31	119.31
	Total equity share capital	**137.31**	**119.31**

13.1 Movement in equity share capital:

	As at 31 March 2019		As at 31 March 2018	
	No. of shares	₹ in million	No. of shares	₹ in million
At the commencement of the year	11,931,101	119.31	11,915,070	119.15
Add: Issued during the year (Refer note 13.4)	1,800,000	18.00	16,031	0.16
At the end of the year	**13,731,101**	**137.31**	**11,931,101**	**119.31**

Notes to the consolidated financial statements for the year ended 31 March 2019

13.2 The Company has only one class of shares referred to as equity shares having par value of ₹ 10 each. Holder of each equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

13.3 Details of shareholders holding more than 5% of the aggregate shares in the Company:

	As at 31 March 2019		As at 31 March 2018	
	No. of shares	% held	No. of shares	% held
HSSS Investment Holding (P) Ltd.	6,281,470	45.75	5,059,440	42.46
KBHB Investment Holding (P) Ltd.	1,522,497	11.09	1,226,302	10.29
SSBPB Investment Holding (P) Ltd.	1,448,375	10.55	1,166,600	9.79

13.4 During the current year, issuance of 18,00,000 equity shares of the Company to the Promoters/members of the promoter group of the Company aggregating to ₹ 244.71 million for cash at a face value of ₹ 10 each at an issue price of ₹ 135.95 including premium of ₹ 125.95 per equity share as determined in accordance with the Chapter V of ICDR (Issue of Capital and Disclosure Requirements) Regulations 2018 of SEBI by way of preferential allotment on a private placement basis.

During the previous year 16,031 equity shares, of ₹ 10 each allotted on exercise of the vested stock options in accordance with the terms of exercise under the "Employee Stock Option Scheme 2013". (Refer note 39)

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
13 (a).	**Other equity**		
	Money received against share warrants [Refer note 13 (a).1]	44.18	-
	Reserve and surplus:		
	Security premium	1,057.98	831.27
	General reserve	232.26	231.51
	Share based payment reserve	4.49	3.39
	Retained earnings	(835.65)	(805.48)
	Items of other comprehensive income:		
	Equity instruments through OCI	0.22	0.21
	Foreign currency translation reserve	0.21	(1.84)
	Re-measurement of defined benefits obligations	0.27	(0.97)
	Total other equity	**503.96**	**258.09**

13 (a).1 Issuance of 13,00,000 convertible warrants to the Promoters/members of the promoter group of the Company, aggregating to ₹ 44.18 million (25% of the warrant issue price has been received) for cash with right to the warrant holder to apply for and be allotted one equity share of face value of ₹ 10 each of the Company for each warrant with in a period of eighteen months from the date of allotment of the warrants at an issue price of ₹ 135.95 per warrant as determined in accordance with the Chapter V of ICDR (Capital and Disclosure Requirements) Regulations 2018 of SEBI by way of preferential allotment on a private placement basis.

Notes to the consolidated financial statements for the year ended 31 March 2019

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
14(a).	**Non-current borrowings**		
	Term loans from banks		
	- Indian rupee loans (secured)	1,281.90	1,536.61
	Long term maturities of finance lease obligation		
	- Finance lease obligations (secured)	0.21	2.44
	Term loan from others		
	Loans from related party (unsecured) (Refer note 35)	58.20	120.00
	Total non-current borrowings	**1,340.31**	**1,659.05**
	Add: Current maturities of non-current borrowings (Refer note 17)	265.00	208.75
	Add: Current maturities of finance lease obligations (Refer note 17)	0.79	2.12
	Total non-current borrowings (including current maturities)	**1,606.10**	**1,869.92**
14(b).	**Current borrowings**		
	Loans repayable on demand		
	From Banks		
	Secured	237.53	376.87
	Unsecured	-	176.80
	From Others		
	Unsecured-from related party (Refer note 35)	150.00	200.00
	Total current borrowings	**387.53**	**753.67**

14.1 Nature of security of non-current borrowings and other terms of repayment

14.1.1 Term loan I availed from Ratnakar Bank Limited amounting to ₹ 427.73 million (Previous Year: ₹ 467.03 million) including current maturities of ₹ 40.00 million (Previous Year: ₹ 40.00 million) is secured by first pari passu charge on all fixed assets (both present and future) of the wholly owned subsidiary namely, Jubilant Agri and Consumer Products Limited and the parent company and unconditional and irrevocable corporate guarantee of the parent company.

14.1.2 Term loan II availed from Ratnakar Bank Limited amounting to ₹ 1,119.17 million (Previous Year: ₹ 1,278.33 million) including current maturities of ₹ 225.00 million (Previous Year: ₹ 168.75 million) is secured by first pari passu charge on all fixed assets (both present and future) of the wholly owned subsidiary namely, Jubilant Agri and Consumer Products Limited and the parent company and unconditional and irrevocable corporate guarantee of the parent company.

14.1.3 Term loan I availed from Ratnakar Bank Limited is repayable in remaining nineteen structured quarterly installments, payable up to December 2023.

14.1.4 Term loan II availed from Ratnakar Bank Limited is repayable in remaining nineteen structured quarterly installments, payable up to October 2023.

14.1.5 Finance lease obligations ₹ 1.00 million (Previous Year: ₹ 4.56 million) including current maturities of ₹ 0.79 million (Previous Year: ₹ 2.12 million) are secured by hypothecation of specific assets taken under such lease arrangements and the same are repayable as per the terms of agreement with the lessor.

14.1.6 Term loans availed from the related party namely Jubilant Enpro (P) Limited are repayable at the end of three years from the date of respective disbursement.

14.2 Nature of security of current borrowings and other terms of repayment

14.2.1 Working capital facilities (including cash credit) sanctioned by Consortium of banks are secured by a first charge by way of hypothecation, of the entire book debts, inventories and current assets both present and future of the wholly owned subsidiary namely, Jubilant Agri and Consumer Products Limited wherever the same may be held and unconditional

Notes to the consolidated financial statements for the year ended 31 March 2019

and irrevocable corporate guarantee of the parent company in favour of bankers. Short term borrowings from banks are availed in Indian rupees and in foreign currency.

14.2.2 Short term borrowings from related party are repayable as per terms of agreement within one year.

(₹ in million)

		As at 31 March 2019		As at 31 March 2018	
		Non-current	Current	Non-current	Current
15.	**Provisions**				
	(Unsecured considered good)				
	Provisions for employee benefits	102.90	42.46	101.93	43.24
	Provision for excise duty	-	3.81	-	0.56
	Other provisions	-	2.55	-	2.67
	Total provisions	**102.90**	**48.82**	**101.93**	**46.47**

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
16.	**Trade payables**		
	Current		
	Total outstanding dues of micro enterprises and small enterprises (Refer note 29)	8.28	6.56
	Total outstanding dues of creditors other than micro enterprises and small enterprises	855.47	697.58
	Total trade payables	**863.75**	**704.14**

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
17.	**Other financial liabilities**		
	Current		
	Current maturities of long term debts [Refer note 14(a)]	265.00	208.75
	Current maturities of finance lease obligations [Refer note 14(a)]	0.79	2.12
	Capital creditors	5.64	7.51
	Employee benefits payable	57.81	26.58
	Security deposit	33.91	37.63
	Interest accrued and due on borrowings	-	18.42
	Interest accrued but not due on borrowings	1.39	1.08
	Unpaid dividend (Refer note 17.1)	-	0.24
	Due to related parties (Refer note 35)	22.44	5.36
	Other payables	193.17	188.75
	Total other financial liabilities	**580.15**	**496.44**

17.1 During the current year, the Company has transferred a sum of ₹ 0.24 million on account of unclaimed dividend to Investor Education and Protection Fund pursuant to Section 124(6) of the Companies Act, 2013.

(₹ in million)

		As at 31 March 2019	As at 31 March 2018
18.	**Other liabilities**		
	Current		
	Advance from customers	31.46	36.99
	Statutory dues payables	53.31	45.45
	Total other liabilities	**84.77**	**82.44**

Notes to the consolidated financial statements for the year ended 31 March 2019

(₹ in million)

		For the year ended 31 March 2019	For the year ended 31 March 2018
19.	**Revenue from operations**		
	Sale of products [including ₹ 428.86 million (Previous Year: ₹ 274.52 million) subsidy on fertilizers]*	5,538.78	4,634.17
	Sale of services	22.67	23.30
	Other operating revenue	27.51	15.12
	Total revenue from operations	**5,588.96**	**4,672.59**

* Including excise duty up to 30 June 2017 but excluding Goods and Service Tax w.e.f. 1 July 2017

(₹ in million)

		For the year ended 31 March 2019	For the year ended 31 March 2018
20.	**Other income**		
	Interest income [including interest on income tax refund of ₹ 1.06 million (Previous Year: ₹ 1.73 million)]	4.45	4.92
	Insurance claim	1.83	2.40
	Net gain on sale/disposal of property, plant and equipment	0.07	-
	Other non-operating income	0.41	0.49
	Total other income	**6.76**	**7.81**

(₹ in million)

		For the year ended 31 March 2019	For the year ended 31 March 2018
21.	**Cost of materials consumed**		
	Raw & process materials consumed	3,089.56	2,367.97
	Total cost of materials consumed	**3,089.56**	**2,367.97**

(₹ in million)

		For the year ended 31 March 2019	For the year ended 31 March 2018
22.	**Purchases of stock-in-trade**		
	Purchases of stock-in-trade	53.32	50.13
	Total purchases of stock-in-trade	**53.32**	**50.13**

Notes to the consolidated financial statements for the year ended 31 March 2019

(₹ in million)

		For the year ended 31 March 2019	For the year ended 31 March 2018
23.	**Changes in inventories of finished goods, stock-in-trade and work-in-progress**		
	Opening balance		
	Work-in-progress	77.15	39.09
	Finished goods	296.75	301.51
	Stock-in-trade	10.46	10.84
	Total opening balance	**384.36**	**351.44**
	Closing balance		
	Work-in-progress	50.67	77.15
	Finished goods	252.54	296.75
	Stock-in-trade	11.55	10.46
	Total closing balance	**314.76**	**384.36**
	Changes in inventories of finished goods, stock-in-trade and work-in-progress	**69.60**	**(32.92)**
	Add: Foreign currency translation adjustment	4.41	0.16
	Less: (Increase)/Decrease of finished goods, stock-in-trade and work-in-progress of IMFL business	(12.48)	2.52
	Changes in inventories of finished goods, stock-in-trade and work-in-progress	**86.49**	**(35.28)**

(₹ in million)

		For the year ended 31 March 2019	For the year ended 31 March 2018
24.	**Employee benefits expense**		
	Salaries, wages, bonus, gratuity and allowances	638.21	632.46
	Contribution to provident and other funds	28.32	29.12
	Employee share based payment expense	1.85	2.37
	Staff welfare expenses	32.99	35.38
	Total employee benefits expense	**701.37**	**699.33**

(₹ in million)

		For the year ended 31 March 2019	For the year ended 31 March 2018
25.	**Finance costs**		
	Interest expense	227.32	247.70
	Other finance costs	23.00	24.01
	Exchange difference to the extent considered as an adjustment to finance costs	3.01	(7.15)
	Total finance costs	**253.33**	**264.56**

Notes to the consolidated financial statements for the year ended 31 March 2019

(₹ in million)

		For the year ended 31 March 2019	For the year ended 31 March 2018
26.	**Depreciation and amortization expense**		
	Depreciation of property, plant and equipment	90.59	90.28
	Amortization of intangible assets	0.07	0.45
	Total depreciation and amortization expense	**90.66**	**90.73**

(₹ in million)

		For the year ended 31 March 2019	For the year ended 31 March 2018
27.	**Other expenses**		
	Power and fuel	175.30	152.35
	Stores, spares and packing materials consumed	286.34	274.68
	Job work charges	0.53	-
	Repairs and maintenance:		
	Plant and machineries	57.02	42.98
	Buildings	2.86	3.58
	Others	43.71	39.46
	Excise duty on increase/(decrease) in inventory	-	(24.48)
	Rent	41.66	43.19
	Rates & taxes	17.68	16.32
	Insurance	8.45	9.74
	Advertisement, publicity & sales promotion	113.39	131.43
	Travelling & other incidental expenses	59.47	74.36
	Vehicle running & maintenance	6.47	8.19
	Printing & stationery	3.75	3.69
	Communication expenses	5.87	7.45
	Staff recruitment & training	12.21	15.05
	Auditors remuneration - As auditors	1.28	1.26
	- For limited review	0.36	0.34
	- For taxation matters	0.28	0.26
	- For certifications etc	0.96	0.74
	- Out of pocket expenses	0.15	0.15
	Legal, professional and consultancy charges	62.17	51.63
	Donations	-	0.04
	Directors' sitting fees	2.77	2.89
	Bank charges	0.44	2.35
	Miscellaneous expenses	4.32	2.66
	Foreign exchange fluctuation loss/(gain) - net	9.71	(0.64)
	Freight & forwarding	295.33	253.13
	Commission on Sales	16.45	21.52
	Discounts, claims to customers and other selling expenses	43.03	49.80
	Bad Debts/ irrecoverable advances & receivables written off (net)	27.93	4.44
	Net loss on sale/disposal of property, plant and equipment	-	0.21
	Royalty	0.36	0.06
	Total other expenses	**1,300.25**	**1,188.83**

27.1 Expenditure related to corporate social responsibility as per Section 135 of the Companies Act, 2013, read with Schedule VII, thereof: ₹ Nil (Previous Year: ₹ Nil). There is no requirement of CSR specific for the year as there is no profits calculated under Section 198 of the Companies Act, 2013.

Notes to the consolidated financial statements for the year ended 31 March 2019

28. Income tax

The major components of income tax expense are:

Profit or loss section

(₹ in million)

	For the year ended 31 March 2019	For the year ended 31 March 2018
Current income tax:		
Current income tax charge for the year	1.66	1.35
Adjustments in respect of current income tax of previous years	(0.54)	0.89
	1.12	**2.24**
Deferred tax:		
Deferred tax on profits for the year	49.79	(0.82)
	49.79	**(0.82)**
Income tax expense reported in the Statement of profit and loss	**50.91**	**1.42**

OCI section

(₹ in million)

	For the year ended 31 March 2019	For the year ended 31 March 2018
Tax related to items that will not be reclassified to profit or loss	0.67	1.08
Income tax charged to OCI	**0.67**	**1.08**

Reconciliation between average effective rate and applicable tax rate:

(₹ in million)

	For the year ended 31 March 2019	For the year ended 31 March 2018
Accounting profit before income tax	20.74	(45.95)
At India's statutory income tax rate 34.944% (Previous Year: 34.608%)	6.26	(16.06)
- Effect of non deductible expenses, non taxable income and others	0.02	(1.49)
- Effect of transaction cost amortization	-	(0.75)
- Effect of non taxable income & others	0.82	(1.62)
- Unrecognized deferred tax	43.81	29.29
- Change in statutory tax rate	-	(7.95)
Income tax expense reported in the Consolidated statement of profit and loss	**50.91**	**1.42**

Notes to the consolidated financial statements for the year ended 31 March 2019

29. Micro, small and medium enterprises

There are no Micro, Small and Medium Enterprises, to whom the Indian entities owes dues, which are outstanding for more than 45 days as at the end of the year. The information as required to be disclosed in relation to Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Group.

(₹ in million)

Particulars	As at 31 March 2019	As at 31 March 2018
The principal amount remaining unpaid to any supplier as at the end of the year	8.28	6.56
The interest due on principal amount remaining unpaid to any supplier as at the end of the year	-	-
The amount of interest paid by the Group in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MEMED Act), along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
The amount of interest accrued and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the MSMED Act	-	-

30. Employee benefits in respect of the Group have been calculated as under:

A. Defined Contribution Plans

The Group entities located in India have certain defined contribution plan such as provident fund (1), employee state insurance, employee pension scheme, employee superannuation fund wherein specified percentage is contributed to them. During the year, the Group has contributed following amounts to:

(₹ in million)

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
Employer's contribution to provident fund	1.00	1.07
Employer's contribution to employee's pension scheme 1995	7.26	7.71
Employer's contribution to superannuation fund	1.54	1.79
Employer's contribution to employee state insurance	0.12	0.28

(1) For certain employees where provident fund is deposited with government authority e.g. Regional Provident Fund Commissioner.

The Group entity located in United States of America have a 401(k) Plan, where in the regular, full time and part-time employees are eligible to participate in the defined contribution plan after completion of one month of continuous service. Participants may voluntarily contribute eligible pre-tax and post-tax compensation in 1% increments of up to 90% of their annual compensation in accordance with the annual limits as determined by the Internal Revenue Service. Eligible employees receive a 50% match of their contributions up to 6% of their eligible compensation. Employees above the age of 50 years may choose to contribute " catch-up" contributions in accordance with the Internal Revenue Service limits and are matched the same up to the maximum Group contribution 3% of eligible compensation. The Group's matching contributions vest 100% after three years of service. The Group has contributed ₹ 0.16 million (Previous Year: ₹ 0.34 million) to 401(k) plan for the year.

Notes to the consolidated financial statements for the year ended 31 March 2019

B. Defined Benefits Plans

i. Gratuity

In accordance with Ind AS 19 "Employee Benefits", an actuarial valuation has been carried out in respect of gratuity. The discount rate assumed is 7.65% p.a. (Previous Year: 7.70% p.a.) which is determined by reference to market yield at the Balance Sheet date on government bonds. The retirement age has been considered at 58 years (Previous Year: 58 years) and mortality table is as per IALM (2006-08) [Previous Year: IALM (2006-08)].

The estimates of future salary increases, considered in actuarial valuation is 9% p.a. for first three years and 5% p.a. thereafter (Previous Year: 9% p.a. for first three years and 5% p.a. thereafter), taking into account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The plan assets are maintained with Life Insurance Corporation of India in respect of gratuity scheme for certain employees of one unit of the Group. The details of investments maintained by Life Insurance Corporation of India are not available with the Company, hence not disclosed. The expected rate of return on plan assets is 7.50% p.a. (Previous Year: 7.50% p.a.).

Reconciliation of opening and closing balances of the present value of the defined benefit obligation:

(₹ in million)

Particulars	31 March 2019	31 March 2018
Present vale of obligation at the beginning of the year	83.02	84.76
Current service cost	7.21	7.48
Interest cost	6.40	6.25
Past service cost	-	0.16
Actuarial (gain)/loss	(1.90)	(3.04)
Benefits paid	(13.01)	(12.59)
Present vale of obligation at the end of the year	81.72	83.02

Reconciliation of the present value of defined benefit obligation and the fair value of the plan assets:

(₹ in million)

Particulars	31 March 2019	31 March 2018
Present vale of obligation at the end of the year	81.72	83.02
Fair value of plan assets at the end of the year	9.26	8.59
Net liabilities recognized in the Balance Sheet	72.46	74.43

Fair value of plan assets*:

(₹ in million)

Particulars	31 March 2019	31 March 2018
Plan assets at the beginning of the year	8.59	7.97
Expected return on plan assets	0.66	0.58
Actuarial gain/(loss)	0.01	0.04
Plan assets at the end of the year	9.26	8.59

* In respect of one unit of the Group, the plan assets were invested in insurer managed funds.

Group's best estimate of contribution during next year is ₹ 14.09 million (Previous Year: ₹ 14.35 million).

Notes to the consolidated financial statements for the year ended 31 March 2019

Expense recognized in the Consolidated Statement of Profit and Loss under employee benefits expense:

(₹ in million)

Particulars	31 March 2019	31 March 2018
Total service cost	7.21	7.65
Net interest cost	5.74	5.67
Expenses recognized in the Consolidated Statement of Profit and Loss	**12.95**	**13.32**

Amount recognized in other comprehensive income:

(₹ in million)

Particulars	31 March 2019	31 March 2018
Actuarial gain/(loss) due to financial assumption change	1.88	3.21
Actuarial gain/(loss) due to experience adjustment	0.02	(0.17)
Actuarial gain/(loss) on plan assets	0.01	0.04
Amount recognized in the Other Comprehensive Income	**1.91**	**3.08**

Sensitivity analysis:

(₹ in million)

Particulars	31 March 2019			
Assumptions	**Discount rate**		**Future salary increase**	
Sensitivity level	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
Impact on defined benefit obligation	(2.88)	3.06	3.10	(2.95)

(₹ in million)

Particulars	31 March 2018			
Assumptions	**Discount rate**		**Future salary increase**	
Sensitivity level	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
Impact on defined benefit obligation	(2.83)	3.01	3.05	(2.90)

The sensitivity analysis above have been determined based on reasonable possible changes of the respective assumptions occurring at the end of the year and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant.

ii. **Provident Fund:**

The Group makes monthly contributions to provident fund managed by trust for qualifying employees. Under the scheme, the Group is required to contribute a specific percentage of the payroll costs to fund the benefits. As per Ind AS 19 on "Employee Benefits", employer established provident fund trusts are treated as defined benefit plans, since the Group is obliged to meet interest shortfall, if any, with respect to covered employees. The total liability of ₹ Nil (Previous Year: ₹ Nil) has been allocated to Group and ₹ Nil (Previous Year: ₹ Nil) has been charged to Consolidated Statement of Profit and Loss during the year.

The Group has contributed ₹ 17.49 million to provident fund (Previous Year: ₹ 17.46 million) for the year.

C. **Other long term benefits (compensated absences)**

(₹ in million)

Particulars	As at 31 March 2019	As at 31 March 2018
Present value of obligation at the end of the year	36.86	39.85

Notes to the consolidated financial statements for the year ended 31 March 2019

31. Fair value measurement

(₹ in million)

	Note	Level of hierarchy	31 March 2019			31 March 2018		
			FVPL	FVOCI	Amortized Cost	FVPL	FVOCI	Amortized Cost
Financial assets								
Investments in quoted equity instruments	(d)	1	-	0.37	-	-	0.36	-
Trade receivables	(a)		-	-	983.28	-	-	972.14
Loans	(a, b)		-	-	1.99	-	-	2.99
Cash and cash equivalents	(a)		-	-	33.85	-	-	68.68
Other bank balances	(a)		-	-	2.09	-	-	2.09
Other financial assets	(a, b)		-	-	12.34	-	-	7.95
Total financial assets			**-**	**0.37**	**1,033.55**	**-**	**0.36**	**1,053.85**
Financial liabilities								
Non-current borrowings (including other current maturities)	(c)	3	-	-	1,606.10	-	-	1,869.92
Current borrowings	(a)		-	-	387.53	-	-	753.67
Trade payables	(a)		-	-	863.75	-	-	704.14
Other financial liabilities	(a)		-	-	314.36	-	-	285.57
Total financial liabilities			**-**	**-**	**3,171.74**	**-**	**-**	**3,613.30**

Note:

(a) Fair valuation of financial assets and liabilities with short term maturities is considered as approximate to respective carrying amount due to the short term maturities of these instruments.

(b) Fair value of non-current financial assets and liabilities has not been disclosed as there is no significant differences between carrying value and fair value.

(c) Fair value of non-current borrowings as below:

(₹ in million)

	Level	Fair value	
		31 March 2019	31 March 2018
Borrowings (including other current maturities)*	3	1,632.95	1,907.06
		1,632.95	**1,907.06**

* The fair value of other borrowings is based upon a discounted cash flow analysis that used the aggregate cash flows from principal and finance costs over the life of the debt and current market interest rates.

(d) The fair value is determined by using the valuation model/technique with observable/non-observable inputs and assumptions.

There are no transfers between Level 1, Level 2 and Level 3 during the years ended 31 March 2019 and 31 March 2018.

Reconciliation of Level 1 fair value measurement:

(₹ in million)

	For the year ended 31 March 2019	For the year ended 31 March 2018
Opening balance	0.36	0.28
Additional investments	-	-
Gain/(loss) recognized in other comprehensive income	0.01	0.08
Sale of investments	-	-
Closing balance	**0.37**	**0.36**

Notes to the consolidated financial statements for the year ended 31 March 2019

32. Financial risk management

Risk management framework

The Parent Company's board of directors has overall responsibility for the establishment and oversight of the Group's risk management framework.

The Group, through three layers of defense namely policies and procedures, review mechanism and assurance aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations. The Audit committee of the Board with top management oversee the formulation and implementation of the risk management policies. The risk are identified at business unit level and mitigation plan are identified, deliberated and reviewed at appropriate forums.

The Group has exposure to the following risks arising from financial instruments:

- credit risk [see(i)];
- liquidity risk [see(ii)]; and
- market risk [see(iii)].

i. Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counter-party to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers, loans and investments.

The carrying amount of financial assets represents the maximum credit exposure.

Trade receivables and other financial assets

The Group has established a credit policy under which new customer is analyzed individually for creditworthiness before the Group's standard payment and delivery terms and conditions are offered. The Group's review includes external ratings, if they are available, financial statements, credit agency information, industry information and business intelligence. Sale limits are established for each customer and reviewed annually. Any sales exceeding those limits require approval from the appropriate authority as per policy.

In monitoring customer credit risk, customers are grouped according to their credit characteristics, including whether they are an individual or a legal entity, whether they are institutional, dealers or end-user customer, their geographic location, industry, trade history with the Group and existence of previous financial difficulties.

Expected credit loss for trade receivables:

Based on internal assessment which is driven by the historical experience/ current facts available in relation to default and delays in collection thereof, the credit risk for trade receivables is considered low. The Group estimates its allowance for trade receivable using lifetime expected credit loss. The balance past due for more than 6 months (net of expected credit loss allowance) is ₹ 68.76 million (Previous Year: ₹ 99.27 million).

Movement in the Provision/Allowance for doubtful debts is as follows:

(₹ in million)

	31 March 2019	31 March 2018
Balance at the beginning of the year	7.69	11.32
Add: Provided during the year	21.95	6.43
Less: Amount written off	1.47	10.06
Balance at the end of the year	28.17	7.69

Expected credit loss on financial assets other than trade receivables:

With regard to all financial assets with contractual cash flows, other than trade receivables, management believes these to be high quality assets with negligible credit risk. The management believes that the parties from which these financial assets are recoverable, have strong capacity to meet the obligations and where the risk of default is negligible and accordingly no provision for excepted loss has been provided on these financial assets. Break up of financial assets other than trade receivables have been disclosed on Balance Sheet.

Notes to the consolidated financial statements for the year ended 31 March 2019

ii. Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group's treasury department is responsible for managing the short-term and long-term liquidity requirements. Short term liquidity situation is reviewed daily by the Treasury. Longer term liquidity position is reviewed on a regular basis by the Parent Company's Board of Directors and appropriate decisions are taken according to the situation.

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payments and exclude the impact of netting agreements.

(₹ in million)

As at 31 March 2019	Contractual cash flows			
	Carrying amount	Total	Within 1 year	More than 1 year
Non-derivative financial liabilities				
Borrowings (1)	1,993.63	2,020.48	653.32	1,367.16
Trade payables	863.75	863.75	863.75	-
Other financial liabilities	314.36	314.36	314.36	-

(₹ in million)

As at 31 March 2018	Contractual cash flows			
	Carrying amount	Total	Within 1 year	More than 1 year
Non-derivative financial liabilities				
Borrowings (1)	2,623.59	2,660.73	964.54	1,696.19
Trade payables	704.14	704.14	704.14	-
Other financial liabilities	285.57	285.57	285.57	-

(1) Carrying amount presented as net of unamortized transaction cost.

iii. Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Group's income or the value of its holding of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

Currency risk

Foreign currency is the risk that the fair value of future cash flows of an exposure will flucate because of changes in foreign exchange rates. The Group has obtained foreign currency borrowing and has foreign currency trade payable and trade receivable and is therefore, exposed to foreign currency risk.

Exposure to currency risk

The summary quantitative data about the Group's exposure to currency risk as reported to the management of the Group is as follows:

(₹ in million)

	31 March 2019		31 March 2018	
	USD	EUR	USD	EUR
Trade receivable	183.49	41.70	156.34	48.59
Trade payables	(230.69)	(0.34)	(170.50)	(8.75)
Borrowings	(129.76)	-	(244.41)	-
Net exposure	**(176.96)**	**41.36**	**(258.57)**	**39.84**

Notes to the consolidated financial statements for the year ended 31 March 2019

Sensitivity analysis

A reasonable possible strengthening/ weakening of the EUR, USD currencies at year end would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

(₹ in million)

	Profit or loss (before tax)	
	Strengthening	Weakening
31 March 2019		
USD (1% movement)	(1.77)	1.77
EUR (1% movement)	0.41	(0.41)
31 March 2018		
USD (1% movement)	(2.59)	2.59
EUR (1% movement)	0.04	(0.04)

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group is exposed to interest rate risk because funds are borrowed at both fixed and floating interest rates. Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate. The borrowings of the Group are principally denominated in INR and USD with a mix of fixed and floating rates of interest. The Group has exposure to interest rate risk, arising principally on changes in base lending rate and LIBOR rates. The risk is managed by the Group by maintaining an appropriate mix between fixed and floating rate borrowings.

Exposure to interest rate risk

The interest rate profile of the Group's interest bearing financial instruments as reported to the management of the Group is as follows:

The following table provides a break-up of the Group's fixed and floating rate borrowings:

(₹ in million)

	As at 31 March 2019	As at 31 March 2018
Fixed-rate borrowings	208.20	320.00
Floating rate borrowings	1,785.43	2,303.59
Total borrowings (gross of transaction costs)	**1,993.63**	**2,623.59**

The sensitivity analysis below have been determined based on the exposure to interest rates for floating rate liabilities assuming the amount of the liability outstanding at the year-end was outstanding for the whole year.

If interest rates had been 25 basis points higher/ lower and all other variables were held constant, the Group's profit for the year would decrease/increase by ₹ 4.46 million (Previous Year: ₹ 5.76 million). This is mainly attributable to the Group's exposure to interest rates on its variable rate borrowings.

33. Capital management

Risk management

The Group's objectives when managing capital are to:

- safeguarding their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Notes to the consolidated financial statements for the year ended 31 March 2019

Consistent with others in the industry, the Group monitors capital on the basis of the following gearing ratio:

'Net Debt' (total borrowings net of cash and cash equivalents and other bank balances) divided by 'Total Equity' (as shown in the Balance sheet.

The gearing ratios were as follows:

(₹ in million)

Particulars	As at 31 March 2019	As at 31 March 2018
Net debt (Net off cash and cash equivalents and other bank balances)	1,957.69	2,552.82
Total equity	641.27	377.40
Net debt to equity ratio	**3.05**	**6.76**

34. Segment information

Business Segment

The CEO and Managing Director of the Parent Company has been identified as the Chief Operating Decision Maker (CODM) as defined by Ind AS 108 "Operating Segments". Operating Segments have been defined and presented based on the regular review by the CODM to assess the performance of each segment and to make decision about allocation of resources. Accordingly, the Group has determined reportable segments by the nature of its products and services, which are as follows:

a. **Performance Polymers:** Adhesives & Wood Finishes, Food Polymer (Solid PVA) and Latex

b. **Agri Products:** Single Super Phosphate, Sulphuric Acid and Agro Chemicals for Crop Products

The Group prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Group as a whole.

No operating segments have been aggregated to from the above reportable operating segments.

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs.

Revenue, expenses, assets and liabilities which relate to the Group as a whole and not allocable to segments on reasonable basis have been included under 'unallocable revenue/ expenses/ assets/ liabilities'.

Finance costs and fair value gains and losses on financial assets are not allocated to individual segments as the underlying instruments are managed on a Group basis.

Borrowings, current taxes, deferred taxes and certain financial assets and liabilities are not allocated to those segments as they are also managed on a Group basis.

(₹ in million)

	For the year ended 31 March 2019			For the year ended 31 March 2018		
	Total segment revenue	Inter-segment revenue	Revenue from external customers	Total segment revenue	Inter-segment revenue	Revenue from external customers
REVENUE						
Performance Polymers	3,715.53	-	3,715.53	3,262.07	-	3,262.07
Agri Products	1,873.43	-	1,873.43	1,410.52	-	1,410.52
Total segment revenue	**5,588.96**	**-**	**5,588.96**	**4,672.59**	**-**	**4,672.59**

Notes to the consolidated financial statements for the year ended 31 March 2019

(₹ in million)

	For the year ended 31 March 2019	For the year ended 31 March 2018
RESULT		
Performance Polymers	115.71	149.62
Agri Products	306.44	183.81
Total Segment	**422.15**	**333.43**
Un-allocated corporate expenses (net of un-allocable income)	148.08	114.82
Finance costs	253.33	264.56
Profit/(Loss) before tax	**20.74**	**(45.95)**
Tax expense	50.91	1.42
Profit/(Loss) for the year	**(30.17)**	**(47.37)**

(₹ in million)

	Segment Assets		Segment Liabilities	
	As at 31 March 2019	As at 31 March 2018	As at 31 March 2019	As at 31 March 2018
Performance Polymers	1,887.84	1,990.41	945.53	843.27
Agri Products	1,190.15	1,178.06	379.49	284.42
Segment Total	**3,077.99**	**3,168.47**	**1,325.02**	**1,127.69**
Un-allocated corporate assets/ liabilities	110.04	140.85	91.23	94.22
Total	**3,188.03**	**3,309.32**	**1,416.25**	**1,221.91**
Deferred tax asset/ liabilities	863.12	913.58	-	-
Borrowings (including other current maturities)	-	-	1,993.63	2,623.59
Total assets/ liabilities	**4,051.15**	**4,222.90**	**3,409.88**	**3,845.50**

Other information

(₹ in million)

	Capital Expenditure		Depreciation/ amortization	
	For the year ended 31 March 2019	For the year ended 31 March 2018	For the year ended 31 March 2019	For the year ended 31 March 2018
Performance Polymers	31.20	48.67	42.99	39.92
Agri Products	27.74	2.78	40.77	43.07
Un-allocated	11.97	2.14	6.90	7.74
Total	**70.91**	**53.59**	**90.66**	**90.73**

35. Related party disclosures

1. Key Management Personnel (KMP) and related entities:

Mr. Manu Ahuja [CEO and Managing Director of the Company and CEO and Whole-time Director of Jubilant Agri and Consumer Products Limited (JACPL)] (w.e.f. 10 May 2018), Mr. Videh Kumar Jaipuria (Managing Director of the Company and Whole-time Director of JACPL (up to 11 December 2017), Mr. Sandeep Kumar Shaw (Chief Financial Officer) (up to 28 April 2017), Mr. Umesh Sharma*, Mr. Dinesh Kumar Gupta (Company Secretary) (up to 18 December 2017), Mr. Abhishek Mishra (Company Secretary) (w.e.f. 16 March 2018), Mr. Priyavrat Bhartia (Chairman of the Company and Director of JACPL), Mr. Shamit Bhartia (Director of the Company and JACPL), Mr. Ghanshyam Dass (Director of the Company and JACPL) (up to 26 February 2018), Mr. Ramanathan Bupathy (Director of the Company and JACPL), Mr. Sushil Kumar Roongta (Director of the Company and JACPL), Ms. Shivpriya Nanda (Director of the Company and JACPL), Mr. Radhey Shyam Sharma (Director of the Company and JACPL) (w.e.f. 25 October 2018), Mr. Manish Gupta (Director of Jubilant Industries Inc. USA), Mr. D Scott Mace (Chairman of Jubilant Industries Inc. USA).

Notes to the consolidated financial statements for the year ended 31 March 2019

* He was appointed as Chief Financial Officer (CFO) effective from 24 May 2017 in the Company and its Wholly owned subsidiary namely, Jubilant Agri and Consumer Products Limited (JACPL) and subsequently resigned from the position of CFO in JACPL w.e.f. 15 December 2017 and appointed as Whole-time Director (WTD) effective from 15 December 2017 in JACPL and w.e.f. 16 March 2018 in the Company. Further, he resigned from the position of WTD w.e.f. 10 May 2018 in the Company and JACPL both and again appointed as CFO in JACPL effective from 10 May 2018.

Jubilant Life Sciences Limited, Jubilant Life Sciences (USA) Inc., USA, Jubilant Enpro (P) Limited, Jubilant Motor Works (P) Limited, Jubilant Generics Limited, Jubilant HollisterStier LLC, USA, JOGPL (P) Limited, HSSS Investment Holding (P) Limited, Jubilant Consumer (P) Limited

2. Others:

Pace Marketing Specialties Limited Officer's Superannuation Scheme (Trust), VAM Employees Provident Fund Trust, Jubilant Bhartia Foundation.

3. Details of related party transactions:

31 March 2019 **(₹ in million)**

Sr. No.	Particulars	Enterprises in which certain key management personnel are interested	Key management personnel	Others	Total
1	**Sale of goods, utilities and services:**				
	Jubilant Life Sciences Limited	165.84	-	-	165.84
	JOGPL (P) Limited	0.30	-	-	0.30
	Jubilant Generics Limited	0.34	-	-	0.34
		166.48	**-**	**-**	**166.48**
2	**Purchase of goods, utilities and services:**				
	Jubilant Life Sciences Limited	181.58	-	-	181.58
	Jubilant Generics Limited	4.93	-	-	4.93
		186.51	**-**	**-**	**186.51**
3	**Rent expenses:**				
	Jubilant Life Sciences Limited	30.33	-	-	30.33
	Jubilant Enpro (P) Limited	0.86	-	-	0.86
		31.19	**-**	**-**	**31.19**
4	**Interest expenses on inter-corporate loan:**				
	Jubilant Enpro (P) Limited	8.63	-	-	8.63
	Jubilant Consumer (P) Limited	0.59	-	-	0.59
		9.22	**-**	**-**	**9.22**
5	**Remuneration (including perquisites):**				
	Manu Ahuja (Whole-time Director)	-	40.75	-	40.75
	Umesh Sharma (Chief Financial Officer)	-	9.75	-	9.75
	Umesh Sharma (Whole-time Director)	-	1.09	-	1.09
	Abhishek Mishra (Company Secretary)	-	1.31	-	1.31
		-	**52.90**	**-**	**52.90**

Notes to the consolidated financial statements for the year ended 31 March 2019

31 March 2019 (₹ in million)

Sr. No.	Particulars	Enterprises in which certain key management personnel are interested	Key management personnel	Others	Total
6	**Sitting fees:**				
	R. Bupathy (Director)	-	0.98	-	0.98
	S.K. Roongta (Director)	-	0.99	-	0.99
	Shivpriya Nanda (Director)	-	0.55	-	0.55
	Radhey Shyam Sharma (Director)	-	0.25	-	0.25
		-	**2.77**	**-**	**2.77**
7	**Recovery of expenses:**				
	Jubilant Life Sciences Limited	1.99	-	-	1.99
		1.99	**-**	**-**	**1.99**
8	**Reimbursement of expenses:**				
	Jubilant Life Sciences (USA) Inc. USA	1.81	-	-	1.81
	Jubilant HollisterStier LLC, USA	0.65	-	-	0.65
		2.46	**-**	**-**	**2.46**
9	**Contribution towards provident fund:**				
	VAM Employees Provident Fund Trust	-	-	46.34	46.34
		-	**-**	**46.34**	**46.34**
10	**Contribution towards superannuation fund:**				
	Pace Marketing Specialities Limited Officer's Superannuation Scheme Trust	-	-	1.54	1.54
		-	**-**	**1.54**	**1.54**
11	**Interest converted in to loan taken:**				
	Jubilant Enpro (P) Limited	18.20	-	-	18.20
	Jubilant Consumer (P) Limited	0.22	-	-	0.22
		18.42	**-**	**-**	**18.42**
12	**Repayment of interest converted in to loan taken:**				
	Jubilant Consumer (P) Limited	0.22	-	-	0.22
		0.22	**-**	**-**	**0.22**
13	**Repayment of inter-corporate loan taken:**				
	Jubilant Enpro (P) Limited	80.00	-	-	80.00
	Jubilant Consumer (P) Limited	200.00	-	-	200.00
		280.00	**-**	**-**	**280.00**
14	**Allotment of equity shares**				
	HSSS Investment Holding (P) Limited	166.13	-	-	166.13
		166.13	**-**	**-**	**166.13**
15	**Allotment of share warrants**				
	HSSS Investment Holding (P) Limited	30.00	-	-	30.00
		30.00	**-**	**-**	**30.00**

Notes to the consolidated financial statements for the year ended 31 March 2019

31 March 2019 (₹ in million)

Sr. No.	Particulars	Enterprises in which certain key management personnel are interested	Key management personnel	Others	Total
16	**Inter-corporate loan taken:**				
	Jubilant Consumer (P) Limited	150.00	-	-	150.00
		150.00	**-**	**-**	**150.00**
17	**Trade payables:**				
	Jubilant Life Sciences Limited	95.15	-	-	95.15
	Jubilant HollisterStier LLC, USA	0.07	-	-	0.07
		95.22	**-**	**-**	**95.22**
18	**Loan payable:**				
	Jubilant Enpro (P) Limited	208.20	-	-	208.20
		208.20	**-**	**-**	**208.20**
19	**Other payables:**				
	Jubilant Life Sciences Limited	22.44	-	-	22.44
		22.44	**-**	**-**	**22.44**
20	**Trade receivables:**				
	Jubilant Life Sciences Limited	12.29	-	-	12.29
		12.29	**-**	**-**	**12.29**

31 March 2018 (₹ in million)

Sr. No.	Particulars	Enterprises in which certain key management personnel are interested	Key management personnel	Others	Total
1	**Sale of goods, utilities and services:**				
	Jubilant Life Sciences Limited	143.55	-	-	143.55
	JOGPL (P) Limited	0.33	-	-	0.33
		143.88	**-**	**-**	**143.88**
2	**Purchase of goods, utilities and services:**				
	Jubilant Life Sciences Limited	172.10	-	-	172.10
	Jubilant Generics Limited	4.56	-	-	4.56
	Jubilant Life Sciences (USA) Inc. USA	2.32	-	-	2.32
		178.98	**-**	**-**	**178.98**
3	**Rent expenses:**				
	Jubilant Life Sciences Limited	31.14	-	-	31.14
		31.14	**-**	**-**	**31.14**

Notes to the consolidated financial statements for the year ended 31 March 2019

31 March 2018 (₹ in million)

Sr. No.	Particulars	Enterprises in which certain key management personnel are interested	Key management personnel	Others	Total
4	**Interest expenses on inter-corporate loan:**				
	Jubilant Enpro (P) Limited	18.29	-	-	18.29
	Jubilant Motor Works (P) Limited	8.66	-	-	8.66
	Jubilant Consumer (P) Limited	0.24	-	-	0.24
		27.19	**-**	**-**	**27.19**
5	**Remuneration (including perquisites):**				
	Videh Kumar Jaipuriar (Whole-time Director)	-	25.48	-	25.48
	Sandeep Kumar Shaw (Chief Financial Officer)	-	3.65	-	3.65
	Umesh Sharma (Chief Financial Officer)	-	4.54	-	4.54
	Umesh Sharma (Whole-time Director)	-	2.39	-	2.39
	Dinesh Kumar Gupta (Company Secretary)	-	3.16	-	3.16
	Abhishek Mishra (Company Secretary)	-	0.05	-	0.05
		-	**39.27**	**-**	**39.27**
6	**Sitting fees:**				
	Ghanshyam Dass (Director)	-	0.23	-	0.23
	R. Bupathy (Director)	-	0.93	-	0.93
	S.K. Roongta (Director)	-	1.04	-	1.04
	Shivpriya Nanda (Director)	-	0.60	-	0.60
		-	**2.80**	**-**	**2.80**
7	**Recovery of expenses:**				
	Jubilant Life Sciences Limited	1.27	-	-	1.27
		1.27	**-**	**-**	**1.27**
8	**Reimbursement of expenses:**				
	Jubilant Life Sciences Limited	0.50	-	-	0.50
	Jubilant Life Sciences (USA) Inc. USA	0.87	-	-	0.87
	Jubilant HollisterStier LLC, USA	0.41	-	-	0.41
		1.78	**-**	**-**	**1.78**
9	**Contribution towards provident fund:**				
	VAM Employees Provident Fund Trust	-	-	46.27	46.27
		-	**-**	**46.27**	**46.27**
10	**Contribution towards superannuation fund:**				
	Pace Marketing Specialities Limited Officer's Superannuation Scheme Trust	-	-	1.79	1.79
		-	**-**	**1.79**	**1.79**

Notes to the consolidated financial statements for the year ended 31 March 2019

31 March 2018 (₹ in million)

Sr. No.	Particulars	Enterprises in which certain key management personnel are interested	Key management personnel	Others	Total
11	**Interest converted in to loan taken:**				
	Jubilant Enpro (P) Limited	30.33	-	-	30.33
	Jubilant Motor Works (P) Limited	25.50	-	-	25.50
		55.83	**-**	**-**	**55.83**
12	**Repayment of interest converted in to loan taken:**				
	Jubilant Enpro (P) Limited	30.33	-	-	30.33
	Jubilant Motor Works (P) Limited	25.50	-	-	25.50
		55.83	**-**	**-**	**55.83**
13	**Repayment of inter-corporate loan taken:**				
	Jubilant Enpro (P) Limited	120.00	-	-	120.00
	Jubilant Motor Works (P) Limited	315.00	-	-	315.00
		435.00	**-**	**-**	**435.00**
14	**Inter-corporate loan taken:**				
	Jubilant Consumer (P) Limited	200.00	-	-	200.00
		200.00	**-**	**-**	**200.00**
15	**Trade payables:**				
	Jubilant Life Sciences Limited	71.67	-	-	71.67
	Jubilant Life Sciences (USA) Inc. USA	3.35	-	-	3.35
	Jubilant HollisterStier LLC, USA	1.08	-	-	1.08
		76.10	**-**	**-**	**76.10**
16	**Loan payable:**				
	Jubilant Enpro (P) Limited	120.00	-	-	120.00
	Jubilant Consumer (P) Limited	200.00	-	-	200.00
		320.00	**-**	**-**	**320.00**
17	**Interest payable on loan:**				
	Jubilant Enpro (P) Limited	18.20	-	-	18.20
	Jubilant Consumer (P) Limited	0.22	-	-	0.22
		18.42	**-**	**-**	**18.42**
18	**Other payables:**				
	Jubilant Life Sciences Limited	4.31	-	-	4.31
	Jubilant Generices Limited	1.05	-	-	1.05
		5.36	**-**	**-**	**5.36**
19	**Trade receivables:**				
	Jubilant Life Sciences Limited	23.63	-	-	23.63
		23.63	**-**	**-**	**23.63**

Notes to the consolidated financial statements for the year ended 31 March 2019

36. Contingent Liabilities to the extent not provided for

A) Guarantees:

Outstanding guarantees furnished by banks on behalf of the Group/by the Group including in respect of letters of credit is ₹ 569.62 million (Previous Year: ₹ 498.73 million).

B) Claims against Group not acknowledged as debt*:

Claims/Demands in respect of which proceeding or appeals are pending and are not acknowledged as debts on account of:

i) **(₹ in million)**

	As at 31 March 2019	As at 31 March 2018
Central excise	8.80	24.37
Customs	12.55	10.49
Sales tax	24.90	654.42
GST	0.55	0.51
Others	60.62	60.52

ii) In respect of Single super phosphate (SSP) the Trade Tax Assessing Officer, Gajraula, has assessed the Gypsum Content of SSP and held that the same is liable to trade tax, though, there is no tax on fertilizer for the period 1 April 2002 to 31 December 2007 and raised a demand of ₹ 34.45 million (Previous Year: ₹ 34.45 million). The same is being contested before Hon'ble Allahabad High Court by Jubilant Life Sciences Limited but any possible liability will flow to the Group in terms of the Scheme.

iii) A civil suit (OS No. 5549/2013) has been filed by Kids Kemp (the lessor) against Food Express Stores and Jubilant Agri and Consumer Products Limited (JACPL), a wholly owned subsidiary of the Company, and the same is pending before the City Civil Court Bangalore. Part of the claims were settled by means of a compromise petition between the parties and the remaining claims amounting to ₹ 23.10 million (Previous Year: ₹ 23.10 million) relate to claims for past periods. JACPL has filed detailed statement of objections and is strongly contesting the claims on a number of grounds, including that a significant part of the claims is barred by the law of limitation. JACPL is reasonably confident that its position will be upheld by the court. Hence, no liability is acknowledged. This relates to the Retail business which has been sold out.

iv) Another suit (OS No. 5561/2014) is pending before the City Civil Court, Bangalore and has been filed against the Jubilant Agri and Consumer Products Limited (JACPL), a wholly owned subsidiary of the Company by Shivashakti Builders (the lessor) amounting to ₹ 218.86 million (Previous Year: ₹ 218.86 million). The matter relates to damages allegedly suffered by the plaintiff due to the termination of a lease arrangement between the parties. JACPL has filed detailed objections to the plaint and has explained the reasons as to why it terminated the lease arrangement. The matter is pending in trial and the JACPL is reasonably confident of its chances of success in this matter. This relates to Retail business which has been sold out.

37. Commitments as at year end

a) Capital Commitments:

Estimated amount of contracts remaining to be executed on capital account (net of advances) ₹ 56.19 million (Previous Year: ₹ 12.64 million) [Advances ₹ 2.14 million (Previous Year: ₹ 3.39 million)].

b) Leases

i) The Group's significant operating lease arrangements are in respect of premises (residential, offices, godowns, vehicles etc.). These leasing arrangements, which are cancellable, range between 11 months and 3 years generally and are usually renewable by mutual agreeable terms. The aggregate lease rentals have been charged as expenses.

ii) The Group has operating lease arrangements in respect of vehicles which are cancellable, range between 2 years and 5 years. The aggregate lease rentals payable are charged as expenses. Rental expenses recognized under such leases amounting to ₹ 1.78 million (Previous Year: ₹ 2.33 million) has been included under vehicle running and maintenance expense in note 27.

Notes to the consolidated financial statements for the year ended 31 March 2019

iii) Assets acquired under finance lease:

Future minimum lease payments and their present values under finance leases in respect of vehicles are as follows:

(₹ in million)

Particulars	Minimum lease payments		Present value of minimum lease payments		Future interest	
	As at 31 March 19	As at 31 March 18	As at 31 March 19	As at 31 March 18	As at 31 March 19	As at 31 March 18
Not later than one year	0.87	2.61	0.79	2.12	0.08	0.49
Later than one year but not later than five years	0.23	2.93	0.22	2.44	0.01	0.49
Later than five years	-	-	-	-	-	-

There is no element of contingent rent or sub lease payments. The Group has option to purchase the assets at the end of the lease term. There are no restrictions imposed by these lease arrangements regarding dividend, additional debt and further leasing.

c) Other commitments

Export obligation under Advance License Scheme on duty free import of raw materials, remaining outstanding ₹ 79.82 million (Previous Year: ₹ 22.08 million).

38. The Group has established a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under sections 92-92F of the Income-tax Act, 1961. Since the law requires existence of such information and documentation to be contemporaneous in nature, the Group is in the process of updating the documentation for the specified domestic transactions entered into with the specified persons and the international transactions entered into with the associated enterprises during the financial year and expects such records to be in existence before the due date of filing of income tax return. The management is of the opinion that its specified domestic transactions and international transactions are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation.

39. Employee Stock Option Scheme

The Company has two Employee Stock Option Scheme namely,

- JIL Employee Stock Option Scheme 2013 ("Scheme 2013")
- JIL Employee Stock Option Scheme 2018 ("Scheme 2018")

Scheme 2013:

In terms of approval of members accorded and in accordance with SEBI (ESOP & ESPS) Guidelines, 1999, the Parent Company constituted "JIL Employees Stock Option Scheme 2013 (Scheme 2013)" for specified categories of employees and directors of the Company, its subsidiaries and holding companies. Under the Scheme 2013, up to 590000 stock options can be issued to eligible directors (other than promoter directors, independent directors and nominee directors of the Company/ subsidiaries/holding companies) and other specified categories of employees of the Company/subsidiaries/holding companies. The options are to be granted at market price. As per SEBI Guidelines, the market price is taken as the closing price on the day preceding the date of grant of options, on the stock exchange where the trading volume is the highest.

Each option, upon vesting, shall entitle the holder to subscribe 1 (one) fully paid equity share of ₹ 10 of the Parent Company. 20% of the options shall vest on first anniversary of the grant date, subsequent 30% shall vest on second anniversary and balance 50% of the options shall vest on the third anniversary of the grant date.

The Parent Company has constituted a Compensation Committee, comprising of a majority of independent directors. This Committee is fully empowered to administer the Scheme 2013.

Notes to the consolidated financial statements for the year ended 31 March 2019

The movement in the stock option under the "Scheme 2013" during the year is set out below:

Particulars	For the year ended 31 March 2019		For the year ended 31 March 2018	
	Number of Options	Weighted Average Exercise Price (₹)	Number of Options	Weighted Average Exercise Price (₹)
Options outstanding at the beginning of the year	56,832	209.10	112,906	188.85
Granted during the year	-	-	-	-
Expired/Lapsed during the year	12,575	209.10	40,043	192.43
Options forfeited during the year	-	-	-	-
Options exercised during the year	-	-	16,031	108.10
Options outstanding at the end of the year	44,257	209.10	56,832	209.10

Expenses arising from share-based payment transaction

The expenses arising from share-based payment transaction recognized in Consolidated Statement of Profit and Loss as part of employee benefit expense ₹ 1.85 million (Previous Year: ₹ 2.37 million).

Scheme 2018:

In terms of approval of members accorded and in accordance with SEBI (Share Based Employee Benefits) Regulations, 2014, the Parent Company constituted "JIL Employees Stock Option Scheme 2018 (Scheme 2018)" for specified categories of employees and directors of the Company, its subsidiaries and holding companies. Under the Scheme 2018, up to 500000 stock options can be issued to eligible directors (other than promoter directors, independent directors and nominee directors of the Company/subsidiaries/holding companies) and other specified categories of employees of the Company/ subsidiaries/holding companies. The options are to be granted at Face value of the equity share.

Each option, upon vesting, shall entitle the holder to subscribe 1 (one) fully paid equity share of ₹ 10 of the Company. Options shall vest at the end of the third year from the grant date.

The Company has constituted a Compensation Committee, comprising of a majority of independent directors. This Committee is fully empowered to administer the Scheme 2018.

There is no movement in the stock option under the "Scheme 2018" during the year.

40. Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary.

Name of the enterprise	Net Assets i.e. Total assets minus total liabilities		Share in profit or loss	
	As % of consolidated net assets	Amount (₹ in million)	As % of consolidated profit or (loss)	Amount (₹ in million)
Parent				
Jubilant Industries Limited	444.04	2,847.49	(90.32)	(27.25)
Subsidiaries				
Indian				
Jubilant Agri and Consumer Products Limited	(97.26)	(623.68)	(142.72)	(43.06)
Foreign				
Jubilant Industries Inc. USA	5.90	37.86	19.78	5.97
Total eliminations	(252.68)	(1,620.40)	113.26	34.17
Total	**100.00**	**641.27**	**(100.00)**	**(30.17)**

Notes to the consolidated financial statements for the year ended 31 March 2019

41. Earnings per share (EPS)

			For the year ended 31 March 2019	For the year ended 31 March 2018
I	**Profit computation for basic & diluted earnings per share of ₹ 10/- each**			
	Net (loss) as per Consolidated Statement of Profit & Loss available for equity shareholders	₹ in million	(30.17)	(47.37)
II	**Weighted average number of equity shares for earnings per share computation**			
	(A) For basic earnings per share*	Nos	12,439,046	11,926,747
	(B) For diluted earnings per share:			
	No of shares for Basic EPS as per II (A)	Nos	12,439,046	11,926,747
	Add: Weighted average outstanding options related to employee stock options	Nos	-	-
	No of shares for diluted earnings per share	Nos	12,439,046	11,926,747
III	**Earnings per share (weighted average)**			
	Basic	₹	(2.43)	(3.97)
	Diluted	₹	(2.43)	(3.97)

*

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
Number of Shares at the beginning of the year	11,931,101	11,915,070
Add: 1,800,000 Equity shares issued on 19 December 2018 (Previous Year: 11,531 Equity shares and 4,500 Equity shares issued on 22 June 2017 and 22 August 2017, respectively)		
Current Year: 1,800,000/365*103 (Previous Year: 11,531/365*283+4,500/365*222)	507,945	11,677
Weighted average number of equity shares	**12,439,046**	**11,926,747**

The accompanying notes "1" to "41" form an integral part of the consolidated financial statements

In terms of our report of even date attached.

For and on behalf of the Board

For K. N. Gutgutia & Co.
Chartered Accountants
Firm Registration Number : 304153E

B. R. Goyal
Partner
Membership No. 12172

Priyavrat Bhartia
Chairman
DIN: 00020603

Manu Ahuja
CEO & Managing Director
DIN: 05123127

Abhishek Mishra
Company Secretary

Umesh Sharma
Chief Financial Officer

Place : Noida
Date : 16th May, 2019

Form AOC - I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

STATEMENT CONTAINING SALIENT FEATURES OF FINANCIAL STATEMENT OF SUBSIDIARIES AS PER COMPANIES ACT, 2013

SUBSIDIARIES OF THE COMPANY

(₹ in million & USD in thousand)

1)	Sr. No.	1	2	
2)	Name of the subsidiaries	**Jubilant Agri and Consumer Products Limited**	**Jubilant Industries Inc. USA**	
3)	Reporting currency	INR	USD	INR*
4)	Share capital (Equity)	14.39	0.11	0.01
5)	Reserve & surplus (Other Equity)	(638.07)	547.23	37.85
6)	Total assets	3174.74	1701.88	117.70
7)	Total Liabilities	3798.42	1154.54	79.84
8)	Investments	0.37	-	-
9)	Turnover/Total income	5489.65	6647.00	462.23
10)	Profit/(Loss) before taxation	(13.01)	101.86	7.09
11)	Provision for taxation	30.05	16.13	1.12
12)	Profit/(Loss) after taxation	(43.06)	85.73	5.97
13)	Proposed dividend	Nil	Nil	
14)	% of shareholding	100%	100%	

* For the purpose of conversion of accounts, USD in to Indian Currency, following rates have been applied:

Average rate for F.Y. 2018-19 1 USD = ₹ 69.54

Rate as at 31 March 2019 1 USD = ₹ 69.16

Note: There is no associate companies / joint ventures of the Company.

For and on behalf of the Board

Priyavrat Bhartia
Chairman
DIN: 00020603

Manu Ahuja
CEO & Managing Director
DIN: 05123127

Abhishek Mishra
Company Secretary

Umesh Sharma
Chief Financial Officer

Place : Noida
Date : 16th May, 2019

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NAYA YUG NAYA JOD

WOOD ADHESIVES

WOOD FINISHES

AGRI PRODUCTS

Jubilant Industries Limited

Registered Office: Bhartiagram, Gajraula, Distt. Amroha – 244223, Uttar Pradesh, India
Corporate Office: Plot No. 1A, Sector 16A, Noida – 201301, Uttar Pradesh, India

www.jubilantindustries.com

Sustainability Report

2018-19

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CHAIRMAN STATEMENT

We need to work together to face uncertainties and challenges on climate change, energy and water availability, raw material scarcity, future skills, sustainable management and conservation of eco systems and human development.

Dear Stakeholders,

It gives me immense pleasure to share with you our performance for the year gone by and present the 9th Sustainability Report of Jubilant Industries Limited. This report is a proactive disclosure of the Company's performance covering Economic, Environment and Social Aspects. Once again, the Report conforms to the highest "In Accordance – Comprehensive" level of reporting prescribed in the **GRI Standards** of the Global Reporting Initiative (GRI).

The need to sustain global competitiveness in economic value creation, whilst simultaneously creating larger societal value, has led to innovation in business models that seek to synergise the building of economic, ecological and social capital as a unified strategy. As a responsible corporate entity we have always focused on crafting innovative strategies that orchestrate a symphony of efforts aimed at enriching the environment, creating sustainable livelihoods, empowering local communities and addressing the challenge of climate change.

Jubilant is committed to develop products that are safe, durable and have minimal environmental impact. Process improvements, Optimization of equipment running hrs in Latex, SPVA & Fertilizer plants and energy efficient low power consuming LED lights have reduced energy intensity and GHG

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emission by 1744.5 t_{CO2}. Our 90% of total direct energy consumed in FY18-19 came from renewable fuel - Rice husk. Use of rice husk eliminated 4095 MT of coal consumption resulting into reduction of GHG emission by 6864.2 t_{CO2}. Apart from this, Zero Effluent Discharge has been maintained at all plants with process waste water recycled and reused and domestic waste water treated and reused for gardening.

Corporate Social Responsibility is an integral part of Company's sustainability framework. The social initiatives of the Company are being implemented through Jubilant Bhartia Foundation (JBF) which is a not for profit organization under section 25 (now section 8) of the Companies Act, established in 2007, with the mission 'to develop multi-stakeholder sustainable models to bring about a social change involving knowledge generation & sharing, experiential learning and entrepreneurial ecosystem'. The social interventions of the Company are in the realm of primary schooling in rural areas, provision of basic health care, vocational training and promoting social enterprises in India.

Company's efforts in its drive for sustainable growth were recognized in various forums. Gajraula plant received Gold Award in India's Prestigious Grow Care India Award 2018 in Chemical Sector for outstanding achievement in both Environment & Safety Management, India's Prestigious Annual Greentech Award in Environment Management & FAME Excellence Award in quality management.

As we look forward to our next sustainability reporting, we will work to ensure that our sustainability focus has a direct link to our strategic priorities and the SDGs with relevance to our business. We present our performance and the challenges that lie ahead through this report and look forward to your ideas and feedback that would help us improve our sustainability performance.

Priyavrat Bhartia
Chairman

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INTERNAL CONTROL SYSTEMS AND RISK MANAGEMENT

Risk-taking is an inherent trait of any enterprise. There can be no growth or creation of value in a Company without risk-taking. However, if risks are not properly managed and controlled, they can affect the Company's ability to attain its objectives. Risk management and internal financial control systems play a key role in directing and guiding the Company's various activities by continually preventing and managing risks.

Internal Financial Control Framework

Section 134(5)(e) of the Companies Act, 2013 requires a Company to lay down internal financial controls system (IFC) and to ensure that these are adequate and operating effectively. Internal financial controls, here, means the policy and procedure adopted by the Company for ensuring the orderly and efficient conduct of its business including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information.

The above requirement has the following elements:

- Orderly and efficient conduct of business
- Safeguarding of its assets
- Adherence to Company's policies
- Prevention and detection of frauds and errors
- Accuracy and completeness of the accounting records and timely preparation of reliable financial information

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At Jubilant, the IFC systems are in place and incorporates all the five elements as mentioned above. In addition, the Company has a transparent framework for periodic evaluation of the internal financial controls in form of internal audit exercise carried out through the year and online controls self-assessment, thereby reinforcing the commitment to adopt best corporate governance practices. Policy and procedure adopted by Jubilant to adhere to IFC elements is given below:

Orderly and efficient conduct of business

The Company has a well laid down organizational structure which defines the authority-responsibility relationship. The Company has a formal financial planning and budgeting system in place encompassing the short term as well as long term planning. In order to ensure that the decisions are made and action taken at an appropriate level, the Board of Directors of the Company have formulated the Delegation of Authority which has been designed to ensure that there is judicious balance of authority and responsibility. The adherence to Delegation of Authority is part of the internal audit plan. To improve the controls in operations, we have established the concept of financial decision making through operational committees. The entire Purchase, Credit Control and Capital Expenditure decisions are taken jointly in committees. The key roles of these business committees are as under:

a) Purchase Committee which ensures high quality purchases at economical cost and maintains reliability of supplies from reputed Suppliers with long-term relationships.

b) Capex Committee which ensures cost reduction with proper negotiation and monitors time & cost overrun.

c) Credit Committee which evaluates the credit risk and approves the maximum credit which can be provided to a customer.

These committees approves the credit limits at the beginning of the year and is empowered to make changes as and when required.

The Company also has the risk management framework in place which has been discussed under the heading “Our Vision on Risk Management”.

Compliance with respect to various statutes, rules and regulations applicable to the Company is managed by Secretarial department. Status of compliance is governed through an intranet based application

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'Statutory Compliance Reporting System' (SCRS). Respective control owners certify the compliances on a quarterly basis in SCRS and a compliance report is prepared through SCRS. The objective of the SCRS certification is to ensure that the compliances are effectively managed and controlled and that they support the Company's business objectives and corporate policy requirements.

Safeguarding of its assets

The Company has taken an Industrial All Risk policies and Fire policies for all of its plant as well as corporate office to safeguard its assets. The Company also carries out physical verification of its assets.

Adherence to Company's policies

The Company has two tier policies and procedures viz Entity Level Controls and Process Level Controls. The entity level control includes a comprehensive code of conduct and code of ethics. We also have process level controls which cover a wide range of key operating financial and compliance related areas like Accounting, Order to cash, Procurement to payment, Inventory and Production etc.

Self-assessment certifications of controls are being done by the Control Owners through a verifiable and transparent sign-off process and such certifications are reinforced by Activity and Location Owners, as they give in-principle approval to the self-assessment by the Control Owners. Result of Controls Manager certification is prepared and presented to the audit committee every quarter by the CFO for exception review.

Controls certification is also being validated by the in-house team through review of the assertions certified by the Control Owners on sample basis regularly across business units, plants, branches and corporate office and validation results of Controls Manager certification are prepared and presented annually to the audit committee.

The above policies are periodically reviewed and refreshed in line with the change in business and regulatory requirements.

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The Audit Committee, on a quarterly and annual basis, reviews the adequacy and effectiveness of the internal controls being exercised by various business and support functions.

Prevention and detection of frauds and errors

In order to prevent and detect frauds and errors, perpetual internal audit activity is carried out by Ernst & Young LLP. Action points and suggestions made by them are discussed in Sub Audit Committee meeting before presenting the same to the Audit Committee. Subsequently, follow-up audits are also carried out by in-house internal audit team to ensure implementation of the suggestions.

Accuracy and completeness of the accounting records

The Company has a very well documented and Accounting Manual. The Accounting Manual contains detailed guidelines on all aspects of accounting applicable to the Company and has been prepared in line with all applicable accounting standards, guidance notes and expert opinions. This helps in ensuring that the accounts and finance team is well updated on the applicable accounting requirements.

Our Vision on Risk Management

To establish and maintain enterprise wide risk management capabilities for active monitoring and mitigation of organizational risks on a continuous and sustainable basis.

Risk Management Strategy

The Company has a strong risk management framework in place that enables regular and active monitoring of business activities for identification, assessment and mitigation of potential internal or external risks. The Company has in place a well-established processes and guidelines along with a strong reviewing and monitoring system at the Board and senior management levels.

Our senior management team sets the overall tone and risk culture through defined and communicated corporate values, clearly assigned risk responsibilities and appropriately delegated authority. We have laid down procedures to inform Board members about the risk assessment and risk minimization procedures. As an organization, we promote strong ethical values and high levels of integrity in all our activities, which by itself significantly mitigates risk.

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Risk Management Structure

Our risk management structure comprises the Board of Directors and Audit Committee at the Apex level, supported by the Managing Director, Heads of Businesses, Functional Heads, and Unit Heads. As risk owners, the Heads are entrusted with the responsibility of identification and monitoring of risks. These are then discussed and deliberated at various review forums chaired by the Managing Director and actions are drawn upon. The Audit Committee, Managing Director, and CFO act as a governing body to monitor the effectiveness of the internal financial controls framework.

Risk Mitigation Methodology

We have a comprehensive internal audit plan and a robust Enterprise Risk Management (ERM) exercise which helps to identify risks at an early stage and take appropriate steps to mitigate the same. We have completed five years of our certification process wherein, all concerned Control Owners certify the correctness of controls related to key operating, financial and compliance, every quarter. This has made our internal controls and processes stronger and also serves as the basis for compliance as per Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the ‘Listing Regulations’).

Management’s Assessment of Risk

The Company identifies and evaluates several risk factors and draw out appropriate mitigation plans associated with the same. Some of the key risks affecting its business are laid out below:

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Competition

The Company operates in a competitive business environment in each of its business segments. Climatic conditions have a pivotal role to play in Agri Products prospects. Uncertainty in monsoons & non-uniform distribution of rainfall has repercussions like sudden change in cropping pattern, pest attack, and changes in output prices of commodities. All these factors highly impact the demand & supply balance of fertilizers.

The movement of bulk fertilizers requires timely availability of carriers & railway wagons (rakes) which at times get affected due to movement of other commodities at the same time. In addition, price movements in the international market for alternatives to SSP such as DAP & NPK complexes, poses risk in the form of consumer preference for these alternative products thereby impacting demand for SSP.

In Agri Products, the Company is focusing on expansion of new network and introduction of new products.

In Consumer Product business, low involvement of consumer and price sensitivity makes the Company dependent on channel and influencer for creating demand for its products. The Company has worked out strategies to expand distribution channel, build up product portfolio in high growth segments and strengthen brand usage among influencers with loyalty programs and various interactive marketing initiatives.

In Food Polymers and Latex business, the Company faces competition from international territories including China in terms of cost advantage enjoyed by our competitors. Further for these export oriented businesses, we face competition from European competitors. With the industry overall not growing, it is leading to pricing pressures between the top 3 players in the industry in order to gain share amongst the existing available opportunity and when it comes to customers that are based in Europe, we continue to be at a logistical disadvantage compared to competition. Despite these challenges, the Company has worked on a strong customer and account management programs to secure long-term commitments from our customers, which has led to the growth in FY 2018-19. Strong plans have also been put in place to continue replicating the success of FY 2018-19 in future years.

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Cost Competitiveness

The Company believes that its growth and market position is due to the quality that it stands for. Rising input prices amidst inflationary market conditions pose a risk to the Company's ability to remain price competitive and build profitability to drive future growth. Volatility in prices of raw materials such as Sulphur, Rock Phosphate, VAM, Catalysts, Butadiene and 2-Vinyl Pyridine etc. and any surge in logistics cost may have a significant impact on operating margins.

The Company continues to take initiatives to reduce costs by business excellence initiatives. Wherever feasible, the Company is entering into long term contracts with volume and price commitments. Alternative supply sources are being identified to negate the adverse impact of short supply of raw materials and R&D initiatives being evaluated to develop cheaper / easily available alternatives. The focus is also on improving profitability by increasing supply chain and R&D effectiveness, thereby reducing manufacturing costs.

Foreign Currency Fluctuations

Foreign currency exposures arising out of international revenues and significant import of key raw materials could adversely impact the profit margins of the Company. Depreciating rupee poses a risk of imports becoming dearer and raw materials more expensive. Further, volatility and uncertainty in Forex rates creates challenges in determining the right price of the product in the market.

The Company does not use any derivative financial instruments or other hedging techniques to cover the potential exposure as the net foreign currency exposure is not significant.

Capacity Planning and Optimization

As a part of its growth strategy, the Company makes investments to expand capacity and service capabilities and focuses on debottlenecking the existing plants. Debottlenecking/process improvements helped in generation of additional capacity with the available resources in Sulphuric acid. This is critical to achieve our business objectives of driving growth and maintaining market leadership. Non availability of sufficient capacity due to delayed commissioning, cost overruns and inability to deliver as per standards can significantly impact achievement of revenue targets, margins and expected return

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on investment (ROI). It can also result in customer dissatisfaction and adverse impact on reputation. Uncontrollable breakdowns and idle capacities contribute to inefficiencies in manufacturing process. Similarly, unutilized capacity for short periods due to power breakdown, unavailability of labor, transport strike etc. may impact the ability to meet customer demand and garner market share.

The Company has robust processes in place to continuously monitor planned capacities and utilization ratio, aligned with good manufacturing practices and stringent plant maintenance plan. The Company takes additional initiatives to commit to customer orders only after taking into consideration the key capital projects planned for execution. The Company's growth objectives are aligned with project team execution plan. It periodically embarks on de-bottlenecking and other initiatives to improve efficiencies and build additional capacities.

Portfolio and mix: Product and Customer Concentration

A balanced portfolio in terms of customers, markets and products is critical for the Company to be able to execute business strategies and monitor the impact of decisions. Any change in customer's organization behavior, needs or expectations may adversely impact the competitive position and margins of the Company. A high customer concentration poses a risk of sudden fall in revenue and margins and share of business due to any change in consumers' needs and trends, preference for a competitor and /or liquidity crunch due to inability to collect dues from customers.

Agri Product, to meet emerging nutrient deficiency in crop produce which creates malnutrition condition, fertilizer industry in collaboration with Government of India makes continuous efforts to provide nutrient rich fertilizers to farmers. This helps farmers maintain crop yields & thus get higher returns. Jubilant also played its role in maintaining soil health & increasing crop yields by introducing more product under FCO – Boronated Granular SSP, Zincated SSP powder form, Zincated SSP granual form.

Business is also in process of launching a PROM covered under FCO and Nutri mix.

Our existing organic fertilizers in the portfolio viz. ShaktiZyme is meant for improvising soil condition in the long run & thus contributing to sustainability.

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Food Polymers & Latex business, an over-dependence on single product or few customers, may adversely impact the realisation of long term business objectives in the event of any regulation limiting the end use application. We continue to address this issue by adding newer customers as well as applications to the portfolio. Efforts on the Food Polymers continue but the challenge remains with limited customer base and even in that a few holding by far the majority share. Failure to effectively / optimally utilize co-products as per strategy may result in inventory build-up, distress sale and forced losses.

As a part of business planning and periodic review meetings, the Company strives to identify and explore new profitable markets for its products as well as new downstream opportunities in terms of applications and alternative uses of the products available in its portfolio.

Human Resources-Acquire and Retain Professional Talent

Having an overarching Talent Management strategy framework to support the Human Resource requirements to augment our growth initiatives is a high focus agenda for us.

The focus continues around having a differentiated approach towards attracting the right talent, engaging & retaining the talent thus acquired and also to nurture and invest in talent, crucial to maintain desired operational standards. The Company has invested in talent planning, assessing and refining the most impactful parts of our hiring process by soliciting feedback from candidates and recent hires to better understand their experience and take the processes to the next level.

Additional focus is maintained to develop a succession plan for critical positions, to address the inevitable impact on the business objectives in case of talent drain and making sure that business runs smoothly by identifying, developing and aligning our high-potential resources with our future leadership needs and fulfilling their aspirations within the organization.

Our employees are our brand ambassadors; we encourage our employees to partner our talent search & refer their acquaintances to come to work with them. We have an employee referral program which rewards those who bring their colleagues to work post their joining the organization.

The framework to identify & differentiate “High Performance High Potential” employees has been created based on “Action-Learning” projects, mentoring and developing existing talent and building

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a strong Employer branding which would help in attracting & retaining the best available talent in the Industry. We essentially exposure our employees to participate in cross functional teams and are structurally involved in strategy and operational discussion to build up the holistic knowledge of the business.

The Campus connect program is placed to infuse fresh and quality talent at the entry levels with an assured fast track career path. The search partner engagement enables a refined & effective connect with the candidates from the first connect & reinforces our employer branding for lateral hiring at key positions.

The Company continues to hire new & specialized talent for scientific and technical roles which is further cemented the engagement through the various reward and recognition programs that have been institutionalized. Focused capability building through need based training programs are provided to identified employees at all levels.

Distribution Channel and Brand Recall

In Agri Products, for better brand recall & to impart product knowledge, it is important to engage with all stakeholders regularly through various activities. In Agri Products, various promotional activities are conducted at field level to generate awareness among the farming community/ channel partners etc. These activities include spot farmer meetings, shop/wall/trolley paintings, dealer & retailer meetings, farmer consultations/ visits, jeep campaigns, field demonstrations, kisan melas & field days. Crop & region specific POP material also aid in raising product awareness among the stakeholders.

In Wood Adhesives and Wood Finishes business, the Company competes national players with established brands as well as regional players. As distributors and dealers play a significant role in driving consumer behavior, managing their loyalty, continuity and commitment is of paramount importance to succeed.

The Company has earmarked several brand building initiatives to carry-out tailored programs for specific markets to maximise return on investment (ROI). To widen its distribution network, it plans to expand its distribution footprint in unrepresented markets and dealer-segments. Also, processes

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are being streamlined to manage distributor inventory and its liquidation which would in return offer better returns to distributors and hence secure their long term loyalty and commitment.

In Consumer Products business, the Company has started interactive CRM program to effectively reach out to its various stakeholders.

R&D Effectiveness

Innovation in terms of new products, new applications and new cost saving techniques of manufacturing and building a robust product pipeline is critical to the success of the Company. Failure in innovation and inability to build a robust product pipeline, which can be commercialized in a timely manner, may adversely impact the Company's competitive position. Risk of developing products which do not meet the required quality parameters may also significantly impact the Company's reputation and result in loss of future business. It is equally critical for the business to innovate new applications to maintain its leadership position.

The Company has robust plans in place with earmarked budgets and investments in R&D aligned to the business plans. Business teams keep a constant check on new technological advancements and work with R&D to sponsor these specific projects. This is complemented by a dedicated R&D team which keeps itself abreast of the regulations, upcoming technology changes and leading practices.

Compliance and Regulatory

We need to comply with a broad range of statutory compliances like obtaining approvals, licenses, registrations and permits for smooth working of our business, and failure to obtain or renew them in a timely manner may adversely impact the routine operations. For businesses like Latex and SPVA, compliance has become a critical factor due to ever increasing demand from key customers to obtain international approvals and licenses. Failure to achieve regulatory approval of new products can mean that we do not recoup our R&D investment through the sale of final products. Any change in regulations or reassessment of safety and efficacy of products based on new scientific knowledge or other factors could result in the amendment or withdrawal of existing approvals to market our products, which in turn could result in revenue loss. This may occur even if regulators take action

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falling short of actual withdrawal. We have adopted measures to address these stricter regulations by increasing the efficiency of our R&D process, reducing the impact of extended testing and making our products available in time.

In Food Polymers business, plans have been implemented to comply with regulations that have come in force in the recent past, both in India and in relevant markets. Further, developments in the regulatory space are being continuously monitored.

Environment Health and Safety (EHS)

In the current business climate of reputational threats and rising political backlash, corporates need to tread carefully to maintain public trust. Social acceptance and Corporate Social Responsibility (CSR) have become increasingly important over the last decade. Non-compliance with stringent emission standards for the manufacturing facilities and other environmental regulations may adversely affect the business. Manufacturing of the Company's products involves hazardous chemicals, processes and by-products and is subject to stringent regulations. Proximity of plant locations to residential colonies amidst rapidly changing urbanisation dynamics poses additional risk to its business.

The Company anticipates that environmental laws and regulations in the jurisdictions, where it operates, may become more restrictive and be enforced more strictly in future. It also anticipates that customer requirements as to the quality and safety of products will continue to increase. In anticipation of such requirements, the Company has incurred substantial expenditure and allocated other resources to proactively adopt and implement manufacturing processes to increase its adherence to environmental quality standards and enhance its industrial safety levels.

The challenges due to the Company's operations related to EHS aspects of the business, employees and society are mapped and mitigated through a series of systematic and disciplined sets of policies and procedures.

Business Interruption due to Force Majeure

The Company's core manufacturing facility for a majority of its business is concentrated at Gajraula, India. Any disruption or stoppage of work at this facility, for any reasons, may adversely affect our

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business. Besides, the presence of a majority of the workforce in the residential colony adjoining our plant premises ensures sustenance of plant operations under challenging circumstances.

Other external interruptions- Fertilizers being partly subsidized important Agri input; are under government regulations. Any changes in government policies need creation of awareness among dealers, retailers, and farmers etc. to ensure smooth implementation at ground level. Changes in the rainfall patterns also affect the business directly. The major change in fertilizer sector policy is that of DBT, Training of retailers/farmers & information sharing with sales staff is crucial for smooth business functioning & to avoid any gaps.

Industrial Chemical- Sulphuric Acid is also facing stiff competition as the RM prices have up surged & the prices are highly volatile in nature. Hindustan Zinc Limited (HZL) produces Sulphuric Acid as a byproduct of their smelting activities. HZL makes most of the demand & supply dynamics & plays with market sentiments by sometimes supplying at rock bottom prices. This affects all the key manufacturers present in the market including us.

The administrative controls & volatility in market impact cash flows & impose additional cost to business.

In Food Polymers business, adequate finished goods inventory is being maintained at stock points within the factory, as also close to the main markets/customers, to maintain supplies to key customers in the event of any stoppage of manufacturing operations. This inventory cover, however, would be for a limited period. The risk of impact on business in case of a prolonged stoppage / interruption of operations remain.

In Latex business, the manufacturing facility is at Samlaya, Vadodara, India. Any disruption or stoppage of work at this facility, for any reasons, may adversely affect our business.

Industrial All Risk insurance protection has been taken by Jubilant to ensure continuity in its earning capacity.

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There has been no significant change in the business structure of the Company in the reporting period.

The Company has membership in following Organisations;

- Fertilizer Association of India (FAI)
- International Chewing Gum Association
- All India Rubber Industries Association
- Elastomer Technology Development Society (ETDS)
- Indian Chemical Society
- American Chemical Society
- Polymer Processing Academy (PPA)

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The Company reported consolidated Revenue from operations of Rs. 5588.96 Million, EBITDA of Rs. 364.70 Million & Net Profit of Rs. (30.19) Million in FY 2018-19. The Basic EPS for FY 2018-19 was Rs. (2.43).

Our Agri Products business reported revenue of Rs. 1873.43 Million and Performance Polymer business reported revenue of Rs. 3715.53 Million.

The total capitalisation broken down in terms of debt and equity is Rs. 1727.84 Million and Rs. 641.26 Million respectively.

As on 31st March 2019, total number of 515 employees were employed by the Company.

Corporate Office and Registered Office:

The Company's Corporate Office is located at pristine building at following address;

Address: Plot No. 1A, Sector 16A, Institutional Area, Noida - 201 301, Uttar Pradesh, India
Tel: +91-120-7186000, Fax: +91-120-7186176/6140

Registered Office: Bhartiagram, Gajraula, District Amroha- 244 223, Uttar Pradesh,
Tel: +91-5924-252351-60; Website: www.jubilantindustries.com

Manufacturing Sites and Research and Development (R&D)

Jubilant Industries Limited has geographically diversified manufacturing sites situated across India.

It has 5 Manufacturing locations in India: Gajraula, Kapasan, Nira, Samlaya and Sahibabad. The company boasts off a highly competitive product lines based on quality, customer service, product performance, price and product innovations.

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Manufacturing Sites

Uttar Pradesh

Bhartiagram Gajraula

Distt. Amroha – 244223,
Uttar Pradesh, India

C 2 & 3, Site IV, Sahibabad industrial area
Sahibabad, Distt Ghaziabad – 201010
Uttar Pradesh, India

Gujarat

Block 133, Village Samlaya
Taluka Savli, Distt. Vadodara - 391520
Gujarat, India

Maharashtra

Village Nimbut, Rly. Stn. Nira
Distt. Pune - 412102
Maharashtra, India

Rajasthan

Village Singhpur, Tehsil -Kapasan
Distt. Chittorgarh,
Rajasthan, India

R&D

Jubilant's technical expertise and experience enables maximisation of efficiencies and profitability. Our state of art R&D is based in Noida, where our R&D team with qualified scientists works constantly on developing customised solutions for diverse end applications.

The Company's success so far in this business is an outcome of its strategic vision to attain leadership position in each of its businesses. Driven by a culture of innovation, the Company focuses on delivering world class products and services to its customers.

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Leadership Position:

The Company has achieved global leadership in its various product brands based on our internal assessment.

Food Polymers	*No.1 in India and amongst the top 3 for PVAc for chewing gum base globally*
Latex Products	*No.1 in India and amongst the top 2 players globally for Vinyl Pyridine Latex for automobile tires and conveyor belt*
Agri Product	*A well-recognised brand in the country, a leader in state of Uttar Pradesh for Single Super Phosphate fertilizer and a significant Agro nutrient player.*
Consumer Products	*Consumer brand "Jivanjor" is the 2nd largest brand in India in consumer adhesives and "Charmwood" is a significant player in the Indian wood finishes market*

Jubilant Industries Limited has following subsidiary and business divisions;

- Jubilant Agri and Consumer Products Limited (JACPL)
    1. Food Polymers Division
    2. Latex Division
    3. Agri Products Division
    4. Consumer Products Division
- Indian Made Foreign Liquor (IMFL) Bottling Plant

The products are grouped under various categories based on their applications;

Food Polymers

Jubilant is one of the three major global suppliers of Poly Vinyl Acetate (PVAc). PVAc is the major raw material for making gum base for Chewing Gum and bubble gum. The products are available under the brand name of Vamipol. The product is manufactured at a modern "state of the art" manufacturing facility at Gajraula (UP). All grades of PVAc have

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been developed by extensive in-house R&D efforts and technology improvements and conform to international standards and food Grade quality. All grades of the product comply with the Food Chemical Codex VIII, US FDA Regulations – 21 CFR 172 615 and British Retail Consortium (BRC) – Issue 6.

The products as well as the manufacturing facilities are accredited with ISO 9001, ISO 14001 and OHSAS 18001 certifications. Jubilant's product and the manufacturing facility are Koscher & Halal certified. Jubilant boasts of a customer profile which includes the market leaders worldwide in the chewing gum industry. Jubilant is now expanding its portfolio of products in order to have a wider offering of food grade chemicals. PVAc by Jubilant is sold under the brand trade name of VAMIPOL. Polyvinyl Acetate (PVAc) is also used by Pharma Companies in various Drug Formulations for Extended Release (ER) / Sustained Release (SR) properties in medicines.

Jubilant is a global supplier of Ester Gum. Ester Gum is one of the major raw materials for making gum base for Chewing Gum and bubble gum. The products are available under the brand name of JubiGum. The product is manufactured at a modern "state of the art"manufacturing facility at Gajraula (UP). All grades of Estergum have been developed by extensive in-house R&D efforts and technology improvements and conform to international standards and food Grade quality. All grades of the product comply with the US FDA Regulations – 21 CFR 172 615

Latex:

We are established as Number 1 in India and globally amongst the top 2 for manufacturing VP Latex used in dipping of Tyre Cord fabric, Belting fabric and Chafer. The products are available under the brand name of Encord. Our manufacturing facility is located at Samlaya, 35 kilometres from Vadodara City, Gujarat State, India. The facility is accredited with ISO **9001**, **14001** & OHSAS **18001**.

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We are also registered under REACH (EU and Korea). Encord is available in three varieties and it is used for as follows:

1. Encord VP Latex: Used for dipping of tyre cord fabric, belting fabric & Chafer
2. Encord SBR Latex: Used for dipping of tyre cord fabric, belting fabric & Chafer in blend with VP Latex
3. Encord NBR Latex: Used in manufacture of Automotive Gasket Jointings

Agri Products

Jubilant offers a basket of Crop Nutrition and Crop Growth Regulator products category under the brand “Ramban”, which is a widely accepted brand in the market. We are one of the leading manufacturers of Single Super Phosphate (SSP) in India which is also one of the largest selling products under the Ramban Umbrella.

Product Category

a) Crop Nutrition

Fertilizer and its related products are inseparable inputs of agriculture in India. They support agricultural production by increasing crop yield through root and shoot development whilst providing soil conditioning and resistance against crop diseases.

Major products in the portfolio include RAMBAN SSP (PSSP, GSSP & B-GSSP),Organic Granular Fertilizers- RAMBAN SHAKTI ZYME, FASAL GRO & RAMBAN NUTRA VITA and SULPHA GOLD (Sulphur 90% DP).

FASAL GROW was launched in June’18, It is Mycorrhiza based bio-fertilizer having Mycorrhizal culture & Bentonite granules as key raw materials. Its improves plant growth,

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productivity & yield and also Improves uptake of nutrients especially Phosphorus leading to better nutrition for plants.

Boronated SSP (Granular) was supplied in sugarcane crop mostly through sugar mills and it was well accepted by the farmers. With the significant response in Institutional channel (sugar mills), we have also introduced Boronated SSP (Granular) in trade channel successfully and have recorded a significant growth in the current financial year.

Our In-house products- Organic Granular Fertilizers (Ramban Shakti Zyme & Ramban Nutra Vita,), when applied along with any complex fertilizer improve the overall health of the crop in both vegetative & reproductive phases. In addition to crop health, these products also provide for soil health. The products are composed organically and serve as nutrients for farms, with no adverse impact on soil or plants. They not only add additional organic carbon to the soil but also serves as a medium to improve microbial population. Our product Sulpha Gold (Sulphur 90% DP) provides the key nutrient to the sulphur deficient soils of northern belt. The sulphur content in the soils has reduced due to increased use of high analysis fertilisers like DAP & MAP.

b) Crop Growth Regulator

Plant growth regulators (PGRs) are organic compounds, other than nutrients, that modify **plant** physiological processes. The chemicals act inside **plant** cells to stimulate or inhibit specific enzymes or enzyme systems and help regulate **plant** metabolism. They primarily help to improve the strength and resistance of crops and curtail the unwanted vegetative growth, saving time and thus increasing the yield.

Our product in this category is VAM-C. (Chlormequat Chloride 50%SL)Jubilant crop growth regulator-VAM-C is being used by the farmers to ensure the right growth of plant by balancing different crop life cycle stage. In the recent years, VAM-C has shown promising results in crops like Pigeon pea, Gram, Soybean etc, in the geography of Maharashtra & M.P.

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c) Industrial Chemicals

Industrial Chemical offered by Jubilant is Sulphuric Acid (H_2SO_4 98.4%) which is a strong mineral acid. It is a basic raw material used in a wide range of industrial process and manufacturing operations. It has a wide application in Fertilizers, Detergents, Paints, Iron/Steel Pickling, Alum, Dyes, Pharmaceuticals, Sugar/ Vegetable oil Refining industry.

Consumer Products

The consumer products division, with a wide spread of network of distributors and retailers all over India, represents the following business under the brand name of “Jivanjor”, “Charmwood” & Ultra Italia

The industry it caters to is as follows:

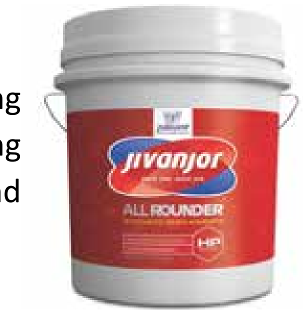
(i) Woodworking Adhesives
(ii) Wood Finishes
(iii) Wood Preservatives

In each of these categories there is a range of products for specific applications to suit customers’ requirements. The raw materials, the chemical composition and the production processes are meticulously selected, configured and integrated to ensure that the products perform well in domestic conditions and meet the demand of overseas markets.

These products are manufactured in the state of the art manufacturing unit under stringent quality protocols. The facility is awarded ISO 9001 AND ISO 14001 certification.

(i) Woodworking Adhesives

Jubilant Industries Limited, manufactures and markets wood working adhesives using its superior technology and state of the art manufacturing facility. The adhesives are designed to work for multiple sub-states and environments.



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It caters to the market of both water based and solvent based adhesives which are required for different applications. The range of wood working adhesives made by Jubilant Agri and Consumer Products Ltd is used in applications like joining wood to wood, ply to wood, veneer to wood, decorative laminate to wood, PVC to wood and laminate to particle boards. It also makes specialty adhesives which is used for applications where Foam is used as one substrate and other sub-state could be wood, Vineer, Ply, leather, Cloth etc., widely used for making furniture and upholstery of vehicles. Jubilant also provides specialized adhesives for water resistance, heat resistance, bubble free lamination, vertical and nail free lamination. The offerings are made through the following brands

- Jivanjor Lamino – Bubble Free Lamination
- Jivanjor Aquabond – Heat & Water Resistance
- Jivanjor Lamino Nxt – Laminate to Laminate
- Jivanjor All Rounder – General Purpose

Wood Finishes

Jubilant offers complete wood finishes system, stains and ancillaries for decoration & protection of wooden furniture. The Brand for Wood Finishes is:

Charmwood & Ultra Italia

The wood finishes system includes Polyurethane finish, Melamine Non Yellowing finish, Melamine finish, Nitrocellulose finish & PU Alkyd finish. These systems offer exceptional fast drying properties, tough coatings and superior resistance. Jubilant also offers a wide range of stains that can be mixed to generate unique colours to suit every desire.

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Jubilant offers ancillaries like sealers & thinners required for the purpose of successful application. The finishes systems are supported by our motivated technical team which provides intense technical training.

The range of Charmwood Wood finishes are listed below:

- Melamine
- NC (Nitrocellulose)
- PU Alkyd Finish – Woody
- Stains
- Thinners

The range of Ultra Italia PU is listed below

- PU Clear Glossy
- PU Clear Matt
- PU White Glossy
- PU White Matt
- PU Clear Sealer
- PU White Sealer
- PU Thinner for Matt & Sealer
- PU Thinner for Glossy

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Distribution Network

Consumer Products Division has India wide distribution channel with offices located in main business markets.

Head Office

Plot No 15

Knowledge Park – 2, Greater Noida

Uttar Pradesh

North – Gurgaon

Unit No. 2, 2nd Floor, Orchid Centre

Sector 53, Golf Course Road,

Gurugram – 122002

South - Chennai

C/o Doxa Business Centre

16/19, Cenotaph Road , Teynampet

Chennai – 600018

East - Kolkata

Unit No 3C, 3rd Floor

Shivangan Building

53/1/2 Hazra Road, Kolkata – 19

West Bengal

West - Mumbai

C/o Jubilant Enpro P Ltd

1ST Floor, Transocean House

Lake Boulevard, Hiranandani Business Park

Mumbai – 400076

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Indian Made Foreign Liquor (IMFL) Bottling Plant

Jubilant Industries Limited has bottling operations for established liquor brands. The Company has been manufacturing IMFL products for the various established brands in India, engaged in liquor business. Our capacity is 100,000 cases per month for IMFL. With a configuration of 5 automatic / semi-automatic lines we can handle all sizes of bottles.

All lines are equipped with required Vats for storage of ENA and labelling machines which provides flexibility for bottling various sizes of IMFL. We have fully equipped, state of art laboratory to support our bottling plant. Our products are manufactured at our plant in Nira.

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AWARDS AND RECOGNITIONS

JACPL Gajraula plant has received PLATINUM AWARD for outstanding achievement in Quality Excellence in India's Prestigious "FAME Excellence Award - 2018

JACPL Gajraula plant has received India's Prestigious GROW CARE INDIA SAFETY AWARD in GOLD category in Chemical Sector for outstanding achievement in Safety Management System

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AWARDS AND RECOGNITIONS

JACPL Gajraula plant has received India's Prestigious GREENTECH PLATINUM AWARD 2018 in Chemical Sector for outstanding achievement in Environment Management System

JACPL Gajraula plant has received India's Prestigious Grow Care India Environment AWARD 2018 in Chemical Sector for outstanding achievement in Environment Management System

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ETHICS AND INTEGRITY

The Jubilant Industries Limited is guided by the Vision, Values and Promise of Jubilant Bhartia Group and these have been embraced by all the businesses and functions of the Company

OUR VISION

- To acquire and maintain global leadership position in chosen areas of businesses
- To continuously create new opportunities for growth in our strategic businesses
- To be among the top 10 most admired companies to work for
- To continuously achieve a return on invested capital of at least 10 points higher than the cost of capital

OUR PROMISE

Caring, Sharing, Growing

We will, with utmost care for the environment and society, continue to enhance value for our customers by providing innovative products and economically efficient solutions; and for our stakeholders through growth, cost effectiveness and wise investment of resources

The Company's journey is led by its core values to deliver its promise of Caring, Sharing, and Growing

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Our Vision is driven by Our Values

INSPIRE CONFIDENCE

We will carefully select, train and develop our people to be creative and empower them to take decisions, so that they respond to all stakeholders with **agility, confidence and teamwork.**

ALWAYS STRETCH

We stretch ourselves to be **cost effective** and efficient in all aspects of our operations and focus on **flawless delivery** to create and provide the best value to our stakeholders.

NURTURE INNOVATION

By sharing our knowledge and learning from each other and from the markets we serve, we will continue to surprise our stakeholders with **innovative** solutions.

EXCELLENT QUALITY

With utmost care for the **environment and safety**, we will always strive to excel in the quality of our processes, our products and our services.

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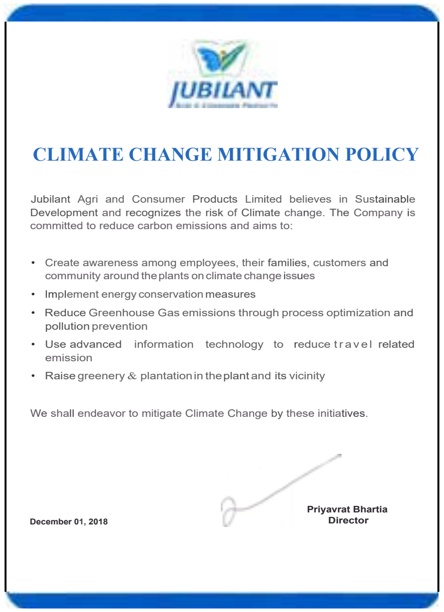
The Company has internally developed and adopted Codes and Policies for Good Governance, these include;

- Code of Conduct for Directors and Senior Executives
- Whistle Blower Policy
- Sustainability Mission
- Environment, Health and Safety Policy
- Climate Change Mitigation Policy
- Green Supply Chain Policy
- Quality Policy
- Code for Prevention of Insider Trading
- HIV/AIDS Policy
- Prevention of Sexual Harassment at Workplace



CLIMATE CHANGE MITIGATION POLICY

Jubilant Agri and Consumer Products Limited believes in Sustainable Development and recognizes the risk of Climate change. The Company is committed to reduce carbon emissions and aims to:

- Create awareness among employees, their families, customers and community around the plants on climate change issues
- Implement energy conservation measures
- Reduce Greenhouse Gas emissions through process optimization and pollution prevention
- Use advanced information technology to reduce travel related emission
- Raise greenery & plantation in the plant and its vicinity

We shall endeavor to mitigate Climate Change by these initiatives.

December 01, 2018

Priyavrat Bhartia
Director

SUSTAINABILITY MISSION

Jubilant Agri and Consumer Products Limited strives for Sustainability through good Corporate Governance practices.

The Company will support Sustainability to meet Environmental, Economic and Social needs without compromising the progress and success of future generations.

December 01, 2018

Priyavrat Bhartia
Director

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JUBILANT

GREEN SUPPLY CHAIN POLICY

At Jubilant Agri and Consumer Products Limited, we are committed to strive for enhancing Greening of Supply Chain in collaboration with our Partners in Progress for long term Sustainability and we will work the partners to:

- Protect the environment by creating awareness to reduce, reuse and recycle resources
- Educate Partners to say no to child labour and reduce Greenhouse Gas emission
- Adhere to Environment, Health & Safety compliance

December 01, 2018

Manu Ahuja
CEO & Whole Time Director

ENVIRONMENT, HEALTH AND SAFETY POLICY

Jubilant Agri and Consumer Products Limited operations include manufacturing Agri, Polymer and Consumer product s. The Company is committed to;

- Preventing pollution from supporting Environmental Protection along with observing high standards of Occupational Health & Safety (EHS)
- Compliance with Environment, Health & Safety regulatory standards and
- Continual improvement of Environment, Health & Safety Management System

We shall establish the Environment, Health & Safety Management System and strive to:

- Identify, eliminate, minimize and control Environmental, Health & Safety hazards
- Ensure safe & healthy work environment
- Optimize resource utilization; reduce waste & emissions and work towards Climate Change Mitigation
- Promote Environment, Health & Safety awareness among employees, contractors, suppliers and community around the operations,
- Monitor, review and enhance the Environment, Health & Safety performance
- Communicate Environment, Health & Safety performance to internal and external stakeholders

The policy will be implemented, monitored and is in public domain.

December 01, 2018

Manu Ahuja
CEO & Whole Time Director

The Company has established a Corporate Ombudsman office for sustaining high standards of Corporate Governance and ethical practices. It addresses stakeholders concerns, resolve issues efficiently and supports business adherence to the Company's values, ideals and policies including discrimination and grievances of stakeholders covering employees, shareholders, customers, business partners and communities including those for Environmental, Labour Practices, Human Rights, Societal Impacts and anti-corruption. We have a practice to periodically check with the Ombudsman's office on cases or issues registered with them & initiate suitable action, as required.Chief- Strategic & Public Affairs, is the Corporate Ombudsman for Jubilant Bhartia Group. The office of Corporate Ombudsman can be reached by sending an email to 'ombudsman@jubl.com

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REPORT PROFILE AND REPORTING PRINCIPLES

The Corporate Sustainability Report for Jubilant Industries Limited covers the performance period from April 1, 2018 to March 31, 2019 and the time period is considered similar for data collation convenience to other statutory reporting such as Annual Report and Environmental Statement.

The last Corporate Sustainability Report was prepared for the performance period from April 1, 2017 to March 31, 2018 and was Self-Assured by Independent Internal team and was Self-declared as per GRI Standards and released in Annual General Meeting held on 26th September, 2018.

This report will be published on annual basis along with the Annual Report of the Company. The Sustainability performance topic specific standards of new GRI Standards are included in the report as per the materiality reporting principle of GRI. The other requirements of these guidelines have also been followed. Jubilant Bhartia Group has strong foundation of Sustainability Reporting. In this

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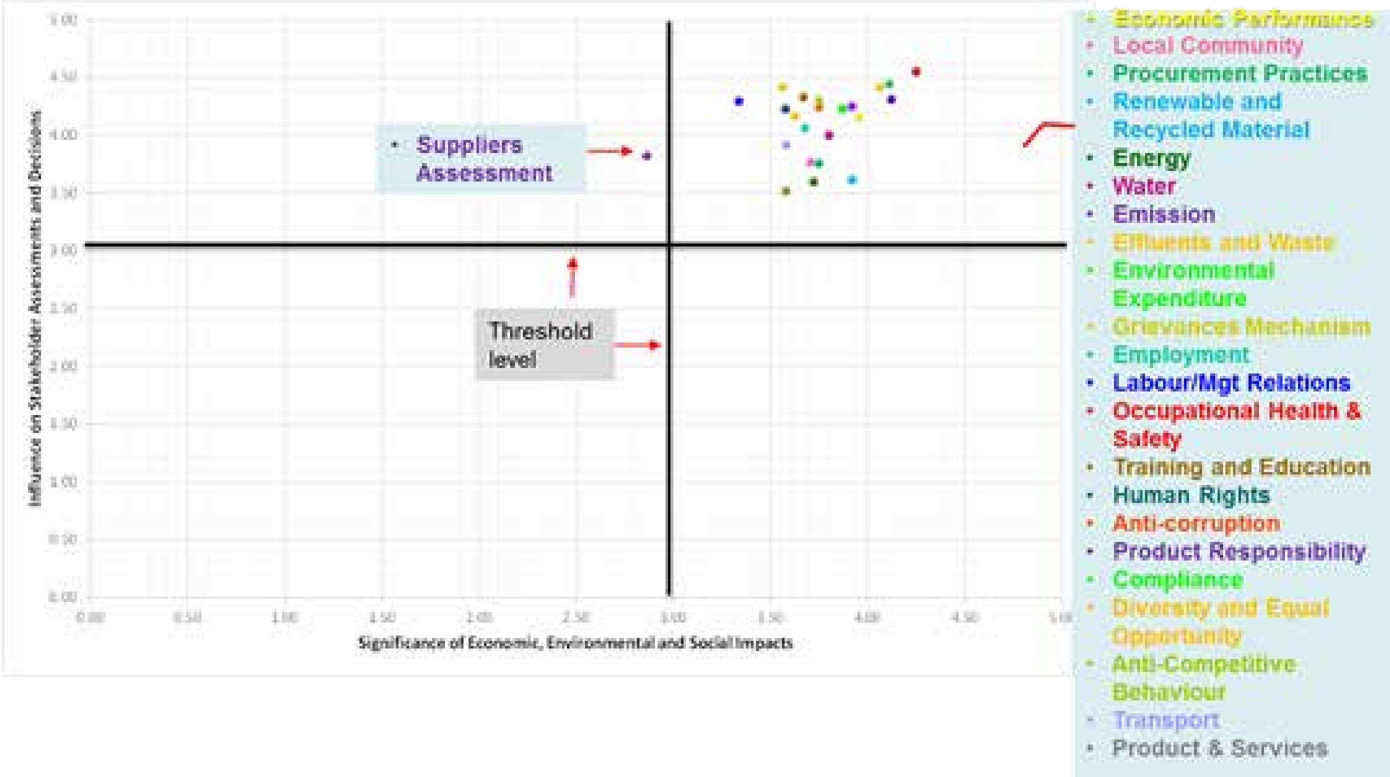
report, the efforts are made to adequately address the change in business as well as the challenges and opportunities along with the Economic, Environment and Social performance of the Company. New GRI Standards have been referred for 'Applying the Report Content Principles' in preparing the report.



The report covers all the five manufacturing sites i.e. Gajraula & Sahibabad in Uttar Pradesh, Kapasan in Rajasthan, Samlaya in Gujarat and Nira in Maharashtra for the performance. Jubilant Agri and Consumer Products Limited is a subsidiary Company of Jubilant Industries Limited and their material issues are considered in the report. The report includes all major activities which have significant impact on sustainability. The performance for the report does not consider the R&D activities and Corporate Office performance for Sustainability. Also, the aspects for the Jubilant Industries Limited distribution channels, marketing offices, warehouses, out of office business meetings, out of country business supporting offices have not been considered. Labour Practices and Human Rights Performance for Corporate Office have been considered in the Report. The data measurement techniques adopted for reporting are based on its practicability.

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A set of questionnaire was framed for the Sustainability Aspects and respective indicators. Scoring for the level of significance to the Company was carried through Leadership team comprising the Business Heads, Functional Heads and manufacturing locations Unit Heads. The same questionnaire was also scored by the employees of various functions and levels across Manufacturing Units of Gajraula, Samlaya and Sahibabad, Corporate Office Business team and R&D employees, the threshold level of 3.0 on scale of 5.0 was defined to identify the significant material aspects as depicted in graph.

The Material Aspects have been identified and accordingly reported for within the organisation. The materiality assessment does not cover any entities across the Value Chain outside the Company other than Sustainability Aspect performance identified in Suppliers Assessment. Measures have been taken for improving the system including strengthening the training and awareness on Sustainability Aspects. Approach of Management Information System (MIS) in form of EHS monthly reporting and updates from manufacturing locations is send to Corporate Office. If any deviation / clarification is needed, the same is reviewed with plant representatives and resolved.

External Assurance:

This report is internally verified to be 'In Accordance'- Comprehensive Level of Reporting as per GRI Standards and no External Assurance has been taken.

Application Level – Self Declaration

Self-Declared	Report Data Verification carried out internally by Senior Team Report is as per GRI Standards 'In Accordance'- Comprehensive level of reporting	√
Third Party Checked		
GRI Checked		

Content Index for the report details is covered in pages no 107 to 129.

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All resources consumed are based on actual measurement. There are no re-statements of information in the report. Previous years' figures have been re-grouped / re-arranged wherever found necessary to conform to this year's (FY 2018-19) classification.

The contact person for any questions / clarification / feedback related to this report is;

Ajit Singh
Deputy General Manager
Address: Jubilant Industries Limited, Plot No. 15, Institutional Area,
Knowledge Park -2, Greater Noida – 201306, Uttar Pradesh, India
Phone number: + 91 120 7186014
Email: jil_sustainability@jubl.com

REPORTING SCOPE AND BOUNDARY FOR MATERIAL ASPECTS

A multi-dimensional process to capture material sustainability issues has been followed for this report. The Company recognises that there is a way to align Company's reporting process and continue to improve for integrity and accountability. Analysis of these issues is an important input to Company's business strategy and risk management framework.

The report is structured in six major focus areas which are the essential elements of sustainability related to the Company's business. However, other required details are also covered. The focus areas are:

- Internal Controls System and Risk Management
- Economic Performance
- Climate Change & Caring for the Environment
- Occupational Health and Safety
- Labour Practices and Human Rights
- Product Responsibility
- Community Engagement and Corporate Social Responsibility

The Company continues to seek to improve its Sustainability Reporting, moving beyond compliance for Sustainability and believe to inform Company's strategy and long term integration of economic development, environmental quality and improve social performance.

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STAKEHOLDER ENGAGEMENT

Stakeholder engagement is carried out in line with the inclusivity principles to identify their concern issues.

S. No.	Stakeholders	Mode of Engagement	Period of Engagement / Frequency	Issues identified / Feedback received / Action taken
1	Consumer products	In - Shop Meets	On Going	In-Shop meets are conducted to educate influencers about product differentiations and benefits .It also helps in building last mile relationship with key decision makers for the category. (1150+ In-shop Meets)
		Carpenter / Contractor / Dealer meets	As per calendar	This is conducted to mark events like product launches, entry to new geography or to drive demand for growth or launch of new brands
		ADE Working	On going	94 TEs / 46 ADEs (Area Development Executives) work on trial generation and demand creation at the ground level
		I Club – Key Retail Program	On Going	Key Dealer Program - 1316 Outlets targeted to contribute 60% of Premium Sales
		Consumer Promotions	On Going	To drive off-takes and positive substitution for our brands, we run Consumer Promotion on the Speciality & Water Proof Category
		Consumer product Trials	On Going	This is focused to generate confidence for performance of our products and create strong favourable recommendations for our products
		Jivanjor Achievers' Club	On Going	Highest reach in the country, Digital and innovative and use of IVR, OBDs and RJ to create demand

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S. No.	Stakeholders	Mode of Engagement	Period of Engagement / Frequency	Issues identified / Feedback received / Action taken
2	Farmers and Dealers / Retailers	Field Visits, Small and large , farmer meetings, Crop specific literatures & posters.	Continual	• Enriching farmer knowledge base & make them aware with best farming practices, crop & market trends. • Aid them in achieving higher yield and better quality of the produce. • Attending farmer queries & providing solutions. The feedback received during such interface helps the company to develop & improve products aimed at farmer requirements. In FY 18-19, details of promotional activities conducted- No. of farmers contacted: 4000(approx.), No. of farmer meetings- 800, Retailer meeting – 5, Kisan Mela- 6, Large farmer meeting -4
3	Employees / Contractors	Training	As per Plant Training Plan (Monthly)	Energy Conservation and Green House Gas impact and reduction measures, Water Conservation, Waste reduction and elimination measures, Trees Plantation
		Awareness Campaign	World Environment Day (5th June) Safety Week (4th March)	Work place Health and Safety, Hazards Identification and Risk control measures such as HAZOP, Food Safety and HACCP Safe Operation Procedures
		Medical Examination	Annually (all employees) / Six Monthly (employees engaged in hazardous process)	Occupational Health monitoring
		Safety Committee Meetings	Quarterly	Safe Workplace practices, Unsafe Acts and Unsafe Conditions tracking and performance improvement

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S. No.	Stakeholders	Mode of Engagement	Period of Engagement / Frequency	Issues identified / Feedback received / Action taken
4	Community / Villagers in vicinity of plants	Community Interface Meet -Meeting with PRIs, Opinion Leaders from the local community. -Regular Meeting with local Community Monthly Village meetings and stakeholder engagement activities	Annual Regular (On day to day basis)	Community Expectation from the Company and respective Social Initiatives implemented in villages in plant vicinity; A) A program was organised on building trust to address the community at Gajraula. The community comprising doctors, teachers PRI members, Businessmen and opinion leaders B) Regular communication with community are being held at various platforms • Enhancing employability through skill development: Vocational Training Program & Stitching Centre with market linages • Strengthening local education system: Project Muskaan- Strengthening Govt Rural Primary Education System • Jubilant Pratibha Puruskaar –Scholarship Program • Month wise activities under project Muskaan • Digital Literacy Program with HP Wow • Supplementing basic healthcare facility: Swasthya Prahari Program , Static and Mobile Clinics and Malnutrition Programme

Corporate Sustainability Report demonstrates to all users - stakeholders, other business organisations and general public the Company's commitment towards environmental and social issues faced and steps taken to resolve the issues as responsible organisation. The report is shared with all relevant stakeholders including shareholders, suppliers, community head, and officials of regulatory agency, industrial associations and B2B customers. It is also available on Company website for access to public. All stakeholders are expected to use them. The material issues addressed for priority actions and significance levels reflect the Company opportunities areas for improvement and development activities. The report also enables stakeholders to provide feedbacks and address material issues that may support organisation business.

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CORPORATE GOVERNANCE

Transparency and Accountability is the main indicator of good governance, while good governance is a pre-condition in achieving sustainability. In fact, Jubilant Industries Limited firmly believes that transparency and accountability are interrelated concepts and mutually reinforcing. Without transparency there couldn't be any accountability. Unless there is accountability, transparency would be of no value. The existence of both contributes to an effective, efficient and equitable management.

Transparency refers to sharing information and acting in an open manner. It allows stakeholders to gather information that may be critical to uncovering issues and their interests. Transparency is built on the free flow of information. Processes, institutions and information are directly accessible to those concerned with them, and enough information is provided to understand and monitor them. Accessible information means more transparency.

The Board of Directors of the Company is the apex governing body responsible for framing and implementing corporate governance policies. The Board, with the objective of creating sustainable

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value for all stakeholders, provides vision to the Company and oversees the management's decisions. The Board has fostered a spirit of constructive criticism and created a culture of transparency throughout the organisation. Jubilant Industries Limited's operations are looked after by the Highest Executive Officer of the Company, who is Managing Director. The Managing Director is not a promoter or founder of the Company.

The Non-Executive and Independent Directors are paid sitting fees and other out of pocket expenses to meet the expenditure incurred by them in attending the Board meetings, which is duly approved by the Board of Directors and is in accordance with the Government guidelines.

Pursuant to the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a policy for evaluating the performance of Board, Committee, Chairperson and directors individually. The Company's executive compensation policies are structured in line with the current business norms and practices. The compensation is also based on their achievements of non-financial parameters.

The Company has various Board level Committees including Audit Committee, Stakeholders Relationship Committee, Nomination, Remuneration and Compensation Committee and Sustainability and Corporate Social Responsibility Committee to meet regulatory requirements as well as to discharge critical functions delegated by the Board. Some of the other Committees are Finance Committee, Business Strategy Committee and Restructuring Committee.

There are formal procedures in place for appointing members of the Board wherein the composition of the Board is studied to assess and maintain proper balance at the strategic level. For appointing a new Director, suitable candidates are short-listed, based on the criteria set by the Board, including the area of expertise/specialization. The final selection is done by the Board.

The Company's Board is a judicious mix of Executive, Non-Executive and Independent Directors. Out of the total of Seven Directors, Six are Non-Executive out of which Five Directors are Independent Directors. Four Directors are in the age group of > 50 years and Two Directors are in the age group of 30 – 50 years. Non-Executive Directors are those who are not associated with the Company in an executive capacity. Per Se, an Independent Director is a Non-Executive Director who apart from receiving Director's remuneration does not have any material pecuniary relationship with the Company. Further, Independent Directors are those Non-Executive Directors other than Nominee

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Director who possess the attributes as mentioned in the Section 149 of Companies Act, 2013 & Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There is no formal written policy for conflict resolution. The conflicts within senior management level are resolved through informal channels.

Sustainability and Corporate Social Responsibility Committee monitors Economic, Environment and Social performance parameters including risks associated with them. It also takes strategic initiatives for mitigation of Climate Change and the risks associated and formulates and recommends to the Board, a Corporate Social Responsibility Policy (CSR Policy). It also monitors the CSR Policy and recommends the amount of expenditure to be incurred for activities referred under the Policy.

The Board/Committees regularly monitor:

- Internal Audit Reports
- Risk Management Processes
- Business Strategy and long term plans
- Financial performance
- Foreign Exchange exposures
- Statutory Compliance

The Company is striving to improve the quality of service rendered to its stakeholders including shareholders.

Annual General Meeting is an important platform where shareholders can share their views and give valuable suggestions and ideas to the Directors. Due consideration is given to the suggestions/ideas given by the shareholders, and to the extent found practicable, appropriate and suitable actions are taken in the interest of the Company. The minutes of the meetings of members are prepared as per the requirements of law. The Company sends Notice of Annual General Meeting and Annual Report to shareholders.

A copy of this Sustainability Report will also be available on the website of the Company (www.jubilantindustries.com) and GRI database.

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ECONOMIC PERFORMANCE

Management Approach Disclosure

Jubilant Industries Limited is committed for enriching the business environment through profit generation and opportunities creation and ensuring direct responsibility for the economic value generation and operating costs. The Company encourages sustainable growth through energy efficiency improvements, climate change mitigation and community development.

Economic aspects are fundamental to business. Generating revenue profitability is prime focus of sustained organisational growth. Business strategies are regularly fine-tuned based on the market feedback and systems are in place to trap the feedback percolating from business environment.

Company holds the responsibility of shareholders returns. All the Company taxes are managed and paid on time.

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Strategic decisions are taken for community investments based on the community social needs assessment and are considered significant in line with Sustainability Development Goals (SDG) identified and defined through JBF.

Benefit plans for employees are in place in compliance with regulatory requirement such as Provident Fund and Gratuity.

Financial implications due to climate change risks and regulatory risks are considered in business decisions and adequate safe guards planned. Investment decisions for new technologies or modernization of processes are also considered to have minimal impact of climate change.

The responsibility to drive economic growth of the organisation lies with Managing Director and is assisted by capable Business and Function Heads.

Profit is integral to survival. It revives, renews and replenishes. Without a surplus – especially in sustainable way- there will be no funds to invest in the environmental and social drivers of sustainable development. The Company constantly focuses on growing business with the objective to enhance value for all its stakeholders. Strong financial management and growth across the value chain enables the Company to undertake environmental and social initiatives year after year without compromising.

Revenues generated from operations are detailed below;

Revenue generated (Rs. In Million)	FY 2016-17	FY 2017-18	FY2018-19
Total Revenue	5504.76	4870.52	5588.96
Agri Business Revenue	1378.46	1410.52	1873.43
Performance Polymer Revenue	4126.30	3460.00	3715.53

The revenue generation from export during FY2018-19 is Rs. 1143.14 Million which is 20.45% of the total revenue generation.

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Value Distribution

Continuous supply of quality raw material is important for any business. The Company has been working with its Partner in Progress to ensure sustainability of the business. A significant part of raw materials and supply procurement is done by advance payment or through Letter of Credit.

Although the Company does not follow any policy for procurement of materials from only local suppliers, the Company procures major part of the materials from the locally based (within India) suppliers and tries to connect our Partners in Progress with Green Supply Chain Management as defined in the policy.

S. No.	Raw Materials Quantity (MT)	FY 2016-17	FY 2017-18	FY2018-19
1	Process Chemicals	9089.33	9510.81	5322.22
2	Rock Phosphate	71689.74	79719.94	83557.19
3	Sulphur and Sulphuric acid	34688.59	38767.49	43660.48
4	Chemicals for Latex	4301.15	3885.92	5486.25
5	Vinyl Acetate Monomer	10461.86	8940.90	9245.42

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The main products of the Company for the reporting year are as follows;

Sr. No	Products Sales Quantity (MT)	FY 2016-17	FY 2017-18	FY 2018-19
1	Polymers including SPVA, latex, SPD & WF	32454.50	31979.83	32832.45
2	Fertilizers and Agro chemicals	116945.48	127528.48	157212.41
3	Sulphuric acid	37032.30	42989.35	44379.21
4	IMFL (KL)	4291.42	3286.09	3572.74

The overall manufacturing expenses including raw material, power and fuel, advertisement and publicity etc. are given below;

Item (Rs. In Million)	FY 2016-17	FY 2017-18	FY 2018-19	FY 2017-18
Total	4091.33	3835.62	4620.31	3835.62

The staff cost as a percentage of net sales is 12.55 % for the FY 2018-19. The details regarding Salaries, Contribution to Provident Fund, Gratuity etc. are given below;

Item (Rs. In Million)	FY 2016-17	FY 2017-18	FY 2018-19	FY 2017-18
Salaries, Wages, Bonus, Gratuity & Allowances	651.25	632.46	638.21	632.46
Contribution to Provident Fund & Superannuation Fund	30.37	29.12	28.32	29.12
Employee share-based payment	2.09	2.37	1.85	2.37
Staff Welfare Expenses	36.82	35.37	32.99	35.37
Total	720.53	699.32	701.37	699.32

Provident fund contributions of employees is maintained by Trust managed by Jubilant Group.

The Company's other equity including retained earnings are Rs 503.94 Million. The dividend pay-out for the reporting year is NIL.

The Company paid taxes related to its products and services to Government of India.

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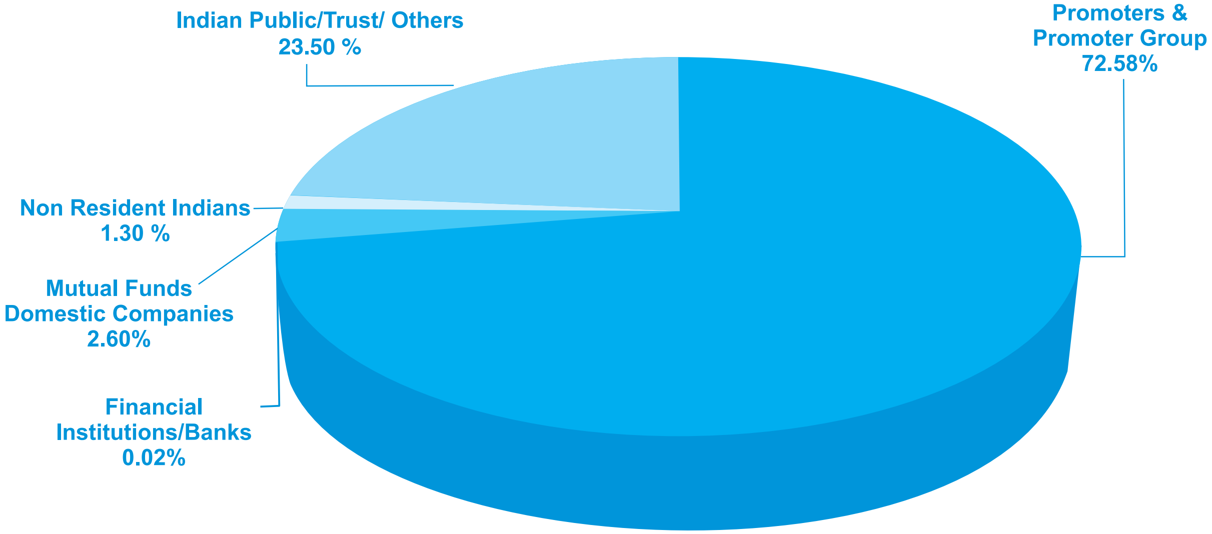
The Company receives subsidies on the sale of fertilizers. During the year 2018-19, the amount received from the Government against subsidy, is Rs 428.86 Million.

The Company received export incentives of Rs 9.88 Million as financial assistance from Government for the year 2018-19.

Shareholding Pattern of the Company as on March 31, 2019 is as under:

Promoter & Promoter Group	72.58%
Mutual Funds Domestic Companies	2.60%
Non Resident Indians	1.30%
Indian Public / Trust / Others	23.50%
Financial Institutions/Banks	0.02%

Investor Education and Protection Fund Authority - Ministry of Corporate Affairs 0.45%



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Management Approach for Environmental Indicators

The Company through its EHS Policy has committed towards maintaining high standards of Environment, Health & Safety (EHS) across all manufacturing plants. The policy guides the plants on addressing through systemic approach the environmental material issues related to Materials, Energy, Water, Biodiversity, Emissions, Effluents and Waste from its products and services. Aspects – Impact analysis are reviewed for the operation and maintenance tasks and the changes. The significant impacts are mitigated or controlled through management programs and operational control procedures respectively. Legal EHS Compliance review is an integral process of EHS Management system. Three manufacturing locations – Gajraula, Sahibabad and Samlaya are certified for OHSAS 18001 and ISO 14001 through accredited auditing agencies.

Jubilant Industries Limited operations are looked after by the Managing Director as Occupier. EHS and Sustainability is overseen by Vice President Manufacturing. At plant level, these activities are performed by a team of EHS personnel which reports to Unit Heads and all Unit Heads report to Vice President Manufacturing.

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The Board has also constituted a Sustainability Committee for better management of Economic, Environmental and Social Performance as well as initiatives for mitigation of Climate Change.

The new recruits including executives, workmen are provided training and awareness on EHS aspects related to the nature of their work before they take charge of their responsibilities at their respective manufacturing locations. The Company has been proactive in taking steps for awareness about importance of environment and its related issues amongst employees across the plants.

Monitoring is an important aspect to keep a check on whether the intended results are achieved because of the proposed activity for environmental conservation. The EHS personnel perform an internal audit to find out gaps in the new projects right from the proposal to the implementation stage. The Company monitors the EHS data and other indicators of sustainability at regular intervals.

Vice President Manufacturing reviews the environmental performance every quarter. At operational level, the performance on environment aspects is reviewed monthly involving the Unit Head (highest designated authority at the Manufacturing Unit). Environment performance has been a part of annual strategy and also an important aspect for all capital expenditure proposals of the Company. Precautionary approach principle is followed as any significant environmental issue / impact is identified, adequate investment and systems are put in place for mitigating the risk and avoiding environmental degradation caused from Company operation.

Energy consumption outside of the organisation is not reported as no mechanism have been developed for data capturing and not covered within the reporting boundaries.

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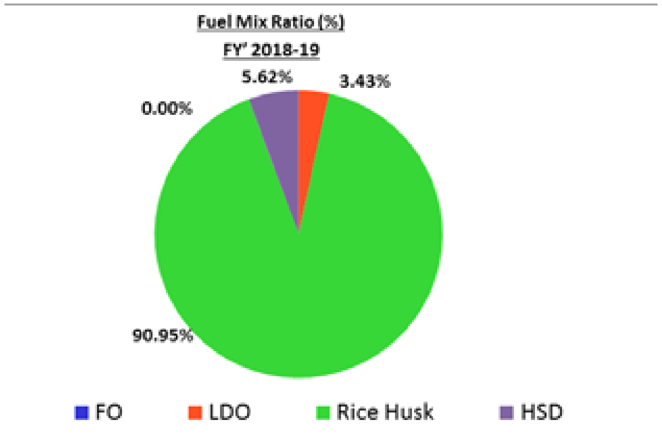
The total direct energy consumption from fossil fuel is presented in the table.

S. No.	Parameter	Unit	Value in 2016 -2017	Value in 2017 -2018	Value in 2018 -2019
1	Coal	MT	Nil	Nil	Nil
	Energy	GJ	NA	NA	NA
2	High Speed Diesel (HSD)	KL	159.2	164.3	123.4
	Energy	GJ	5751.4	6370	4783.2
3	Furnace Oil (FO)	MT	68.8	47.4	Nil
	Energy	GJ	2394.8	1940.8	NA
4	Light Speed Diesel (LDO)	KL	Nil	16.2	66.5
	Energy	GJ	NA	711.1	2920.5
5	Agro Fuel (Rice Husk)	MT	3417.8	4089.6	6172.1
	Energy	GJ	42859.7	51284.2	77398.1
	Total Direct Energy consumed	**GJ**	**51006**	**60306**	**85102**



In FY'18-19 company has used more than 90 % green Fuel. Rice Husk (Agro Waste) renewable fuel usage in place of coal in Gajraula fertilizer plant. Total 4095 MT of coal consumption (energy equivalent to 77398 GJ) avoided through use of rice husk

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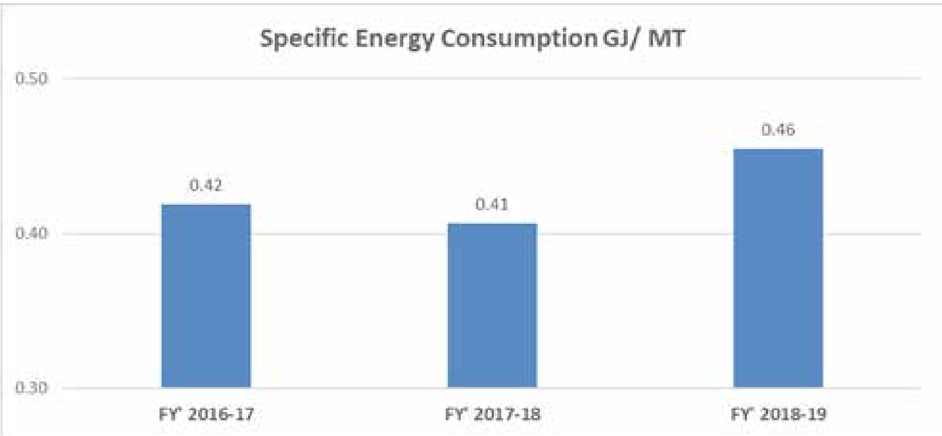
The total indirect energy consumption is presented below:

S. No.	Parameter	Unit	Value in 2016 - 2017	Value in 2017 - 2018	Value in 2018 - 2019
1	Electricity purchased	KWH	16205194	16957335	17048331
	Electrical Energy purchased	GJ	58339	61046	61154
2	Steam purchased	MT	13551	12820	15716
	Energy in form of steam purchased	GJ	37943	35895	44004
	Total Indirect Energy purchased	GJ	96282	96942	105158

Indirect Energy details have been reported for quantity of electricity purchased and utilities purchased in form of steam, chilled water, Compressed Nitrogen and Compressed Air purchased from the Jubilant Life Sciences Limited and State Electricity Power Supplying Company in respective states.

At Gajraula, steam is produced in the Sulfuric Acid plant using heat of the exothermic reaction and is supplied to Jubilant Life Sciences Limited. For the reporting period 91711 MT steam has been generated and supplied to Jubilant Life Sciences Limited amounting to 256790 GJ of energy. This has reduced 13588 MT of coal consumption and also avoided 22774 tCO_2 emissions.

Energy Intensity for Total Energy (combined Direct Energy and In-Direct Energy) against the total production for the reporting period is represented in graph below. It supports in identifying the change in trend and the corrective measures such as Energy Audit for reducing the Energy consumption in high intensity processes.



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Higher specific consumption is only due to higher consumption of renewable fuel – rice husk as percentage of moisture content was higher in FY18-19.

- Various Energy Conservation initiatives have been taken across plants in FY' 2018-19 such as;
  - Installation of VFD's in Fertilizer Plant, Gajraula
  - Optimization of equipment running hrs in Latex, SPVA & Fertilizer plants at Gajraula
  - Installation of LED street lights at Gajraula
- Through these initiatives Power consumption reduction achieved 2078518 Units (KWH).
- Reduction in energy consumption through improvements in FY' 2018-19 is 7683.9 GJ leading to reduction in GHG emission by 1744.5 tCO2
- Renewable fuel (Rice husk) usage in place of coal has reduced GHG emission by 6864.26 tCO2

Usage of modern low Energy consumption LED lighting is encouraged in office and plant areas in an effort towards mitigating Climate Change. It not only reduces the fuels consumption but also supports in long term budget management. At Samlaya & Sahibabad plant, CFL replaced in office & Plant area by LED lights and Energy Efficient IE3 motors installed at Samlaya supporting energy conservation initiatives.

The Company is making continuous efforts to further reduce its carbon footprint through various initiatives like:

- Involvement of employees to create awareness about climate change and inculcate responsible behavior in day-to-day activities like replacement of ordinary lamps with LEDs and using natural light during day time in offices and at home wherever feasible.
- Celebrate World Environment Day, Earth Hour and other events for creating environmental awareness at all levels.
- Continue to invest in information technology to reduce the need to travel for internal meetings.
- Though each of Company's location has specific transport plans, however, staff is encouraged to use the lowest carbon mode of travel for business-related journeys and travel to work, where practicable.

GHG Emission

The CO_2 emission is from the combustion of fuels used in manufacturing processes that are used for generation of heat energy in the form of steam or hot air used in Company's process plants. CO_2 is also generated indirectly by the use of electricity in various plants.

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The Green House Gas (GHG) emissions are tabled below;

Parameters	Units	Value in 2016 - 2017	Value in 2017 - 2018	Value in 2018 - 2019
Scope 1 – Direct Energy GHG Emissions	tCO_{2e}	505	487	429
Scope 2 – Indirect Energy GHG Emissions	tCO_{2e}	16935	17524	18328

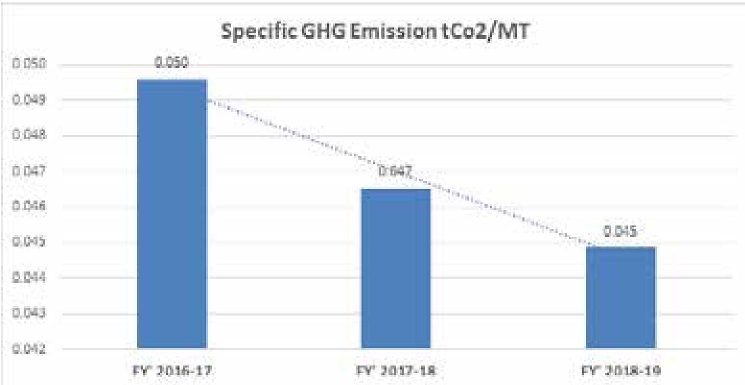
Direct Energy GHG emissions (Scope 1) are calculated referring United States Environmental Protection Agency (EPA) emission factor guidelines and Indirect Energy GHG emissions (Scope 2) are calculated using weighted average emission rate delineated in Central Electrical Authority (CEA) User Guide Version 11 of Ministry of Power, Government of India.

Scope 3

The emission from employees travel, raw material and finished goods transportation is not monitored and hence not reported as currently it is not covered within the reporting boundary. The Company will work on improving the data collection for these emission monitoring in future.

GHG Intensity

GHG Intensity for the GHG Emissions from the Total Energy (combined Direct Energy and In-Direct Energy) consumed against the total production for the reporting period is represented in graph below. It supports in identifying the selection of energy sources to control and reduce the GHG Emission from the energy consumed in high intensity processes.



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EARTH HOUR 2018

2030 Hrs, Saturday, March 30, 2019

Awareness drive was conducted among employees across plants to participate and support the cause of EARTH HOUR.

Ozone Depleting Substances (ODS):

The Company neither uses Chloro Fluoro Carbon (CFC) in its operations nor uses any products with CFC. The Company does not purchase any CFC directly or equipment containing CFC. Under the Montreal Protocol the use of Hydro Chloro Fluoro Carbon (HCFC) is permitted in India and is specified in Ozone Depleting Substances-ODS (Regulations and Control) Rules, 2000, Ministry of Environment & Forests (MoEF), Government of India. 74.10 kg of HCFC - 22 was consumed in refrigeration and it represents 4.08 kg equivalent CFC - 11 Global Warming Potential (GWP).

Air Emissions

The Company considers clean air as an asset and continues to enhance the technology and upgrade processes to reduce its impact on the quality of air. Air emission sources are mainly flue gas and process emissions. The Company has installed adequate treatment facilities to ensure necessary compliance. The flue gas emissions mainly from Boilers, Furnaces and Diesel Generator (DG) sets, etc. are provided with the adequate stack height for effective dispersion. For control of particulate matter emissions from stack, multi cyclones and bag filters are provided in Gajraula to meet the stipulated consent standards. Diesel Generators installed have acoustic enclosures and exhaust mufflers for noise control. Regular monitoring of all stacks is carried out by Ministry of Environment and Forest approved laboratories to check the concentration levels of pollutants being released into the atmosphere. The air emissions are well within the levels stipulated by the regulatory bodies and these reports are submitted to the regulatory agencies regularly at defined reporting periods and also as and when required by the authorities.

The Company's air emissions load of SO_2, NO_x, Fluoride (as F) and particulate matter (PM) are generated mainly from the combustion of fossil fuel and from the process reactions in its manufacturing locations. The Company monitors particulate matter (PM), Fluoride (as F), SO_2 and NOx emissions

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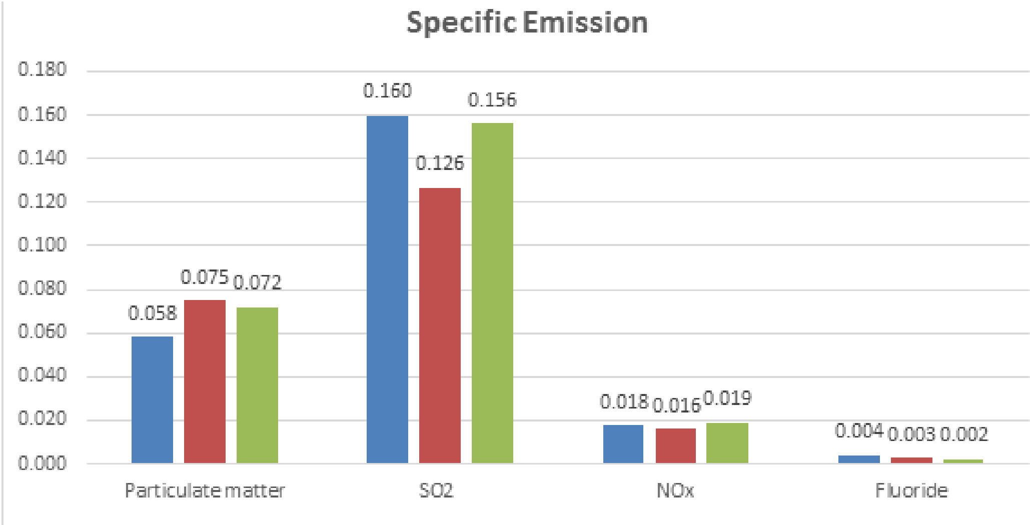
from the stacks placed in its various manufacturing locations.

The details of these emissions are given below;

	Units	Value in 2016 - 2017	Value in 2017 - 2018	Value in 2018 - 2019
PM Load	Ton	20.5	29.0	30.0
SO2 Load	Ton	56.3	48.9	65.2
NOx Load	Ton	6.3	6.2	7.9
Fluoride (as F) Load	Ton	1.4	1.0	0.9

Specific Air Emission (kg/MT)



Specific emission of Particulate matter and Fluoride has gone down as compared to last year. SO2 & Nox have slightly gone up. Adequate measures have been taken to control the same.

The Company uses advanced technology equipment currently available for control of air pollution including control of workplace machinery noise at its various manufacturing locations to minimise adverse environmental impacts due to emissions.

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Regular monitoring of the environmental parameters as recommended by regulatory agencies is carried out at our manufacturing locations and reports are regularly submitted to the statutory and regulatory authorities. The various emission analysis confirm that existing emissions comply with the requirements and are well within the limits specified by the regulatory agency, as applicable at respective manufacturing locations. These systems enable the Company to track emission performance and thereby reduce the risk to communities and staff living in the vicinity of manufacturing locations.

At Gajraula plant, online continuous monitoring system for particulate matter (PM) is installed on the stacks of Rock Dryer, SSP Plant, GSSP-1 and GSSP-2 plant. HF Analyzer is installed on SSP Plant Stack and waste water flow monitoring in Fertilizer Unit waste water recycle – reuse line and Polymer Unit Effluent line sent to Jubilant Life Sciences Ltd ETP for treatment in compliance to the CPCB/SPCB guidelines for online monitoring system

As an Environmentally Responsible Company, continual efforts are made to reduce environmental impacts through an extension beyond statutory compliance. The Company follows the 3R approach – Reduce, Reuse and Recycle to conserve natural resources and minimise environmental impact.

An in-house Environmental laboratory is already there at Gajraula for monitoring stack emission, ambient air quality monitoring and waste water analysis.

Water

The Company understands business risks and opportunities relating to water scarcity and is committed to promote responsible water management. The Company acknowledged the fundamental need for more detailed work on water conservation, efficiency and productivity. The strategy adopted by the Company is to use water efficiently, recycle and reuse wherever possible.

The Company monitors the amount of water used by individual units to improve the consumption norms by implementing various conservation efforts. For minimizing usage of water, various efforts such as mopping in place of hosing for cleaning of floors, reusing low graded products for cleaning the blending vessels and reactors of high graded products and regular monitoring of water usage etc. are practiced in the plants.

There is no significant affect reported by withdrawal or purchase of water on the water sources at our plant locations.

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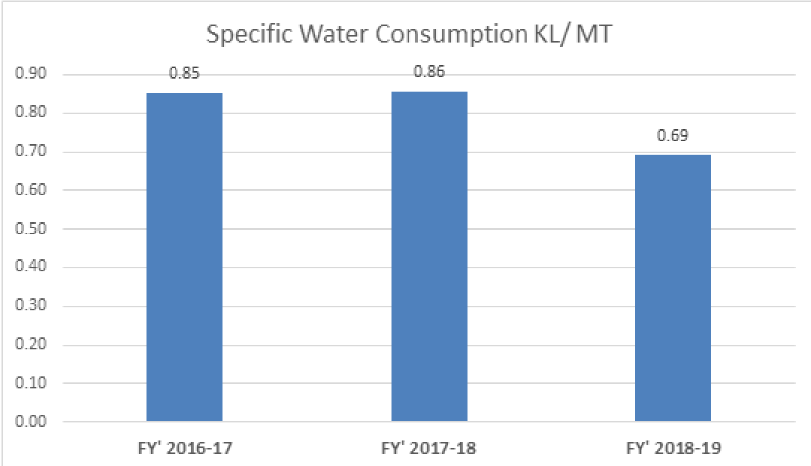
Water consumption details are tabled below;

Sources of Raw Water consumed	Units	Value in 2016 - 2017	Value in 2017 - 2018	Value in 2018 - 2019
Withdrawn from Surface	KL	3947	3264	2972
Withdrawn from ground	KL	1143	1545	4058
Purchased from municipality	KL	12540	14430	11364
Purchase from Jubilant Life Sciences Limited	KL	281899	312304	273682
Total water Consumed	**KL**	**299529**	**331543**	**289104**



The Company continuously strives to reduce its water consumption and modify processes through R&D efforts. Condensate from the process is recycled and reused. Quantity of waste water recycled and reused both with and without treatment across all manufacturing locations is 15697 KL (5.4% of total water consumed) for the reporting period. The Company uses rain water harvesting measures to recharge the ground water.

Waste Water

The effluent management is on high priority for the Company to reduce its ecological impact. The Company encourages and has taken innovative and efficient ways to reduce the effluent. There is no discharge of effluent from any of the manufacturing facilities to any surface water body.

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At Gajraula 8260 KL of industrial waste water was treated at Effluent Treatment Plant (ETP) of Jubilant Life Sciences Limited and 3022 KL of STP treated waste water is used for gardening in plant.

At Samlaya unit, 2767 KL effluent was sent to Jubilant Life Sciences Limited ETP for treatment

At Sahibabad, the treated effluent 1655 KL of waste water was treated in ETP of the plant and then treated water discharged into municipal sewer in accordance with Consent Terms and Conditions issued by the Uttar Pradesh State Pollution Control Board.

Waste Utilisation

The Company is continuously working towards waste minimisation through systematically reducing waste at source. The various measures include;

- Prevention and reduction of waste generation
- Efficient use of raw materials and packaging materials
- Encouraging re-use, recycling and recovery.

The Company generates very low quantity of hazardous waste from its operations and follows methodologies to reuse the waste generated in the plants. The sulphur from sludge is reused in the fertilizer plant at Gajraula unit. Reuse of silica in SSP is another example of waste utilisation in the fertilizer plants at Gajraula.

At Gajraula during the FY 2018-19, Sulphur sludge processed: 76.95 MT out of which Sulphur recovered: 31.66 MT and the remaining waste sulphur sludge: 45.29 MT is reused in SSP plant.

The hazardous wastes generated from Company's operation are categorised into Incinerable and non-Incinerable wastes. Incinerable as well as non-Incinerable wastes are sent to MoEF authorised treatment and disposal facility as per the regulatory requirements.

Process catalyst wastes at Gajraula are disposed in Secured Landfill Facility (SLF) approved by Ministry of Environment, Forests and Climate Change (MoEF) while the used oil generated from the Company's operation is sold to MoEF authorised re-processors. The hazardous wastes during the year were disposed of as per requisite approvals.

The hazardous waste generation is maintained in Form 3 as per prevailing laws and the total quantity of hazardous waste generated in the reporting period is 536.8 MT.

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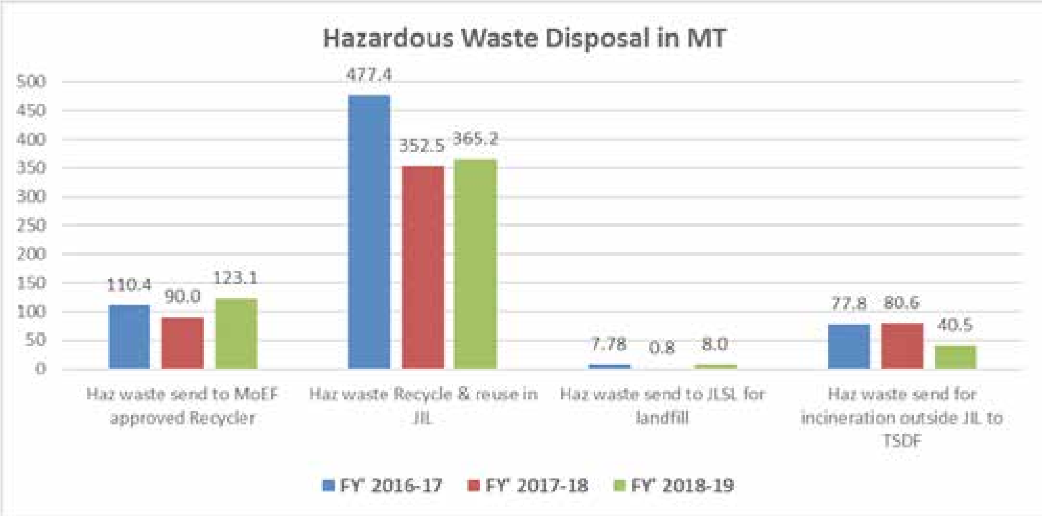

The Company has also sold non–hazardous materials other than fly ash during the reporting year, which falls in the category of scrap material. These materials include metal, plastic scrap, paper, packaging material etc. The total quantity of non-hazardous waste sold is 465.57 MT. Total quantity of fly ash reused is 412.68 MT.

The Company has developed process for proper disposal of e-waste comprising of discarded, obsolete, or broken electrical or electronic devices. No e- waste was generated in the reporting period.

The Company's operation involved lot of chemicals, solvents as well as other aqueous material and waste water. The operations are well equipped with storage, handling and treatment facilities to prevent and protect from material spillages. No significant spillage was reported from any of the plants during the reporting year.

The Company has not transported, imported, exported, or treated waste deemed hazardous under the Basel Convention. During the reporting period, waste management practices are in line with the disposal process stipulated by the Central Pollution Control Board and State Pollution Control Boards and are well within the permitted limits.

No adverse impact have been reported on any water body including ground water and community due to the rain water run-off from premises of all the five manufacturing units.

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BIODIVERSITY:

All five manufacturing locations of the Company do not fall in or adjacent to Protected Area, Sanctuary, Reserve Forests or area of importance of biodiversity and thus have no impact on the biodiversity of such areas. The major units are located in industrial area. There are no Habitats in vicinity of plants and there are no International Union on Conservation of Nature (IUCN) Red List of Threatened Species and no national conservation list species in plant vicinity that are affected by plant operations. The Company regularly reviews its environmental strategies for any impacts on biodiversity. Due to better environmental management, aesthetic environment around the manufacturing facilities is maintained with green plants.

Tree Plantation and Green Area Development

Initiatives across all five manufacturing plants have been carried out for improving the green belt and tree plantations. Saplings of locally found trees which grow in the ambient climatic conditions of the manufacturing plants and also supports in noise control have been preferably used in the plants.

World Environment Day with monsoon season is most suitable period preferred for trees plantation. Awareness programs are carried out among employees and contractor personnel for encouraging them to plant more trees and increase greenery. Tree plantation drive is also carried out in local communities and villages and awareness and saplings are provided by the Company. Total 397 trees have been planted across manufacturing units.

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Impact Mitigation of Products

The Company's R&D efforts are to improve the product yield, reduction in the use of solvents, as well as to reduce the effluent generation. The Company believes in waste minimisation and cleaner production. The Company's product safety focus is operational through focus on safe handling of products from point of production to point of distribution. Standard Operating Procedures (SOP) ensures safe handling and transport of products. Every product consignment is dispatched in accordance with SOP formulated. The Company does not have a formal end-use and end-product assessment mechanism in place as a result of which product lifecycle analysis was not undertaken. The Company activities are to manufacture consumable products. These are not reclaimable. Some of the bulk material such as Latex is supplied through tankers which does not involve any packaging material. The other consumer goods and exported products are packed with suitable material as required. However, these packaging materials are not reclaimed by the Company.

Transport

Emissions due to employee travel and movement of goods have not been included in the report as the data is not available extensively for all plants. The Company encourages using environment friendly transportation modes and provides benefits for carpooling to employees at Corporate Office. The Company has provided CNG fuelled bus facility for employees not travelling by car pooling at Corporate Office. The Company has also arranged pooled cab facility for employees to travel between Corporate Office and Gajraula plant. The transport arrangement is ensured to follow the road safety regulations and regularly checked for its vehicles emissions level to meet the stipulated norms and update its PUC Certificate. The Company encourages employees to share their cars on pooling basis for travel to work.

Environmental Compliance

The Company has not been fined for any non-compliance of environmental laws and regulations in the year 2018-19.

Environmental Expenditure

Regular environmental monitoring of ETP, STP, stack emissions, installation of online monitoring system for stack emission and flow monitoring of waste water generation and ambient air quality and up-gradation of environment pollution control equipments and disposal of hazardous waste are included in the overall cost of manufacturing operations at respective units. In the reporting year, the Company's expenditure on environmental protection amounted to approximately Rs 2.4 Million.

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OCCUPATIONAL HEALTH AND SAFETY

The Company's approach to Occupational health and workplace safety is guided by its Environment, Health and Safety Policy. The Company aims to improve the work-life quality of its employees by providing a safe and healthy working environment. The Company's safety practices and occupational health facilities are of high standard & deploys best practices and are subjected to ongoing up gradation.

During the reporting period, no Reportable Accident has occurred at any manufacturing locations. The Company intends that the behavioural approach to risk awareness and management will make a major contribution in reducing and improving safety and health in the workplace across all the manufacturing locations.

The Company has successfully implemented Observation of Unsafe Acts and Unsafe Conditions across all five manufacturing plants. It has strengthened Line Managers in building Behavioral safety among

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the employees and contract personnel. Our Shift In-charge are taking self-ownership to improve workplace safety, issue daily permit to work and ensure their compliance adherence. Training are provided on behavioral safety, best safety practices shared. Unsafe Acts and Unsafe Conditions have been tracked and the hazards mitigated through corrective and preventive measures. On-Spot coaching has been provided to personnel found following Unsafe Acts. Refresher Training has been continuously provided emphasizing the importance of improving and following safe work practices. For the reporting period, total 27533 number of Unsafe Acts and Unsafe Conditions have been observed, out of which 22717 number of Unsafe Acts and Unsafe Conditions have been corrected.

Safety Motivation

The Company organized various safety competitions and programs at its manufacturing locations for creating safety awareness in the week of March 4, 2019, being the National Safety Day. On this occasion, safety pledge was administered by respective Unit Heads, Department Heads, EHS team members, and employees to reiterate safety offsite as well as in the workplace be treated with utmost importance.

Activities carried out in Safety Week are Safety Pledge Administration, Safety training, Safety Rally, fire-fighting equipment and PPE exhibition, Poster competition for awareness among employees and contractor personnel on emergency, operation and maintenance safety measures.

Glimpses of the Safety Week activities at the manufacturing plants are mentioned below;

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Safety embedded in training

EHS Training organized covered topics such as process safety, emergency preparedness, use of self-contained breathing apparatus (SCBA), emergency management, emergency kit handling, fire safety and prevention, fire-fighting, general safety, material handling and first-aid training. Regular trainings are carried out during the year to raise awareness and encourage safe behavior in all work-related activities and also extend it to offsite safety. Safety Awareness Display Boards are provided across

plants for regular update for employees and ease of reach as located within work places.

Managing safety

The Company's EHS policy recognises that the compliance to regulatory standards on environment, health and safety is of utmost importance. At each manufacturing location the EHS Manager / Executive is responsible to oversee and ensure these compliances.

The Company promoted better health and safety awareness through the following initiatives:

- In-house healthcare facilities, first-aid and emergency care services for all employees
- Full-time / Visiting doctors at the plant and paramedical staff at on- site clinic

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- Employee health checks regularly
- Safety committee meeting at all manufacturing locations at regular interval with minimum 50% committee members from workers
- Regular safety audits
- Awareness program for workplace safety with regular campaigns
- Usage of safety protection equipment such as safety helmets, gloves, respirators
- Regular mock drills involving concerned persons
- Safety Day / Week celebrations with employees involvement



The governing regulations as per Factories Act 1948 in the plant encapsulate the guidelines related to good health and safety practices for employees and contract workmen. Also plant certified for OHSAS 18001 and ISO 14001 have procedures defined to be followed in plant. Workmen agreements cover clause for adhering compliance to statutory legislations such as Factories Act 1948 and follow the safe operating procedures (SOP) defined for the processes.

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EHS Improvements

EHS Improvements initiatives have been taken across plants based on the opportunities identified in EHS Audits.

Samlaya Plant (Vadodara, Gujarat)

Successful commissioning of Safety sprinkler system was carried out at BD storage area for Bullet and tanker at Samlaya.

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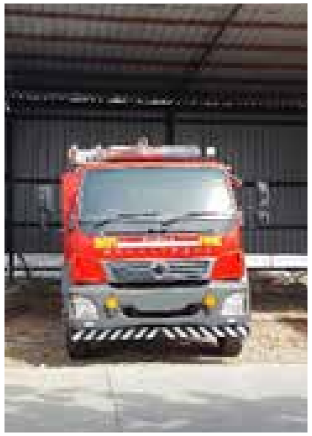
To keep up the system and avoid any injury, successful installation of Online Respiratory System have been carried out at Samlaya.



Upgradation of Firefighting facilities by replacing old Fire tender with all new fully equipped Fire Tender and ambulance.





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Gajraula Plant (Uttar Pradesh)

Inauguration of Ambient Air Quality Monitoring system at Gajraula

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Sprinkler System Installed in SPVA & WF Plants

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Control of Fugitive Emission at Gajraula

Replacement of Production belt in PSSP Plant

Replacement of New DC Bag Hopper Rotary valve in SSP of Production belt

Installation of canopy over inclined Conveyor belt in SSP Plant

Replacement of RM Feed Belt in PSSP Plant

Replacement of CR Elevator discharge chute in SSP Plant

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Occupational Health Services

The approach to Occupational Health Services at Jubilant Industries Limited is multi-dimensional encompassing important spheres related to preventive and curative health. Pre-employment checks for newly recruited employees, periodic medical examination at regular six monthly / annual intervals and executive health check-up are done at all plant locations. Plant hazard mapping and monitoring is also a vital part of Occupational Health Services. Work activities involve use of hazardous chemicals of flammable/ toxic/ reactive nature, and handling of concentrated sulphuric acid, dusty ambient air due to fugitive emissions in powdered material packaging, high noise from operation of blowers, compressors, diesel generators, and compressed air/ nitrogen usage in equipment. Acoustic enclosures are provided across DG, sound barriers/ partition wall to control and suppress the high noise level. Regular workplace chemical exposure monitoring, noise, illumination surveys are carried out and reports analysed for corrective actions. Canteen hygiene survey is routinely done. Vaccination for Hepatitis A and typhoid of concerned food product handling personnel was carried out in Gajraula plant.

Special occupational health checks like Spirometry, Audiometry, ECG, blood tests, urine tests, done on regular periodic basis for all employees as part of mandatory periodic medical examination. There were no Notifiable Diseases recorded in the FY 2018-19.

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At Gajraula, training programs related to occupational health are conducted at Occupational Health Centre and employees and their families are made aware about occupation related health ailments. Range of Health talks and wellness programs are organized at Corporate Office, while in plants health, education and awareness on food hygiene, first aid, AIDS, tobacco & cancer awareness etc are conducted on regular basis. As a step forward & striving towards better services at Gajraula, e-healthcare presentations are regularly circulated to all employees through intranet.

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LABOUR PRACTICES AND HUMAN RIGHTS

Disclosure on Management Approach – Labour Practice

- ***Goals & Performance***

  Our approach is beyond the paradigm of adhering to laws. We manage our human resources as a strategic asset, adopting a rational approach towards leveraging this talent for competitive advantage. The inherent belief of going beyond the usual practice of legal paradigm enable us to demonstrate the organisational Values – ***Inspire Confidence, Always Stretch, Nurture Innovation and Excellent Quality***. The Company understands, the effectiveness with which we manage, develop and stimulate our employees is an important cornerstone & directly impacts the organisation profitability.

- ***Policy***

  In the prevalent ecosystems, HR Practices too are ever changing and dynamic and with this, it becomes all the more critical to have a strong focus on sustained growth. Our Policies and Practices include Talent Acquisition, Performance Management , Focused learning, promotion,

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remuneration, working conditions, customer relations, investment and procurement practices, security practices and the practices of contractors, suppliers and partners and also includes strict measures to deal with child labour, prevention of forced and compulsory labour. The organizational policies are available on the intranet portal and the employees are well aware of these policies. The organization believes that growth is possible only when there is a coherent approach amongst the team and genuine desire to prevent discrimination based on gender, national or social origin, economic status, religion, political or other conscientiously held beliefs, birth or other status.The Company also ensures safe and healthy working conditions for all its employees.

- **Organisational Responsibility**

The managerial responsibility for protection of Labour Practices and Human Rights reserves with the Head of Human Resources, Unit Heads at respective manufacturing locations.

- **Monitoring & Follow-up**

People and processes are the pillars of our businesses. To drive these more broadly and deeply into the business, we have in place a robust integrated strategic planning & Performance planning system for our employees. The employee performance evaluation process, includes goal setting, performance measurement, regular performance feedback, self-evaluation, employee recognition, and documentation of employee progress. The compensation for employees is reviewed annually through the structured mechanism.

Jubilant Industries Limited – that's all of us!

In this ever evolving organisation HR strategies needs to be abreast it with changing scenario of organisation & profile of its employee to find, bind and support our employees in the right positions at the right time. The motto of HR strategy is to **Attract, Retain, Develop** and **Excite** JLITE through innovating people & Business solution.The Company has a total workforce of around 519 resourceful employees spread across its corporate office in Noida, manufacturing units and sales offices PAN India that witness their development aligned to the growth of the organization.

Jubilant Industries Limited encourages leadership and commitment through measures to maintain management quality, employee productivity, and employee satisfaction within a neutral and congenial organization culture. We intervene through different programmes & developmental tools to keep our leadership pipeline flourishing.

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As a vibrant Company, Jubilant Industries Limited ensures strategic HR and management development that is oriented by the business targets as well as social and economic changes. Our effective HR practices remain flexible, close to the business to maintain the success of all of its employees in developing their skills by using an integrated approach. Competencies such as performance, result orientation, assertiveness, leadership, reliability, communication and creativity form their basis. Building upon these competencies, performance management, talent management, training and development, retention management and culture management are the mainstays of HR and management development within our Company. All these aspects work together, are interlinked and thereby contribute to the overall Company strategy. We have continued to preserve pleasant Employer – Employee relationship and there have been no instances of major strikes, lockouts or any other disruptive labour disputes. We continue to provide better range of benefits to our employees and their dependents, addressing their social security needs.

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The Company continues to recognize that its people are the eminent source of competitiveness and therefore it is our constant endeavor to support and build people capabilities and to make them attain better results.

With an aim to be the employer of choice, we encourage leadership & commitment through various measures to maintain management quality, improved employee productivity and employee satisfaction through a neutral and congenial culture.

The cornerstone continues to be on most ingenious HR practices of attracting the right & the best talent available, Engaging and retaining them and also provide developmental inputs, critical to maintain desired operational standards, Develop a credible succession plan for key positions, ensuring no adverse impact on the business objectives, in case of unexpected departures in key positions.

The Company invests in various talent engagement & development programs for its employees in an integrated approach. The framework is to provide comprehensive range of training interventions to all our employees by special focus on “Action-Learning” projects, Breakthrough Workshops, orbit shifts, Talent Succession planning, Individual development Plans. Training and developing existing talent by identifying & differentiating “High Performance High Potential”.

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The successors to the business heads are being engaged to lead cross-functional teams and are structurally involved in strategy and operational discussion to build up the holistic knowledge of the business and create a win-win situation for both the employees and the organization.

To execute organisation's growth and diversification plans, the Company hires new, highly skilled scientific and technical personnel also the search partner engagement program enables the Company to reinforce its employer branding that has translated in to successful lateral hiring at key positions.

We have also introduced rewards and recognition policies for we believe that each individual's success contributes to the sustained success of the organization and it the recognition of the contribution is of value to the organisation.

With intensive collaboration, Human Resources at JIL binds performers as they are constantly presented with challenging, diverse career opportunities within the Company. For the Company as a whole, we ensure flexible, sustainable HR and succession planning with an increasingly business orientation. Our plinth stones are our values - "**Caring, Sharing and Growing**", which define us who we are and what do we stand for. It brings together all its employees and other stakeholders to the range of Human Resource interface to the internal and the external world.

The conviction of Human Resource to thrive with the prosperity of the Organization will definitely comprehend with more rigors in meeting and beating all business challenges.This is how we are determined to set up the win-win situation across all businesses and functions at Jubilant Industries Limited. All the employees details mentioned in the report are of permanent and full time employees except Reportable Accident free man-hours cover both employees and contract personnel.

No. of Employees as on 31st March 2019 (FY 2018-19)	**515**	
Corporate/Branches	236	Executives = 236, Workers = 0
R&D – I	15	Executives = 15, Workers = 0
Gajraula	154	Executives = 98, Workers = 56
Samlaya	50	Executives = 41, Workers = 9
Sahibabad	53	Executives = 32, Workers = 22
Nira	2	Executives = 2, Workers = 0
Kapasan	4	Executives = 4, Workers = 0

No. of Executives (as on 31st March 2019)	428	Gender *(Executives)*: Male - 417, Female – 11
No. of Workers (as on 31st March 2019)	87	Gender *(Workers)*: Male – 87

Percentage of employees in the gender category (as on 31st March 2019)	Male – 98%, Female – 2%
Percentage of employees by age group (as on 31st March 2019)	<30yrs = 14%, (30 - 50yrs) = 69%, >50yrs = 17%

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We provide benefits like Personal Accident Insurance, Group Term insurance and Healthcare Coverage with the TOP UP Plan for employees and their dependents, also complying to their social and security needs. We also offer housing facilities number of our employees at our Gajruala and Nira plants and provide funding for schools for our employees' children, health Check-up at Gajruala. The wages and benefits of our unionised employees are generally established by collective bargaining agreement.

No. of employees by gender that were entitled to parental leave	0	Male
	11	Female
No. of employees by gender that took parental leave	0	Male
	2	Female
No. of employees who returned to work after parental leave ended	1	Female
The number of employees who returned to work after parental leave ended who were still employed twelve months after their return to work, by gender.	NA	
The return to work and retention rates of employees who returned to work after leave ended, by gender.	NA	

Learning & Development is our winning strategy. The key drivers for L& D continue to build upon enhancing the organisational efficiency & Leadership development. The process encourages "Learning by doing" & cross working collaboration with different teams for sharing knowledge, ideas & expertise, this is a positive indication of a shift away from top-down learning towards the natural flow of learning in organisations. Learning mechanism is segmented into Functional & Technical, Behavioural, Quality, and Safety & Leadership Integration programs. To name few of our flagship programmes, Sales Excellence Workshop, Talent & Succession Planning, Competency Assessment exercises and Goal Setting, Managing High performance, Outbound programs etc., Array of training programs, pertaining to efficiency & expertise development on functional skills of employees are conducted on monthly basis internally. Persistent Industry & market exposure to the employees is ensured through external training programs conducted by highly specialised & professional agencies. We as an organisation do not have a policy on provision of sabbatical periods with guaranteed return to employment.

Average number of training man days per employee for reporting period (executives)	**3.33**	Total training man days stand to be 1935.75 (15,486 Man Hours) (Training man hrs for **Executives – 10647 hrs** & **Workers 4839 hr)**

For the reporting period, the total number of training hours for male executives is **10559** hrs and for female executives is **88** hrs. There are **11** female worker in the Company.

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The various Company level Annual R & R programs were leveraged, Spot-On & Star of the Month Awards were structurally organised.

Percentage of total employees by gender who received a formal performance appraisal and review during the reporting period.	All employees in executive category except trainees receive a formal performance appraisal. As on 31st March 2019 (FY17-18), percentage of such eligible employees stand to be 90% approximately (Female – 3%, Male – 97% from the total no. of 385 covered).

Total number of new employees hired during reporting period	77	Male
	1	Female
Rate of new employees hired (Average Base is 78)	99%	Male
	1%	Female

Total number of new employees hired (Age group wise)	78	<30yrs = 30, (30 - 50yrs) = 45, >50yrs=3
Rate of new employees hired (Age group wise)		<30yrs = 38%, (30 - 50yrs) = 59%, >50yrs=3%

Total number of employees leaving during reporting period	132	Male
	2	Female
Rate of employees leaving during reporting period (Base figure =141)	98%	Male
	2%	Female
Total number of employees leaving employment (Age group wise)	132	<30yrs =34, (30 - 50yrs) = 83, >50yrs = 15
Rate of employees leaving employment (Age group wise)		<30yrs = 25%, (30 - 50yrs) = 62%, >50yrs = 13%

We are an equal opportunity employer and no discrimination is made on account of caste, creed, gender, religion, etc.No discrimination on remuneration for women and men irrespective of category & grades are followed rather it is on the basis of performance, credentials and deliverables.

Taking every piece of it in the times to come, the conviction of Human Resources to prosper with the prosperity of the organisation will definitely be realised with more rigors. This is how we intend to establish the Win-Win environment across all businesses and functions in organisation. We are brave in our stride, we learn from both our successes & slips to ensure an environment of continual improvement.

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Human Rights

Disclosure on Management Approach - Human Rights

- **Goals & Performance**

  Jubilant Industries Limited is determined to contribute to the promotion and protection of Human Rights. The Company ensures direct responsibility to value human rights in their own operations by adhering to laws of land.

- **Policy**

  We believe in facilitating an ethically complaint & corporate governance centric environment for our employees. We ensure that our policies and practices prevent discrimination based on gender, national or social origin, economic status, religion, political or other conscientiously held beliefs, birth or other status. Related policy includes recruitment, promotion, remuneration, working conditions, customer relations, investment and procurement practices, security practices and the practices of contractors, suppliers and partners and also include measures to deal with child labour, prevention of forced and compulsory labour. The Company maintains its own internal financial and quality controls, which are periodically verified by external independent auditors.

- **Organisational Responsibility**

  The managerial responsibility for the promotion and protection of Human Rights is of the Head of Human Resources and the Unit Heads at respective manufacturing locations.

- **Monitoring & Follow-up**

  The primary responsibility for monitoring Company policies and practices lies with Head -Human Resources at the Corporate and the Unit Heads at respective manufacturing locations.

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- **Additional Contextual Information**

Sankalp

'Sankalp' is an endeavour to encourage the creativity of employees and their participation by way of contributing new ideas/suggestions for improving organisational efficiency and productivity. This activity is categorically aimed at engaging employees in the workmen cadre to participate in idea generation and implementation for improvement at the shop floor as well as plant location. Their contributions in this regard are suitably rewarded and acknowledged. The objective of laying continuous efforts for continuous improvement is certainly visualised through this wise initiative across all plant locations.

Governance Policies like Code of Conduct and other policies govern the Company ethics. These policies encourage intellectual honesty, employees conduct, freedom of association etc. in every aspect. The Company advocates fair business practices, which are centred on transparency, equal opportunity, lawfulness and integrity of records. Each employee is given training on the Company's policies & Code of conduct at the time of joining, during orientation and as & when required. The Governance policies are available on Company's intranet as well as available on demand for ready reference.

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The Company follows all relevant, applicable rules and regulations as described by governance bodies with regard to the inclusion of human rights clauses in its various agreements with the suppliers and contractors. As a policy, the Company does not employ child or forced labour in its operations. It further encourages its suppliers and business partners to follow these human rights practices through the Green Supply Chain Policy which is communicated to them. 100% of 'A' Class suppliers of packing material have been audited and found to have not engaged any child in their plants. They have also put a board outside their plants indicating ---- NO TO CHILD LABOUR.

The Company follows a policy of non- discrimination on the grounds of gender, caste, religion and others. No case of discrimination has been reported. There are no areas in the Company's operations where right to exercise freedom of association and collective bargaining may be at risk.

Percentage of total employees covered by collective bargaining agreements.	36%	The total no. of workers as on 31st March, 2019 across all manufacturing locations 87. They are covered by Long term settlement by way of workmen committees. Long term settlements are considered equivalent to collective bargaining agreements as we do not have trade unions.

The communication is shared via the notice display boards or mails in case of any substantially affecting initiatives organisation takes.

All the 4 manufacturing sites (100%) of the Company's operations have been internally audited to ensure NO Child Labour had been deployed. Company has defined governance mechanism with its Ombudsman Office to address issues, concerns and grievances of stakeholders covering employees, shareholders, customers, business partners and communities including those for human rights, compliances and anti-corruption. We have a practice to periodically check with the Ombudsman's office on cases or issues registered with them & initiate suitable action, as required.All the security personnel are inducted to the organizational policies and practices and their behaviour is aligned to the organization's values. This is also driven through common meetings within the group companies.

No incidence of discrimination and grievance related to human rights and corruption was reported during the year. The Company has not reported any anti-competitive behaviour and has not been

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fined for non-compliance with laws and regulations. The Company is governed by code of business conduct and ethics guidelines for all employees.

Raw material and packing material for the Company procured by Supply Chain team located at HO and Plant. Sourcing of Raw material, packing material, Project procurement & Indirect Procurement is being done though on line tools/platform.

About 30 to 35 % raw material is imported and rest procured locally within the country. Packing material is completely procured locally. Supply Chain have tie-up for storage facilities at key ports of Kandla, Mundra, Hazira in Gujarat and JNPT Mumbai in Maharashtra. Most of the Rock Phosphate a key raw material for fertilizer is procured from locally from Rajasthan. Sulphur is procured from refineries, Mathura in Uttar Pradesh, Panipat in Haryana and Bhatinda in Punjab. All the materials are transported internally through rakes, trucks, and tankers based on logistics availability and cost benefit consideration. Timely availability of material is tracked as per Business sales plan and production plan. Inventory norms are defined based on lead time and ABC classifications for different raw /packing material. The Company follows all relevant, applicable rules and regulations as described by governance bodies with regard to the inclusion of human rights clauses in its various agreements with the suppliers and contractors. As a policy, the Company does not employ child or forced labour in its operations. It further encourages its suppliers and business partners to follow these human rights practices through the Green Supply Chain Policy which is communicated to them. The questionnaire checklist have been revised for assessment of Suppliers for Sustainability Aspects. Total 40 new raw material and packaging suppliers have been reviewed for EHS & Sustainability Aspects including Environmental, Labour Practices, Human Rights and Societal Impacts. No actual or potential negative impact for Environmental, Labour Practices, Human Rights or Impact on Society at supplier locations have been identified in the assessment.

All contractors & service providers engaged in the plants were reviewed to ensure NO Child Labour has been engaged by them and further their performance reviewed regularly by Supply Chain team with support of cross functional to ensure they do not violate any legal requirements / standards. Total 15 numbers of contractors and service agencies have been reviewed for human rights.

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CUSTOMER ENGAGEMENT AND PRODUCT RESPONSIBILITY

Management Approach – Product Responsibility

Jubilant Industries Limited is committed to responsible management of products. The Company ensures direct responsibility and objectives are defined right from product development, labelling and packaging to marketing and advertisements of products.

Product Responsibility aspects are considered starting from the stages of product concept and development. R&D considers and reviews the MSDS of chemicals as per their formulation for the Health and Safety aspects of new products. The revised chemicals MSDS are framed using the Global Harmonised System (GHS) guidelines. They are reviewed and utmost consideration and care is taken for no adverse effect on the customers' health and safety.

The products are labelled in accordance with the statutory requirements and specific customer requirements, if any. Health and Safety features such as flammable symbols and handling precautions measures are also included in products as identified necessary in product Health and Safety review.

Advertisements and marketing communications are framed as per product features and products applications. Regulatory compliance is adhered in these communications.

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Jubilant Industries Limited considers and holds the customer details in strict privacy and no breach for customer details leakage is ensured. Intellectual Property Rights (IPR) code of conduct for protection of product details and business is ensured to be aligned and agreed by each employee and concerned business partners.

The managerial responsibility for the Product Responsibility is of the Business Head of each Division and the Unit Heads at respective manufacturing locations and R&D. Legal department is responsible for ensuring all statutory compliances in domestic and international products packaging and labelling.

The Company facilitates the establishment of programs for Product Responsibility awareness and guidance of concerned employees within the Company and encourage collective action in business associations to promote respect among each other.

Customer complaints and legal notices for non-compliances are two main indicators of failures in this aspect. Legal aspects are updated by the legal department. Business Heads ensure country specific legal requirements for exports. It is reviewed annually or at the time of change in legal requirement whichever is earlier.

The Customer engagement helps in shaping a benefit service and ensures that it is delivered in response to known needs rather than perceptions. Through improved engagement with the benefit service, the Company designed the approach which targets customer needs directly.

The Company works closely with the customers and suppliers, so that services can be developed to meet local requirements in a balanced manner

The activities identified and practiced at the Company are:

- Measuring customer satisfaction
- Developing customer service data system
- Working with customers
- Helping staff to work with customer satisfaction

The collection of customer feedback from a variety of sources helps to develop a balanced view of the service. **The Company** collects information about customer satisfaction from complaints forms, mystery shopping exercises and surveys at customer access points. These are used to identify quick wins and ensure that improvements are responsive to customer needs.

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JUBILANT
Agri & Consumer Products

QUALITY POLICY

Jubilant Agri and Consumer Products Limited is engaged in design, development and sales of Polymer, Consumer and Agri products. The company is committed to:

- Continuously exploring opportunities which are appropriate for the purpose and Context of the Organization to upgrade manufacturing standard process to achieve Global Quality Standards.
- Ensuring compliance of national and international regulatory standards
- Continual improvement of Quality Management System and performance

The Quality Management System will strive to:

- Promote Quality awareness among employees, contractors & suppliers.
- Minimize Quality defects by improving controls
- Monitor, review and enhance Quality Management performance
- Provide prompt and reliable services towards total customer satisfaction
- Understand and meet Customer needs and expectations

The policy will be implemented, monitored and available in public domain.

December 01, 2018

Manu Ahuja
CEO & Whole Time Director

The Company is continuously engaged towards product safety in line with the Vision of no accidents, injuries or harm to its personnel and environment. The Company provides customers with products and services that meet their needs exactly and provides necessary information and support, so that customers can use the products safely and effectively. The products at all the locations are manufactured with highest quality standards as per the Quality Policy framed. The robust quality management systems are followed at all the units to deliver quality products to the customers.

The Company's Business does not have any non-compliance with regulations and voluntary codes concerning health and safety of its products during the reporting year. The health and safety features of Agri products are strictly adhered to as per the provisions of the Fertilizer Control Order and Pesticide Control Order for the Agri business.

For information & labelling on Single Super Phosphate (SSP) and Agrochemicals marketed, the Company strictly comply with the Fertilizer Control Order (FCO) and CIB & RC as enforced by the Ministry of Fertilizers and Chemicals, Government of India. The labelling regulations, as governed by the above regulations, stipulates the divulgence of information in the prescribed format on each of the parameters, contents, applications, safety, quality, usage etc. The Agribusiness division does not have any non-compliance with regulations and voluntary codes concerning product information and labelling of any of its products during reporting year.

The customer satisfaction surveys are conducted periodically with customers in India. Consumer Products manufacturing is governed with ISO 9001: 2015 certification and customer i.e. dealer satisfaction levels are measured and tabulated as per the quality module through a structured questionnaire. Quality management processes in these manufacturing sites are regularly audited by internal certified auditors and external auditors from accredited agencies.

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There are no codes or standards pertaining to market communications related to SPVA, since this is an intermediate product sold directly to end customers. However, the Company conducts its business, including marketing communication and advertising, in an ethical manner and no communication is designed violating the general advertising laws of India, be it ethical, cultural, privacy intrusion or attempts to influence vulnerable audiences. The Company keeps itself abreast with any changes brought about by the Government in this regard and reviews it every year.

Jubilant Industries Limited does not sell its products to any country where the product is banned, or the usage of which is subject to stakeholder questions or public debate. There are no incidents of non-compliance with regard to voluntary codes concerning marketing communication, including advertising promotion and sponsorship during the year.

There are no complaints against the Company's business with regard to breach of customer privacy and/or losses of customer data. No sanctions, administrative or judicial, or any monetary fine has been levied on the Company's business for non-compliance with laws and regulations concerning the provision and use of products manufactured and/or marketed by it.

The Company had no incident of non-compliance and has paid no fines for non-compliance with laws and regulations concerning the provision and use of products and services and marketing communications

Brand Building- Farmer & Dealer involvement activities

Personal Selling

- Farmer Meeting
- Sales Meeting
- Work Shops
- Field Demonstrations

Sales Promotion

- Jeep Campaigns
- Exhibitions
- Farmer Fairs
- Product Demonstration

Training

- Soil Testing Labs
- AV Technical Films
- Retailer/Dealer Meetings

Advertising & Publicity

- Banners, Posters, Leaflet
- Shop/wall / trolley paintings
- Press notes in Agri magazines
- Consumer Schemes

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Jubilant Agri and Consumer Products Limited engages with the stakeholders through extension programs and field activities at farmer level.

BTL activities like farmer meetings, kisan melas, jeep campaigns, retailer trainings/ meetings, field demonstrations and product trials are being organized at district/village level for intensive communication & interaction

Different branding tools (like crop specific POP material) are being used to showcase product range and their usage with recommendations on different crops. Various tools used for brand visibility are-Wall, trolley, & shop paintings, bus paneling, pole posters, banners, stickers and posters.

Door to door campaigning in the season time through jeep campaigns and meetings helps educating them with useful tools and techniques from sowing till harvesting viz. field preparation, new and high yielding crop varieties, seed treatment, balanced fertilization and crop protection methods and products with their dosages and usage.

Detailed discussions are also held with farmers on the usage of Ramban products for increasing yield and bringing about an appreciable improvement in the quality and appearance of crops. They are educated on economic as well as crop and soil benefits of SSP vs DAP, Granular fertilizer, Fortified fertilizer (Boronated GSSP), Organic fertilizers & other Specialty products. Trials show that benefits extended by Ramban SSP far outweigh the input cost, bringing better profitability per acre of land to the farmers.

In field demonstrations, RAMBAN products are being used for different crops at different stages in farmer field so that they can themselves compare the results after using these products

In a demonstration conducted at Bareilly district, Ramban SSP showed visible increase in yield upon usage in Sugarcane crop as compared to DAP.

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ABBREVIATIONS

Participation in Kisan melas which are held by local government bodies plays a vital role in interaction with farmers on large scale that too at a common platform. Farm and cropping solutions are provided to the farmers through these melas.

Retailer Meeting

Farmer Meeting

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Kisan Mela

Farmer Visit

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ABBREVIATIONS

Banner / Sticker / Leaflet / Posters

Leaflet

Sticker

Poster

Banner

Bunting

The SPVA product bags and pallets are labelled as per the country regulations of customer such as Food Safety Law and labelling requirement of Department of Customs of different countries. The Company strictly follows these laws and regulations. There have been no incidents of non-compliance with regard to labelling requirements of products from the countries.

In Latex business, For supplies to European Union (EU) market and South Korea market, the Safety Data Sheet (SDS) comply with Classification Labelling and Packaging (CLP) notification under Registration Evaluation and Authorisation and Restriction of Chemicals (REACH) regulation of EU and REACH regulation of Korea respectively. The Company has completed pre-registration and registration for EU REACH compliance of latex products.

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Achievers Club

'JIVANJOR' & 'CHARMWOOD' are established brands of Jubilant Agri and Consumer Products Limited. The Company believes in and indeed, practices a holistic approach towards the business of its choice. Along with the attainment of financial objectives, the existence of influencer satisfaction is of the utmost importance to the brand. An effective influencer Relationship Program needs to be present and maintained with much competence. 'JIVANJOR' initiative Achievers Club is working towards realising this objective. We have enrolled 3.1L+ (Since program inception) carpenters/contractors & polishers with us whom we interact directly.

Essentially, Jivanjor Achievers Club is an endeavour on the part of Jubilant to reach out to the influencers and make them feel special for their association with the Company. It represents the Company's heartfelt gratitude and the desire to continuously evolve as a business entity.

DEALERS/CONTRACTOR MEET

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Retail branding

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COMMUNITY ENGAGEMENT AND CORPORATE SOCIAL RESPONSIBILITY

Our Community

Corporate Social Responsibility (CSR) is an integral part of Jubilant's framework for sustainability. The initiatives towards CSR are in line with Sustainable Development Goals also known as Global Goals.

The CSR activities at Jubilant are in line with the provisions of Schedule VII, Sec-135 of Company's Act 2013, the detailed CSR policy has been uploaded on the website www.jubl.com.

The Company through **Jubilant Bhartia Foundation**, which is a Section 25 Company (Sec 8 as per new Act), implements its CSR activities (in line of the provision of the Act) for the community around its manufacturing location.

In the FY 2018-19, Jubilant Bhartia Foundation continued its social initiatives focussed on Education, Health Livelihood and Social Entrepreneurship

Approach-

At Jubilant Bhartia Foundation, the significance of community engagements is well understood and the same is reflected in the implementation of social projects. Its follows the approach of 4P model (Public-Private-People-Partnership) for empowering communities.

Respective location's program coordinators maintain regular interactions with community. Also a community interface meet is also organised once in a year to bring all-important stakeholders on board. The year 2018-19 witnessed the community interface meet organized at Gajraula and Bharuch location. The community meet is a platform where the community express their concerns and they get to understand the company better. The offsite emergency plan is also shared with the community at interface meet.

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Like last year, this year too, JBF distributed student's annual diary to schoolchildren in the villages. The diary carries categorised features like personal details, immunization calendar, guidelines for health and hygiene, prayers, national anthem and emergency contact numbers etc. This is one of the step to make community handle any kind of emergency through the emergency contact no. section in the diary.

The CSR program reflects the essence of global goals (Sustainable Development goals) are designed towards accomplishing the same

No Poverty - The first goal of SDGs deliberates on poverty is triggered due to various factors like lack of basic services, such as education, hunger, social discrimination and exclusion, and lack of participation in decision making along with lack of income.

At Jubilant, focus is given on skill development to impart trainings to the youths through which they can enhance their probability of employability.

The Vocational Training Centers (VTC) at 3 locations Gajraula, Nira and Nanjangud provide training on various vocational trades like tailoring, soft skills, embroidery, paper quilling and jewelry making etc.

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JBF (in association with HP) continued its computer literacy program at Gajraula, Bharuch, Roorkee and Nira. This year the same program is also introduce at Nanjangud, Noida and Varanasi. The project aims at supporting Digital Literacy in the rural areas.

JBF initiated Uniform Stitching center led by all women is operational at Nanjangud and Gajraula. The stitching center has market linkages in the company itself as these women stitch uniforms for the employees of manufacturing plant in which they are operational. The stitching center is the source of livelihood for all women working there.

2 ZERO HUNGER

Zero Hunger - To contribute towards the attainment of SDG with respect to Zero Hunger, Jubilant is working towards curbing malnutrition. Jubilant continued real time growth monitoring of children of age group 0 – 5 years at select project area.

The project is being implemented at 32 villages of Gajraula location in Uttar Pradesh. Growth monitoring of target children is done through mobile based biometric enabled IT platform by the select women health guard (Swasthya Praharis) identified by JBF.

The project also entails on behavior change communication and creating a supporting environment. The malnourished children are graded as per the weight mentioned on the growth chart.

The Severe Acute Malnutrition (SAM) are referred to Nutrition Rehabilitation Center (NRC), a Government health facility to manage the health status of such children.

In the FY 2018-19 more than 10,000 children from the age of 0-5 years were tracked for growth monitoring under the malnutrition project in Gajrau;la.

3 GOOD HEALTH AND WELL-BEING

Good Health and Well-being – The Company focuses on ensuring health and well-being of its important stakeholders i.e. community. The company interventions are focused on ensuring basic healthcare facilities to the community in which it is working. The major projects which weaves in the health and well being of the community are:

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Swasthya Prahari – The projects aims at consulting pregnant and new mothers by women health guards and combating malnutrition in children of 0-5 years of age by women health guards of JBF popularly known as Swasthya Prahari.

Community Health Services- JBF Medical Centre at Gajraula location provides health services to the patients as Outpatient Department (OPD), Day Care, Lab Tests, and Directly Observed Treatment, Short course (DOTS) for Tuberculosis, Integrated Counseling and Testing Centre (ICTC), X-Ray etc. At other locations, the basic healthcare services are provided to the community through mobile health units.

The details of number of patient benefitted through various health services of Jubilant is as below:

More than 16000 patients were consulted at Jubilant Bhartia Foundation Medical Centre based at Gajraula.

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4 QUALITY EDUCATION

Quality Education – To improve quality of education in rural primary government schools, Jubilant continued its project 'Muskaan' in project locations.

The Project 'Muskaan' of Jubilant aims at strengthening the rural government primary education system through enhanced quality of education.

- The engagement with schools and students are done through various extra co-curricular activities in the rural schools like mass sapling plantation, drawing competition, storytelling competition, crafts day, essay completion etc.

- Jubilant continued the flagship program 'Jubilant Pratibha Puruskaar' where a monthly scholarship amount of Rs 500/- is given to meritorious students in Gajraula. A total of 20 students received scholarship under the program in this Financial Year.
- The project aims at sustaining the interest of students to come to schools regularly through above programs by supporting infrastructure development at project schools.
- This year, JBF is supporting a construction of a model government school at Kallahali village in Nanjangud. The model school will have urban school's feature like science lab, computer lab and a library. In addition, JBF facilitated the construction of 2 class rooms at Varuna Government school at Mysore in Karnataka.

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- At Gajraula, JBF supported 5-government primary school as model school with fully equipped science lab in each school.
- At Nira, JBF supported the renovation of Jubilant English Medium School.

Gender Equality – The Company has incorporated its policy of non-discrimination and aims at providing every one with equal access to health care, quality education, career and vocational guidance, employment, remuneration, occupational health and safety and social security etc.

The all women stitching center is operational at Gajraula with business linkages in the Company itself. The JBF initiated stitching centre at Gajraula is established after seeing the impact of successful stitching centre of Nanjangud in Karnataka.

These both centre at two different geographical locations are being initiated by Jubilant. This is a step towards empowering several women to be economically independent.

Project Swasthya Prahari (Women Health Guards are actively involved in most of the health projects at Gajraula) is also an efforts towards attaining gender equality.

Clean water and Sanitation –This goal deliberates on availability and sustainable management of water and sanitation for all.

- In view of above, the Company has established RO water systems at Gajraula and Nanjangud location.
- In addition, the Company understands the significance of water conservation to meet the demand of the community in future. In cognizance of this, Jubilant has taken steps to become water positive. Taking it forward, this year company has established 135 water recharge structures at the pond so that extra water accumulated in the pond during rain can be recharged to improve level of ground water.
- Also, this year around 30 Taraltec water reactor have been installed in hand pumps in Gajraula to kill microbes in water to make it safer than earlier for drinking

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Partnerships for the Goals - The Company is collaborating with several local and global organisations. This year Jubilant's major partners under its various programs were:

Schwab Foundation for Social Entrepreneurship- The Social Entrepreneur of the Year Award celebrates the advancement of social innovation Worldwide. The awards recognizes the individuals and organisations who implement innovative, sustainable and large-scale solutions to address poverty, indignity and the lack of basic services and resources in Bottom of the Pyramid and ultra-poor communities. They work in areas as diverse as health, education, job creation, water, clean energy and building identity and entitlements and access to information and technology. Jubilant Bhartia Foundation in partnership with the Schwab Foundation is working towards to providing unparalleled platforms to leading social entrepreneurs as a key element for inclusive growth.

Confederation of Indian Industry (CII)- Jubilant Bhartia Foundation in partnership with CII Foundation has successfully implemented a project under education for remote locations of Uttrakhand .

Panasonic- JBF in partnership with Panasonic is implementing a health project at Jajjhar district of Haryana

Start-up – Start-up Consultants are helping Jubilant Bhartia Foundation in writing the Jury report and due diligence process of Social Entrepreneur of India Award.

Ogaan Cancer Foundation- In support of Elle Breast Cancer Campaign (India) Jubilant Bhartia Foundation in association with Ogaan Cancer Foundation observed Cancer Awareness Day at Jubilant on 26th October, 2018. The employees wore pink to the workday to show their support for the cause. The health talk was also organised by JBF for the employees.

- Dr Sarika Gupta Sr Gynea-Oncologist, Indraprastha Apollo Hospital presented a session at HO, Noida

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- Dr Puneet Gupta, Director Oncology Services, Metro Group of hospitals presented a session at Greater Noida office.



Rotary Blood Bank- Jubilant Bhartia Foundation encourages its employees also contribute towards society. The employees actively participated in the voluntary Blood Donation organised in association with Rotary Blood Bank on 12th February 2019 at Jubilant Life Sciences Ltd, Noida and employees were very excited and forthcoming to donate blood

HP- Jubilant Bhartia Foundation is implementing Digital Literacy Program in association with HP inc at Gajraula, Roorkee, Nira, Nanjangud, Bharuch, Noida and Varanasi.

RLG (Reverse Logistics)- JBF organized a workshop on Clean to Green Movement in the view of World Environment Day on 5th June, 2018 . Reverse Logistics presented a talk on e-scarp for the employees of Jubilant in the workshop.

Metaflex- Jubilant Bhartia Foundation is implementing a project in partnership with Stichting Metaflex to support a government residential school. Under the project, fund is provided to the school for sports equipment and for salary of coaches. A scholarship has also been provided to 2 students.

These are the major engagements for this financial year apart from various other small engagements with different organization in strengthening our social development projects like Indev, Pumpkin, International Union against Tuberculosis and Lung Disease and Taraltec etc.

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The Company always strive to be a responsible corporate citizen. Our endeavor is to transcend beyond compliance. The Company strives to integrate Economic development, Environmental quality and Social equity into core business practices and continues to improve its Sustainability performance.

Following is the road map to leverage sustainability in business strategy:

1. Community Engagement:

   The Company will keep on working towards social development of the community around its manufacturing locations through Jubilant Bhartia Foundation. The thrust area of social development for the company is primary schooling in rural areas, provision of basic health care and vocational training. The Company would continue supporting “CII-Jubilant Bhartia Food and Agriculture Centre of Excellence”. The efforts of the Company are in line with Social Development Goals (SDGs). Taking in cognizance of the various products manufactured by the Company, the focus of the social development activities will be introducing projects which can provide skill based apprenticeship and improve agricultural productivity.

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2. Resource Conservation:

   Continue to drive the 3R's – Reduce, Reuse and Recycle for waste minimisation and waste disposal from manufacturing operations.

3. Energy Conservation and Climate change mitigation:

   Continue to identify opportunities for Energy Conservation and implement measures for realising this by improving manufacturing process efficiencies, use of energy efficient equipment, cycle time reduction and batch size optimisation to reduce energy requirement and emissions.

4. Behavioral Safety:

   Consolidate employee engagement further at sites on HSE by focusing continued on Behavioural Safety, tracking and addressing issues of unsafe act and unsafe condition by involving all the employees in the initiative and use of online reporting and tracking tool Sanchetna.

5. Good Governance:

   Demonstrate good governance and be profitable being accountable and transparent to enhance stakeholder confidence. Ensure investors a sustainable return on investment.

6. Capability Building

   Attract and retain high quality workforce of diverse nature and develop a culture of belonging by encouragement, support and reward. This workforce will drive the Sustainability Mission for inclusive growth, as Company's promise of Caring, Sharing and Growing.

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GRI 101: Foundation 2016					
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GRI 102: General Disclosures 2016	**Organizational Profile**				
	102-1 Name of the organization	18	-	-	-
	102-2 Activities, brands, products, and services	21-29	-	-	-
	102-3 Location of headquarters	19	-	-	-
	102-4 Location of operations	20			
	102-5 Ownership and legal form	18, 50	-	-	-
	102-6 Markets served	18, 21, 28-29	-	-	-
	102-7 Scale of the organization	18-19	-	-	-
	102-8 Information on employees and other workers	80-82	-	-	-
	102-9 Supply chain	86	-	-	-
	102-10 Significant changes to the organization and its supply chain	18	-	-	-
	102-11 Precautionary Principle or approach	51-52	-	-	-
	102-12 External initiatives	18, 21, 22, 55, 95, 97, 103, 104	-	-	-
	102-13 Membership of associations	18, 94, 97, 103-104	-	-	-
	Strategy				
	102-14 Statement from senior decision-maker	3-4	-	-	-

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	102-15 Key impacts, risks, and opportunities	5-17	-	-	-
	Ethics and Integrity				
	102-16 Values, principles, standards, and norms of behavior	32-35	-	-	-
	102-17 Mechanisms for advice and concerns about ethics	32-35	-	-	-
	Governance				
	102-18 Governance structure	43-45	-	-	-
	102-19 Delegating authority	43-45	-	-	-
	102-20 Executive-level responsibility for economic, environmental, and social topics	43-45	-	-	-
	102-21 Consulting stakeholders on economic, environmental, and social topics	43-45	-	-	-
	102-22 Composition of the highest governance body and its committees	43-45	-	-	-
	102-23 Chair of the highest governance body	43-45	-	-	-
	102-24 Nominating and selecting the highest governance body	43-45	-	-	-
	102-25 Conflicts of interest	43-45	-	-	-

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	102-26 Role of highest governance body in setting purpose, values, and strategy	43-45	-	-	-
	102-27 Collective knowledge of highest governance body	43-45	-	-	-
	102-28 Evaluating the highest governance body's performance	43-45	-	-	-
	102-29 Identifying and managing economic, environmental, and social impacts	43-45	-	-	-
	102-30 Effectiveness of risk management processes	43-45	-	-	-
	102-31 Review of economic, environmental, and social topics	43-45	-	-	-
	102-32 Highest governance body's role in sustainability reporting	43-45	-	-	-
	102-33 Communicating critical concerns	43-45	-	-	-
	102-34 Nature and total number of critical concerns	43-45	-	-	-
	102-35 Remuneration policies	43-45	-	-	-
	102-36 Process for determining remuneration	43-45	-	-	-
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	102-38 Annual total compensation ratio	43-45	-	-	-
	102-39 Percentage increase in annual total compensation ratio	43-45	-	-	-
	Stakeholder Engagement				
	102-40 List of stakeholder groups	40-42	-	-	-
	102-41 Collective bargaining agreements	85	-	-	-
	102-42 Identifying and selecting stakeholders	40-42	-	-	-
	102-43 Approach to stakeholder engagement	40-42	-	-	-
	102-44 Key topics and concerns raised	40-42	-	-	-
	Reporting Practice				
	102-45 Entities included in the consolidated financial statements	21	-	-	-
	102-46 Defining report content and topic Boundaries	36-39	-	-	-
	102-47 List of material topics	39	-	-	-
	102-48 Restatements of information	39	-	-	-
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	102-51 Date of most recent report	36	-	-	-
	102-52 Reporting cycle	36	-	-	-
	102-53 Contact point for questions regarding the report	39	-	-	-
	102-54 Claims of reporting in accordance with the GRI Standards	38	-	-	-
	102-55 GRI content index	38	-	-	-
	102-56 External assurance	38	-	-	-
Topic-Specific Standards					
GRI 200 Economic Standard Series					
Economic Performance					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	46-47	-	-	-
	103-2 The management approach and its components	46-47	-	-	-
	103-3 Evaluation of the management approach	46-47	-	-	-
GRI 201: Economic Performance 2016	201-1 Direct economic value generated and distributed	47-49	-	-	-
	201-2 Financial implications and other risks and opportunities due to climate change	16	-	-	-

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	201-3 Defined benefit plan obligations and other retirement plans	49	-	-	-
	201-4 Financial assistance received from government	50	-	-	-
Market Presence					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	83-85	-	-	-
	103-2 The management approach and its components	83-85	-	-	-
	103-3 Evaluation of the management approach	83-85	-	-	-
GRI 202: Market Presence 2016	202-1 Ratios of standard entry level wage by gender compared to local minimum wage	85-86	-	-	-
	202-2 Proportion of senior management hired from the local community	85-86	-	-	-
Indirect Economic Impacts					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	97-98	-	-	-
	103-2 The management approach and its components	97-98	-	-	-
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GRI 203: Indirect Economic Impacts	203-1 Infrastructure investments and services supported	97-104	-	-	-
	203-2 Significant indirect economic impacts	97-104	-	-	-
Procurement Practices					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	86	-	-	-
	103-2 The management approach and its components	86	-	-	-
	103-3 Evaluation of the management approach	86	-	-	-
GRI 204: Procurement Practices	204-1 Proportion of spending on local suppliers	86	-	-	-
Anti-Corruption					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	35	-	-	-
	103-2 The management approach and its components	35	-	-	-
	103-3 Evaluation of the management approach	35	-	-	-
GRI 205: Anti-corruption 2016	205-1 Operations assessed for risks related to corruption	85-86	-	-	-
	205-2 Communication and training about anti-corruption policies and procedures	85			

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	205-3 Confirmed incidents of corruption and actions taken	86	-	-	-
Anti-Competitive Behaviour					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	85-86	-	-	-
	103-2 The management approach and its components	85-86	-	-	-
	103-3 Evaluation of the management approach	85-86	-	-	-
GRI 206: Anti-competitive Behavior 2016	206-1 Legal actions for anti-competitive behavior, anti-trust, and monopoly practices	86	-	-	-
GRI 300 Environmental Standard Series					
Materials					
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	103-2 The management approach and its components	51-52	-	-	-
	103-3 Evaluation of the management approach	51-52	-	-	-

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	301-2 Recycled input materials used	59-61			
	301-3 Reclaimed products and their packaging materials	64			
Energy					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	51-52	-	-	-
	103-2 The management approach and its components	51-52	-	-	-
	103-3 Evaluation of the management approach	51-52	-	-	-
GRI 302: Energy 2016	302-1 Energy consumption within the organization	53-54	-	-	-
	302-2 Energy consumption outside of the organization	-	Not Covered	Information unavailable	Will be taken up in future
	302-3 Energy intensity	53-54	-	-	-
	302-4 Reduction of energy consumption	54-55	-	-	-
	302-5 Reduction in energy requirements of products and services	54-55	-	-	-

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	103-3 Evaluation of the management approach	51-52	-	-	-
GRI 303: Water 2016	303-1 Water withdrawal by source	59-60	-	-	-
	303-2 Water sources significantly affected by withdrawal of water	59-60	-	-	-
	303-3 Water recycled and reused	59-60	-	-	-
Biodiversity					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	51-52	-	-	-
	103-2 The management approach and its components	51-52	-	-	-
	103-3 Evaluation of the management approach	51-52	-	-	-

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GRI Standard	Disclosure	Page number(s) and/ or URL(s)	Omission		
			Part Omitted	Reason	Explanation
Topic-Specific Standards					
GRI 304: Biodiversity 2016	304-1 Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas	63	-	-	-
	304-2 Significant impacts of activities, products, and services on biodiversity	63	-	-	-
	304-3 Habitats protected or restored	63	-	-	-
	304-4 IUCN Red List species and national conservation list species with habitats in areas affected by operations	63	-	-	-

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GRI Standard	Disclosure	Page number(s) and/ or URL(s)	Omission		
			Part Omitted	Reason	Explanation
Topic-Specific Standards					
Emissions					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	51-52	-	-	-
	103-2 The management approach and its components	51-52	-	-	-
	103-3 Evaluation of the management approach	51-52	-	-	-
GRI 305: Emissions 2016	305-1 Direct (Scope 1) GHG emissions	56	-	-	-
	305-2 Energy indirect (Scope 2) GHG emissions	56	-	-	-
	305-3 Other indirect (Scope 3) GHG emissions	56	-	-	-
	305-4 GHG emissions intensity	56	-	-	-
	305-5 Reduction of GHG emissions	55	-	-	-
	305-6 Emissions of ozone-depleting substances (ODS)	57	-	-	-
	305-7 Nitrogen oxides (NOX), sulfur oxides (SOX), and other significant air emissions	57-59	-	-	-
Effluents and Waste					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	51-52	-	-	-
	103-2 The management approach and its components	51-52	-	-	-
	103-3 Evaluation of the management approach	51-52	-	-	-

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GRI Standard	Disclosure	Page number(s) and/ or URL(s)	Omission		
			Part Omitted	Reason	Explanation
Topic-Specific Standards					
GRI 306: Effluents and Waste 2016	306-1 Water discharge by quality and destination	59-60	-	-	-
	306-2 Waste by type and disposal method	60-61	-	-	-
	306-3 Significant spills	62	-	-	-
	306-4 Transport of hazardous waste	62	-	-	-
	306-5 Water bodies affected by water discharges and/or runoff	62	-	-	-
Environmental Compliance					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	51-52	-	-	-
	103-2 The management approach and its components	51-52	-	-	-
	103-3 Evaluation of the management approach	51-52	-	-	-
GRI 307: Environmental Compliance 2016	307-1 Non-compliance with environmental laws and regulations	64	-	-	-
Supplier Environmental Assessment					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	86	-	-	-
	103-2 The management approach and its components	86	-	-	-
	103-3 Evaluation of the management approach	86	-	-	-

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GRI Standard	Disclosure	Page number(s) and/ or URL(s)	Omission		
			Part Omitted	Reason	Explanation
Topic-Specific Standards					
GRI 308: Supplier Environmental Assessment 2016	308-1 New suppliers that were screened using environmental criteria	86	-	-	-
	308-2 Negative environmental impacts in the supply chain and actions taken	86	-	-	-
GRI 400 Social Standard Series					
Employment					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	76-80	-	-	-
	103-2 The management approach and its components	76-80	-	-	-
	103-3 Evaluation of the management approach	76-80	-	-	-
GRI 401: Employment 2016	401-1 New employee hires and employee turnover	82	-	-	-
	401-2 Benefits provided to full-time employees that are not provided to temporary or part-time employees	81-82	-	-	-
	401-3 Parental leave	81	-	-	-

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GRI Standard	Disclosure	Page number(s) and/ or URL(s)	Omission		
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Topic-Specific Standards					
Labor/Management Relations					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	76-80	-	-	-
	103-2 The management approach and its components	76-80	-	-	-
	103-3 Evaluation of the management approach	76-80	-	-	-
GRI 402: Labor/ Management Relations 2016	402-1 Minimum notice periods regarding operational changes	85	-	-	-
Occupational Health and Safety					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	65-66	-	-	-
	103-2 The management approach and its components	65-66	-	-	-
	103-3 Evaluation of the management approach	65-66	-	-	-
GRI 403: Occupational Health and Safety 2016	403-1 Workers representation in formal joint management–worker health and safety committees	66-68	-	-	-
	403-2 Types of injury and rates of injury, occupational diseases, lost days, and absenteeism, and number of work-related fatalities	74			

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GRI Standard	Disclosure	Page number(s) and/ or URL(s)	Omission		
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Topic-Specific Standards					
	403-3 Workers with high incidence or high risk of diseases related to their occupation	74			
	403-4 Health and safety topics covered in formal agreements with trade unions	68	-	-	-
Training and Education					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	76-80	-	-	-
	103-2 The management approach and its components	76-80	-	-	-
	103-3 Evaluation of the management approach	76-80	-	-	-
GRI 404: Training and Education 2016	404-1 Average hours of training per year per employee	81	-	-	-
	404-2 Programs for upgrading employee skills and transition assistance programs	81			
	404-3 Percentage of employees receiving regular performance and career development reviews	82			

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GRI Standard	Disclosure	Page number(s) and/ or URL(s)	Omission		
			Part Omitted	Reason	Explanation
Topic-Specific Standards					
Diversity and Equal Opportunity					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	82	-	-	-
	103-2 The management approach and its components	82	-	-	-
	103-3 Evaluation of the management approach	82	-	-	-
GRI 405:Diversity and Equal Opportunity 2016	405-1 Diversity of governance bodies and employees	85	-	-	-
	405-2 Ratio of basic salary and remuneration of women to men	85			
Non-discrimination					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	76-80	-	-	-
	103-2 The management approach and its components	76-80	-	-	-
	103-3 Evaluation of the management approach	76-80	-	-	-
GRI 406: Non-discrimination 2016	406-1 Incidents of discrimination and corrective actions taken	85	-	-	-
Freedom of Association and Collective Bargaining					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	83-86	-	-	-
	103-2 The management approach and its components	83-86	-	-	-
	103-3 Evaluation of the management approach	83-86	-	-	-

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GRI Standard	Disclosure	Page number(s) and/ or URL(s)	Omission		
			Part Omitted	Reason	Explanation
Topic-Specific Standards					
GRI 407: Freedom of Association and Collective Bargaining 2016	407-1 Operations and suppliers in which the right to freedom of association and collective bargaining may be at risk	85-86	-	-	-
Child Labor					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	83-85	-	-	-
	103-2 The management approach and its components	83-85	-	-	-
	103-3 Evaluation of the management approach	83-85	-	-	-
GRI 408: Child Labor 2016	408-1 Operations and suppliers at significant risk for incidents of child labor	85	-	-	-
Forced or Compulsory Labor					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	83-85	-	-	-
	103-2 The management approach and its components	83-85	-	-	-
	103-3 Evaluation of the management approach	83-85	-	-	-
GRI 409: Forced or Compulsory Labor 2016	409-1 Operations and suppliers at significant risk for incidents of forced or compulsory labor	85	-	-	-

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GRI Standard	Disclosure	Page number(s) and/ or URL(s)	Omission		
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Topic-Specific Standards					
Security Practices					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	83-85	-	-	-
	103-2 The management approach and its components	83-85	-	-	-
	103-3 Evaluation of the management approach	83-85	-	-	-
GRI 410: Security Practices 2016	410-1 Security personnel trained in human rights policies or procedures	85	-	-	-
Rights of Indigenous Peoples					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries		-	-	-
	103-2 The management approach and its components		-	-	-
	103-3 Evaluation of the management approach		-	-	-
GRI 411: Rights of Indigenous Peoples 2016	411-1 Incidents of violations involving rights of indigenous peoples		No new plant is set-up	Not Applicable	No new plant is set-up
Human Rights Assessment					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	76-80	-	-	-
	103-2 The management approach and its components	76-80	-	-	-
	103-3 Evaluation of the management approach	76-80	-	-	-

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GRI Standard	Disclosure	Page number(s) and/ or URL(s)	Omission		
			Part Omitted	Reason	Explanation
GRI 412: Human Rights Assessment 2016	412-1 Operations that have been subject to human rights reviews or impact assessments	85-86	-	-	-
	412-2 Employee training on human rights policies or procedures	77-79	-	-	-
	412-3 Significant investment agreements and contracts that include human rights clauses or that underwent human rights screening	84-85	-	-	-
Local Communities					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	97-98	-	-	-
	103-2 The management approach and its components	97-98	-	-	-
	103-3 Evaluation of the management approach	97-98	-	-	-
GRI 413: Local Communities 2016	413-1 Operations with local community engagement, impact assessments, and development programs	97-104	-	-	-
	413-2 Operations with significant actual and potential negative impacts on local communities	97-104	-	-	-

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GRI Standard	Disclosure	Page number(s) and/ or URL(s)	Omission		
			Part Omitted	Reason	Explanation
Supplier Social Assessment					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	86	-	-	-
	103-2 The management approach and its components	86	-	-	-
	103-3 Evaluation of the management approach	86	-	-	-
GRI 414: Supplier Social Assessment 2016	414-1 New suppliers that were screened using social criteria	86			
	414-2 Negative social impacts in the supply chain and actions taken	86			
Public Policy					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries		-	-	-
	103-2 The management approach and its components		-	-	-
	103-3 Evaluation of the management approach		-	-	-
GRI 415: Public Policy 2016	415-1 Political contributions	-	Company does not encourage such practices		
Customer Health and Safety					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	87-88	-	-	-
	103-2 The management approach and its components	87-88	-	-	-
	103-3 Evaluation of the management approach	87-88	-	-	-

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GRI Standard	Disclosure	Page number(s) and/ or URL(s)	Omission		
			Part Omitted	Reason	Explanation
Topic-Specific Standards					
GRI 416: Customer Health and Safety 2016	416-1 Assessment of the health and safety impacts of product and service categories	87-96			
	416-2 Incidents of non-compliance concerning the health and safety impacts of products and services	87-96			
Marketing and Labeling					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	87-88	-	-	-
	103-2 The management approach and its components	87-88	-	-	-
	103-3 Evaluation of the management approach	87-88	-	-	-
GRI 417: Marketing and Labeling 2016	417-1 Requirements for product and service information and labeling	87-96			
	417-2 Incidents of non-compliance concerning product and service information and labeling	87-96			
	417-3 Incidents of non-compliance concerning marketing communications	87-96			

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GRI Standard	Disclosure	Page number(s) and/ or URL(s)	Omission		
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Topic-Specific Standards					
Customer Privacy					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	87-88	-	-	-
	103-2 The management approach and its components	87-88	-	-	-
	103-3 Evaluation of the management approach	87-88	-	-	-
GRI 418: Customer Privacy 2016	418-1 Substantiated complaints concerning breaches of customer privacy and losses of customer data	87-96			
Socioeconomic Compliance					
GRI 103: Management Approach 2016	103-1 Explanation of the material topic and its Boundaries	87-88	-	-	-
	103-2 The management approach and its components	87-88	-	-	-
	103-3 Evaluation of the management approach	87-88	-	-	-
GRI 419: Socioeconomic Compliance 2016	419-1 Non-compliance with laws and regulations in the social and economic area	87-96			

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AIDS	Acquired Immune Deficiency Syndrome
BSE	Bombay Stock Exchange Limited
CFC	Chloro Fluoro Carbon
CII	Confederation of Indian Industry
CLP	Classification Labeling and Packaging
CSR	Corporate Sustainability Report
ETP	Effluent Treatment Plant
EU	European Union
FY	Financial Year
GHG	Greenhouse Gases
GHS	Global Harmonised System
GRI	Global Reporting Initiative
HAZOP	Hazard Analysis and Operability Studies
HCFC	Hydro Chloro Fluoro Carbons
HIV	Human Immunodeficiency Virus
IMFL	Indian Manufactured Foreign Liquor
ISO	International Organization for Standardisation
JBF	Jubilant Bhartia Foundation
KL	Kilo Litres
KSA	Kingdom of Saudi Arabia
MSDS	Material Safety Data Sheet
MT	Metric tons
NOx	Oxides of Nitrogen
NSE	National Stock Exchange of India Limited
OHSAS	Occupational Health and Safety Assessment Series
PPEs	Personal Protective Equipments
PVA	Poly Vinyl Alcohol
SLF	Secured Landfill Facility
SO2	Sulphur Dioxide
SOP	Standard Operating Procedure
SPVA	Solid Poly Vinyl Acetate
SSP	Single Super Phosphate
tCO_2e	Tons Carbon Dioxide Equivalent
REACH	Registration Evaluation Authorisation & Restriction of Chemicals
VFD	Variable Frequency Drive
VP	Vinyl Pyridine

Feed Back Form

Corporate Sustainability Report 2018-19

Details of information provided on issues covered in the Report:

☐ Comprehensive ☐ Adequate ☐ Inadequate

Suggest areas, if any where more details should be reported:

Clarity of information provided in the Report:

☐ High ☐ Medium ☐ Low

The quality of design and layout of the report:

☐ Excellent ☐ Good ☐ Average ☐ Poor

Your comments for adding value to the Report:

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.... Bonding all for Sustainability

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