



To,
The Board of Directors,
Jindal Poly Films Limited,
19th K.M, Hapur-Bulandshahr Road,
P.O Gulaothi, Distt Bulandshahar,
Uttarpradesh ,

Sub: Application under Clause 37 SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

We, M/s Kanodia Sanyal & Associates, Chartered Accountant, the statutory auditors of M/s Jindal Poly Films Ltd,(hereinafter referred to as "the Company"), having Registered office 19th K.M, Hapur-Bulandshahr Road,P.O Gulaothi, Distt Bulandshahar have examined the proposed accounting treatment specified in clause 2.6 (specify clause number) of the Draft Scheme of MERGER OF GLOBAL NONWOVENS LTD. (WHOLLY OWNED SUBSIDIARY) having registered office at Poonam chambers, 'B' wing, 102/B, First Floor, Shivsagar Estate, Dr. Annie Besant Road, Worli, Mumbai – 422403, Maharashtra with JINDAL POLY FILMS LTD. (HOLDING COMPANY). in terms of the provisions of section(s) 391 and 394 of the Companies Act, 1956 with reference to its compliance with the applicable Accounting Standards notified under section 133 of the Companies Act, 2013 and Other Generally Accepted Accounting Principles.

The responsibility for the preparation of the Draft Scheme and its compliance with the relevant laws and regulations, including the applicable Accounting Standards as aforesaid, is that of the Board of Directors of the Companies involved. Our responsibility is only to examine and report whether the Draft Scheme complies with the applicable Accounting Standards and Other Generally Accepted Accounting Principles. Nothing contained in this Certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity of the statutory auditors of any financial statements of the Company. We carried out our examination in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India.

Based on our examination and according to the information and explanations given to us, we confirm that the accounting treatment contained in the aforesaid scheme is in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued there under and all the applicable Accounting Standards notified by the Central Government under the Companies Act, 1956/ Companies Act, 2013.





This Certificate is issued at the request of the Jindal Poly Films Ltd. pursuant to the requirements of Clause Para 1(A)(5) of Annexure-I of SEBI Circular CIR/CFD/CMD/16/2015 dated November 30, 2015 or onward submission to the BSE Ltd and National Stock Exchange Ltd This Certificate should not be used for any other purpose without our prior written consent.

For Kanodia Sanyal & Associates
Chartered Accountants
Firm Registration No. 08396N

(Pallav Kumar Vaish)
Partner
Membership Number: 508751

Place: New Delhi
Date: 23rd August, 2016





TO WHOM SO EVER IT MAY CONCERN

This is to certify that Jindal Poly Films Ltd (the Amalgamated/ Resulting Company) having its Registered office at 19th KM , Hapur-Bulandshahr Road, P.O. – Gulaothi, Distt.-Bulandshahr, Uttar Pradesh has Net worth of Rs 1148.99 crores pre-scheme of proposed merger and Rs 1142.98 crores post-scheme of proposed merger between Jindal Poly Films Limited and Global Nonwovens Ltd (as on 01 April 2016 on the basis of following calculation as per the Audited Financial as on 31st March 2016.

Net Worth of Jindal Poly Films Limited Pre-Scheme of Proposed Merger

	Amount in Rs.
Paid up equity share capital (43786413 equity Share of Rs 10/- each)	43,78,64,130
Add: Free Reserves	
-General Reserve	2,61,64,37,477
-Surplus instatement of Profit & Loss Account(Cr.)	8,43,56,91,817
Total Net Worth of the Company	11,48,99,93,424

Face Value per equity share (in Rs.)	10
Total Number of Equity Shares as on 31 st March 2016	43786413
Net Book Value per share (in Rs.) as on 31 st March 2016	262.41

Net Worth of Jindal Poly Films Limited Post-Scheme of Proposed Merger


	Amount in Rs.
Paid up equity share capital (43786413 equity Share of Rs 10/- each)	43,78,64,130
Add: Free Reserves	
-General Reserve	2,61,64,37,477
Surplus instatement of Profit & Loss Account(Cr.)	8,37,55,47,665
Total Net Worth of the Company	11,42,98,49,272





Face Value per equity share (in Rs.)	10
Total Number of Equity Shares as on 31 st March 2016	43786413
Net Book Value per share (in Rs.) as on 31 st March 2016	261.04

For Kanodia Sanyal & Associates
Chartered Accountants
Firm Registration No. 08396N


(Pallav Kumar Vaish)
Partner
Membership Number: 508751

Place: New Delhi
Date: 23rd August, 2016

