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**OS AA01**

Laserform

Statement of details of parent law and other  
information for an overseas company

✓ **What this form is for**  
You may use this form to  
accompany your accounts  
disclosed under parent law

✗ **What this form is NOT for**  
You cannot use this form to register  
an alteration of manner of compliance  
with accounting requirements

SATURDAY



A08 \*A59X09UX\* 25/06/2016 #166  
COMPANIES HOUSE

**Part 1 Corporate company name**

Corporate name of overseas company ① JET AIRWAYS (INDIA) LIMITED

UK establishment number B R 0 0 0 8 1 4 7

→ **Filling in this form**  
Please complete in typescript or in  
bold black capitals

All fields are mandatory unless  
specified or indicated by \*

① This is the name of the company in  
its home state

**Part 2 Statement of details of parent law and other  
information for an overseas company**

**A1 Legislation**

Please give the legislation under which the accounts have been prepared and,  
if applicable, the legislation under which the accounts have been audited

Legislation ② The Indian Companies Act, 2013

② This means the relevant rules or  
legislation which regulates the  
preparation and, if applicable, the  
audit of accounts

**A2 Accounting principles**

Accounts Have the accounts been prepared in accordance with a set of generally accepted  
accounting principles?

Please tick the appropriate box

☐ **No.** Go to **Section A3.**

☒ **Yes.** Please enter the name of the organisation or other  
body which issued those principles below, and then go to **Section A3.**

Name of organisation or body ③ The Ministry of Corporate Affairs(MCA) Government of India and the Institute of Chartered Accountants of India (ICAI)

③ Please insert the name of the  
appropriate accounting organisation  
or body

**A3 Accounts**

Accounts Have the accounts been audited? Please tick the appropriate box

☐ **No** Go to **Section A5**

☒ **Yes** Go to **Section A4**

**A4****Audited accounts**

Audited accounts

Have the accounts been audited in accordance with a set of generally accepted auditing standards?

Please tick the appropriate box

☐ No. Go to **Part 3 'Signature'**.☒ Yes Please enter the name of the organisation or other body which issued those standards below, and then go to **Part 3 'Signature'**.**1** Please insert the name of the appropriate accounting organisation or bodyName of organisation or body **1**

The Institute of Chartered Accountants of India (ICAI)

**A5****Unaudited accounts**

Unaudited accounts

Is the company required to have its accounts audited?

Please tick the appropriate box

☐ No.☐ Yes.**Part 3****Signature**

Signature

I am signing this form on behalf of the overseas company

**For JET AIRWAYS (INDIA) LIMITED**

Signature

X

Kuldeep Sharma

X

**Company Secretary & V.P.**This form may be signed by  
**Corporate Governance & Compliance**  
Director, Secretary, Permanent representative

**Presenter information**

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Company name Macfarlanes LLP (BRA/586370)

Address 20 Cursitor Street

Post town London

County/Region

Postcode E C 4 A 1 L T

Country UK

DX DX No 138 Chancery Lane

Telephone +44 (0)20 7831 9222

**Checklist**

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and, if appropriate, the registered number, match the information held on the public Register
- ☐ You have completed all sections of the form, if appropriate
- ☐ You have signed the form

**Important information**

Please note that all this information will appear on the public record.

**Where to send**

You may return this form to any Companies House address:

**England and Wales**  
The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ  
DX 33050 Cardiff

**Scotland:**  
The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF  
DX ED235 Edinburgh 1  
or LP - 4 Edinburgh 2 (Legal Post)

**Northern Ireland:**  
The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG  
DX 481 N R Belfast 1

**Further information**

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

This form is available in an alternative format. Please visit the forms page on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

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*Flight path to success.  
Driven by performance.*

*Jet Airways (India) Limited | Annual Report 2015*



MACFARLANES LLP  
20 CURSITOR STREET  
LONDON  
EC4A 3LT

JET AIRWAYS 

Codeshare Partners

Frequent Flier Partners

Interline Partners

Interline eTicketing Partners

Through Check-in Partners

It's how we connect you across the world

#### Codeshare Partners



#### Frequent Flier Partners





## Contents

Letter from the Chairman	02
Operating Highlights	04
Financial Highlights	05
Corporate Information	06
Notice of the 23 <sup>rd</sup> Annual General Meeting	07
Board's Report	20
Management Discussion and Analysis	42
Corporate Governance Report	47
Auditors' Report	66
Balance Sheet	70
Statement of Profit and Loss	71
Cash Flow Statement	72
Notes to the Balance Sheet and Statement of Profit and Loss	74
Consolidated Financial Statements	118
Attendance Slip and Proxy	159



## Letter from the Chairman



### Dear Shareholders,

The Financial Year 2014-15 was another challenging year for the Indian aviation sector, in which interestingly, the entry of some new airlines has underpinned the potential this sector holds. Your Company welcomes competition as we feel it will not only help improve customer experience, but would also highlight the true potential of the aviation industry to be an economic driver of India's trade, as well as boost tourism for the country.

Internationally, it has been a year where emphasis on safety and sustainability have emerged as the aviation industry's two top priority themes.

Safety, especially, has forced the airline industry, governments and the media to raise questions on issues such as aircraft tracking, overflight across conflict zones and psychological fitness of cockpit crew. These are issues that need to be progressively addressed in order to improve the operational safety standards for airlines globally.

The second theme clearly emerging is that of sustainability. Efficiency gains through process improvements, consolidation and the careful balancing of capacity with demand are paying off for consumers and for the industry. A fall in oil prices in the latter part of 2014 and sustaining the same lower levels into 2015, also contributed to improved financial sustainability of airlines all over the world.

For your Company, it was a year of reinventing, as we decided to go back to our roots and implement a full service single brand strategy for the Group. The single brand strategy was a major decision to roll-out a consistent, single brand full-service product, including complimentary dining across all travel classes throughout our network. The move was aimed at providing our guests with a significantly seamless and enhanced service experience across all touch points of their contact with your airline -- be it in the air or on the ground. At the core of this full service strategy was the "Guest First" approach to customer service and hospitality, which is helping your Company in attracting new guests while cementing relations with existing ones. I am happy to state that this coupled with other initiatives like enhanced connectivity, on-time performance, operational efficiencies and cost rationalization have led to an increase in our load factors.

In the Financial Year 2014-15, your Company's international business continued to be robust. Revenues from international operations accounted for over 59 per cent of the Company's total revenues. Enhanced domestic connectivity with the introduction of 12 new routes in the winter schedule further helped your Company.

Moving to some significant developments, the year 2014-2015 was the first full year after your Company's strategic alliance with Etihad Airways. Your Company has moved quickly to derive synergies across all areas, including network growth, revenue enhancement, operational and cost improvements, to the mutual benefit of both airlines, and most importantly, to provide greater convenience and choices to our guests.

The home hubs at Mumbai and Delhi continue to be central pillars of your Company's network strategy. During the year, a total of 23 inbound and outbound flights were introduced from the national capital, New Delhi to other key metros and Tier II & Tier III cities. These include Mumbai, Kolkata, Chennai, Bengaluru, Hyderabad, Guwahati, Lucknow, Patna, Srinagar, Jaipur and Pune.

Some of these flights include late night departures from New Delhi to Mumbai, Chennai, Kolkata, Pune and Bengaluru. Your Company has also increased frequencies to Pune, Goa and Imphal looking at the growing demand in these sectors owing to buoyant business and tourist travel. The 31 additional domestic frequencies are in line with your Company's strategy to deliver a full service, consistent, high quality travel experience to its guests across India.

On the international front, your Company has worked tirelessly to strengthen its home hubs by adding international services to new destinations, and connected Mumbai to Paris and New Delhi to Ho Chi Minh City. It also launched additional flights to Dubai, Doha and Dammam in the Gulf region.

Additionally, your Company progressively expanded its operations to Abu Dhabi. Direct international flights were introduced from more Indian points as your Company commenced services from Lucknow, Goa, Ahmedabad and Pune to Abu Dhabi.

In an effort to expand its international footprint, your Company also introduced enhanced connectivity through numerous codeshares with partner airlines in the last Financial Year, giving travelers increased schedule and connectivity options.

With 574 weekly return flights from 12 Indian cities, your Company today operates more flights to the Gulf region than any other Indian carrier. Today, your Company and Etihad Airways together operate over 4,300 international flights a month, connecting India to the world.

All of these measures are working well for your Company, as it continues to work tirelessly on its three year recovery plan to return your Company to profitability.

Importantly, your Company successfully concluded a five-year syndicated loan facility transaction of USD 150 Million. Mashreqbank PSC, was the sole initial mandated lead arranger and book runner for the transaction. The transaction was fully subscribed to by banks spread across the Middle East region, from Dubai, Abu Dhabi, Bahrain and Doha.

JetPrivilege, the internationally acclaimed, award-winning loyalty rewards and frequent flyer program of your Company announced the launch of a truly novel enhancement in the form of the MyFamily+ program. This new feature allows JetPrivilege members to connect and link their nominated family members' accounts into a single MyFamily+ account to further enrich their family's travel experience.



With a constant focus on using innovative technology to enhance passenger value, your Company was once again at the forefront. In a first-of-its-kind initiative in India, your Company successfully collaborated with the Bureau of Civil Aviation Security of India and the Bangalore International Airport Limited on a unique pilot project to test the use of Mobile Boarding Passes on its flights. For the very first time in India, guests were able to use bar-coded boarding passes on their mobile phones to enter Bengaluru's Kempegowda International Airport, pass through security and board their flight, thus, eliminating the need for paper or physical boarding passes, fast tracking the departure processes and supporting our responsibility towards protecting our environment.

Your Company was also the first to integrate Google Now into the booking system for guests booking flights on its website and through its mobile application. Google Now has the ability to show guests timely and relevant updates through Google Now flight cards. In addition to the above, your Company also launched an all new self check-in service on mobile devices.

Your company also recently launched a new website [www.jetairways.com](http://www.jetairways.com), which has been built around the theme, 'Designed to Delight'. A one-stop travel solution for guests, the all new website features user friendly navigation, simplified and integrated booking process and responsive design for a seamless experience across all devices. In addition, the new website also provides for easy accessibility for differently-abled guests.

Your Company also unveiled #JetInstant, a first-of-its-kind online feature that enables guests to access information on fares and flight status in real-time through Twitter.

Importantly, in line with its social responsibilities your Company was among the first few to come to the aid of those stranded in Leh and Kathmandu during the recent natural calamities which stuck these cities. Your Company operated special flights to fly relief material and ferry those stranded. As we have done in the past, the Airline continues its commitment to Corporate Social Responsibility through its well-recognized inflight Magic Box collection programme that helps support education and sustainable community services by partnering with the non-governmental organization - (NGO) Save the Children India (STCI).

I would like to emphasize that your Company continues to work towards building a stronger base for the future through hard work, dedication and team efforts by demonstrating the ability to take tough decisions that are in the long term interest of your Company and all its Stakeholders.

My fellow Directors, the Management of your Company and I continue to be optimistic on our growth strategy and on the expansion of your Company. I can confidently assert that we will spare no efforts to realize our three year turnaround plan to profitability.

It is heartening to see Government initiatives like the Make in India campaign aimed to transform our country into a global manufacturing hub. This, in addition to travel specific initiatives like visas on arrival, electronic pre-travel authorization and enhanced connectivity on domestic routes will undoubtedly go a long way in helping India leverage the growth in global trade and also position itself as a global tourism brand that is physically invigorating, mentally rejuvenating and culturally and spiritually enriching. All of the above significantly enhances both tourism arrivals into and trade within the country, which augurs well for your Company.

It is, however, essential to collectively address the challenges and high input costs faced by the industry in order to achieve self-sustaining and profitable growth that will nurture our economy and nurse the Indian aviation sector back to health.

The aviation sector is looking forward to the desired incentives from the Government of India to address the burden of increased taxation, the high taxes on Aviation Turbine Fuel and increased surcharge and airport-related levies. We look forward to encouragement to the aviation sector, which has grown by leaps and bounds over the past decade resulting in enhanced connectivity to more towns in the Indian hinterland.

I would like to take this opportunity to express our most sincere gratitude to our valued guests, our loyal JetPrivilege members for their continuing patronage and to our esteemed shareholders for the continued faith reposed in your Company. I am equally grateful to all our partners, vendors, aircraft and engine manufacturers and lessors and the various national and international banks for their continued support.

I also thank the Indian Government, the Ministry of Civil Aviation and the Directorate General of Civil Aviation for working cohesively towards restoring India's aviation safety status by the US Federal Aviation Administration (FAA), following the downgrade last year. This will help us crystallize our plans to fly to more destinations in the United States of America. I am also grateful to all other Government Ministries and Departments for their continued support and cooperation.

I would like to take this opportunity to extend our grateful thanks to the various State governments for their continued support. I would also like to thank the Airports Authority of India, Delhi International Airport Private Limited, Mumbai International Airport Private Limited, and the Bureau of Civil Aviation whose unwavering cooperation has helped us deliver our services to our guests.

I cannot but also extend to all of you my friends in the Media, our heartfelt thanks for your continued patience and encouragement.

Finally, my gratitude goes out to my fellow Directors, the Management team and every member of our Company's staff for their tireless efforts, hard work, dedication and loyalty to sustain high service levels that have come to be associated with your Company.

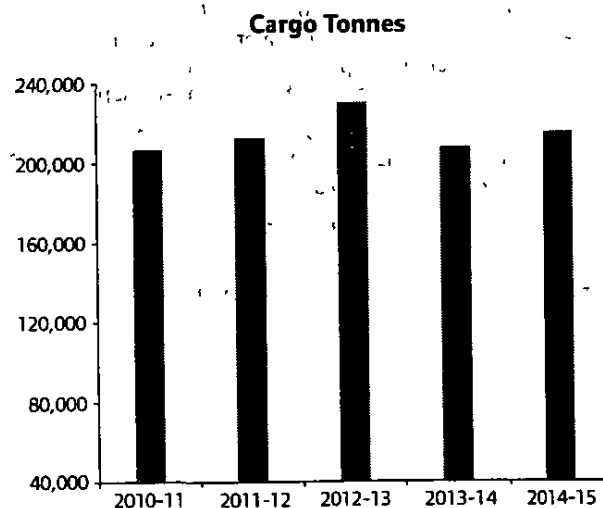
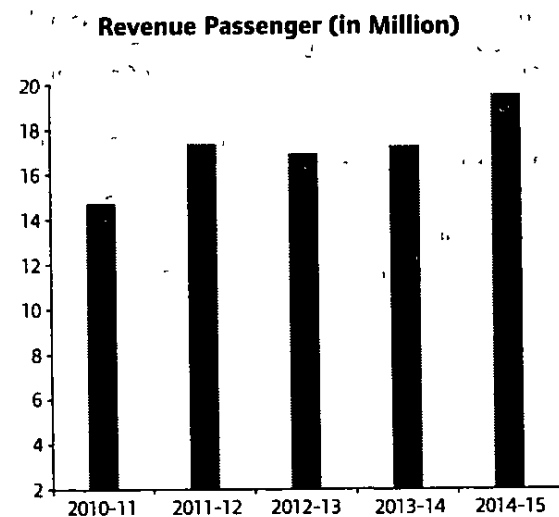
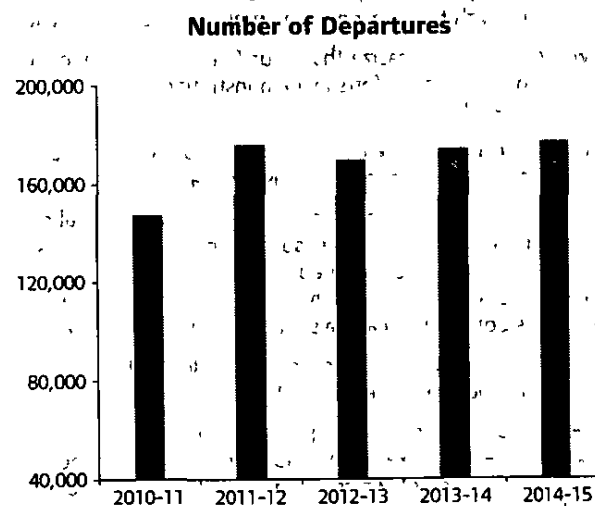
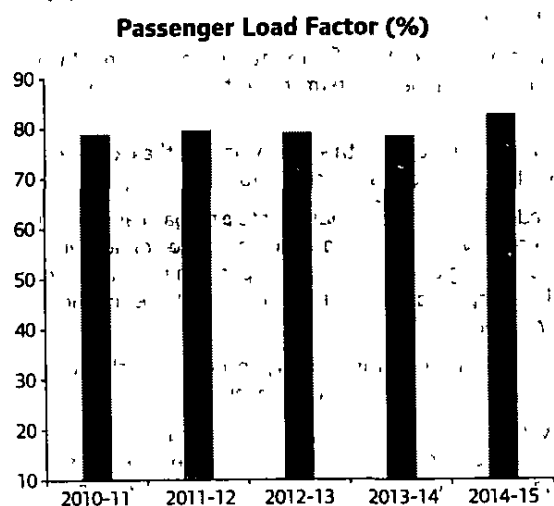
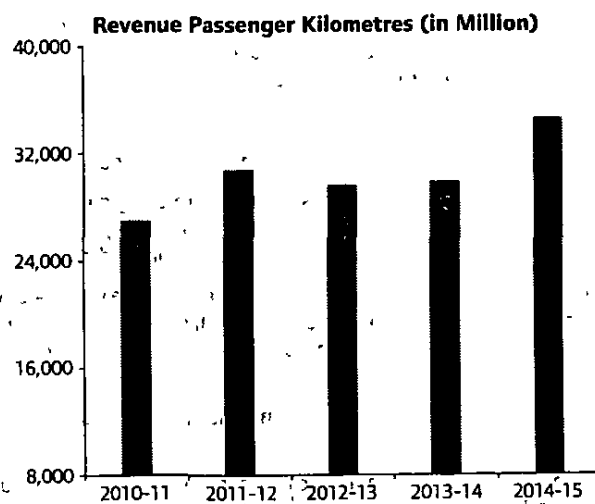
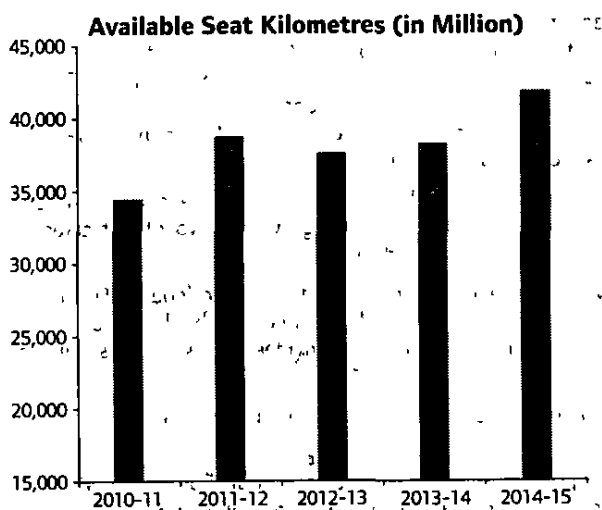
With kind regards,

Naresh Goyal  
Chairman





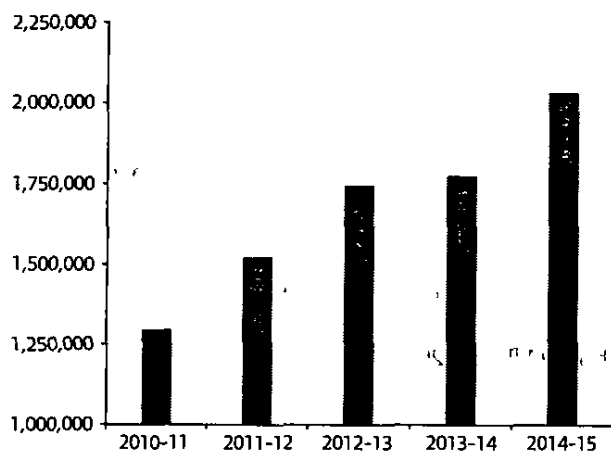
## Operating Highlights



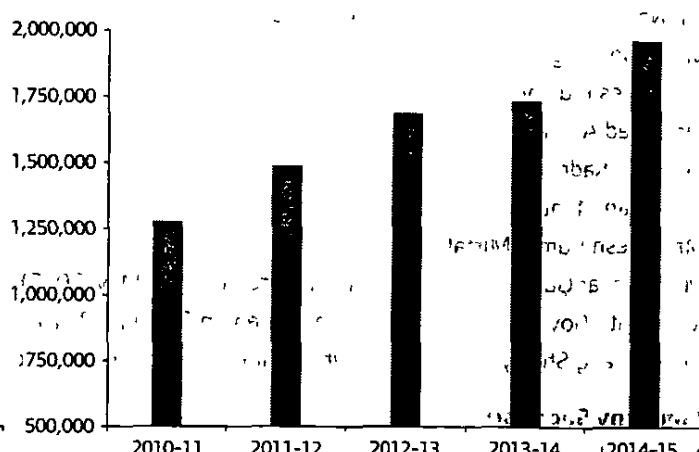
## Financial Highlights



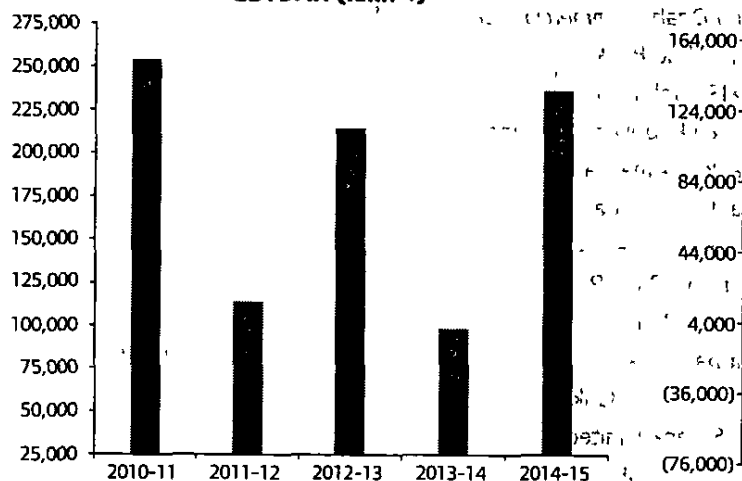
Income (lakh ₹)



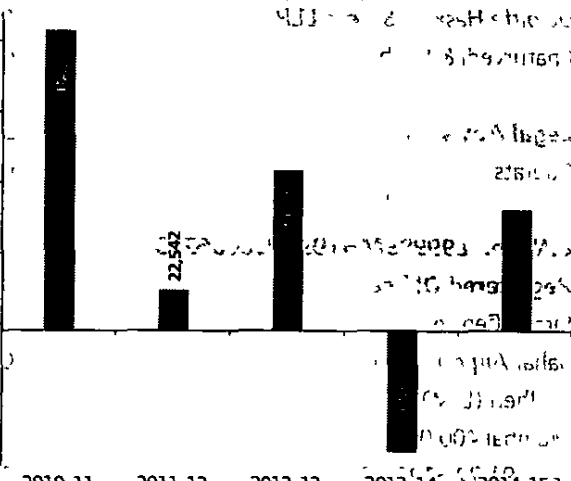
Operating Revenue (lakh ₹)



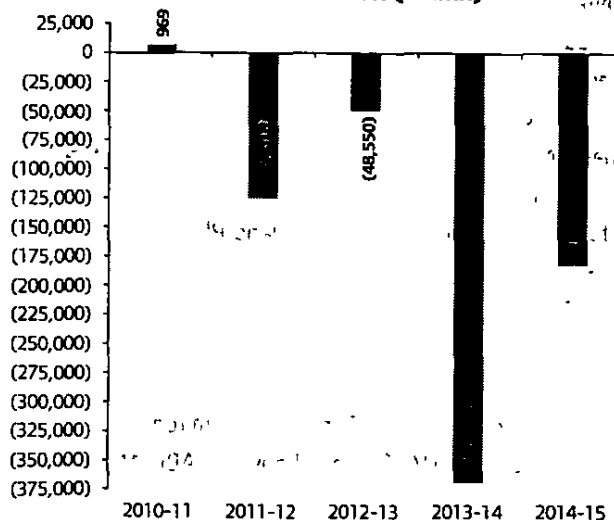
EBTDAR (lakh ₹)



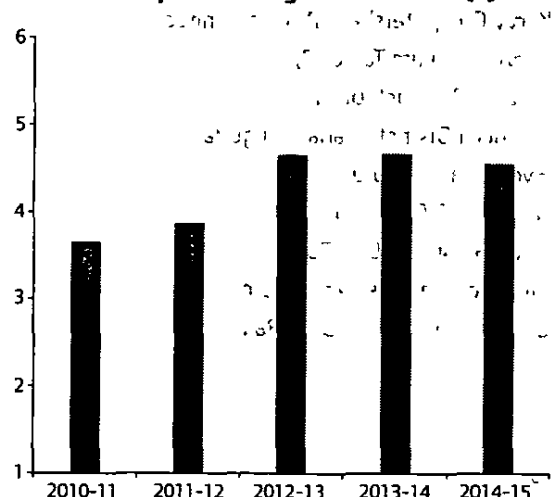
EBTDA (lakh ₹)



Profit After Tax (₹ lakh)



Revenue per Passenger Kilometres (₹)





## Corporate Information

### Board of Directors

Mr Naresh Goyal	Chairman
Mr James Hogan	
Mr James Rigney	
Mr Javed Akhtar	
Mr I M Kadri	
Mr Aman Mehta	
Mr Dinesh Kumar Mittal	
Mr Diwakar Gupta	(Appointed on 16 <sup>th</sup> May, 2015)
Mrs Anita Goyal	(Appointed on 8 <sup>th</sup> April, 2015)
Mr Gaurang Shetty	Whole Time Director (With effect from 24 <sup>th</sup> May, 2015)

### Company Secretary

Mr Arun Kanakal

### Statutory Auditors

Deloitte Haskins & Sells LLP  
Chaturvedi & Shah

### Legal Advisors

Gagrats

**CIN No.: L99999MH1992PLC066213**

### Registered Office

Siroya Centre  
Sahar Airport Road  
Andheri (East)  
Mumbai 400 099  
Tel +91 22 6121 1000  
Fax +91 22 6121 1950

### Registrar & Share Transfer Agent

Karvy Computershare Private Limited  
Karvy Selenium Tower B,  
Plot 31-32, Gachibowli,  
Financial District, Nanakramguda,  
Hyderabad - 500 032  
Tel +91 40 6716 1500  
Fax +91 40 2300 1153  
Email [einward\\_rs@karvy.com](mailto:einward_rs@karvy.com)  
Contact Person Mr S V Raju

### Bankers

Abu Dhabi Commercial Bank  
Allahabad Bank  
AXIS Bank Limited  
Banca Popolare Di Milano  
Bank of America N A  
Bank of Baroda  
Bank of India  
Barclays Bank Plc  
Canara Bank  
Citibank N A  
Corporation Bank  
DBS Bank Limited  
DVB Bank SE  
First National Bank  
HDFC Bank Limited  
ICICI Bank Limited  
IDBI Bank Limited  
Indian Overseas Bank  
ING Belgium SA / NV  
JP Morgan Chase, N A  
Kotak Mahindra Bank Limited  
Lloyds Bank (formerly known as Bank of Scotland Plc)  
Mashreq Bank PSC  
Punjab National Bank  
Standard Chartered Bank Plc  
State Bank of India  
The Hong Kong & Shanghai Banking Corporation Limited  
The Royal Bank Of Scotland NV (formerly known as ABN AMRO Bank)  
Yes Bank

## Notice

Notice is hereby given that the Twenty Third Annual General Meeting of the Members of Jet Airways (India) Limited will be held at ITC Maratha Hotel, Sahar Airport Road, Andheri (East), Mumbai - 400 099 on Friday, 14<sup>th</sup> August, 2015, at 3 00 p m to transact the following business -

### ORDINARY BUSINESS:

#### 1. Adoption of audited Financial Statements and Reports of the Directors and the Auditors

To receive, consider and adopt the audited Financial Statements (including audited consolidated Financial Statements) for the Financial Year ended 31<sup>st</sup> March, 2015, together with the Reports of the Directors and the Auditors thereon

#### 2. Re-appointment of a Director

To appoint a Director in place of Mr. James Hogan (DIN 06540486), who retires by rotation, and being eligible, offers himself for re-appointment -

#### 3. Re-appointment of Joint Statutory Auditors

To re-appoint M/s Chaturvedi & Shah, Chartered Accountants (Registration Number 101720W), as the Joint Statutory Auditors of the Company to hold office from the conclusion of the Twenty Third Annual General Meeting till the conclusion of the Twenty Fifth Annual General Meeting of the Company and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution

**"RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013, and the rules framed there under, as amended from time to time, M/s Chaturvedi & Shah, Chartered Accountants, (Registration Number 101720W) be and are hereby reappointed as the Joint Statutory Auditors of the Company to hold office from the conclusion of the Twenty Third Annual General Meeting till the conclusion of the Twenty Fifth Annual General Meeting (subject to the ratification by the Members of the Company at every subsequent Annual General Meeting) that may be held before the Twenty Fifth Annual General Meeting and the Board of Directors of the Company be and is hereby authorised to fix their remuneration for the Financial Year ending 31<sup>st</sup> March, 2016

#### 4. Appointment of M/s BSR & Co, LLP, Chartered Accountants as Joint Statutory Auditor

Appointment of M/s BSR & Co, LLP, Chartered Accountants (Registration Number 101248W/W-100022) as Joint Statutory Auditor in place of M/s Deloitte Haskins & Sells, LLP, Chartered Accountants the retiring Joint Statutory Auditors to hold office, for five years, from the conclusion of the Twenty Third Annual General Meeting till the conclusion of the Twenty Eighth Annual General Meeting of the Company and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution

**"RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013, and the rules framed there under, as amended from time to time, M/s BSR & Co, LLP, Chartered Accountants, (Registration Number 101248W/W-100022) be and are hereby appointed as the Joint Statutory Auditors of the Company to hold office from the conclusion of the Twenty Third Annual General Meeting till the conclusion of the Twenty Eighth Annual General Meeting, subject to the ratification by the Members of the Company at every subsequent Annual General Meeting that may be held before the Twenty Eighth Annual General Meeting and the Board of Directors of the Company be and is hereby authorised to fix their remuneration for the Financial Year ending on 31<sup>st</sup> March 2016

### SPECIAL BUSINESS:

#### 5. Appointment of Mrs. Anita Goyal as a Director

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution

**"RESOLVED THAT** pursuant to the provisions of Section 161 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment for the time being in force), Mrs Anita Goyal (DIN 01992051), who was appointed by the Board of Directors as an Additional Director with effect from 8<sup>th</sup> April, 2015, and who holds Office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice from a Member under Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company and shall be liable to retire by rotation"



## Notice (Contd.)

### 6. Re-Appointment of Mr. Iftikhar Kadri as an Independent Director

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment for the time being in force) read with Schedule IV of the Companies Act, 2013, Mr. Iftikhar Kadri (DIN 00081694), in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period of one year from the conclusion of the Twenty Third Annual General Meeting till the conclusion of the Twenty Fourth Annual General Meeting of the Company"

### 7. Re-Appointment of Mr. Aman Mehta as an Independent Director

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment for the time being in force) read with Schedule IV of the Companies Act, 2013, Mr. Aman Mehta (DIN 00009364), in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period of one year from the conclusion of the Twenty Third Annual General Meeting till the conclusion of the Twenty Fourth Annual General Meeting of the Company"

### 8. Re-Appointment of Mr. Javed Akhtar as an Independent Director

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment for the time being in force) read with Schedule IV of the Companies Act, 2013, Mr. Javed Akhtar (DIN 00112984), in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period of three year(s) from the conclusion of the Twenty Third Annual General Meeting till the conclusion of the Twenty Sixth Annual General Meeting of the Company"

### 9. Re-Appointment of Mr. Dinesh Kumar Mittal as an Independent Director

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment for the time being in force) read with Schedule IV of the Companies Act, 2013, Mr. Dinesh Kumar Mittal (DIN 00040000), in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period of three year(s) from the conclusion of the Twenty Third Annual General Meeting till the conclusion of the Twenty Sixth Annual General Meeting of the Company"

### 10. Appointment of Mr. Gaurang Shetty as a Whole Time Director

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to Central Government approval, if required, the Company hereby accords its approval to the appointment of Mr. Gaurang Shetty (DIN 01293134) as a Whole Time Director of the Company for a period of two years with effect from 24<sup>th</sup> May, 2015 on the terms and conditions including remuneration as set out in the Explanatory Statement to the Notice with authority to the Board of Directors and the Nomination & Remuneration Committee to vary or increase the remuneration and perquisites payable or to be provided to Mr. Gaurang Shetty including any monetary value thereof to the extent the Board of Directors may consider appropriate and to alter and vary the terms and conditions of the agreement entered into by the Company with Mr. Gaurang Shetty, as may be agreed between the Board of Directors and Mr. Gaurang Shetty

## Notice (Contd.)

**RESOLVED FURTHER THAT** in the event of absence or inadequacy of profits in any Financial Year, the Company shall pay Mr. Gaurang Shetty remuneration by way of salary and perquisites as decided by the Board of Directors or Nomination and Remuneration Committee thereof from time to time as minimum remuneration, with the approval of the Central Government, if necessary

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and matters and things as in its absolute discretion it may consider necessary, expedient or desirable to give effect to this Resolution

**By Order of the Board of Directors**

Sd/-  
**Arun Kanakal**  
**Company Secretary**

Registered Office  
Sirofya Centre  
Sahar Airport Road  
Mumbai - 400 099  
CIN L99999MH1992PLC066213  
Email [companysecretary@jetairways.com](mailto:companysecretary@jetairways.com)

Mumbai, 29th May, 2015 Phone No. +91 22 6121 1000  
Fax No. +91 22 6121 1950





## Notice (Contd )

### Notes :

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE MEETING) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

Proxies submitted on behalf of limited companies, societies, etc; must be supported by appropriate resolutions/ authority, as applicable.

Pursuant to the provisions of the Section 105 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

2. Proxies, in order to be effective, must be duly filled, stamped, signed and deposited at the Registered Office of the Company not later than 48 hours before the commencement of the Meeting.
  3. The relevant Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Special Business given in this Notice is annexed hereto.
  4. Profile(s) of the Director(s) seeking appointment / re-appointment, as required by Clause 49 of the Listing Agreement entered into with the Stock Exchanges, is annexed to this Notice.
  5. Corporate Members intending to send their authorised representatives to attend the Meeting are requested to send a duly certified copy of their Board Resolution authorising their representatives to attend and vote at the said Meeting.
  6. Members who hold shares in dematerialised form are requested to write their DP ID and Client ID number(s) and those who hold share(s) in physical form are requested to write their Folio Number(s) in the attendance slip for attending the Meeting to facilitate identification of membership at the Meeting.
  7. Members / Proxies / Representatives are requested to bring the enclosed Attendance Slip, duly filled in, for attending the Meeting.
  8. The Register of Members and Share Transfer Books of the Company will remain closed from **Saturday, 8<sup>th</sup> August, 2015 to Friday, 14<sup>th</sup> August, 2015**, both days inclusive, for the purpose of the TwentyThird Annual General Meeting.
  9. Members are requested to send the advice about change in address / any other details to the Company's Registrar and Transfer Agent, Karvy Computershare Private Limited in respect of Equity Shares held in physical form and to their respective Depository Participants in respect of Equity Shares held in dematerialised form.
- For any assistance or information about transfer of shares, dividend, etc you may contact the Company's Registrar and Transfer Agent, Karvy Computershare Private Limited, at

Karvy Computershare Private Limited  
[UNIT Jet Airways (India) Limited]  
Karvy Selenium Tower B, Plot No 31-32, Gachibowli  
Financial District, Nanakramguda  
Hyderabad - 500 032

Time 9 00 a.m. to 5 30 p.m. (Monday to Friday)  
Phone +91 40 6716 1500 Fax +91 40 2300 1153

Email [enwardris@karvy.com](mailto:enwardris@karvy.com)  
Website [www.karvycomputershare.com](http://www.karvycomputershare.com)

Members are requested to inform their telephone numbers and e-mail addresses to facilitate prompt action and communication.

10. As a measure of austerity, copies of the Annual Report will not be distributed at the Meeting. Members are requested to bring their copies of the Annual Report to the Meeting.
11. Members who wish to obtain information concerning the Accounts or Operations of the Company may send their queries at least 7 days before the Meeting, to the Company Secretary, at the Registered Office of the Company or by email to [companysecretary@jetairways.com](mailto:companysecretary@jetairways.com)

## Notice (Contd.)

- 12 Pursuant to the provisions of Sections 205A and 205C of the Companies Act, 1956, the dividend which remains unclaimed / unpaid for a period of seven years from the date of transfer to the respective unpaid dividend account, is required to be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government
- 13 Unclaimed dividend for the Financial Year 2006-07 amounting to ₹ 339,780 has been transferred to the IEPF in November 2014
- 14 The Company has received the consent and eligibility certificate of M/s Chaturvedi & Shah, Chartered Accountants one of the two retiring joint auditors, under Section 139 of the Companies Act, 2013 for their re-appointment as auditors of the Company
- As per provisions of Section 139(2)(B)(II) read with Rule 6 of the Companies (Audit and Auditors) Rules, 2014, any audit firm which has been functioning as the Statutory Auditor for ten years or more, cannot be re-appointed as the Statutory Auditor without a mandatory cooling off period of five years
- Since M/s Deloitte Haskins & Sells LLP, Chartered Accountants, (Registration Number 117366W /W-100018) have completed ten years as the Statutory Auditors of the Company, it is proposed to appoint M/s BSR & Co, LLP, Chartered Accountants (Registration Number 101248W/W-100022) in order to comply with the requirements of the Companies Act, 2013 and to facilitate smooth transition from the existing joint Statutory Auditors to the new Statutory Auditor
- The Company has received the consent and eligibility certificate of M/s BSR & Co, LLP, Chartered Accountants (Registration Number 101248W/W-100022) to act as the Statutory Auditor of the Company in place of M/s Deloitte Haskins & Sells LLP, Chartered Accountants, (Registration Number 117366W /W-100018), the retiring Statutory Auditor
- Accordingly, it is proposed to appoint M/s BSR & Co, LLP, Chartered Accountants as the Statutory Auditor of the Company for the period commencing from the conclusion of the Twenty Third Annual General Meeting to the conclusion of the Twenty Eighth Annual General Meeting
- 15 Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc from the Company electronically
- In accordance with Section 101 of the Companies Act, 2013 and Rule 18 of Companies (Management and Administration) Rules, 2014, the Annual Report (Audited Financial Statements, Directors Report, Auditors Report etc ) is being sent to the Members in electronic form to the email address registered with their Depository Participant (in case of electronic shareholding)/the Company's Registrar and Share Transfer Agents (in case of physical shareholding) We, therefore request and encourage you to register your email ID in the records of your Depository Participant (in case of electronic holding)/the Company's Registrar and Share Transfer Agents (in case of physical shareholding) mentioning your folio no /demat account details
- However, in case you wish to receive the above shareholder communication in paper form, you may write to the Company's Registrar and Share Transfer Agents, Karvy Computershare Private Limited, [UNIT, Jet Airways (India) Limited], Karvy Selenium Tower B, Plot No 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 or send an email at [inward ns@karvy.com](mailto:inward ns@karvy.com) mentioning your folio no /demat account details
- The Members are requested to write to the Company Secretary or to the Registrar and Share Transfer Agents regarding transfer of shares and for resolving grievances
- 16 Information relating to Remote E-Voting
- Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and the provisions of Clause 35B of the Listing Agreement entered into with the Stock Exchanges, the Company is pleased to provide remote e-voting facility to Members to exercise their vote at the 23<sup>rd</sup> Annual General Meeting (AGM) by electronic means through Karvy Computershare Private Limited The Company has appointed Mr Taizoon M Khumri, Practising Company Secretary (COP No 88) of T M Khumri & Co, Company Secretaries, Mumbai as the Scrutinizer for conducting the remote e-voting process in a fair and transparent manner Remote e-voting is optional The voting rights of shareholders shall be in proportion to their shares in the paid up equity share capital of the Company The instructions for remote e-Voting are as under
- (i) To use the following URL for e-voting
- From Karvy website <https://evoting.karvy.com>





## Notice (Contd.)

- (ii) Shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 7<sup>th</sup> August, 2015, may cast their vote electronically
  - (iii) For the purpose of dispatch of this Notice, Shareholders of the Company holding shares either in physical form or in dematerialized form as on 10<sup>th</sup> July, 2015, have been considered
  - (iv) Enter the login credentials (i.e., user id and password mentioned in the attendance slip of the AGM) Your Folio No./DP ID Client ID will be your user ID
  - (v) After entering the details appropriately, click on LOGIN
  - (vi) You will reach the Password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. The system will prompt you to change your password and update any contact details like mobile, email etc on first login. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential
  - (vii) You need to login again with the new credentials
  - (viii) On successful login, the system will prompt you to select the EVENT i.e., Jet Airways
  - (ix) On the voting page, enter the number of shares as on the cut-off date under FOR/AGAINST or alternately you may enter partially any number in FOR and partially in AGAINST but the total number in FOR/AGAINST taken together should not exceed the total shareholding. You may also choose the option ABSTAIN
  - (x) Shareholders holding multiple folios / demat account shall choose the voting process separately for each folios / demat account
  - (xi) Cast your vote by selecting an appropriate option and click on SUBMIT. A confirmation box will be displayed. Click OK to confirm else CANCEL to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, shareholders can login any number of times till they have voted on the resolution
  - (xii) Once the vote on the resolution is cast by the shareholder, he shall not be allowed to change it subsequently
  - (xiii) 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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [cstaizoonkhumri@gmail.com](mailto:cstaizoonkhumri@gmail.com) with a copy marked to [evoting@karvy.com](mailto:evoting@karvy.com)
  - (xiv) The remote e-voting period commences on 10<sup>th</sup> August, 2015 (9:00 A.M.) and ends on 13<sup>th</sup> August, 2015, (5:00 P.M.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 7<sup>th</sup> August, 2015 may cast their vote electronically. The remote e-voting module shall be disabled by Karvy for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. Further, the shareholders who have cast their vote electronically shall not be able to participate in the AGM, however, they shall not be able to vote in the AGM again and their earlier vote cast through electronic means shall be treated as final
  - (xv) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and remote e-voting User Manual for shareholders available at the download section of <https://evoting.karvy.com> or contact Karvy Computershare Private Limited at Tel No. 1800 345 4001 (toll free)
- II The Scrutiniser shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the AGM, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. He shall make a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, on or before 18<sup>th</sup> August, 2015. The Scrutiniser's Report shall be given to the Chairman or a person authorised by him in writing who shall countersign the same. The Results on resolutions shall be declared on or after the AGM of the Company and shall be deemed to be passed on the date of the AGM. The Results declared alongwith the Scrutiniser's Report shall be placed on the Company's website [www.jetairways.com](http://www.jetairways.com) and on the website of Karvy and communicated to the Stock Exchanges
- III Poll will also be conducted at the AGM and any Shareholder who has not cast his vote through remote e-voting facility, may attend the AGM and cast his vote



## EXPLANATORY STATEMENT

As required by Section 102 (1) of the Companies Act, 2013, in respect of the items of Special Business mentioned in the Notice

### Item No. 5

Section 149 (1) of the Companies Act, 2013 read with Rule 3 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and Clause 49 of the Listing Agreement requires that every listed company shall have at least one woman director

Accordingly, the Company had appointed Mrs Anita Goyal as an Additional Director of the Company with effect from 8<sup>th</sup> April, 2015, after having obtained the necessary security clearance from the Ministry of Civil Aviation

In terms of Section 161 of the Companies Act, 2013, her appointment as a Director ceases on the date of the Annual General Meeting

The Company has received a notice from a Member alongwith a deposit of Rupees One lakh proposing the appointment of Mrs Anita Goyal as a Director of the Company A profile of Mrs Anita Goyal is given in the annexure to this Notice The Board recommends the appointment of Mrs Anita Goyal as a Director

Save and except for Mr Naresh Goyal, Mrs Anita Goyal and their relatives, to the extent of their shareholding interest, if any, none of the other Directors and the Key Managerial Personnel and their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No 5 of the Notice

This Explanatory statement may be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges

### Item No. 6 and 7

Mr Iftikhar Kadri and Mr Aman Mehta are Non-Executive Independent Directors of the Company It is proposed to re-appoint Mr Iftikhar Kadri and Mr Aman Mehta as Independent Directors of the Company under Section 149 of the Act and Clause 49 of the Listing Agreement for a period of one year to hold office from the conclusion of the Twenty Third Annual General Meeting till the conclusion of the Twenty Fourth Annual General Meeting

Mr Iftikhar Kadri and Mr Aman Mehta are not disqualified from being appointed as Directors in terms of Section 164 of the Companies Act, 2013 and have given their consent to act as the Directors of the Company

The Company has received notices in writing from a Member alongwith the deposit of requisite amount under Section 160 of the Act proposing the candidatures of each of Mr Iftikhar Kadri and Mr Aman Mehta for the office of Independent Director of the Company

The Company has also received declarations from Mr Iftikhar Kadri and Mr Aman Mehta that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement

Brief resumes of Mr Iftikhar Kadri and Mr Aman Mehta, nature of their expertise in specific functional areas and names of companies in which they hold directorships and memberships/ chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges form part of this Notice

In the opinion of the Board, Mr Iftikhar Kadri and Mr Aman Mehta fulfill the conditions specified in the Companies Act, 2013, and the rules made there under for their appointment as Independent Director(s) of the Company and they are independent of the Management A copy of the draft letters of appointments of Mr Iftikhar Kadri and Mr Aman Mehta as the Independent Directors setting out the terms and conditions would be available for inspection without any fee by the Members at the Registered Office of the Company during normal business hours on any working day upto the date of the Annual General Meeting

The Board considers the continued association of Mr Iftikhar Kadri and Mr Aman Mehta would be of immense benefit to the Company and it is desirable to continue to avail their services as Independent Directors

Accordingly, the Board recommends the resolutions in relation to the appointment of Mr Iftikhar Kadri and Mr Aman Mehta as Independent Directors for the approval of the Members of the Company

Save and except for Mr Iftikhar Kadri, Mr Aman Mehta and their relatives, to the extent of their shareholding interest, if any, none of the other Directors and the Key Managerial Personnel and their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No 6 and 7 of the Notice



## EXPLANATORY STATEMENT (Contd.)

### Item No. 8 and 9

Mr Javed Akhtar and Mr Dinesh Kumar Mittal are Non-Executive Independent Directors of the Company. It is proposed to re-appoint Mr. Javed Akhtar and Mr. Dinesh Kumar Mittal as Independent Directors of the Company under Section 149 of the Act and Clause 49 of the Listing Agreement for a period of three years to hold office from the conclusion of the Twenty Third Annual General Meeting till the conclusion of the Twenty Sixth Annual General Meeting.

Mr Javed Akhtar and Mr. Dinesh Kumar Mittal are not disqualified from being appointed as Directors in terms of Section 164 of the Companies Act, 2013 and have given their consent to act as the Directors of the Company.

The Company has received notices in writing from a Member alongwith the deposit of requisite amount under Section 160 of the Act proposing the candidatures of each of Mr Javed Akhtar and Mr Dinesh Kumar Mittal for the office of Independent Director of the Company.

The Company has also received declarations from Mr Javed Akhtar and Mr Dinesh Kumar Mittal that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

Brief resumes of Mr Javed Akhtar and Mr Dinesh Kumar Mittal, nature of their expertise in specific functional areas and names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges form part of this Notice.

In the opinion of the Board, Mr Javed Akhtar and Mr Dinesh Kumar Mittal fulfill the conditions specified in the Companies Act, 2013, and the rules made there under for their appointment as Independent Director(s) of the Company and they are independent of the Management. A copy of the draft letters of appointments of Mr Javed Akhtar and Mr Dinesh Kumar Mittal as Independent Directors setting out the terms and conditions would be available for inspection without any fee by the Members at the Registered Office of the Company during normal business hours on any working day upto the date of the Annual General Meeting.

The Board considers the continued association of Mr Javed Akhtar and Mr Dinesh Kumar Mittal would be of immense benefit to the Company and it is desirable to continue to avail their services as the Independent Directors.

Accordingly, the Board recommends the resolutions in relation to the appointment of Mr Javed Akhtar and Mr Dinesh Kumar Mittal as Independent Directors for the approval of the Members of the Company.

Save and except for Mr Javed Akhtar, Mr Dinesh Kumar Mittal and their relatives, to the extent of their shareholding interest, if any, none of the other Directors and the Key Managerial Personnel and their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 8 and 9 of the Notice.

### Item No. 10

The Board of Directors had at its Meeting held on 29<sup>th</sup> May, 2015, subject to the approval of the Shareholders and the Central Government, if required, appointed Mr Gaurang Shetty, Director as a Whole Time Director of the Company for a period of two years commencing from 24<sup>th</sup> May, 2015.

Mr Gaurang Shetty shall, subject to the superintendence, control and direction of the Board of Directors, be responsible for the management of the affairs of the Company. In consideration for his services, Mr. Gaurang Shetty shall be entitled to the following, by way of remuneration, as approved by the Nomination and Remuneration Committee:

#### I. Salary:

**Basic Salary** ₹ 315,000 p m

**Salary Grade** ₹ 67,500 p m - ₹ 315,000 p m

**Special Pay** ₹ 490,500 p m

**Gross Salary Range** ₹ 225,000 p m to ₹ 1,050,000 p m

Increments within the Gross salary range - as may be decided by the Nomination and Remuneration Committee / Board of Directors, from time to time.

## EXPLANATORY STATEMENT (Contd.)

### II. Perquisites:

In addition to the above, Mr Gaurang Shetty shall also be entitled to the following perquisites

- i Housing: House Rent Allowance equivalent to 50% of Basic Salary
- ii Allowances For business promotion, Periodicals & Journals, attire, driver's salary, car maintenance, fuel and insurance, etc., not exceeding ₹ 200,000 p m
- iii Medical Reimbursement  
Expenses incurred for self and family upto ₹1,250 p m
- iv Hospitalisation Expenses  
Hospitalisation expenses under the Medical Benefit Scheme, as per Rules of the Company
- v Staff Travel Assistance  
For self and family, in accordance with the Rules of the Company
- vi Leave As per Rules of the Company
- vii Long Service / Merit Award As per Rules of the Company
- viii Telephone  
Telephone(s) facility as per the Rules of the Company  
Personal long distance calls will be borne by him
- ix Retirals Company's contribution towards Provident Fund and Gratuity - payable as per Rules of the Company
- x Encashment of leave at the end of tenure

"Family" means spouse, parents and dependent children

### Minimum Remuneration

Notwithstanding anything hereinabove, where in any Financial Year during the currency of Mr Gaurang Shetty's tenure as Whole Time Director, the Company has no profits or its profits are inadequate, the Company will pay the aforesaid remuneration by way of Salary and Perquisites, as Minimum Remuneration to him

Mr Gaurang Shetty shall not be entitled to Sitting Fees for attending the Meetings of the Board of Directors or any Committee thereof

In compliance with the provisions of Sections 196, 197 and 198 read with Schedule V of the Companies Act, 2013, the terms and conditions of appointment of Mr. Gaurang Shetty, as specified above, are being placed before the Members for approval. The Board of Directors recommends the Resolution for the approval of the Members.

None of the Directors, except Mr. Gaurang Shetty, is, in any way, concerned or interested in the Resolution.

The particulars required to be disclosed in the explanatory statement pursuant to sub clause (iv) of paragraph (B) of section II of Part II, Schedule V of the Act are given in Annexure I.

Except for Mr Gaurang Shetty, None of the Directors and/or the Key Managerial Personnel of the Company and their relatives is concerned or interested financial or otherwise in the resolution set out at this Item No. 10

### By Order of the Board of Directors

Sd/-  
Arun Kanakal  
Company Secretary

Registered Office  
Siroya Centre  
Sahar Airport Road  
Mumbai - 400 099

CIN: L99999MH1992PLC066213

Email: companysecretary@jetairways.com

Mumbai  
29th May, 2015

Phone No +91 22 6121 1000  
Fax No +91 22 6121 1950



## EXPLANATORY STATEMENT (Contd.)

### Profile of Directors

#### Mr. James Hogan

Mr James Hogan (DIN 06540486), was appointed as an Additional Director of the Company on 20<sup>th</sup> November, 2013 and was re-appointed as a Director, liable to retire by rotation at the Annual General Meeting, held on 11<sup>th</sup> August, 2014. He is the President and Chief Executive of Etihad Airways PJSC since September, 2006. He has more than 30 years of travel industry expertise. He is a fellow of the Royal Aeronautical Society and a former Non-executive Director, member of the Board's Audit Committee, of Callaher Plc. In 2010, he served as the Chairman of the Aviation Travel and Tourism Governors at the World Economic Forum. He currently serves on the Executive Committee of the World Travel and Tourism Council. In June 2011, he was appointed to the International Air Transport Association (IATA) Board of Governors. In 2012, he received the CAPA Airline Executive of the Year Award for excellence and leadership.

#### Mrs. Anita Goyal

Mrs Anita Goyal (DIN 01992051), has been associated with Jet Airways (India) Limited (the Company) since inception and served in the Company in various capacities such as Sales and Marketing Department including as a Vice President - Sales and Marketing from 1998 to 2004. She was appointed as Executive Vice-President-Marketing and Sales in 2005.

She was appointed as Executive Vice President-Revenue Management and Network Planning in the Company in August 2007, the position she held till she was appointed as Non-Executive Director in the Company on 8<sup>th</sup> April, 2015.

She has done her B.A. (Honours) - Specialization in Political Science & Sociology.

Her expertise areas include

- Formulation and deployment of medium and long term business strategy
- Implementation of a Revenue Management Strategy to maximize top-line revenue generation
- Analysis of new potential business for profitability as it relates to displacement and bottom line result

During her tenure, the Company registered a spectacular growth in the network and consolidating the operations of the Company. She has contributed towards maintaining its 'Most Preferred Airline' status, due to the high quality of its product, convenient flight timings and connections, an innovative customer loyalty programme and through various fare schemes.

#### Mr. Iftikhar Kādri

Mr Iftikhar Kadri (DIN 00081694), holds a Bachelors degree in Engineering from Pune University.

He is a member of the Council of Architecture, New Delhi and a Fellow of the Indian Institute of Architects and a fellow of the Indian Institute of Interior Design. He set up his practice as an architect in 1960 and is actively involved with the problems relating to rebuilding of dilapidated buildings in Mumbai and exploring technological solutions for mass housing schemes.

He was also a member of the Steering Committee appointed by the Government of Maharashtra to suggest strategies for solving the housing problems of Mumbai. He is the General Secretary of the prestigious Nehru Centre in Mumbai. He was awarded a citation in 1993 as an Outstanding Architectural Engineer by the Institution of Engineers in India. He was the Sheriff of Mumbai in 1994.

#### Mr. Aman Mehta

Mr Aman Mehta (DIN 00009364) is a former banker now retired and resident in New Delhi. He occupies himself primarily with Corporate Governance with Board and Advisory roles in a range of Companies and Institutions in India as well as overseas.

He has over 35 years of experience in various positions with the HSBC Group. He was Manager, Corporate Planning at the HSBC's headquarters in Hong Kong. He was the Chairman and Chief Executive Officer of HSBC USA Inc, the New York-based arm of HSBC Holdings Plc which oversaw HSBC group companies in the Americas, before being appointed as Deputy Chairman of HSBC Bank Middle East, based in Dubai with responsibility for the Group's operations in the Middle East region. He was re-appointed General Manager International of the Hong Kong and Shanghai Banking Corporation in February 1998, Executive

## EXPLANATORY STATEMENT (Contd.)

Director International in May 1998 and Chief Executive Officer in January 1999. He also became Chairman of HSBC Bank Malaysia Berhad on 1<sup>st</sup> January, 1999 and a Director of HSBC Bank Australia Limited. He retired from HSBC in December 2003.

He is also a member of the governing board of the Indian School of Business, Hyderabad and a member of the International Advisory Board of Prudential of America. He has had a long association with INSEAD where he was a member of their Indian Advisory Council.

He is also on Board of listed companies like Wockhardt Limited, Tata Consultancy Services Limited, Godrej Consumer Products Limited, Cairn India Limited and Max India Limited.

The details of his committee positions are enumerated in the table below.

Memberships/Chairmanships of Committees in Public Companies of Mr. Aman Mehta (includes only Audit Committee and Stakeholder's Relationship Committees)

Sr. No.	Name of the Company	Name of the Committee	Position (Member/Chairman)
1	Wockhardt Limited	Audit Committee Stakeholder Relationship Committee	Member
2	Godrej Consumer Products Limited	Audit Committee	Chairman
3	Cairn India Limited	Audit Committee	Chairman
4	Tata Consultancy Services Limited	Audit Committee	Chairman

### Mr. Javed Akhtar

Mr. Javed Akhtar (DIN 00112984), holds a Bachelor's degree in Arts.

He is a nominated Member of the Rajya Sabha, is a well-known scriptwriter, lyricist, poet, activist and is a famous media personality. He was awarded the Padma Bhushan in 2007. He has won several awards, including the National Award for Best Lyricist five times.

He also holds 2,220 Equity Shares of ₹ 10 each in the Company.

### Mr. Dinesh Kumar Mittal

Mr. Dinesh Kumar Mittal (DIN 00040000), has done M.Sc. in Physics with specialization in Electronics from University of Allahabad. He has vast experience in various fields ranging from International Trade, Industrial development Finance, Infrastructure Development to Special Economic Zone. He has served on Board(s) of Reserve Bank of India, State Bank of India, Exim Bank of India, Life Insurance Corporation of India, IIFCL and IIFCL (UK) and also served as the Managing Director of IL&FS Infrastructure Development Corporation Limited. He served in the State of Uttar Pradesh Government from 1977 to 1998 and then served as Joint Secretary from 1998 to 2004 and Additional Secretary from 2009 to 2011 in the Ministry of Commerce and Industry. He also served as Secretary Ministry of Corporate Affairs and Department of Financial Services, Government of India.

Memberships / Chairmanships of Committees in Public Companies of Mr. Dinesh Kumar Mittal (includes only Audit Committee and Stakeholder Relationship Committees)

Sr. No.	Name of the Company	Name of the Committee	Position (Member/Chairman)
1	Airtel Limited	Stakeholder Relationship Committee	Member
2	Balrampur Chini Mills Limited	Audit Committee	Member
3	ONGC Tripura Power Company Limited	Audit Committee	Member
4	Max Insurance Company Limited	Audit Committee	Member



## EXPLANATORY STATEMENT (Contd.)

**Annexure - I**  
Disclosures Pursuant to sub clause (iv) of paragraph (B) of section II of Part II Schedule V of the Companies Act, 2013

General Information	
Nature of industry	The Company is a scheduled airline with domestic and international operations. It also provides cargo services.
Date of commencement of commercial production	The Company commenced operations as an Air Taxi Operator on 5 <sup>th</sup> May, 1993.
Financial performance based on given indicators during the Financial Year ended 31 <sup>st</sup> March, 2015	Total Income - ₹ 2,028,073 lakhs Expenses - ₹ 2,209,444 lakhs Loss after Tax - ₹ 181,371 lakhs EPS - ₹ 159.66 P/E Ratio NA, as EPS is negative Total Assets - ₹ 1,884,922 lakhs Accumulated Losses - ₹ 795,116 lakhs
Export performance and net foreign exchange collaborations	The Company had foreign exchange earnings of ₹ 1,180,017 lakhs and expenditure including Inventory and Capital Goods in foreign currency of ₹ 1,200,751 lakhs for the year ended 31 <sup>st</sup> March, 2015.
Foreign investments or collaborations, if any -	1. 2,815 shares of THBT00 each of Aeronautical Radio of Thailand, a state enterprise under Ministry of Transport 2. 66 shares of EURO 5 each and 145,276 Depository certificates in the SITA Group Foundation of USD 1.20 each
Information about Mr. Shetty, Whole Time Director of the Company	
Background details	Mr. Gaurang Shetty, an Indian national, is a Bachelors in Science with over 32 years experience in the aviation industry. He joined the Company in 1996 as General Manager - Marketing and was promoted to Vice President - Marketing in 2004. Currently, he is Senior Vice President - Commercial and is responsible for all commercial activities related to In-flight Services & Customer Services including Cargo for both domestic and international operations. Prior to joining the Company, he was with British Airways as its Marketing Manager South Asia, where he was responsible for passenger marketing, customer service and cargo. He was appointed as a Director of the Company on 24 <sup>th</sup> May, 2012.
Past remuneration	Remuneration paid by the Company For FY 2014-2015 - ₹ 116.68 lakhs For FY 2013-2014 - ₹ 60.43 lakhs For FY 2012-2013 - ₹ 51.41 lakhs
Recognition or rewards	Not Applicable.
Job profile and his suitability	Mr. Gaurang Shetty is responsible for Airport Services, Cabin Crews & Training, Cargo (Operations) and coordinates with VP security on synergy areas between airport and security teams and has experience in Sales, Marketing, Alliances in the Company and is now assisting the Sales and Revenue Management streams.
Remuneration proposed	As detailed in the Explanatory Statement under Item No. 10 of the accompanying Notice convening the Annual General Meeting.

## EXPLANATORY STATEMENT (Contd.)

Comparative remuneration profile with respect to industry, size of the company, profile of the company, profile of the position and person (in case of expatriates, the relevant details would be w r t the country of origin)	The following factors were considered the remuneration being paid by other airlines to their managerial personnel, the duties and responsibilities of the appointee, the remuneration being paid to other similarly placed employees in the Company and the fact that the Company is amongst the largest private airlines in India
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Nil
<b>Other Information</b>	
Reasons of loss or inadequate profits	The aviation industry is passing through turbulent times globally, with India being no exception. The Company has been adversely affected by lower yields, primarily due to increased competition and price war initiated by certain low cost carriers in the country. This was coupled with high costs mostly including finance costs and other non-recurring/ one off costs such as write off in value of investment in subsidiary
Steps taken or proposed to be taken for improvement	The Company has implemented comprehensive cost reduction measures and other improvement programmes in an effort to return to a breakeven/ profitable situation as also to improve the cash flows. Cost reduction initiatives include discontinuing loss making routes, renegotiating major contracts including aircraft maintenance costs and other efficiency enhancement measures
Expected increase in productivity and profits in measurable terms	The Company firmly believes that the various improvement measures and cost control initiatives will bear fruit and enable the Company to be profitable in the long run





## Board's Report

Dear Members,

Your Directors have pleasure in presenting their Twenty Third Annual Report together with the Audited Statement of Accounts for the Financial Year ended 31<sup>st</sup> March, 2015

### 1. Performance highlights

The Financial and Operating highlights for the year under review, compared with the previous Financial Year, are given below

#### Financial highlights

(₹ in lakhs)

Particulars	Standalone for year ended 31 <sup>st</sup> March		Consolidated for year ended 31 <sup>st</sup> March	
	2015	2014	2015	2014
<b>GROSS REVENUE</b>	<b>2,028,073</b>	1,771,347	<b>2,166,165</b>	1,944,530
<b>(Loss)/Profit before Interest, Depreciation, Exceptional Items &amp; Tax</b>	<b>59,135</b>	(107,307)	<b>33,765</b>	(145,002)
Finance Costs	88,406	99,716	92,047	108,360
<b>(Loss)/Profit before Depreciation, Exceptional Items &amp; Tax</b>	<b>(29,271)</b>	(207,023)	<b>(58,282)</b>	(253,362)
Depreciation	76,250	87,575	76,531	87,778
<b>Loss before Exceptional Items &amp; Tax</b>	<b>(105,521)</b>	(294,598)	<b>(134,813)</b>	(341,140)
<b>Exceptional Items (Net)</b>	<b>(75,850)</b>	(72,199)	<b>(75,322)</b>	(71,739)
<b>Loss before Taxation &amp; Adjustments</b>	<b>(181,371)</b>	(366,797)	<b>(210,135)</b>	(412,879)
(Excess)/Provision for Tax	-	(12)	1	(12)
Share of Profit/(Loss) in Associate	-	-	395	(109)
<b>Loss after Taxation</b>	<b>(181,371)</b>	(366,785)	<b>(209,741)</b>	(412,976)
Impact of depreciation as per new Companies Act 2013	(2,861)	-	(3,235)	-
Loss brought forward	(610,884)	(244,099)	(805,703)	(392,727)
<b>Amount transferred to Balance Sheet</b>	<b>(795,116)</b>	(610,884)	<b>(1,018,679)</b>	(805,703)

Note 1 lakh = 100,000

#### Operating highlights

Operating parameters	Year ended 31 <sup>st</sup> March	
	2015	2014
Departures (Number)	176,406	173,723
Available Seat Kilometers (ASKMs) (Million)	41,769	38,064
Revenue Passenger Kilometers (RPKMs) (Million)	34,423	29,747
Passenger Load Factor (%)	82.4	78.2
Revenue Passengers (Number)	19,475,480	17,218,833
Average Fleet Size	94	93

### 2. Dividend

The Board of Directors have not recommended any dividend on the Equity Shares in view of the performance of the Company for the Financial Year ended 31<sup>st</sup> March, 2015 (Previous year Nil per Equity Share)

### 3. State of Company's Affairs / Review of Operations

The Company reported a consolidated negative Profit After Tax of ₹ 209,741 lakhs in Financial Year 2014-15, a reduction of 51% from consolidated Loss After Tax in Financial Year 2013-14. Financial Year 2014-15 saw passenger growth of 9.6% and operating revenue growth of 10.1% as compared to Financial Year 2013-14. The reduction in losses incurred by the Company was essentially due to

## Board's Report (Contd.)



- a) Increase in operational revenue from ₹ 1,903,584 lakhs in Financial Year 2013-14 to ₹ 2,096,560 lakhs - an increase of 10.1%, primarily on account of improved load factors and yields.
- b) Reduction in Aviation Turbine Fuel (ATF) prices due to weakness in global crude prices during Financial Year 2014-15
- c) Measures taken by your company to control overheads
- d) Surplus from Slump Sale of 'Jet Privilege' Frequent Flyer Program aggregating ₹ 30,501 lakhs

The above improvements were partly offset by impairment of goodwill of ₹ 117,239 lakhs in Financial Year 2014-15. The consolidated operating loss excluding exceptional items (mainly impairment of goodwill and surplus from sale of the Frequent Flyer Program) in Financial Year 2014-15 aggregates ₹ 134,813 lakhs, a reduction of 60% over operating loss of ₹ 341,140 lakhs incurred in Financial Year 2013-14.

- a) Your Company implemented a "single brand" and "full service" product in December 2014 with an objective of delivering consistent, premium service across its entire network. This was further supported by the launch of "Guest First" program to enhance Ground and Inflight service, increase guest engagement, and increase dedicated facilities at the airports check-in counters and bag drop counters.

In addition to the above, your Company is continuously focusing on improving and enhancing direct touch points with our guests. Some of the steps taken by your company in this direction include:

- a) Launch of "Global Linker" with specific focus on the Small and Medium Enterprise (SME) segment
- b) IVR Upgrade for pre recognition of frequent fliers
- c) Enhancement of our online booking portal
- d) Launch of Jet Instant to access information on fares and flight status in real-time through Twitter

These measures adopted by your Company have started yielding positive results, which is reflected in the improvement of load factors and yields in Financial Year 2014-15 over Financial Year 2013-14.

- a) On operational front, your Company has taken various initiatives to improve efficiency and revenue earning potential. During Financial Year 2014-15, the entire fleet of B737-800 aircraft were standardized to 12(business)/ 156(economy) configuration. This has been a critical factor to enable us provide a standardized product to our guests. Further, utilization of our B737 fleet grew by 5.4% to an average 11.6 hours in Financial Year 2014-15 as compared to 11 hours in Financial Year 2013-14.

- a) In line with its turnaround strategy, your Company is continuously looking at cost reduction initiatives, discontinuing loss making routes, renegotiating major contracts including aircraft maintenance costs and other efficiency enhancement measures. We are confident that these measures will help us to bring down costs which are key to overall turnaround of the Company.

Post its alliance with Etihad Airways, your Company has enhanced international connectivity with addition of new destinations and additional flights to various countries in the Gulf Region. The Company operates more flights to the Gulf Region than any other Indian carrier. Jet Airways and Etihad Airways together operate over 4,300 international flights a month connecting India to the world via the Abu Dhabi gateway.

- a) The domestic traffic in India increased by 15% for Financial Year 2015, a significant improvement as compared to a 5% increase in the previous year. The Company (along with its wholly-owned subsidiary Jet Lite (India) Limited), carried 194.75 lakhs revenue passengers on its international and domestic services during the year under review, an increase of 9.6% over Financial Year 2013-14.

- a) Your Company's domestic passenger traffic for the year under review grew by 9.3% as compared to a growth of 1% last year while international passenger traffic registered an increase of 20.6%, as compared to an increase of 6% last year. The Company ended the Financial Year with a system-wide seat factor of 82.3%. The seat factor was 78.4% on domestic and 84.3% on the international sectors.

- a) Over the next few years, we expect the domestic aviation market to grow at a healthy pace. While the Indian aviation market is still subject to ongoing structural challenges and robust competition is placing pressure on yields, we will continue to progress by focusing on delivering an enhanced experience for our guests and improving efficiency throughout the business.



## Board's Report (Contd.)

### Fleet

As on 31<sup>st</sup> March, 2015, the Company had a fleet of 107 aircraft, comprising of 8 Airbus A330-200, 4 Airbus A330-300, 15 ATR 72-500, 3 ATR 72-600, 67 Next Generation Boeing 737-700/800/900/900ER and 10 Boeing 777-300ER. With an average fleet age of 5.6 years, the airline has one of the youngest aircraft fleets in the world.

Of the 10 Boeing 777-300ER aircraft, 5 aircraft have been sub (dry) leased to Etihad Airways PJSC. Additionally, 2 Airbus A330-200 aircraft have been sub (dry) leased to Etihad Airways PJSC and 3 Airbus A330-200 aircraft have been sub (dry) leased to Turkish Airlines Inc.

### 4. Management Discussion and Analysis

As required by Clause 49 of the Listing Agreement entered into with the Stock Exchanges, a detailed review by the Management of the operations, performance and future outlook of the Company and its business, is presented in a separate section - Management Discussion and Analysis - forming part of this Annual Report.

### 5. Subsidiary Companies

#### Jet Lite (India) Limited

Jet Lite (India) Limited ('Jet Lite') is a wholly owned subsidiary which was acquired by the Company on 20<sup>th</sup> April, 2007.

Jet Lite is a non-material, non-listed subsidiary company as defined under Clause 49 of the Listing Agreement(s) entered into with the Stock Exchanges.

For the Financial Year ended 31<sup>st</sup> March, 2015, Jet Lite posted a total income of ₹143,320 lakhs (2013-14 ₹ 176,364 lakhs) and a Net Loss of ₹ (28,765) lakhs (2013-14 ₹ (42,931) lakhs). In view of the loss, the Board of Directors of Jet Lite has not recommended a dividend on the Equity Shares for the year ended 31<sup>st</sup> March, 2015 (Previous Year Nil). The Company continues to support the operations of Jet Lite.

The highlights of the operating performance of Jet Lite for the Financial Year ended 31<sup>st</sup> March, 2015 are as follows:

Traffic parameters	Year ended 31 <sup>st</sup> March	
	2015	2014
Departures (Number)	26,302	31,986
Available Seat Kilometers (ASKMs) (Million)	3,027	3,937
Revenue Passenger Kilometers (RPKMs) (Million)	2,423	2,862
Passenger Load Factor (%)	80.1%	72.7%
Revenue Passengers (Numbers)	3,031,710	3,308,533

### Fleet

As on 31<sup>st</sup> March, 2015, Jet Lite had an all-Boeing fleet of 9 aircraft, comprising of 3 Boeing 737-700, 5 Boeing 737-800 and 1 Boeing 737-900ER aircraft.

#### Jet Airways Training Academy Private Limited ('JATPL')

JATPL continues to be a subsidiary of the Company. For the Financial Year ended 31<sup>st</sup> March, 2015, JATPL posted a total income of ₹ NIL (2013-14 ₹ NIL) and a Net Loss of ₹ (1) lakhs (2013-14 ₹ (1) lakhs).

The Company will make available copies of the Annual Accounts of the subsidiary companies and the related detailed information, free of cost to Members, on request. The same are also available for inspection at the Registered Office between 10 a.m. and 12 noon on any working day of the Company till the date of the 23<sup>rd</sup> Annual General Meeting.

The subsidiary companies are managed by their respective Boards. The Company does not have any material unlisted subsidiary and hence is not required to nominate an independent director of the Company on the Board of the subsidiary companies.

### 6. Consolidated Financial Statements

The audited Consolidated Accounts and Cash Flow Statement, comprising of the Company and its subsidiaries form part of this Report. The Auditors' Report on the Consolidated Accounts is also attached. The same is unqualified. The Consolidated Accounts have been prepared in accordance with the Accounting Standards prescribed by the Companies Act, 2013 in this regard and the provisions of the Listing Agreement(s) entered into with the Stock Exchanges.

## Board's Report (Contd.)

BOARD'S REPORT (Contd.)



### 7. Conservation of energy, technology absorption and foreign exchange earnings and outgo

Particulars, as prescribed by Section 134(3)(m) of the Companies Act, 2013, read with Rule 8 (3) of the Companies (Account) Rules, 2014, in respect of conservation of energy, technology absorption and foreign exchange earnings and outgo, to the extent applicable to the Company, are given below

#### Conservation of Energy

The Company embraces new technology from aircraft and engine manufacturers. Our achievements on fuel efficiency include our aircraft fleet and engine modernization/renewal policy. Improved flight planning through all flight stages, improvements in flight operation procedures such as continuous descent operations, reduced engine taxi-in procedure, participation in route planning/restructuring at various levels and decrease in uplift of unnecessary surplus fuel further contribute to fuel savings and emissions reductions. We utilize latest flight techniques and flight planning systems that reduce fuel use. Various teams within the Company work on implementing innovative fuel optimization and monitoring initiatives. Other initiatives include airframe and engine performance improvement packages, use of core washing, reduction of unnecessary weight, adjustment of potable water carried depending on aircraft and sector flown, usage of lightweight crockery and cargo containers, reduction of operational items, as well as employment of mobile ground power units and preconditioned air units to reduce use of on-board auxiliary power units. These measures improve our overall fuel efficiency and have enabled us to operate our aircraft in a highly efficient manner.

The Company's impact on climate change is due mainly to CO<sub>2</sub> emissions generated by its aircraft engines. The Company has implemented its action plan, the focus of which is renewal of its fleet. Fleet modernization programme ensures our aircraft are as technologically advanced and fuel efficient as possible. It is mobilizing all its departments in its efforts to minimize its carbon footprint by pursuing flight optimization, reducing the impact of ground operation etc. The Company is committed to reduce CO<sub>2</sub> emissions.

The Company is also sponsoring research dedicated towards understanding the impact of aircraft engine emissions on the environment and the various technological as well as market based measures to contain the emissions. The Company is engaged in supporting high potential resource conservation and renewable energy programmes.

#### Technology absorption

##### Technology and e-Commerce initiatives

Over the past year, the Company has introduced a set of technology based initiatives with a clear focus on further enhancing its guests overall travel experience. The introduction of an enhanced self-check-in service has provided guests with seamless options to check-in using our website, mobile app and kiosk. Integrating with Google Now has enabled guests to receive convenient and relevant updates about their flight and other related travel information.

The Company has also been the first in the country to successfully complete a pilot test for the use of mobile barcoded boarding pass at Bengaluru International Airport. Another first in Indian Aviation is the launch of #JetInstant, a Twitter based integration that allows guests to check for flight status and avail the lowest fare for a particular route with just a single Tweet.

To increase its reach among developed and emerging markets, the Company also introduced multi-lingual versions of its website in Arabic and Vietnamese. Guests can now also pay for their tickets booked on jetairways.com using Paytm and Mobikwik prepaid wallet based payment options.

In the coming years, the Company aims to further enhance #JetInstant with additional easy-to-access services. The launch of its refreshed, state of the art, responsive website and booking experience will further improve the guests overall online experience across devices.

##### Foreign Exchange earnings and outgo

The details of Foreign Exchange earnings and outgo are given under the Notes to Accounts.

### 8. Environment, Health and Safety (EHS)

The Company values its employees and is committed to protecting their health, safety and well-being. It therefore continues to develop and improve its arrangement for managing environment, health and safety issues.



## Board's Report (Contd.)

(Continued)

The management's vision is to see that the risks to employees' health and safety arising from work activities are effectively controlled, thereby contributing to the overall economic and social well-being of the community.

The key objectives of our EHS policy are

- To communicate appropriate, timely and practical workplace environment, health & safety information and advice
- To improve compliance with EHS standards through inspection and investigation activities
- To ensure that an effective and up-to-date health and safety regulatory framework is maintained

The Company's Management takes its responsibilities for managing its environment, health & safety systems, policies and practices very seriously by implementing various rules and regulations laid down under Factories Act, 1948 and the Environment (Protection) Act, 1986.

Examples of key areas of our work and include

### 1. EHS Policy

#### 2. Our work to secure better regulations

- All hazardous waste is disposed through approved vendors of the Pollution Control Board.
- Air monitoring is done in areas where chemicals & paints are used.
- Waste water is treated through ETP before it is discharged to storm water system.

#### 3. Progress against our key performance targets

- Medical check-up for employees dealing with chemicals
- EHS awareness program for employees
- EHS audit program

- Monitoring of Hazardous waste generation
- Re-cycling of paper waste generated in office

- Use of paper on both sides

- Energy and water conservation program

- No reportable accident in Financial Year 2014-15

### 9. Fixed Deposits

The Company has not accepted any Fixed Deposits from the public during the Financial Year ended 31<sup>st</sup> March, 2015.

### 10. Corporate Governance

We adhere to the principles of Corporate Governance mandated by the Securities and Exchange Board of India and have complied with all the mandatory requirements, except with regards to Clause 49(II)(A)(2) of Listing Agreement which deals with number of Independent Directors in case the non-executive chairman is a promoter which has been complied by the Company with effect from 1<sup>st</sup> November, 2014. The non-mandatory requirements have been complied with to the extent practical and applicable.

A separate section on Corporate Governance and a certificate from the Auditors confirming compliance with the Corporate Governance requirements as stipulated in Clause 49 of the Listing Agreement(s) entered into with the Stock Exchanges, form part of this Annual Report.

The Chief Executive Officer's declaration regarding compliance with the Code of Business Conduct and Ethics forms part of the Report on Corporate Governance.

The requisite Certificate from the Auditors of the Company on Corporate Governance as stipulated under the aforesaid Clause 49 is attached to this Report.

## Board's Report (Contd.)

### 11. Corporate Social Responsibility

As required under Section 135 of the Companies Act, 2013, the Board of Directors of the Company has constituted the Corporate Social Responsibility Committee which consists of Mr. Dinesh Kumar Mittal, Mr. Javed Akhtar and Mr. Gaurang Shetty as its Members.

Since the Company does not have net profit for the last three Financial Years, the Company is not mandatorily required to contribute towards Corporate Social Responsibility activities. However, the Company runs an in-flight collection programme called 'Magic Box' in association with the non-governmental organisation (NGO) Save the Children India (STCI). The funds raised through the Magic Box programme are utilised for relief work involving natural calamities such as earthquakes as well as education and healthcare for the underprivileged children and women. It also contributes significantly in the fight against trafficking of women and children.

In its constant endeavour to facilitate empowerment of women, the Company organises an in-flight fund raising drive prior to the 8<sup>th</sup> March each year. The funds collected are donated to select NGOs working primarily for the upliftment and empowerment of underprivileged women.

On the occasion of Children's Day on 14<sup>th</sup> November each year, the Company organises 'Flights of Fantasy' for approximately 100 underprivileged children. Under this unique initiative, these children are introduced to the world of aviation, which is both informative as well as an educational experience for them.

### 12. Employees

Your Directors acknowledge the selfless untiring efforts, whole-hearted support and co-operation of the employees at all levels. Our industrial relations continue to be cordial.

The total number of permanent employees of the Company as on 31<sup>st</sup> March, 2015, was 13,527 (as on 31<sup>st</sup> March, 2014, 13,256).

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the Report and Accounts are being sent to the Members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the Members at the Registered Office of the Company between 10 a.m. and 12 noon on any working day of the Company up to the date of the ensuing Annual General Meeting.

### 13. Directors' Responsibility Statement

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

- that in the preparation of the annual Financial Statements for the year ended 31<sup>st</sup> March, 2015, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- that such accounting policies have been selected and applied consistently and judgement and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March, 2015 and of the loss of the Company for the year ended on that date;
- that proper and sufficient care has been taken 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;
- that the annual Financial Statements have been prepared on a going concern basis;
- that proper internal financial controls are in place and that the financial controls were adequate and were operating effectively;
- that proper systems to ensure compliance with the provisions of all applicable laws are in place and are adequate and operating effectively.



## Board's Report (Contd.)

### 14. Number of Meetings of Board

The annual calendar of Board Meetings is tentatively agreed upon at the beginning of each year. Additionally, Board Meetings are convened to transact special business, as and when necessary.

Six Board Meetings were held during the Financial Year 2014-15. The gap between any two Board Meetings did not exceed 120 days. The Board Meetings were held on the following dates:

27 <sup>th</sup> May, 2014	11 <sup>th</sup> August, 2014	7 <sup>th</sup> November, 2014
11 <sup>th</sup> December, 2014	6 <sup>th</sup> February, 2015	17 <sup>th</sup> March, 2015

The details of the attendance of Directors at the Board Meetings held during the Financial Year 2014-15 are as follows:

Date of Board Meeting	Mr. Naresh Goyal	Mr. James Hogan	Mr. James Rigney	Mr. Aman Mehta	Mr. Dinesh Kumar Mittal*	Mr. I. M. Kadri	Mr. Javed Akhtar	Mr. Gaurang Shetty
27 <sup>th</sup> May, 2014	Yes	Yes	Yes	Yes	N A	Yes	Yes	Yes
11 <sup>th</sup> August, 2014	Yes	Yes	Yes	Yes	N A	Yes	Yes	Yes
7 <sup>th</sup> November, 2014	Yes	Yes	Yes	Yes	No	Yes	No	Yes
11 <sup>th</sup> December, 2014	No	No	No	No	Yes	Yes	Yes	Yes
6 <sup>th</sup> February, 2015	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
17 <sup>th</sup> March, 2015	No	No	No	No	No	Yes	Yes	Yes

The details of the attendance of Directors at the Annual General Meeting held during the financial year 2014-15 is as follows:

Date of General Meeting	Mr. Naresh Goyal	Mr. James Hogan	Mr. James Rigney	Mr. Aman Mehta	Mr. Dinesh Kumar Mittal*	Mr. I. M. Kadri	Mr. Javed Akhtar	Mr. Gaurang Shetty
11 <sup>th</sup> August, 2014	Yes	Yes	Yes	Yes	N A	Yes	Yes	Yes

\* Appointed on 1<sup>st</sup> November, 2014

### 15. Directors

Our definition of 'Independence' of Directors is derived from Clause 49 of the Listing Agreement with Stock Exchanges and Section 149(6) of the Companies Act, 2013. Based on the confirmation/disclosures received from the Directors and on evaluation of the relationships disclosed, the following Non-Executive Directors are Independent in terms of Clause 49 of the Listing Agreement and Section 149(6) of the Companies Act, 2013 as at 31<sup>st</sup> March, 2015 -

- Mr. Aman Mehta
- Mr. Dinesh Kumar Mittal
- Mr. Javed Akhtar
- Mr. I. M. Kadri

### Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board of Directors has undertaken an evaluation of its own performance, the performance of its Committees and of all the individual Directors based on various parameters relating to roles, responsibilities and obligations of the Board, effectiveness of its functioning, contribution of Directors at meetings and the functioning of its Committees.

## Board's Report (Contd.)

### Remuneration Policy

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. Details of the Remuneration Policy are provided in the Corporate Governance Report.

### 16. Particulars of loans, guarantees or investments under Section 186

The Company has provided following loans and guarantees and made following investments pursuant to Section 186 of the Companies Act, 2013

Name of the Entity	Relation	Amount (₹ in lakhs)	Particulars of loans, guarantees and investments	Purpose for which the loan, guarantee and investment are proposed to be utilised
Jet Lite (India) Limited	Subsidiary company	24,215	Guarantee	Provided to Banks / Financial Institutions and Lessors / Service Providers

Loans given and Investments made are given under notes 14 and 15 to the Standalone Financial Statements.

### 17. Related Party Transactions

All related party transactions that were entered into during the Financial Year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

All Related Party Transactions have been placed before the Audit Committee as also the Board for their approval.

The policy on Related Party Transactions as approved by the Board is available on the Company's website.

None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company.

The particulars of contracts or arrangements with related parties referred to in Section 188(1), as prescribed in Form AOC-2, of the rules prescribed under Chapter IX relating to Accounts of Companies under the Companies Act, 2013, is appended as "Annexure A".

### 18. Auditors

The Statutory Auditors, Deloitte Haskins & Sells LLP, Chartered Accountants, and Chaturvedi & Shah, Chartered Accountants, retire at the forthcoming Annual General Meeting. M/s Chaturvedi & Shah, Chartered Accountants have confirmed their eligibility and willingness to accept office, if re-appointed.

As per the provisions of Section 139(2)(b)(ii) read with Rule 6 of the Companies (Audit and Auditors) Rules, 2014, any audit firm which has been functioning as the Statutory Auditor of a Company for ten years or more cannot be re-appointed as the Statutory Auditor without a mandatory cooling off period of five consecutive years.

In order to comply with the requirements of the Companies Act, 2013 and to facilitate a smooth transition from the existing joint Statutory Auditors to the new Statutory Auditors it is proposed to appoint a new audit firm i.e. M/s BSR & Co LLP, Chartered Accountants in place of M/s Deloitte Haskins & Sells LLP, Chartered Accountants, thereby ensuring the Company is in compliance with Section 139(2)(b)(ii) of the Companies Act, 2013, read with Rule 6 of the Companies (Audit and Auditors) Rules, 2014.

The re-appointment of M/s Chaturvedi & Shah, (Chartered Accountants) and the appointment of M/s BSR & Co LLP as the Joint Statutory Auditors for the Financial Year 2015-16, forms part of the Notice of the said Annual General Meeting and the Resolution is recommended for your approval.

### Secretarial Audit

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. Vijay Sonone, Practising Company Secretary (COP No. 7991) to undertake the Secretarial Audit of the Company. The Report of the Secretarial Auditor is annexed herewith as "Annexure B".

Reply to the observations in the Secretarial Audit Report

The necessary forms for appointment of Key Managerial Personnel have been filed. The Company has also complied with the requirement of Woman Director by appointing Mrs. Anita Goyal on 8<sup>th</sup> April, 2015.





## Board's Report (Contd.)

### 19. Vigil Mechanism / Whistle Blower Policy

The Company has a vigil mechanism and Whistle Blower Policy in place to deal with instance of fraud and mismanagement. The details of the Policy are explained in the Corporate Governance Report and also posted on the website of the Company.

### 20. Transfer to Reserves

The Company has made no transfers to reserves during the Financial Year 2014-2015.

### 21. Extract of Annual Return

The details forming part of the extract of the Annual Return in Form MGT 9 is annexed herewith as "Annexure C".

### 22. Material changes and commitments affecting the financial position of the Company

There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the Financial Year of the Company to which the Financial Statements relate and the date of the report.

### 23. Risk management policy and adequacy of internal financial controls

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Audit Committee and the Board of Directors of the Company.

The Company's internal control systems with reference to the Financial Statements are adequate and commensurate with the nature of its business and the size and complexity of its operations. These are routinely tested by Statutory as well as Internal Auditors. Significant audit observations, if any, and follow up actions thereon are reported to the Audit Committee.

### 24. Policy on Prevention of Sexual Harassment at Workplace

The Company has in place a Prevention of Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. A committee has been set up to redress complaints received regarding sexual harassment. All employees (Permanent, contractual, temporary, trainees) are covered under this policy.

### 25. General Information

- The details of directors or key managerial personnel who were appointed or have resigned during the year,

Sr. No.	Name	Designation	Date of Appointment
1	Mr Cramer Ball	Chief Executive Officer	25 <sup>th</sup> September, 2014
2	Mr Ravichandran Narayan	Acting Chief Financial Officer	24 <sup>th</sup> February, 2015
3	Mr Dinesh Kumar Mittal	Independent Director	1 <sup>st</sup> November, 2014

- During the Financial Year, no new Subsidiaries, joint ventures or associate companies were acquired by the Company,

- There were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future;

### 26. Information relating to Section 197(12) & Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014

The ratio of the remuneration of each director to the median employee's remuneration and other details in terms of sub-section 12 of Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

## Board's Report (Contd )

Sr. No.	Requirements	Disclosure
I	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the Financial Year,	Director & Manager 835,000 Employees 1,365,033 Ratio 1:1.63 (total wage cost / Average no of employees in the fiscal year)
II	The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial Year,	No increase has been undertaken for Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager
III	The percentage increase in the median remuneration of employees in the Financial Year,	4.65%
IV	The number of permanent employees on the rolls of company,	13,527 as on 31 <sup>st</sup> March, 2015
V	The explanation on the relationship between average increase in remuneration and company performance,	<ul style="list-style-type: none"> <li>Arrears payments have been made to employees of the different categories as per the pre-defined agreement</li> <li>Cost of Living and /inflation</li> <li>Industry Median Mark</li> <li>Retention of superior performers based on performance appraisal</li> </ul>
VI	Comparison of the remuneration of the Key Managerial Personnel against the performance of the company,	We don't have a variable pay plan linking to the Company's performance with Incentive earnings
VII	Variations in the market capitalisation of the company, price earnings ratio as at the closing date of the current Financial Year and previous Financial Year and percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer in case of listed companies, and in case of unlisted companies, the variations in the net worth of the company as at the close of the current Financial Year and previous Financial Year,	<p>The Market Capitalisation as of 31<sup>st</sup> March, 2015 ₹ 55,446,882,642 as compared to ₹ 28,223,269,806 as of 31<sup>st</sup> March, 2014. The EPS as of 31<sup>st</sup> March, 2015 is ₹ (159.66) as compared to the EPS as of 31<sup>st</sup> March, 2014 of ₹ (381.30)</p> <p>The Closing Price as of 31<sup>st</sup> March, 2015 was ₹ 488.10 as compared to Closing Price of ₹ 248.45 as of 31<sup>st</sup> March, 2014</p>
VIII	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last Financial Year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration,	<p>Employees 14.16%</p> <p>Managerial personnel 2.89%</p>
IX	Comparison of the each remuneration of the Key Managerial Personnel against the performance of the company,	The Company doesn't have any variable payment structure. The Company has been incurring consistent losses in the last few years.
X	The key parameters for any variable component of remuneration availed by the directors,	Not Applicable. We don't have a variable pay plan.
XI	The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year, and	1:1.75 (The ratio is derived by considering the average of total gross salary of employees who are not directors but receive remuneration in excess of the highest paid director during the year)
XII	Affirmation that the remuneration is as per the remuneration policy of the company	Yes we confirm



## Board's Report (Contd.)

### 27. Acknowledgements

Your Directors wish to place on record their appreciation for the support extended by the Company's General Sales Agents' and other members of the travel trade in furthering the interest of the Company

Your Directors would like to thank the Government of India especially the Ministry of Civil Aviation, Ministry of Commerce and Industry and Ministry of Finance for having had the foresight to have introduced the historic liberalization measure permitting foreign airlines to invest in the equity of Scheduled and Non Scheduled passenger airlines in India

Your Directors also take this opportunity to thank the Ministry of Civil Aviation, Government of India, the Directorate General of Civil Aviation, Airports Authority of India, Mumbai International Airport (Private) Limited, Delhi International Airport (Private) Limited, GMR Hyderabad International Airport Limited, Bangalore International Airport Limited, Cochin International Airport Limited and other airport operators for their support and co-operation Your Directors are also grateful to the Ministry of Finance, Reserve Bank of India, National Stock Exchange of India Limited, BSE Limited, US Exim Bank, Export Credit Agencies, Financial Institutions and Banks, The Boeing Company, Airbus Industrie, Avion de Transport Regionale, General Electric, CFM, Pratt and Whitney, the other lessors of our aircraft and engines and all other vendors and service providers for their understanding and look forward to their continued support

On behalf of the Board of Directors

Mumbai

29th May, 2015

**Naresh Goyal**  
Chairman

## Board's Report (Contd.)

### Annexure A

**Form No. AOC-234/132**

(Pursuant to clause (h) of sub-section (3) of section 134, of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

**Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto**

#### 1 Details of contracts or arrangements or transactions not at arm's length basis

**None, all the transactions were at arm's length basis during the reporting period.**

(a) Name(s) of the related party and nature of relationship NA

(b) Nature of contracts / arrangements/transactions NA

(c) Duration of the contracts / arrangements/transactions NA

(d) Salient terms of the contracts or arrangements or transactions including the value, if any NA

(e) Justification for entering into such contracts or arrangements or transactions NA

(f) Date(s) of approval by the Board NA

(g) Amount paid as advances, if any NA

(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188 NA

#### 2 Details of material contracts or arrangement or transactions at arm's length basis

**None, there were no material\* contracts or arrangements during the reporting period.**

(\*As defined under clause 49 of the Listing Agreement and adopted by the Board of Directors in the Related Party Transactions Policy of the Company, "Material Related Party Transaction" means a transaction with a related party if the transaction / transactions to be entered into individually or taken together with previous transactions during a Financial Year, exceeds 10% of the annual consolidated turnover of the company as per the last audited Financial Statements of the company)

(a) Name(s) of the related party and nature of relationship NA

(b) Nature of contracts / arrangements/transactions NA

(c) Duration of the contracts / arrangements/transactions NA


(d) Salient terms of the contracts or arrangements or transactions including the value, if any NA

(e) Date(s) of approval by the Board, if any NA

(f) Amount paid as advances, if any NA

Form shall be signed by the persons who have signed the Board's report

On behalf of the Board of Directors



**Naresh Goyal**

Chairman

Mumbai-  
29th May, 2015



## Board's Report (Contd.)

### Annexure B

#### SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2015  
[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]  
The Members,

Jet Airways (India) Limited,  
Siroya Centre,  
Sahar Airport Road,  
Andheri (East)  
Mumbai - 400099

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Jet Airways (India) Limited (CIN - L99999MH1992PLC066213) (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my 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 authorised representatives, during the conduct of secretarial audit and as per the explanations given to me and the representation made by the Management, I hereby report that in my opinion, the Company has, during the Audit Period covering the Financial Year ended on 31<sup>st</sup> March, 2015 ('Audit Period') generally 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.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2015 according to the applicable provisions of

- (i) The Companies Act, 2013 ('the Act') and the rules made thereunder,
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder,
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder,
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings,
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable -
  - (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, 1992,
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (Not applicable during the Audit Period as the Company has not made any issue prescribed under Rule 3 of the said Regulations),
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (Not applicable during the Audit Period as the Company does not have any Employee Stock Option Scheme and Employee Stock Purchase Scheme),
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable during the Audit Period as the Company has not issued any debt securities),
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealings with client,

## Board's Report (Contd.)

- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable during the Audit Period as the Company has not delisted / nor proposed to delist its Equity Shares from any stock exchange), and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable during the Audit Period as the Company has not bought back / nor proposed to buyback its Equity Shares),
- (vi) The Company has identified the following laws as specifically applicable to the Company
  - (a) Aircraft Act, 1934,
  - (b) Carriage by Air Act 1972,
  - (c) The Aircraft (Carriage of Dangerous Goods) Rules, 2003,
  - (d) Civil Aviation Requirements issued by DGCA

The other laws as may be applicable to the Company are based on the Compliance Certificates issued by the designated officers of the Company and the Corporate Compliance Certificate issued thereafter by the Director / Chief Executive Officer and submitted to the Board of Directors of the Company. I report that the Company has generally complied with the provisions of those laws that are applicable to the Company.

I have also examined compliance with the applicable clauses of the following

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India (Not notified hence not applicable to the Company during the Audit Period)
- (ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited, During the Audit Period under review and as per the explanation and clarifications given to me and the representations made by the Management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above except to the extent as mentioned below
- (i) *During the year, the Company has appointed certain key managerial personnel in terms of Section 203 of the Act. As represented by the Management the Company is in the process of filing the prescribed forms DIR-12 and MR-1 in respect of these appointments*
- (ii) *The Company has not appointed a woman director and has therefore not been compliant with the Proviso of Section 149 (1) of the Companies Act, 2013 read with Rule 3 of the Companies (Appointment and Qualification of Directors) Rules, 2014. However, compliance with the said Section and Rule has been done after the Audit Period*

I further report, that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals,

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 period under review were carried out in compliance with the provisions of the Act.

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

Decisions at the Board Meetings, as represented by the Management, were taken unanimously.

I further report that based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Director/ Chief Executive Officer and taken on record by the Board of Directors at their meeting(s), the management has adequate systems and processes commensurate with its size and operations, to monitor and ensure compliance with all applicable laws, rules, regulations and guidelines.

As informed, the Company has responded to notices for demands, claims, penalties etc. levied by various statutory / regulatory authorities and initiated actions for corrective measures, wherever necessary.



## Board's Report (Contd.)

I further report that during the audit period, there are no specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc referred to above

Mumbai  
29th May, 2015

**Vijay B. Sonone**  
Company Secretary in Practice  
FCS No 7301  
Certificate of Practice No-7991

This Report is to be read with our letter of even date which is annexed as **Appendix A** and forms an integral part of this report

## Appendix A

To,  
The Members,  
Jet Airways (India) Limited,  
Siroya Centre,  
Sahar Airport Road,  
Andheri (East)  
Mumbai - 400099

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

- 1 The maintenance of the secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit
- 2 I 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 check basis to ensure that the correct facts are reflected in the secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
- 3 I have not verified the correctness and appropriateness of the financial records and books of accounts of the Company
- 4 Wherever required, I have obtained the Management Representations about the compliance of laws, rules and regulations and occurrence of events etc
- 5 The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedures on test check basis
- 6 The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company

Mumbai  
29th May, 2015

**Vijay B. Sonone**  
Company Secretary in Practice  
FCS No 7301  
Certificate of Practice No-7991

## Board's Report (Contd.)

### Annexure C

Form No. MGT-9

#### EXTRACT OF ANNUAL RETURN

as on the Financial Year ended on 31<sup>st</sup> March, 2015

[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	L99999MH1992PLC066213
ii)	Registration Date	1 <sup>st</sup> April, 1992
iii)	Name of the Company	Jet Airways (India) Limited
iv)	Category / Sub-Category of the Company	Public Company / Limited by Shares
v)	Address of the Registered office and contact details	Siroya Centre, Sahar Airport Road, Andheri East, Mumbai - 400 099
vi)	Whether listed company	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Karvy Computershare Private Limited - Karvy Selenium-Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 Tel +91 40 6716 1500 Fax +91 40 2300 1153

#### 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 -

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Transportation of passengers by air	51101	87%

#### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sr. No.	Name of the Company	Address of the Company	CIN/GLN	Holding/ Subsidiary /- Associate	% of Shares held	Applicable Section
1	Jet-Lite (India) Limited	Siroya Centre, Sahar Airport Road, Andheri East, Mumbai - 400 099	U62100MH1991PLC177728	Subsidiary	100%	2(87)(ii)
2	Jet Airways Training Academy Private Limited	Kaledonia, Andheri Sahar Road, Andheri East, Mumbai - 400 069	U74120MH2012PTC238808	Subsidiary	100%	2(87)(ii)
3	Jet Privilege Private Limited	Siroya Centre, Sahar Airport Road, Andheri East, Mumbai - 400 099	U74120MH2012PTC233351	Associate	49.90%	2(6)



## Board's Report (Contd )

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

#### (i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2014]				No. of Shares held at the end of the year[As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	1,000	Nil	1,000	0.00	1,000	Nil	1,000	0.00	Nil
b) Central Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) State Govt(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Bodies Corp	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Any other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Sub-total (A) (1)</b>	<b>1,000</b>	<b>Nil</b>	<b>1,000</b>	<b>0.00</b>	<b>1,000</b>	<b>Nil</b>	<b>1,000</b>	<b>0.00</b>	<b>Nil</b>
<b>(2) Foreign</b>									
a) NRIs - Individuals	57,933,665	Nil	57,933,665	51.00	57,933,665	Nil	57,933,665	51.00	Nil
b) other - Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Bodies Corp	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Any other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Sub-total (A) (2)</b>	<b>57,933,665</b>	<b>Nil</b>	<b>57,933,665</b>	<b>51.00</b>	<b>57,933,665</b>	<b>Nil</b>	<b>57,933,665</b>	<b>51.00</b>	<b>Nil</b>
<b>Total shareholding of Promoter (A) = (A) (1) + (A) (2)</b>	<b>57,934,665</b>	<b>Nil</b>	<b>57,934,665</b>	<b>51.00</b>	<b>57,934,665</b>	<b>Nil</b>	<b>57,934,665</b>	<b>51.00</b>	<b>Nil</b>
<b>B Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	2,661,517	Nil	2,661,517	2.34	10,015,561	Nil	10,015,561	8.82	Nil
b) Banks / FI	380,250	Nil	380,250	0.33	198,782	Nil	198,782	0.17	Nil
c) Central Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) State Govt(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Insurance Companies	2,430,864	Nil	2,430,864	2.14	2,430,864	Nil	2,430,864	2.14	Nil
g) FIs	4,848,572	Nil	4,848,572	4.27	6,915,288	Nil	6,915,288	6.09	Nil
h) Foreign Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Sub-total (B)(1)-</b>	<b>10,321,203</b>	<b>Nil</b>	<b>10,321,203</b>	<b>9.09</b>	<b>19,560,495</b>	<b>Nil</b>	<b>19,560,495</b>	<b>17.22</b>	<b>Nil</b>
<b>2. Non-Institutions</b>									
a) Bodies Corp	5,271,874	Nil	5,271,874	4.64	1,766,226	Nil	1,766,226	1.55	Nil
i) Indian	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
ii) Overseas	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	10,115,653	777	10,116,430	8.91	5,376,336	431	5,376,767	4.73	Nil
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	1,211,549	Nil	1,211,549	1.07	1,088,786	Nil	1,088,786	0.96	Nil

## Board's Report (Contd.)

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2014]				No. of Shares held at the end of the year [As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(C) Others (specify):	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Non-Resident Indians	596,947	Nil	596,947	0.53	317,024	Nil	317,024	0.28	Nil
Overseas Corporate Bodies	27,263,372	Nil	27,263,372	24.00	27,263,372	Nil	27,263,372	24.00	Nil
Clearing Members	880,970	Nil	880,970	0.78	288,960	Nil	288,960	0.25	Nil
Trusts	373	Nil	373	0.00	1,088	Nil	1,088	0.00	Nil
<b>Sub-total (B)(2):-</b>	<b>45,340,738</b>	<b>777</b>	<b>45,341,515</b>	<b>39.91</b>	<b>36,101,792</b>	<b>431</b>	<b>36,102,223</b>	<b>31.78</b>	<b>Nil</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>55,661,941</b>	<b>777</b>	<b>55,662,718</b>	<b>49.00</b>	<b>55,662,287</b>	<b>431</b>	<b>55,662,718</b>	<b>49.00</b>	<b>Nil</b>
C. Shares held by Custodian for ADRs & GDRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Grand Total (A+B+C)</b>	<b>113,596,606</b>	<b>777</b>	<b>113,597,383</b>	<b>100.00</b>	<b>113,596,952</b>	<b>431</b>	<b>113,597,383</b>	<b>100.00</b>	<b>Nil</b>

### (ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the Year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Naresh Goyal	57,933,665	51.00	Nil	57,933,665	51.00	Nil	Nil
2	Anita Goyal	1,000	0.00	Nil	1,000	0.00	Nil	Nil

### (iii) Change in Promoters' Shareholding (please specify, if there is no change)

There has been no change in Promoters' Shareholding during the the Financial Year.

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	None	None	None	None
	Date wise Increase / Decrease in Promoters	None	None	None	None
	Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)				
	At the end of the year	None	None	None	None



## Board's Report (Contd.)

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

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Etihad Airways PJSC	27,263,372	24.00	27,263,372	24.00
2	Reliance Capital Trustee Co. Ltd - a/c Reliance Tax Saver (ELSS) Fund	Nil	0.00	3,205,440	2.82
3	Parvest Equity India	Nil	0.00	2,575,000	2.27
4	Life Insurance Corporation Of India	2,355,864	2.07	2,355,864	2.07
5	Citigroup Global Markets Mauritius Private Limited	Nil	0.00	982,800	0.86
6	Merrill Lynch Capital Markets Espana S A S.V.	Nil	0.00	835,000	0.74
7	Birla Sun Life Trustee Company Private Limited A/C - Birla Sun Life Tax Relief 96	330,112	0.29	791,867	0.70
8	Reliance Capital Trustee Co. Ltd A/c - Reliance Focused Large Cap Fund	Nil	0.00	700,000	0.62
9	Reliance Capital Trustee Co. Ltd A/C - Reliance Mid & Small Cap Fund	Nil	0.00	694,607	0.61
10	Birla Sun Life Trustee Company Private Limited A/C - Birla Sun Life Frontline Equity Fund	517,673	0.45	617,673	0.54

\* The shares of the Company are traded on a daily basis and hence the date wise increase/decrease in shareholding is not indicated. The shareholding is as per information received from the RTA.

### (v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	Mr Naresh Goyal				
	At the beginning of the year	57,933,665	51.00	57,933,665	51.00
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	Nil	Nil	Nil	Nil
	At the end of the year	57,933,665	51.00	57,933,665	51.00
	Mr Javed Akhtar				
	At the beginning of the year	2,220	0.00	2,220	0.00
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	Nil	Nil	Nil	Nil
	At the end of the year	2,220	0.00	2,220	0.00

## Board's Report (Contd.)

### V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment:

	(₹ in lakhs)			
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the Financial Year</b>				
i) Principal Amount	333,419	711,413	-	1,044,832
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	999	1,900	-	2,899
<b>Total (i+ii+iii)</b>	<b>334,418</b>	<b>713,313</b>	<b>-</b>	<b>1,047,731</b>
<b>Change in Indebtedness during the Financial Year</b>				
Addition	203,599	185,000	-	388,599
Reduction	(142,800)	(134,115)	-	(276,915)
Exchange difference	4,885	27,757	-	30,642
<b>Net Change</b>	<b>65,684</b>	<b>78,642</b>	<b>-</b>	<b>144,326</b>
<b>Indebtedness at the end of the Financial Year</b>				
i) Principal Amount	399,925	790,342	-	1,190,267
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	177	1,613	-	1,790
<b>Total (i+ii+iii)</b>	<b>400,412</b>	<b>791,955</b>	<b>-</b>	<b>1,192,057</b>

### VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. No.	Particulars of Remuneration	Mr. Gaurang Shetty, Director and Manager	Total Amount (in ₹)
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	11,254,000	11,254,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	21,600	21,600
	(c) Profits in lieu of salary under-section 17(3) Income- tax Act, 1961	Nil	Nil
2.	Stock Option	Nil	Nil
3.	Sweat Equity	Nil	Nil
4.	Commission	Nil	Nil
	as % of profit	Nil	Nil
	others, specify	Nil	Nil
5.	Others, please specify	Nil	Nil
	<b>Total (A)</b>	<b>11,275,600</b>	<b>11,275,600</b>
	Ceiling as per the Act	As per Schedule V of the Companies Act, 2013	



## Board's Report (Contd.)

### B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of Directors				Total Amount (In ₹)
		Mr. Aman Mehta	Mr. Javed Akhtar	Mr. I. M. Kadri	Mr. Dinesh Kumar Mittal	
	Independent Directors					
	• Fee for attending board committee meetings	740,000	760,000	1,060,000	500,000	3,060,000
	• Commission	NIL	NIL	NIL	NIL	NIL
	• Others, please specify	NIL	NIL	NIL	NIL	NIL
	<b>Total (1)</b>	<b>740,000</b>	<b>760,000</b>	<b>1,060,000</b>	<b>500,000</b>	<b>3,060,000</b>
	Other Non-Executive Directors					
	• Fee for attending board committee meetings	NIL	NIL	20,000	-	20,000
	• Commission	NIL	NIL	NIL	-	NIL
	• Others, please specify	NIL	NIL	NIL	-	NIL
	<b>Total (2)</b>	<b>NIL</b>	<b>NIL</b>	<b>20,000</b>	<b>NIL</b>	<b>20,000</b>
	<b>Total (B)=(1+2)</b>	<b>740,000</b>	<b>760,000</b>	<b>1,080,000</b>	<b>500,000</b>	<b>3,080,000</b>
	<b>Total Managerial Remuneration</b>	<b>3,080,000</b>				
	Overall Ceiling as per the Act.	Sitting Fees paid is within the limits specified under the Companies Act, 2013				

### C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO*	Total (In ₹)
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	33,917,489	5,395,000	1,048,333	40,360,822
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	11,472,513	Nil	Nil	11,472,513
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission	Nil	Nil	Nil	Nil
	- as % of profit	Nil	Nil	Nil	Nil
	- others, specify	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	<b>Total</b>	<b>45,390,002</b>	<b>5,395,000</b>	<b>1,048,333</b>	<b>51,833,335</b>

\* appointed with effect from 24<sup>th</sup> February, 2015



# **VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of penalty / Punishment / Compounding fees imposed	Authority (RD / NCLT / COURT)	Appeal made if any
<b>A. Company</b>					
Penalty					
Punishment					
Compounding					
<b>B. Directors</b>					
Penalty					
Punishment					
Compounding					
<b>C. Other officers in default</b>					
Penalty					
Punishment					
Compounding					



## Management's Discussion and Analysis of Financial Condition and Results of Operations

### 1. Industry Structure and Development

Industry wide domestic passenger traffic grew by 15% in the current Financial Year, as compared to a 5% increase in the previous Financial Year. India will continue to be amongst the fastest growing aviation market in the world over the next two decades.

Sharp reduction in global crude prices, resulting in lower ATF prices during the second half of the Financial Year 2014-15 was a welcome respite for airline companies in India. However, the aviation industry in India continues to face challenges in the form of high operating costs, intermittent price wars and ever reducing yields, which make it imperative for airlines to remain focused on strict cost controls and productivity improvement.

The Financial Year 2014-15 saw a couple of new entrants in the Indian aviation market and a few more airlines are expected to commence operations in the next Financial Year. A healthy competition encourages efficiencies, innovations and overall improvement in customer service. Moreover, new entrants further instill our confidence in the growth potential of the Indian aviation market.

### 2. Analysis of Operational Performance Financial Year 2014-15 compared to Financial Year 2013-14

#### Revenues

2.1 Total operating revenues of ₹ 1,957,343 lakhs in Financial Year 2014-15 compared to ₹ 1,730,189 lakhs in Financial Year 2013-14 shows an increase of 13% mainly due to increase in capacity by 10% and increase in load factor by 4%.

#### Passenger Revenues

2.2 In Financial Year 2014-15 passenger revenues were at ₹ 1,648,925 lakhs as compared to ₹ 1,450,576 lakhs in Financial Year 2013-14. The growth of 14% can be mainly attributed to 13% increase in number of passengers carried in the current Financial Year bolstered by increased capacity and load factor increase from 78.2% in Financial Year 2013-14 to 82.4% in the current Financial Year.

#### Revenues from Excess Baggage

2.3 Revenues from excess baggage decreased by 10% to ₹ 14,102 lakhs in Financial Year 2014-15 from ₹ 15,687 lakhs in Financial Year 2013-14.

#### Revenues from Cargo

2.4 Revenues from carriage of cargo increased by 6% to ₹ 141,395 lakhs in Financial Year 2014-15 from ₹ 133,207 lakhs in Financial Year 2013-14. This was mainly on account of increase in the cargo tons carried in Financial Year 2014-15.

#### Other Operating Income

2.5 Other operating revenues increased by 17% to ₹ 152,921 lakhs in Financial Year 2014-15 from ₹ 130,719 lakhs in Financial Year 2013-14. The increase was mainly due to higher leasing income and cancellation charges.

#### Other Income

2.6 Other income increased by 72% to ₹ 70,730 lakhs in Financial Year 2014-15, from ₹ 41,158 lakhs in Financial Year 2013-14 mainly on account of proportionate recognition on fulfilment of commitment to Jet Privilege Private Limited (JPPL) in line with terms and conditions under the relevant agreement amounting to ₹ 26,248 lakhs.

#### Expenses

2.7 Our total expenses before exceptional items amounting to ₹ 2,133,594 lakhs in Financial Year 2014-15 increased by 3% from ₹ 2,065,945 lakhs in Financial Year 2013-14.

#### Aircraft Fuel

2.8 Fuel costs decreased by 7% to ₹ 668,626 lakhs for Financial Year 2014-15 from ₹ 717,542 lakhs in Financial Year 2013-14. This decrease was mainly due to reduction in Aviation Turbine Fuel (ATF) rates during the second half of



## Management's Discussion and Analysis (Contd.)

the year on account of decrease in crude oil prices. The average rate per litre of fuel for domestic and international operations in Financial Year 2014-15 was lower by 12% and 13%, respectively as compared to Financial Year 2013-14. This rate reduction was partially offset by Block hour increase of 6.5%.

### Other Operating Expenses

2.9 Other Operating Expenses increased by 5% to ₹ 676,026 lakhs for Financial Year 2014-15 from ₹ 645,213 lakhs in Financial Year 2013-14 as summarized below

Other Operating Expenses head	Year Ended 31 <sup>st</sup> March,		Increase/ (Decrease) (%)
	2015	2014	
	(₹ lakhs)	(₹ lakhs)	
Aircraft rentals, maintenance and repairs	283,511	294,672	(4)
Landing, navigation and other airport charges	159,598	145,877	9
Insurance	8,190	8,012	2
General and administrative	224,727	196,652	14
<b>Total</b>	<b>676,026</b>	<b>645,213</b>	<b>5</b>

- The decrease in maintenance and repair costs in Financial Year 2014-15 was essentially due to reduction in aircraft variable rentals, which was slightly offset by increase in consumption and obsolescence of spares.
- The increase in landing & navigation charges was mainly attributable to
  - Rate increase for landing charges at some airports at the beginning of the current Financial Year
  - Increase in international flights in Financial Year 2014-15 by ~17% over Financial Year 2013-14, which was offset by reduction in Domestic flights in Financial Year 2014-15 by ~3% over Financial Year 2013-14
- The increase in general and administrative expenses in Financial Year 2014-15 over Financial Year 2013-14 was primarily attributable to
  - Inflight and other Passenger amenities of ₹ 80,145 lakhs as compared to ₹ 65,969 lakhs in Financial Year 2013-14, primarily attributable to launch of "guest first" or full service product from December 2014
  - Miscellaneous expenses of ₹ 64,200 lakhs in current Financial Year as compared to ₹ 38,105 lakhs in Financial Year 2013-14, primarily due to provision towards estimated penalties for delayed payment of tax deducted at source amounting to ₹ 17,500 lakhs
  - Reduction in provision for bad and doubtful debts and advances from ₹ 12,926 lakhs in Financial Year 2013-14 to ₹ 2,256 lakhs in Financial Year 2014-15

### Employee Remuneration and Benefits

2.10 Expenses with regard to employee remuneration and benefits increased by 18% to ₹ 224,300 lakhs in Financial Year 2014-15 from ₹ 189,959 lakhs in Financial Year 2013-14 due to increase in headcount by ~6% during the current Financial Year and due to incremental salary arrears for certain category of employees pertaining to earlier years.

### Selling and Distribution Costs

2.11 Selling and distribution costs increased by 41% to ₹ 204,094 lakhs from ₹ 144,829 lakhs for Financial Year 2013-14. This was primarily attributable to

- Increase in revenues by 13%
- Increase in GDS cost due to revision in contracts
- Cost towards accrual of miles accrued on the Jet Privilege Program post hiving off the said Program to a new entity (Jet Privilege Private Limited). Prior to hiving off the program, cost-for-miles accrued by customers was accounted for on incremental cost basis.



## Management's Discussion and Analysis (Contd.)

### Lease Rentals

2.12 Aircraft and Engine Lease rentals increased by 8% to ₹ 195,892 lakhs in Financial Year 2014-15 from ₹ 181,111 lakhs in Financial Year 2013-14 mainly on account of Net addition of 7 B737-800 and 1 B737-900ER aircraft during Financial Year 2014-15. Increase in lease rentals due to the aforesaid additions were slightly offset by reduction in 2 B737-700 during the current Financial Year.

### Depreciation

2.13 Depreciation decreased by 13% to ₹ 76,250 lakhs in Financial Year 2014-15 from ₹ 87,575 lakhs in Financial Year 2013-14. This was primarily attributable to adopting of the useful life of fixed assets as indicated in part 'C' of Schedule II of the Companies Act, 2013 with effect from 1<sup>st</sup> April, 2014.

### Interest Expense

2.14 Interest expenses decreased by 11% to ₹ 88,406 lakhs in Financial Year 2014-15 from ₹ 99,716 lakhs in Financial Year 2013-14 mainly due to improved overdue creditors position during the year.

### Exceptional Items

2.15 Exceptional items were at ₹ 75,850 lakhs for Financial Year 2014-15 as compared to ₹ 72,199 lakhs in Financial Year 2013-14 as summarized below:

Exceptional items	Year Ended 31 <sup>st</sup> March,	
	2015	2014
	(₹ lakhs)	(₹ lakhs)
Mark to market derivatives gain / (loss)	-	938
Unrealised exchange gain / (loss)	-	(3,137)
Provision for diminution in value of Investment in Subsidiary	(117,239)	(70,000)
Surplus from slump sale of Jet Privilege Frequent Flyer programme	30,501	-
Contribution from lessor	10,888	-
<b>Total</b>	<b>75,850</b>	<b>72,199</b>

### Profit / (Loss) before and after Taxation

2.16 Loss before taxation is ₹ 181,371 lakhs in Financial Year 2014-15 compared to loss of ₹ 366,797 lakhs in Financial Year 2013-14. Provision for income taxes were not accrued in view of the losses incurred by the Company during Financial Year 2014-15.

## 3. Initiatives

### 3.1 E-commerce initiatives

With a constant focus on using innovative technology towards creating enhanced customer value, the Company launched its state of the art mobile app on Android, iOS and Blackberry. The mobile app provides guests with the option to book tickets, manage their Jet Privilege Account, check flight status, avail special offers and more. The company also introduced the option of booking Jet Escapes Holidays on jetairways.com to provide leisure travelers a seamless experience to book all inclusive holiday packages at their convenience.

In the coming year the organization will implement a highly enhanced self-check-in service across the web and mobile platform that will allow guests to seamlessly check-in on the go. The airline also aims to improve its online user experience with a revamp of its current website and infrastructure designed to provide a whole new experience using modern technology.

### 3.2 IT initiatives

We successfully implemented new infrastructure for our website and booking engine. The new setup has superior scalability and uptime and now we are fully ready to take on any traffic 'spikes' that the sales/promotional activities may generate. This year we are embarking on a project to strengthen information security across the entire IT landscape. There are several 'continuous improvement' activities to bring down the IT cost, increase efficiency and further improve uptime of all IT systems.



## Management's Discussion and Analysis (Contd.)

### 3.3 Ancillary revenue initiatives

Your company has relentless focus on improving Ancillary revenues in terms of enhancing penalty and cancellation charges and excess baggage revenues. We have enhanced revenues generated from engineering and security services provided to other airlines and continuously strive to provide our bouquet of services to more airlines. Additionally we rolled out our industry leading seat select product across the GDS, greatly enhancing its scope.

### 3.4 JetPrivilege initiatives

The first year of Jet Privilege Private Limited (JPPL) as a separate entity has been an extraordinary year of record growth. Over the last one year, new member acquisition has been one of the core business objectives at Jet Privilege. The efforts have been focused on how JPPL can constantly innovate and enhance the overall customer experience evoking a strong need in the customer to enroll into the programme and once they have bought in the consumer value proposition of the programme, making the overall enrolment process as seamless and convenient at the time of sign-up.

To meet the business objectives of member activation, as well as increasing passenger revenue generation for the Company, JPPL has focused on building a customer centric marketing approach where, with the use of data and analytics, meaningful insights about the members can be derived and members receive targeted, segmented and individually relevant communication. This has helped JPPL in not only delivering good campaign performance results but also increasing the member's overall engagement with the programme and the Company.

## 4. Outlook / Restructuring Measures

We continue to rationalize our route network in response to industry conditions and traffic evolution. In Financial Year 2014-15, we moved some of our domestic capacity (in terms of ASKM) from Domestic to the International market. While we increased our international capacity by 15.6%, we reduced our consolidated capacity in domestic market by 6.1%.

This Financial Year saw the first full year impact of your Company's Strategic partnership with Etihad, which has been growing by leaps and bounds since Etihad acquired 24% stake in your Company in Financial Year 2013-14. Passengers and revenues delivered by Etihad Airways and Etihad Airways Partners rose by 427% and 363% respectively, in Financial Year 2014-15 as compared to Financial Year 2013-14. Jet and Etihad have combined network of 27 flights per day and connect to 13 unique destinations between India and Abu Dhabi. The New bank structure implemented by your company in the Summer-2015 schedule will not only improve the performance of Abu Dhabi gateway but will also

increase availability of aircraft for domestic utilisation.

We are continuously improving aircraft utilization by adding more red-eye flights & early hour departures, thereby continuing to stay relevant for multiple customer segments. The utilisation of the narrow body fleet grew by 5.4% to an average 11.6 hours in Financial Year 2014-15 compared to 11 hours in Financial Year 2013-14.

On the commercial front, we are focusing on increasing corporate penetration and improving 'Premiere' Loads. There is a dedicated team now in place focusing solely on global key accounts.

We enhanced codeshares with 3 new partners - Air Seychelles, Air Berlin & Bangkok Airways. These are expected to bring significant guest benefits such as seamless connectivity, frequent flyer accrual and redemption opportunities etc. More importantly, we enhanced our existing codeshare relationship with our current partners. All of Etihad's US services are now available on Company's code, providing unparalleled guest benefits including pre-clearance in Abu Dhabi.

## 5. Internal Control Systems

5.1 The Company has a proper and adequate system of internal controls commensurate with its size and nature of operations to provide reasonable assurance that all assets are safeguarded, transactions are authorized, recorded and reported properly and applicable statutes, codes of conduct and corporate policies are duly complied with.

5.2 The Company's Internal Audit Department reviews the adequacy and efficacy of the key internal controls. The scope of the internal audit activity is guided by the internal annual audit plan which is approved by the Audit Committee of the Board.

5.3 The Company's Audit Committee comprises of three Non-executive Independent Directors, Mr. Aman Mehta (Chairman), Mr. I. M. Kadri and Mr. Dinesh Kumar Mittal. The Audit Committee reviews reports submitted by the Internal Audit Department and monitors follow-up and corrective action taken.



## Management's Discussion and Analysis (Contd.)

- 5.4 The Company has a corporate compliance procedure to ensure that all laws, rules and regulations applicable to it are complied with. Based on confirmations from departmental heads, a Corporate Compliance Certificate is placed before the Board every quarter.
- 5.5 The Company Secretary is the designated Compliance Officer to ensure compliance with SEBI regulations and with the Listing Agreement with National Stock Exchange of India Limited and BSE Limited.
- 5.6 Mr. Arun Kanakal, Company Secretary, is the Compliance Officer with regard to the Jet Airways Code of Conduct for Prevention of Insider Trading.
- 5.7 The Company has a process of both external and internal safety audits for each area of operation. The Company is in full compliance with all laws, rules and regulations relating to airworthiness, air safety and other statutory operational requirements.
- 5.8 The Company, as part of its Risk Management strategy, reviews, on a continuous basis, its strategies, processes, procedures and guidelines to effectively identify and mitigate risks. Key risk areas in all areas of the Company's operations and management have been identified and are monitored.

### 6. Opportunities, Risks, Concerns and Threats

- After a sluggish growth rate in the last few years, the Indian economy is showing signs of revival, fuelling hopes of robust growth in the near future. The signs of recovery of Indian economy are also reflected in air traffic growth, which increased by 15% in Financial Year 2014-15, as compared to 5% increase in demand in Financial Year 2013-14.

Financial Year 2014-15 witnessed significant volatility in crude prices and the exchange rate of INR vis-à-vis the US Dollar. While the volatility in crude prices were mostly favorable to your Company in Financial Year 2014-15, any adverse fluctuations could put more pressures on the costs. Your Company continues to monitor the fuel prices closely and is working towards taking steps to reduce risks from such adverse fluctuations. On the volatility in exchange rates, your company is naturally hedged to a large extent against significant weakening/ strengthening of the INR vis-à-vis the USD. This puts us in a much more comfortable and advantageous situation as compared to other airline operators in the Country.

In addition to the new entrants to the Indian aviation industry in Financial Year 2014-15, one new airline commenced operations in April 2015 and a few other new airlines are expected to commence operations in India during the next Financial Year. Your Company has taken adequate measures to mitigate the impact of new entrants in the market.

Standardization of our B737 fleet, refurbishment of the ATR fleet and launch of a common brand, common product during Financial Year 2014-15 attracted a significant positive response from our guests, which is evident from our improved load factors and yields. In continuation of our product enhancement initiatives, your company is in the process of launching a "guest first" program for international operations, standardizing the B737-900 ER fleet and refurbishing other narrow and wide body aircraft to provide a truly premiere experience to guests availing services of your Company.

*Certain statements in this Management Discussion and Analysis describing the Company may be 'forward-looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's future operations include economic conditions affecting air travel in India and overseas, change in Government Regulations, changes in Central and State taxation, fuel prices and other factors.*

# Report on Corporate Governance

[As required by Clause 49 of the Listing Agreement(s) entered into with the Stock Exchanges]

## 1. Company's philosophy on Corporate Governance

Your Company strives for continued excellence by adopting best-in-class governance and disclosure practices. The Company's Code of Business Conduct and Ethics and the Code of Conduct for prevention of Insider Trading reflect our commitment to good corporate governance framework. Transparency, Integrity and accountability are the fundamental principles to sound Corporate Governance, which ensures that the Company is managed and monitored in a responsible manner.

Our actions are governed by our values and principles, which are reinforced at all levels within the Company. Success, we believe, requires the highest standards of corporate behaviour towards everyone we work with, the communities we touch and the environment on which we have an impact.

The Company views Corporate Governance as more than just regulatory requirements as it believes there exists a fundamental link between the Company and the Society.

The Corporate Governance Structure of the Company is vested with

The Board of Directors ("the Board"). The Board is responsible for the management, direction and performance of the Company as well as to provide an independent view of the Company's Management while discharging its objectives.

Committees of the Board. The Committees have oversight of operational issues assigned to them by the Board which are constituted to oversee specific areas.

A detailed report on implementation of Corporate Governance is set out below.

## 2. Board of Directors ("Board")

### I. Composition

As on 31<sup>st</sup> March, 2015, the Company has eight Directors on its Board which is headed by a Non-executive Promoter Chairman. Out of the eight Directors, one is a Director and Manager and seven are Non-executive Directors.

Except the Chairman and Independent Directors, all the Directors are liable to retire by rotation. There is no relationship between the Directors inter-se.

As per the requirements of Clause 49, none of the Directors is a Member of more than ten committees or Chairman of more than five committees across all public companies in which they are Directors. Necessary disclosures regarding committee positions in other public companies as on 31<sup>st</sup> March, 2015, have been made by the Directors.

As on 31<sup>st</sup> March, 2015, the Company has complied with the mandatory requirements as laid down in Clause 49 of the Listing Agreement(s) entered into with Stock Exchange(s) ("Listing Agreement").

The composition of the Board as on 31<sup>st</sup> March, 2015, the changes during the year under review and Directorship / Committee positions of the Directors in other companies, are as follows:

Name	Position / Category	2 Other Directorships	3 Other Committee Positions	
			Chairman	Member
Mr. Naresh Goyal	Chairman Non-Executive Promoter Director	1	-	1
Mr. Javed Akhtar	Independent Director	-	-	-
Mr. M. Kadir	Independent Director	-	-	-
Mr. Aman Mehta	Independent Director	5	3	2
Mr. Gaurang Shetty	Director and Manager (Executive)	1	1	-
Mr. James Hogan	Non-executive Director	-	-	-
Mr. James Rigney	Non-executive Director	-	-	-
Mr. Dinesh Kumar Mittal <sup>1</sup>	Independent Director	6	-	4

### Notes:

Based on the disclosures obtained from the Directors:

1 Appointed as the Director of the Company with effect from 1<sup>st</sup> November, 2014.

2 Excludes directorships in private companies, foreign companies and alternate directorships.

3 Includes only Audit Committee and Stakeholders Relationship Committee of other Indian public limited companies.



## Report on Corporate Governance (Contd.)

### II. Attendance record of Directors at Board Meetings and the Annual General Meeting of the Company held during the financial year 2014-15

Six Board Meetings were held during the financial year 2014-15. The gap between any two Board Meetings did not exceed 120 days. The Board Meetings were held on the following dates -

27 <sup>th</sup> May, 2014	11 <sup>th</sup> August, 2014	7 <sup>th</sup> November, 2014
11 <sup>th</sup> December, 2014	6 <sup>th</sup> February, 2015	17 <sup>th</sup> March, 2015

The annual calendar of Board Meetings is tentatively agreed upon at the beginning of each year. Additionally, Board Meetings are convened to transact special business, as and when necessary.

The details of the attendance of Directors at the Board Meetings and the Annual General Meeting held during the financial year 2014-15 are as follows:

Name	Attendance at	
	Board Meetings	22 <sup>nd</sup> Annual General Meeting held on 11 <sup>th</sup> August, 2014
Mr. Naresh Goyal	4 out of 6	Yes
Mr. Javed Akhtar	5 out of 6	Yes
Mr. Dinesh Kumar Mittal <sup>1</sup>	2 out of 6	N/A
Mr. I. M. Kadri	6 out of 6	Yes
Mr. Aman Mehta	4 out of 6	Yes
Mr. Gaurang Shetty	6 out of 6	Yes
Mr. James Hogan	4 out of 6	Yes
Mr. James Rigney	4 out of 6	Yes

<sup>1</sup> Mr. Dinesh Kumar Mittal was appointed as a Director with effect from 1<sup>st</sup> November, 2014 and hence has attended 2 out of 4 Meetings that took place since his appointment.

The Prescribed quorum was present for all the Meetings.

During the financial year 2014-15, information as mentioned in Clause 49 of the Listing Agreement has been placed before the board for its consideration.

In addition to the information as enumerated in Clause 49 of the Listing Agreement, the Directors are presented with information on various matters related to the operations of the Company in a manner appropriate to enable them to effectively discharge their duties, especially those requiring deliberation at the highest level. Where it is not practicable to provide the relevant information as a part of the Agenda Papers, the same is tabled at the Meeting.

Presentations are also made to the Board by functional heads on various issues concerning the Company. The Directors also have independent access to the Senior Management at all times.

#### Board Training and Induction

At the time of appointing a Director, a formal letter of appointment is given to him, which, *inter-alia*, explains the role, function, duties and responsibilities expected of him as a Director of the Company. The Director is also explained in detail the compliances required from him under the Companies Act, Clause 49 of the Listing Agreement and other relevant regulations and his affirmation taken with respect to the same.

#### Appointment of Independent Director

Pursuant to the provisions of section 149 of the Companies Act, 2013, that came in to effect from 1<sup>st</sup> April, 2014, every listed public company is required to have at least one-third of the total number of Directors as independent Directors. Such Independent Directors shall be appointed for not more than two terms of five years each and shall not be liable to retire by rotation. The Board of Directors of the Company has decided to adopt the provisions with respect to appointment of Independent Directors which is consistent with the Companies Act, 2013 and the amended Listing Agreement.



## Report on Corporate Governance (Contd.)

Accordingly, the Company had sought approval of the Shareholders for appointment of Mr. Dinesh Kumar Mittal as a Non-Executive Independent Director of the Company at the Extra Ordinary General Meeting of the Company held on 1<sup>st</sup> November, 2014.

Consequent upon receipt of shareholders' approval, Mr. Dinesh Kumar Mittal was appointed as an Independent Director of the Company for a period of one year or till the conclusion of the Twenty Third Annual General Meeting of the Company, whichever is earlier.

The Company has issued a formal letter of appointment to Independent Directors in the manner as provided in the Companies Act, 2013 and the revised clause 49 of the Listing Agreement. The terms and conditions of appointment have also been disclosed on the website of the Company at [www.jetairways.com](http://www.jetairways.com).

### Familiarisation program for Independent Directors

The Company has conducted the familiarisation program for Independent Directors appointed during the year. The Program aims to provide insights into the Company to enable the Independent Directors to understand its business in depth, to acclimatise them with the processes, businesses and functionalities of the Company and to assist them in performing their role as Independent Directors of the Company. The Company's Policy of conducting the Familiarisation Program has been disclosed on the website of the Company at [www.jetairways.com](http://www.jetairways.com).

### Meeting of Independent Directors

The Company's Independent Directors met on 17<sup>th</sup> March, 2015 without the presence of the Director & Manager, CEO, the Non-Executive, Non-Independent Directors and the Management Team. The meeting was attended by Mr. Javed Akhtar and Mr. I. M. Kadri, the Independent Directors and was conducted informally to enable the Independent Directors to discuss matters pertaining to the Company's affairs and put forth their combined views to the Board of Directors of the Company.

## 3. Committees of Board

To focus effectively on specific issues, the Board has constituted the following Committees with detailed Charters laying down specific terms of reference:

- a. Audit Committee of the Board
- b. Nomination and Remuneration Committee
- c. Stakeholder Relationship Committee
- d. Corporate Social Responsibility Committee

The Company Secretary acts as the Secretary to all these Committees.

The Minutes of the Meetings of the above Committees are placed before the Board for discussions / noting.

### a. Audit Committee of the Board (Audit Committee)

The Audit Committee oversees the existence of an effective internal control systems to ensure that

- Safeguarding of assets and adequacy of provisions for all liabilities,
- Reliability of financial and other management information and adequacy of disclosures,
- Compliance with all relevant statutes

The Audit Committee also acts as a link between the Statutory, Internal Auditors and the Board.

### 1. Terms of reference

The Audit Committee functions according to its Charter which is in line with the provisions of Clause 49 of the Listing Agreement entered into with the Stock Exchanges read with Section 177 of the Companies Act, 2013 ("Act") that defines its composition, authority, responsibility and reporting functions.

The Terms of reference of the Audit Committee are briefly enumerated below:

- a. Oversight of the Company's financial reporting process and disclosure of its financial information, to ensure that the Financial Statements are materially correct, sufficient & credible.



## Report on Corporate Governance (Contd.)

- b Discuss and review with the management and auditors the annual/ quarterly Financial Statements and auditor's report before submission to the Board, with particular reference to
- Matters required to be included in the Directors' Responsibility Statement in the Board's report
  - Disclosure under Management Discussion and Analysis of financial condition and results of operations
  - Review of accounting policies, practices & standards and reasons for change, if any
  - Major accounting entries involving estimates based on exercise of judgment by management
  - Qualifications in the draft audit report
  - Significant adjustments made in the Financial Statements arising out of audit findings
  - Compliance with listing and other legal requirements relating to Financial Statements
  - Disclosure of any related party transactions
- c Provide recommendations to the Board related to the appointment, re-appointment, remuneration and terms of appointment of the auditors of the Company. This would involve recommending the name of an individual or a firm as an external / statutory auditor for consideration by the Board and further recommendation to the shareholders on
- whether the qualifications and experience of the auditors is commensurate with the size and requirements of the Company,
  - any order or pending proceeding relating to professional matters of conduct against the proposed auditor before the Institute of Chartered Accountants of India or any competent authority or any Court
- d Review and monitor the auditor's independence and performance and effectiveness of the audit process
- e Hold timely discussions with external/ statutory auditors regarding the nature and scope of Audit as well as post-Audit discussion / review for ascertaining any area of concern prior to commencement of audit
- f Provide approval of all audit and non-audit services that may be rendered by the external auditor and the remuneration for the services
- g Provide approval of payment to statutory auditors for any other services rendered by the statutory auditors
- h Review and suitably reply to the report(s) forwarded by the auditors on the matters where the auditors have sufficient reasons to believe that an offence involving fraud, is being or has been committed against the Company by officers or employees of the Company
- i Internal Audit
- Review the adequacy of the internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, the reporting structure coverage and budget, scope, coverage and frequency of internal audit
  - Review the performance of the internal audit department, including the objectivity and authority of its reporting obligation and results of internal audit
  - Discuss with internal auditors any significant findings and follow-up thereon
  - Review findings of the internal investigations by internal auditors into matters where there is suspected fraud / irregularity / failure of internal control systems of a material nature, and reporting the matter to the Board
  - Review the appointment, removal, performance and terms of remuneration of the Chief Internal Auditor
  - Review internal audit reports relating to internal control weaknesses
  - Approve any non-audit related work allotment, which may conflict with the role & independence of the Chief Internal Auditor and other internal audit team members and the outsourced internal audit firms

## Report on Corporate Governance (Contd.):

Review management letters / letters of internal control weaknesses issued by statutory auditors

k Evaluation of Internal financial controls

l Evaluate on a regular basis the adequacy of risk management systems

m Whistle Blower / Vigil Mechanism

- The Committee maintains an oversight of the adequacy/functioning of the whistle blowing/ vigil mechanism. It reviews the Company's arrangements for its employees, stakeholders and Directors to raise concerns, in confidence, about possible wrongdoing in the Company on matters including those related to ethics, compliance, financial reporting, accounting and auditing

- The Committee shall ensure that these arrangements allow independent investigation of such matters and appropriate follow up action

n The whistle blower / vigil mechanism shall provide for adequate safeguards against victimization of persons who use such mechanism and make provision for direct access to the chairperson of the Audit Committee on appropriate or exceptional cases

o Review, with the management, the auditor's report on the annual Financial Statements covering the,

- Assessment of the accounting principles used and the significant estimates made by management,

- Compliance to accounting and auditing standards,

- Evaluation of the overall financial statement presentation,

- Observations or comments of the auditors on financial transactions or matters which have any adverse effect on the functioning of the Company,

- Elements related to disqualification of any Director as per legal and regulatory provisions,

- Any qualification, reservation or adverse remark relating to the maintenance of accounts and other connected matters,

- Adequacy and operating effectiveness of internal financial control systems,

- Other matters which are required to be included in the audit report as per regulatory and legal provisions

p Review the reasons for substantial defaults in the payments to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors. Review the valuation of undertakings or assets of the Company, wherever it is necessary

q Review the Financial Statements, in particular, the investments made by the unlisted subsidiary companies

r Review the statement of significant related party transactions submitted by the management, including the 'significant' criteria / thresholds decided by the Management

s Provide approval or any subsequent modification of transactions of the Company with related parties

t During the year under review, the Audit Committee reviewed key audit findings covering operational, financial and compliance areas. Management personnel presented the risk mitigation plan to the Committee

### II. Composition

The Audit Committee comprises three Directors each of whom possess financial / accounting expertise. The Chairman of the Audit Committee is an Independent Director. The composition of the Audit Committee is in







## Report on Corporate Governance: (Contd.)

in accordance with the requirements of Section 177 of the Companies Act, 2013 and Clause 49 of the Listing Agreement as given below

Name	Designation	Category
Mr Aman Mehta	Chairman	Independent Director
Mr Javed Akhtar <sup>1</sup>	Member	Independent Director
Mr Dinesh Kumar Mittal <sup>2</sup>	Member	Independent Director
Mr I M Kadri	Member	Independent Director

<sup>1</sup> Resigned as a Member with effect from 7<sup>th</sup> November, 2014

<sup>2</sup> Appointed as a Member with effect from 7<sup>th</sup> November, 2014

The Director and Manager, the Chief Executive Officer, executives from Finance and Internal Audit Departments and representatives of the Statutory Auditors are invited to attend the Audit Committee Meetings

### III. Meetings and attendance during the financial year 2014-15

The Audit Committee met five times during the financial year 2014-15 on 27<sup>th</sup> May, 2014, 11<sup>th</sup> August, 2014, 7<sup>th</sup> November, 2014, 11<sup>th</sup> December, 2014 and 6<sup>th</sup> February, 2015 and the gap between any two Meetings did not exceed 120 days

The details of attendance of the Members at these Meetings are as follows

Name	Number of Meetings attended
Mr Aman Mehta	4 out of 5
Mr Javed Akhtar <sup>1</sup>	3 out of 5
Mr Dinesh Kumar Mittal <sup>2</sup>	2 out of 5
Mr I M Kadri	5 out of 5

<sup>1</sup> Resigned as a Member with effect from 7<sup>th</sup> November, 2014

<sup>2</sup> Mr Dinesh Kumar Mittal was appointed as an Independent Director with effect from 1<sup>st</sup> November, 2014 and hence has attended 2 out of 3 Meetings that took place since his appointment

The Company Secretary attended all the above Meetings

The prescribed Quorum was present for all the meeting

The Chairman of the Audit Committee, Mr Aman Mehta, was present at the 22<sup>nd</sup> Annual General Meeting held on 11<sup>th</sup> August, 2014

### b. Nomination and Remuneration Committee

#### I. Terms of reference

The purpose of Nomination and Remuneration Committee is to identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and also carry out evaluation of every Director's performance

#### Nomination Activities:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of the directors, key managerial personnel and other employees,
- Formulation of criteria for evaluation of Independent Directors and the Board. Additionally the Committee may also oversee the performance review process of the KMP and the executive team of the Company
- Devising a policy on Board diversity,

## Report on Corporate Governance (Contd.)

- (d) Oversee familiarization programs for Directors
- (e) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal. The company shall disclose the remuneration policy and the evaluation criteria in its Annual Report

### Remuneration Activities

- (a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors and Chief Executive Officer to run the company successfully
- (b) annually review the Chief Executive Officer (CEO) remuneration package and performance indicator as set by the Board
- (c) relationship of remuneration to performance is clear and meets appropriate performance benchmarks, and
- (d) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals

### II. Composition

The Nomination and Remuneration Committee comprises three Non-executive Directors as enumerated below

Name	Designation	Category
Mr Aman Mehta	Chairman	Independent Director
Mr Dinesh Mittal <sup>1</sup>	Member	Independent Director
Mr Javed Akhtar	Member	Independent Director
Mr I M Kadri <sup>2</sup>	Member	Independent Director

<sup>1</sup> Appointed as a Member with effect from 7<sup>th</sup> November, 2014

<sup>2</sup> Resigned as a Member with effect from 7<sup>th</sup> November, 2014

### III. Meetings and attendance during the financial year 2014-15

During the financial year 2014-15, the Nomination and Remuneration Committee met once on 6<sup>th</sup> February, 2015

All the Committee Members and the Company Secretary attended the Meeting

The Chairman of the Nomination and Remuneration Committee, Mr Aman Mehta, was present at the 22<sup>nd</sup> Annual General Meeting held on 11<sup>th</sup> August, 2014

### IV. Remuneration Policy

#### 1. For Non-executive Directors

The Non-executive Directors are uniformly paid a Sitting Fee for attending Meetings of the Board and Committees, the Company has not paid any Commission to any Non-executive directors  
No stock options have been granted to the Non-executive Directors by the Company

#### Sitting Fees

The Non-executive Directors are paid Sitting Fees of ₹ 1,00,000 for each Board and Committee Meeting attended by them

Due to the losses made by the Company for the year ended 31<sup>st</sup> March, 2015, no Commission is payable to the Non-executive Directors for the financial year 2014-15



## Report on Corporate Governance (Contd.)

Details of remuneration paid to Non-executive Directors for the financial year 2014-15 are as follows

Name	Sitting Fees Paid (₹)	Commission	Total (₹)
Mr Naresh Goyal	20,000	NIL	20,000
Mr Javed Akhtar	760,000	NIL	760,000
Mr I M Kadri	1,060,000	NIL	1,060,000
Mr Aman Mehta	740,000	NIL	740,000
Mr Dinesh Mittal	500,000	NIL	500,000
Mr James Hogan#	NIL	NIL	NIL
Mr James Rigney#	NIL	NIL	NIL

**Notes:**  
 # Mr James Hogan & Mr James Rigney were appointed as additional Directors on 20<sup>th</sup> November, 2013 and have written to the Company stating that they do not wish to receive any sitting fees from the Company.  
 \* Mr Naresh Goyal has written to the Company on 31<sup>st</sup> May, 2014, that he do not wish to receive any sitting fees from the Company

Please refer to the disclosure on Related Party Transactions in the Notes to Accounts for details of transactions in which Mr Naresh Goyal is concerned or interested

Except Mr Naresh Goyal, none of the other Non-executive Directors has any other pecuniary interest in the Company. Shareholding of the Non-executive Directors in the Company is enumerated in the table below

Name	Number of Shares of ₹ 10/- each held in the Company	% of Total Paid-up Equity Capital
Mr Naresh Goyal	57,933,665	51.00
Mr Javed Akhtar	2,220	M. Negligible

**Notes:**  
 Except for Mr Goyal & Mr Akhtar, none of the Directors hold any shares in the Company

**2. For the Director and Manager (Mr. Gaurang Shetty)**  
 The remuneration paid to Mr. Gaurang Shetty, Manager and Director comprises Salary and Allowances, Perquisites and Retirement Benefits

Details of the remuneration paid during the year 2014-2015 are as follows	
	(in ₹)
Salary and Allowances	11,254,000
Perquisite	21,600
Retirement Benefits	392,400
<b>Total</b>	<b>11,668,000</b>

Mr Gaurang Shetty is an employee of the Company and he is bound by the terms of employment and policies of the Company

**c. Stakeholders Relationship Committee**  
 The Company has constituted a Stakeholders Relationship Committee to specifically focus on the redressal of the Shareholders' / Investors' complaints and grievances and to note the transfers etc of shares

### I. Terms of reference

The brief terms of reference of the Stakeholders Relationship Committee are as follows

- To receive the report of the Registrar and Share Transfer Agent about investors' complaints and grievances and follow up for necessary action taken for redressal thereof,



## Report on Corporate Governance (Contd.)

- To review the existing "Investor Redressal System" and suggest measures for improvement in investor relations,
- To note the transfer / transmission / transposition / rematerialisation / dematerialization of shares and consolidation / splitting of folios as approved by the persons duly authorized by the Board of Directors in this regard and the issue of share certificates in exchange for sub-divided, consolidated, defaced, torn, etc,
- To review the Shareholding Pattern of the Company and the changes therein,
- To appoint and remove Registrars and Share Transfer Agent, decide the terms and conditions, remuneration, service charge / fees and review their performance,
- To decide the frequency of audit of the Registrar and Share Transfer Agent and to consider the Auditor's Report thereon,
- To consider and take on record the certificate from the practicing Company Secretary under Clause 47(c) of the Listing Agreement,
- Consider and resolve the grievances of security holders of the company including complaints related to transfer of securities, non-receipt of annual report/declared dividends/notices/ balance sheet,
- Oversee compliances in respect of dividend payments and transfer of unclaimed amounts to the Investor Education and Protection Fund,
- to delegate any of the powers mentioned above to the company executives,
- To carry out any other activity as may be mandated by the Statutory Regulations,
- Such other matters as may be referred or delegated to it, from time to time, by the Company's Board of Directors

### II. Composition

The Stakeholder's Relationship Committee comprises of three Directors as enumerated under

Name	Designation	Category
Mr I M Kadri	Chairman	Independent Director
Mr Javed Akhtar	Member	Independent Director
Mr Gaurang Shetty	Member	Director and Manager

### III. Meetings and attendance during the financial year 2014-15

The Stakeholders Relationship Committee met twice during the financial year i.e. on 27<sup>th</sup> May, 2014 and 7<sup>th</sup> November, 2014

The dates of the Meetings and presence thereat are as follows

Name	Attendance
Mr I M Kadri	2 out of 2
Mr Javed Akhtar	1 out of 2
Mr Gaurang Shetty	2 out of 2

The Company Secretary attended all the above Meetings

### IV. Name and designation of Compliance Officer

Mr Arun Kanakal, Company Secretary, has been appointed the Compliance Officer under Clause 47 of the Listing Agreement



## Report on Corporate Governance (Contd.)

### V. Details of Shareholders' complaints / queries

The details of Shareholders' complaints during the financial year 2014-15 are as follows

Status of Complaints	Number of Complaints
Pending as of 1 <sup>st</sup> April, 2014	NIL
Received during the financial year 2014-15	100
Disposed of during the financial year 2014-15	100
Pending as of 31 <sup>st</sup> March, 2015	NIL

Investors' complaints are given top priority by the Company and are promptly addressed by the Registrar and Share Transfer Agent, Karvy Computershare Private Limited, who strive to attend to all investor complaints within 48 hours of receipt. All investors' grievances / correspondences received during the financial year 2014-15 have been attended to.

The Company has a separate email ID [investors@jetairways.com](mailto:investors@jetairways.com) to which investors may address their grievances. They may contact the Investor Relations Officer, Mr. C. P. Varghese, at the Registered Office of the Company or on Telephone +91 22 6121 1000.

### 4. General Body Meetings

#### i. Location and time of the last three Annual General Meetings:

Financial Year	Venue	Date and Time
2013-14	Bhaidas Maganlal Sabhagriha, Juhu Vile Parle Development Scheme, Bhaktivandana Swami Marg, Vile Parle (West), Mumbai-400 056	11 <sup>th</sup> August, 2014 at 3 30 p m
2012-13		8 <sup>th</sup> August, 2013 at 3 30 p m
2011-12		3 <sup>rd</sup> August, 2012 at 3 30 p m

#### ii. Special Resolutions passed in the previous three Annual General Meetings:

Annual General Meeting held on	Subject
3 <sup>rd</sup> August, 2012	<ul style="list-style-type: none"> <li>• Appointment of Mr. Gaurang Shetty as the Manager</li> <li>• Appointment of Mrs. Anita Goyal to an Office or Place of Profit</li> <li>• Raising of Capital</li> <li>• Investment in a company to be set up as a marketing services company</li> <li>• Investment in a company to be set up as a training academy</li> </ul>
8 <sup>th</sup> August, 2013	<ul style="list-style-type: none"> <li>• Re-Appointment of Mr. Nivaan Goyal to an Office or Place of Profit</li> <li>• Re-appointment of Ms. Namrata Goyal to an Office or Place of Profit</li> </ul>
11 <sup>th</sup> August, 2014	No Special Resolutions were passed during the Annual General Meeting

A Special Resolution to approve the allotment of equity shares on preferential basis to Etihad Airways PJSC pursuant to the provisions of Section 81(1A) and other applicable provisions, if any, of the Companies Act, 1956, was passed at the Extraordinary General Meeting held on 24<sup>th</sup> May, 2013.

## Report on Corporate Governance (Contd.)

### iii. Resolutions passed during the year through Postal Ballot:

During the financial year 2014-15, the Company has passed the following Resolutions by Postal Ballot

Sr. No.	Date of Declaration of Results by Postal Ballot	Description	Votes in favour of the resolution		Votes against the resolution	
			Number of Votes	(%)	Number of Votes	(%)
1	9 <sup>th</sup> August, 2014	Special Resolution for Giving of Guarantee or Providing Security	59,790,300	97.97	1,239,336	2.03
2	9 <sup>th</sup> August, 2014	Special Resolution for Increase in Borrowing powers of the Company	60,482,928	99.10	546,675	0.90
3	9 <sup>th</sup> August, 2014	Special Resolution for Creation of Charge(s) / Mortgage(s) on the Moveable and Immoveable properties of the Company, both present and future	60,478,414	99.10	551,558	0.90
4	24 <sup>th</sup> February, 2015	Special Resolution for Issue of Non-Convertible Debentures on Private Placement basis.	66,270,111	96.16	2,645,998	3.84

Mr Taizoon M Khumri, Practicing Company Secretary was appointed as the Scrutinizer for overseeing the postal ballot voting process

There is no immediate proposal for passing any Resolution through Postal Ballot. None of the business proposed to be transacted at the ensuing Annual General Meeting requires passing a Resolution through Postal Ballot

### 5. Disclosures

- Details of related party transactions as per requirement of Accounting Standard 18 are disclosed in Note No. 37 to the Standalone financial statements for the year ended 31<sup>st</sup> March, 2015. A statement of these transactions was also placed before the Audit Committee and the Board, from time to time. None of the transactions with any of the related parties was in conflict with the interests of the Company. All transactions with related parties are negotiated on an arms' length basis and are intended to further the interests of the Company's business.
- The Company has not entered into any materially significant transaction with the Promoters, Directors or the Management, their subsidiaries or relatives, etc. that may have a potential conflict with the interests of the Company at large. The Register of Contracts containing the transactions in which Directors are interested is regularly placed before the Board for its noting / approval.
- With regard to matters related to capital markets, there have been no instances of non-compliance by the Company, penalties or strictures imposed on the Company by the Stock Exchanges, Securities and Exchange Board of India or any statutory authority on any matter related to capital markets during the last three years.
- The Board is responsible for ensuring that the rules are in place to avoid conflicts of interest by the Board Members.
- The Company has adopted the Code of Business Conduct and Ethics for the Members of the Board and Senior Management ('Code') as required under Clause 49 of the Listing Agreement which is applicable to Directors and Management Personnel.

If such an interest exists, the Members are required to make disclosure to the Board and to abstain from discussion, voting or otherwise influencing the decision on any matter in which the concerned Director has or may have such interest.

The Code is posted on the Company's website [www.jetairways.com](http://www.jetairways.com). All the Members of the Board and the Senior Management personnel have affirmed their compliance with the said Code. A declaration to this effect, signed by the Chief Executive Officer, is given below.

*In accordance with Clause 49(I)(D) of the Listing Agreement entered into with the Stock Exchanges, I hereby confirm that*

*All the Members of the Board and the Senior Management Personnel of the Company have affirmed compliance with the Code of Business Conduct and Ethics for the Members of the Board and the Senior Management, as applicable to them, in respect of the Financial Year 2014-15*

Mumbai  
29<sup>th</sup> May, 2015

Cramer Ball  
Chief Executive Officer



## Report on Corporate Governance (Contd.)

### f. CEO / CFO Certification

A Certificate from the Chief Executive Officer and Acting Chief Financial Officer on reporting and the internal controls over financial reporting for the financial year ended 31<sup>st</sup> March, 2015, was placed before the Board. In addition, as required by Clause 41 of the Listing Agreement, Certificates on the quarterly financial results were placed before the Board.

### g. Risk Management

The Company has laid down procedures to inform the Board about the Risk Assessment and Minimization, which are periodically reviewed by the Audit Committee and the Board.

### h. Disclosure of Accounting Treatment

Your Company has followed all applicable Accounting Standards while preparing the financial statements.

### i. Policy for reporting illegal or unethical behaviour (Whistle Blower Policy)

Pursuant to Section 177(9) and (10) of the Companies Act, 2013 and the revised clause 49 of the Listing Agreement, the Company has in place a Whistle-Blower Policy for establishing a vigil mechanism for Directors and employees to report genuine concerns regarding unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct and Ethics. The said mechanism also provides for adequate safeguards against victimisation of persons who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. We affirm that no employee of the Company was denied access to the Audit Committee.

### j. Code of Conduct for Prevention of Insider Trading

The Company has adopted the Code of Conduct for Prevention of Insider Trading (the code). All Directors and employees in the Vice President grade & above and other Designated Employees who are privy to unpublished price sensitive information of the Company are governed by this Code.

Mr. Arun Kanakal, Company Secretary, is the Compliance Officer. The Company has also adopted a Code of Corporate Disclosure Practices for Prevention of Insider Trading to ensure timely and adequate disclosure of price sensitive information.

## 6. Means of Communication

**Newspapers** The Company publishes the statement of financial results (quarterly / half yearly / annual) in prominent newspapers such as LokSatta, Navshakti and Economic Times.

Up-to-date financial results, official press releases, presentations to analysts and institutional investors and other general information about the Company are also available on the Company's website [www.jetairways.com](http://www.jetairways.com).

**Analysts and Investors meet / call** The Company regularly conducts meets / calls with Analysts and Investors to brief them of the financial and operational performance of the Company.

The Shareholding Pattern and other communication of investors' interest, including the transcript of Investors / Analysts meets / calls, are uploaded on the website.

The Company's website is a comprehensive reference to the Management's mission and policies. The section on "Investor Relations" serves to inform investors by giving them complete information on the financials, shareholding pattern, committees of the Board, information relating to stock exchanges, Registrar and Share Transfer Agent, etc.

The Company has designated the following e-mail id exclusively for investor services:

[companysecretary@jetairways.com](mailto:companysecretary@jetairways.com) and [investors@jetairways.com](mailto:investors@jetairways.com)

## Report on Corporate Governance (Contd.)



SEBI Complaints Redress System (SCORES) The investor complaints are processed in a centralized web based complaints redress system hosted by SEBI. The salient features of this system are Centralised database of all complaints, online upload of Action Taken Reports by the concerned companies and online viewing by investors of actions taken on the complaint and its current status.

### 7. General Shareholder Information

#### i. Annual General Meeting

**Date, time and venue** Friday, 14<sup>th</sup> August, 2015 at 3:00 p.m. at ITC Maratha Hotel, Sahar Airport Road, Andheri (East), Mumbai-400 099

**ii. Financial Year** 1<sup>st</sup> April, 2014 to 31<sup>st</sup> March, 2015

#### Financial Calendar (tentative)

The Company expects to announce the results for the financial year-2015-16, as per the following schedule

**First quarter results** On or before 14<sup>th</sup> August, 2015

**Second quarter results** On or before 14<sup>th</sup> November, 2015

**Third quarter results** On or before 14<sup>th</sup> February, 2016

**Annual Results** On or before 30<sup>th</sup> May, 2016

**Twenty Fourth Annual General Meeting** On or before 30<sup>th</sup> September, 2016

#### iii. Dates of Book Closure

Saturday, day 8<sup>th</sup> August, 2015 to Friday, 14<sup>th</sup> August, 2015 (both days inclusive) for the purpose of the Twenty Third Annual General Meeting

#### iv. Dividend Payment Date

Not applicable as the Board of Directors has not recommended any dividend for the financial year 2014-15

#### v. Listing on the Stock Exchanges

The Company's Equity Shares are listed on the following Stock Exchanges having nation-wide trading terminals

**National Stock Exchange of India Limited (NSE)**

"Exchange Plaza", Bandra - Kurla Complex, Bandra (East), Mumbai - 400 051

**BSE Limited (BSE)**

P. J. Towers, Dalal Street, Fort Mumbai - 400 001

The Company's Equity Shares form part of "A" Group and S&P BSE 500 Index of BSE

The Listing Fee for the financial year 2015-16 has been paid to both the Stock Exchanges

#### vi. Stock Code

Name	Code	Reuters	Bloomberg
National Stock Exchange of India Limited	JETAIRWAYS-EQ	JET NS	JETIN IN
BSE Limited	532617	JET BO	
International Securities Identification Number (ISIN)	INE802G01018		





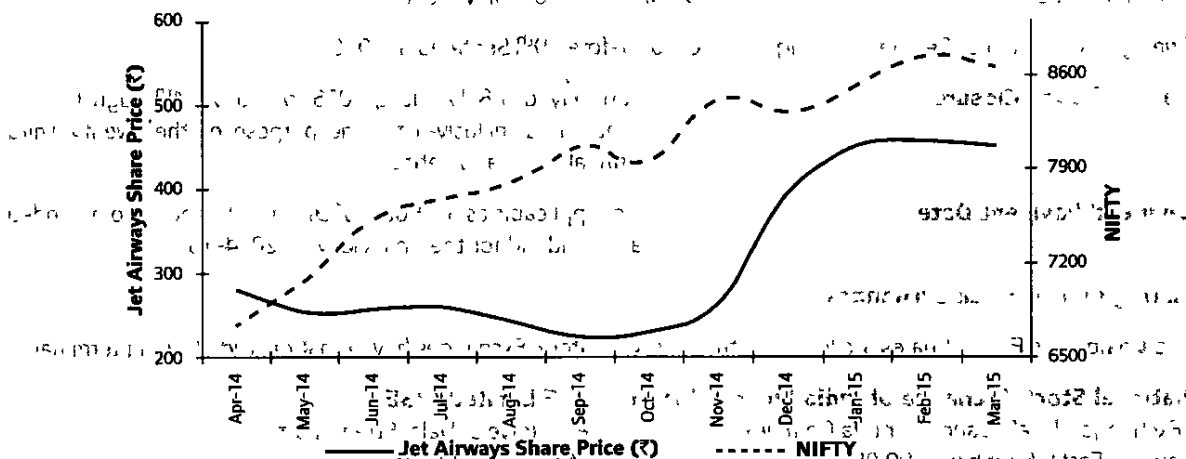
## Report on Corporate Governance (Contd.)

### vii. Market price data (high, low during each month in the financial year 2014-15)

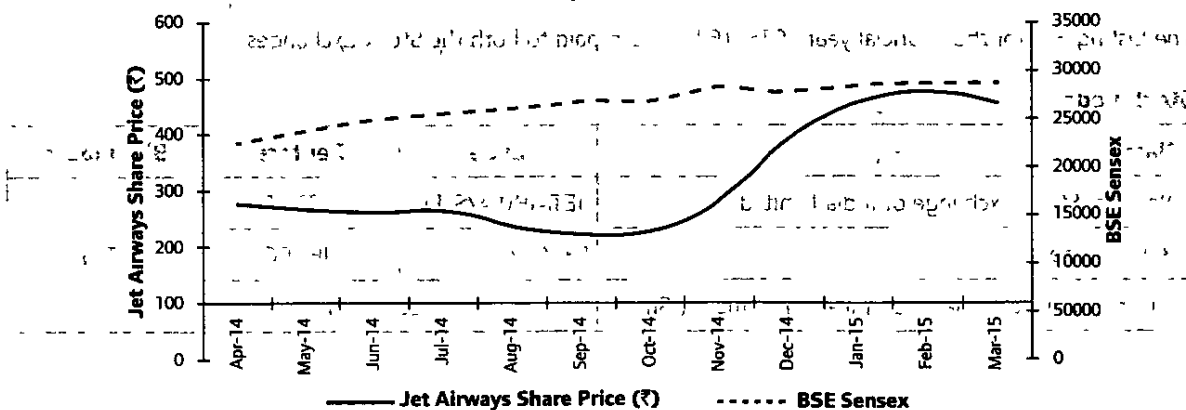
Month	BSE		NSE	
	High (₹)	Low (₹)	High (₹)	Low (₹)
April 2014	311.25	242.85	311.30	242.60
May 2014	303.95	230.70	303.80	230.25
June 2014	281.30	240.55	281.00	240.10
July 2014	286.40	243.10	286.70	243.00
August 2014	256.00	219.00	255.00	219.30
September 2014	239.55	203.50	239.45	203.00
October 2014	247.50	208.40	247.65	208.10
November 2014	322.05	239.10	322.65	239.10
December 2014	458.00	329.05	458.00	329.20
January 2015	530.00	382.55	531.15	382.15
February 2015	543.50	410.65	543.50	410.30
March 2015	507.95	405.00	507.90	350.00

### viii. Performance of Share Price in comparison to the NSE and BSE Indices

**Jet Airways vs NIFTY**



**Jet Airways vs BSE Sensex**



## Report on Corporate Governance (Contd.)

### ix. Registrar and Share Transfer Agent

Share transfers, dividend payment and all other investor related matters are attended to and processed by the Registrar and Share Transfer Agent, Karvy Computershare Private Limited at the following address

#### Head Office (Hyderabad)

Karvy Selenium Tower B, Plot No 31-32,

Gachibowli,

Financial District, Nanakramguda

Hyderabad - 500 032

Time 9 00 a.m. to 5 30 p.m. (Monday to Friday)

Phone +91 40 6716 1500 Fax +91 40 2300-1153

Email [enwardns@karvy.com](mailto:enwardns@karvy.com)

Website [www.karvycomputershare.com](http://www.karvycomputershare.com)

Contact Person Mr S V Raju - Assistant General Manager

### x. Share Transfer System

99.99% of the Equity Shares of the Company are held in the dematerialized form. Transfers of these Shares take place electronically through the depositories with no involvement of the Company or the Company's Registrar and Share Transfer Agent, Karvy Computershare Private Limited (RTA)

All requests for dematerialization of securities are processed and confirmation is given to the depositories within 15 days from the date of receipt.

As regards transfer of Shares held in physical form, the transfer documents can be lodged with the Company's RTA at the above mentioned address or at the Registered Office of the Company

Transfers of Shares in physical form are approved by the Authorised Officials of the Company and the Share Certificates are dispatched within an average period of 15-20 days from the date of receipt of request, provided the relevant documents are complete in all respects.

A summary of transfer / transmission of securities of the Company so approved by the Authorised Officials of the Company is placed at every Meeting of the Stakeholders Relationship Committee

The Company obtains from a Company Secretary in Practice a certificate of compliance with the share transfer formalities as required under Clause 47(c) of the Listing Agreement on a half-yearly basis and files a copy of the said certificate with the Stock Exchanges

There were no transfers of Shares in physical form during the financial year 2014-15

### xi. Transfer of unclaimed amounts to Investor Education and Protection Fund

Pursuant to Section 205C of the Companies Act, 1956, read with the Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001, the Company has credited to the Investor Education and Protection Fund (IEPF) an amount of ₹ 339,780 being the Unclaimed Dividend Amount declared during the financial year 2006-07, lying unclaimed for a period of seven years-

Sl. No.	Particulars	Amount (₹)
1	Unclaimed Dividend Amount	339,780
2	Unclaimed Dividend Amount	339,780
3	Unclaimed Dividend Amount	339,780
4	Unclaimed Dividend Amount	339,780
5	Unclaimed Dividend Amount	339,780
6	Unclaimed Dividend Amount	339,780
7	Unclaimed Dividend Amount	339,780
8	Unclaimed Dividend Amount	339,780
9	Unclaimed Dividend Amount	339,780
10	Unclaimed Dividend Amount	339,780
11	Unclaimed Dividend Amount	339,780
12	Unclaimed Dividend Amount	339,780
13	Unclaimed Dividend Amount	339,780
14	Unclaimed Dividend Amount	339,780
15	Unclaimed Dividend Amount	339,780
16	Unclaimed Dividend Amount	339,780
17	Unclaimed Dividend Amount	339,780
18	Unclaimed Dividend Amount	339,780
19	Unclaimed Dividend Amount	339,780
20	Unclaimed Dividend Amount	339,780
21	Unclaimed Dividend Amount	339,780
22	Unclaimed Dividend Amount	339,780
23	Unclaimed Dividend Amount	339,780
24	Unclaimed Dividend Amount	339,780
25	Unclaimed Dividend Amount	339,780
26	Unclaimed Dividend Amount	339,780
27	Unclaimed Dividend Amount	339,780
28	Unclaimed Dividend Amount	339,780
29	Unclaimed Dividend Amount	339,780
30	Unclaimed Dividend Amount	339,780
31	Unclaimed Dividend Amount	339,780
32	Unclaimed Dividend Amount	339,780
33	Unclaimed Dividend Amount	339,780
34	Unclaimed Dividend Amount	339,780
35	Unclaimed Dividend Amount	339,780
36	Unclaimed Dividend Amount	339,780
37	Unclaimed Dividend Amount	339,780
38	Unclaimed Dividend Amount	339,780
39	Unclaimed Dividend Amount	339,780
40	Unclaimed Dividend Amount	339,780
41	Unclaimed Dividend Amount	339,780
42	Unclaimed Dividend Amount	339,780
43	Unclaimed Dividend Amount	339,780
44	Unclaimed Dividend Amount	339,780
45	Unclaimed Dividend Amount	339,780
46	Unclaimed Dividend Amount	339,780
47	Unclaimed Dividend Amount	339,780
48	Unclaimed Dividend Amount	339,780
49	Unclaimed Dividend Amount	339,780
50	Unclaimed Dividend Amount	339,780
51	Unclaimed Dividend Amount	339,780
52	Unclaimed Dividend Amount	339,780
53	Unclaimed Dividend Amount	339,780
54	Unclaimed Dividend Amount	339,780
55	Unclaimed Dividend Amount	339,780
56	Unclaimed Dividend Amount	339,780
57	Unclaimed Dividend Amount	339,780
58	Unclaimed Dividend Amount	339,780
59	Unclaimed Dividend Amount	339,780
60	Unclaimed Dividend Amount	339,780
61	Unclaimed Dividend Amount	339,780
62	Unclaimed Dividend Amount	339,780
63	Unclaimed Dividend Amount	339,780
64	Unclaimed Dividend Amount	339,780
65	Unclaimed Dividend Amount	339,780
66	Unclaimed Dividend Amount	339,780
67	Unclaimed Dividend Amount	339,780
68	Unclaimed Dividend Amount	339,780
69	Unclaimed Dividend Amount	339,780
70	Unclaimed Dividend Amount	339,780
71	Unclaimed Dividend Amount	339,780
72	Unclaimed Dividend Amount	339,780
73	Unclaimed Dividend Amount	339,780
74	Unclaimed Dividend Amount	339,780
75	Unclaimed Dividend Amount	339,780
76	Unclaimed Dividend Amount	339,780
77	Unclaimed Dividend Amount	339,780
78	Unclaimed Dividend Amount	339,780
79	Unclaimed Dividend Amount	339,780
80	Unclaimed Dividend Amount	339,780
81	Unclaimed Dividend Amount	339,780
82	Unclaimed Dividend Amount	339,780
83	Unclaimed Dividend Amount	339,780
84	Unclaimed Dividend Amount	339,780
85	Unclaimed Dividend Amount	339,780
86	Unclaimed Dividend Amount	339,780
87	Unclaimed Dividend Amount	339,780
88	Unclaimed Dividend Amount	339,780
89	Unclaimed Dividend Amount	339,780
90	Unclaimed Dividend Amount	339,780
91	Unclaimed Dividend Amount	339,780
92	Unclaimed Dividend Amount	339,780
93	Unclaimed Dividend Amount	339,780
94	Unclaimed Dividend Amount	339,780
95	Unclaimed Dividend Amount	339,780
96	Unclaimed Dividend Amount	339,780
97	Unclaimed Dividend Amount	339,780
98	Unclaimed Dividend Amount	339,780
99	Unclaimed Dividend Amount	339,780
100	Unclaimed Dividend Amount	339,780



## Report on Corporate Governance (Contd.)

### xii. Shareholding Pattern as on 31<sup>st</sup> March, 2015

Category	Number of Shares held	% of Shares
<b>Shareholding of Promoter and Promoter Group</b>		
<b>Indian</b>		
Individuals / Hindu Undivided Family	1,000	0.00
<b>Sub Total</b>	<b>1,000</b>	<b>0.00</b>
<b>Foreign</b>		
Individuals (NRIs / Foreign Individuals)	57,933,665	51.00
Bodies Corporate	NIL	NIL
<b>Total</b>	<b>57,934,665</b>	<b>51.00</b>
<b>Total shareholding of Promoter and Promoter Group (A)</b>		
<b>Public Shareholding</b>		
<b>Institutions</b>		
Mutual Funds / UTI	10,015,561	8.82
Financial Institutions / Banks	198,782	0.17
Insurance Companies	2,430,864	2.14
Foreign Institutional Investors	6,915,288	6.09
<b>Sub Total</b>	<b>19,560,495</b>	<b>17.22</b>
<b>Non-Institutional</b>		
Bodies Corporate	1,766,226	1.55
<b>Individuals</b>		
Individual shareholders holding nominal share capital up to ₹ 1 lakh	15,376,767	4.73
Individual shareholder holding nominal share capital in excess of ₹ 1 lakh	1,088,786	0.96
<b>Others:</b>		
Foreign Bodies	27,263,372	24.00
Non-Resident Indians	317,024	0.28
Trusts	1,088	0.00
Clearing Members	288,960	0.25
<b>Sub Total</b>	<b>36,102,223</b>	<b>31.78</b>
<b>Total Public Shareholding (B)</b>	<b>55,662,718</b>	<b>49.00</b>
<b>Total (A) + (B)</b>	<b>113,597,383</b>	<b>100.00</b>
<b>Shares held by Custodians and against which Depository Receipts have been issued (C)</b>	<b>0</b>	<b>0.00</b>
<b>Total (A) + (B) + (C)</b>	<b>113,597,383</b>	<b>100.00</b>

### xiii. Distribution of Shareholding as on 31<sup>st</sup> March, 2015

Category	Shareholders		Shares	
From - To	Number	% of total	Number	% of total
1-500	96,557	98.02	3,391,631	2.99
501-1000	982	1.00	765,248	0.67
1001-1500	255	0.26	324,673	0.29
1501-2000	181	0.18	331,617	0.29
2001-2500	79	0.08	180,528	0.16
2501-3000	70	0.07	199,893	0.18
3001-3500	33	0.03	107,654	0.09
3501-4000	46	0.05	177,114	0.16
4001-4500	23	0.02	99,040	0.09
4501-5000	36	0.04	176,780	0.16
5001-10000	108	0.11	809,152	0.71
10001-20000	59	0.06	859,267	0.76
20001-30000	20	0.02	490,386	0.43
30001-40000	7	0.01	247,854	0.22
40001-50000	3	0.00	141,180	0.12
50001-100000	16	0.02	1,085,333	0.96
100001 and above	37	0.04	104,210,033	91.74
<b>Total :</b>	<b>98,512</b>	<b>100.00</b>	<b>113,597,383</b>	<b>100.00</b>

## Report on Corporate Governance (Contd.)



### xiv. Top Ten Shareholders as on 31<sup>st</sup> March, 2015

Sr. No.	Name of the Shareholder	Number of Shares	% of Holding	Category
1	Mr Naresh Jagdishrai Goyal	57,933,665	51.00	Foreign promoter
2	Etihad Airways PJSC	2,72,63,372	24.00	Foreign Body
3	Reliance Capital Trustee Co Ltd - A/C Reliance Tax Saver (ELSS) Fund	3,205,440	2.82	Mutual Fund
4	Parvest Equity India	2,575,000	2.27	Foreign Institutional Investor
5	Life Insurance Corporation of India	2,355,864	2.07	Insurance Company
6	Citigroup Global Markets Mauritius Private Limited	982,800	0.87	Foreign Institutional Investor
7	Merrill Lynch Capital Markets Espana S A S V	835,000	0.74	Foreign Institutional Investor
8	Birla Sun Life Trustee Company Private Limited A/C	791,867	0.70	Mutual Fund
9	Reliance Capital Trustee Co Ltd A/C Reliance Focused Large Cap Fund	700,000	0.62	Mutual Fund
10	Reliance Capital Trustee Co Ltd A/C Reliance Mid & Small Cap Fund	694,607	0.61	Mutual Fund

### xv. Dematerialization of Shares and Liquidity

As per the directions of SEBI, Equity Shares of the Company can be traded by investors through the Stock Exchanges only in dematerialised form. The Company has arrangements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), to facilitate holding and trading of Company's Equity Shares in dematerialised form. 99.99% of the Company's Equity Shares are held in dematerialised form.

The details of Equity Shares held in dematerialised and in physical form as on 31<sup>st</sup> March, 2015, are given hereunder:

Particulars of Equity Shares	Equity Shares of ₹10 each	
	Number	% of total
<b>Dematerialized form</b>		
NSDL	110,979,553	97.70
CDSL	2,617,399	2.30
<b>Sub-total</b>	<b>113,596,952</b>	<b>100.00</b>
<b>Physical form</b>	<b>431</b>	<b>0.00</b>
<b>Total</b>	<b>113,597,383</b>	<b>100.00</b>

The Shares of the Company are frequently traded on the Stock Exchanges.

### xvi. Shares in the Suspense Account

At the time of the Company's Initial Public Offer (IPO) in 2005, there were instances where the Shares allotted could not be credited to the demat accounts of the allottees due to various reasons, for e.g. invalid demat account, incorrect DP ID/Client ID, etc. Consequently, the said Shares were transferred to an Escrow Account.

As required by Clause 5A of the Listing Agreement, a demat account for holding these unclaimed Shares has been opened with Karvy Stock Broking Limited in the name and style of "Jet Airways (India) Limited-Unclaimed Shares Demat Suspense Account". The details of the Shares held in the aforesaid demat account are as follows:

Type of Security	As on 1 <sup>st</sup> April, 2014		Shares transferred during the year		Balance as on 31 <sup>st</sup> March, 2015	
	Number of		Number of		Number of	
	Cases	Shares	Cases	Shares	Cases	Shares
<b>Equity Shares</b>	64	722	NIL	NIL	64	722

The voting rights on these Shares shall remain frozen till the rightful owner of such Shares claims them.



## Report on Corporate Governance (Contd.)

### xvii. Reconciliation of Share Capital Audit

M/s T-M Khumri & Co, Company Secretaries, conduct a Reconciliation of Share Capital Audit every quarter to reconcile the total admitted capital with NSDL and CDSL and total issued and listed capital of the Company. The Audit Reports for all the quarters of the financial year ended 31<sup>st</sup> March, 2015, confirm that the total Issued / Paid-up Capital of the Company is in agreement with the total number of Equity Shares in physical form and the total number of Equity Shares in dematerialised form held with NSDL and CDSL.

### xviii. Outstanding GDRs / ADRs / Warrants or any convertible instruments

The Company has not issued any GDRs / ADRs / Warrants or any convertible instruments, till date.

### xix. Plant locations

The Company operates from various offices and airports in India and abroad and occupies Hangars at Mumbai, Delhi and Bengaluru to provide repairs and maintenance services for aircraft and components. The Company also has Ground Support Departments at various airports.

### xx. Address for correspondence

Postal address	E-Mail ID and Website	Telephone	Fax
Jet Airways (India) Limited Siroya Centre, Sahar Airport Road Andheri (East), Mumbai-400 099.	companysecretary@jetairways.com	+91 22 6121 1000	+91 22 6121 1950
	investors@jetairways.com		
Attn: Mr. C.P. Varghese Investor-Relations Officer	Website: www.jetairways.com		

### xxi. Adoption of Non-mandatory requirements under the Listing Agreement

The Company has complied with all the mandatory requirements of Clause 49 of the Listing Agreement as of 31<sup>st</sup> March, 2015. The Company has complied with the following non-mandatory requirements:

#### 1. The Board

A non-executive Chairman may be entitled to maintain a Chairman's office at the Company's expense and also allowed reimbursement of expenses incurred in performance of his duties.

#### 2. Separate posts of Chairman and CEO

The Company has appointed separate persons to the post of Chairman and Chief Executive Officer.

#### 3. Reporting of Internal Auditor

The Internal auditor may report directly to the Audit Committee.

**Note : The information given hereinabove is as on 31<sup>st</sup> March, 2015, unless otherwise stated.**



## Auditors' Certificate on compliance of conditions of Corporate Governance

To the Members of **Jet Airways (India) Limited**

We have examined the compliance of conditions of Corporate Governance by Jet Airways (India) Limited ("the Company"), for the year ended on 31<sup>st</sup> March, 2015, as stipulated in Clause 49 of the Listing Agreement of the said Company with the Stock Exchanges

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the abovementioned Listing Agreement except with regards to clause 49(II)(A)(2) which deals with number of Independent Directors in case the non-executive chairman is a promoter which has been complied by the Company with effect from 1<sup>st</sup> November, 2014.

We further 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 DELOITTE HASKINS & SELLS LLP**

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

**A. Siddharth**

Partner

Membership No. 31467

Place **Mumbai**

Date **29<sup>th</sup> May, 2015**

**For CHATURVEDI & SHAH**

Chartered Accountants

(Firm's Registration No. 101720W)

**Parag D. Mehta**

Partner

Membership No. 113904



## Independent Auditors' Report

To the Members of

**Jet Airways (India) Limited**

### Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **JET AIRWAYS (INDIA) LIMITED** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

### Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("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 and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### Auditors' Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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.

### Opinion

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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2015, and its loss and its cash flows for the year ended on that date.

### Emphasis of Matters

We draw attention to the following matters in the Notes to the financial statements:

- a) Note 32 to the financial statements in respect of loan given to its wholly owned major subsidiary ("subsidiary company") of ₹ 209,412 lakhs (net of provision) as at 31<sup>st</sup> March 2015 (₹ 196,392 lakhs as at 31<sup>st</sup> March 2014). The subsidiary company has a negative net-worth of ₹ 243,428 lakhs as at 31<sup>st</sup> March 2015 (₹ 214,289 lakhs as at 31<sup>st</sup> March 2014). On a consideration of factors as explained in the note and based on recent valuation report, the Company has made a provision for doubtful loan of ₹ 22,739 lakhs so as to fairly reflect the recoverable amount of the loan. The assessment of remaining carrying amount of loan is critically dependent upon the achievement of the expected operating performance by the subsidiary company after implementation of the business plan as mentioned in the note.



## Independent Auditors' Report (contd)

- b) Note 42 in the financial statements which indicate the preparation of financial statements of the Company on going concern basis for the reasons stated therein. The appropriateness of assumption of going concern is dependent upon realisation of the ongoing synergies from alliance with the Strategic Partner and/or the Company's ability to raise requisite finance/generate cash flows in future to meet its obligations, including financial support to its subsidiary companies.

Our opinion is not modified in respect of these matters.

### Report on Other Legal and Regulatory Requirements

- 1 As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.

- 2 As required by Section 143(3) of the Act, we report 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, and the Cash-Flow Statement dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) The matters described in sub-paragraph (a) and (b) under the Emphasis of Matters paragraph above, in our opinion, may have an adverse effect on the functioning of the Company.

(f) On the basis of the written representations received from the directors as on 31<sup>st</sup> March 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.

(g) 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, 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 in its financial statements in accordance with generally accepted accounting practice - Refer Note 29 A (b) to the financial statements.

ii The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For DELOITTE HASKINS & SELLS LLP**

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

**A. Siddharth**

Partner

Membership No. 31467

Place: Mumbai

Date: 29<sup>th</sup> May, 2015

**For CHATURVEDI & SHAH**

Chartered Accountants

(Firm's Registration No. 101720W)

**Parag D. Mehta**

Partner

Membership No. 113904





## Annexure to the Independent Auditors' Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) In respect of its fixed assets,
- The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets
  - The Company has a program of verification of fixed assets to cover all the items in a phased manner, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (ii) In respect of its inventories,
- As explained to us, the inventory has been physically verified during the year by the Management other than inventory lying with third parties. In our opinion, the frequency of verification is reasonable. In respect of inventory lying with third parties, we have relied on the confirmations obtained by the Management from such entities.
  - In our opinion and according to the information and explanations given to us, the procedures of physical verification followed by the Management for stock lying with it were reasonable and adequate in relation to the size of the Company and the nature of its business.
  - In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.
- (iii) According to the information and explanations given to us, the Company has granted unsecured loans to its wholly owned subsidiaries covered in the Register maintained under Section 189 of the Companies Act, 2013. In respect of such loans,
- The loan given in earlier years is interest free and incremental loans given during the year is interest bearing. The loans given in previous years and incremental loans given during the year is repayable in the financial year 2019-2020.
  - There is no overdue amount in excess of ₹ 1 lakh remaining outstanding as at the year end.
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and nature of its business for the purchase of inventory and fixed assets and for the sale of services. Sale of goods is not a significant part of the Company's activity. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in such internal control system.
- (v) According to information and explanations given to us, the Company has not accepted any deposit during the year.
- (vi) According to information and explanations given to us, maintenance of cost records has not been prescribed for the Company by the Central Government under sub section (1) of section 148 of the Companies Act, 2013.
- (vii) According to the information and explanations given to us, in respect of statutory dues,
- Undisputed statutory dues, including provident fund, sales-tax, wealth tax, duty of customs, duty of excise, cess and any other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities except in respect of value added tax, profession tax, employees' state insurance, income tax (tax deducted at source) and service tax, the delays ranged from one day to seven months.  
  
There were no undisputed amounts payable in respect of provident fund, employee state insurance, sales tax, wealth tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues in arrears as at March 31, 2015 for a period of more than six months from the date they became payable except in respect of service tax (including interest) of ₹ 18,451 lakhs (since paid ₹ 7,558 lakhs) and profession tax of ₹ 0.06 lakhs.
  - According to the information and explanations given to us, there are no dues of sales tax, wealth tax, duty of customs, duty of excise, value added tax, and cess which have not been deposited on account of any dispute other than the following

## Annexure to the Auditors' Report (contd.)

Name of statute	Nature of the dues	Period to which the amount relates	Forum where dispute is pending	Amount (₹ in lakhs)
IATT Rules, 1989	IATT Interest & Penalty	2003-04	Delhi High Court	321
Customs Act 1962	Custom Duty	2004-2005 to 2010-2011	Commissioner of Customs (Appeals)	426
Customs Act 1962	Custom Duty	2007-2008 to 2014-2015	Commissioner of Customs	1,085
Finance Act 1994	Service Tax	2003-2004 to 2005-2006	Supreme Court of India	361
Finance Act 1994	Service Tax	2002-2003 to 2012-2013	CESTAT	57,237
Finance Act 1994	Service Tax	2002-2003 to 2013-2014	Commissioner of Central Excise	27,820
Income Tax Act 1961	Income Tax	2003-2004 to 2008-2009, 2010-2011	Commissioner of Income Tax (Appeals)	1,681
Income Tax Act 1961	Income Tax	2002-03 and 2008-09	ITAT	296
Income Tax Act 1961	Income Tax	2006-2007	Bombay High Court	233
Income Tax Act 1961	Income Tax	2006-2007 to 2014-2015	Commissioner of Income Tax	6,999

- c) The Company has been generally regular in transferring amounts to the Investor Education Fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder within time.
- (viii) The accumulated losses of the Company at the end of the financial year are more than fifty per cent of its net worth.
- (ix) The Company has not incurred cash losses during the financial year covered by our audit and has incurred cash losses in the immediately preceding financial year.
- (ix) Based on our audit procedures and according to the information and explanations given to us, there have been defaults in the repayment of dues to financial institutions and banks as under

Period of delays	Principal Amount (₹ in lakhs)	Interest Amount (₹ in lakhs)
Upto 30 days	7,855	554
31 to 60 days	2,343	116

- The Company has not issued any debentures.
- (x) The Company has given guarantees for loans taken by its wholly owned major subsidiary Company from banks/financial institution. Based on the information and explanations given to us, we are of the opinion that the terms and conditions thereof are not prima facie prejudicial to the interest of the Company.
- (xi) In our opinion and according to the information and explanations given to us, the term loans have been applied by the Company during the year for the purposes for which they were obtained.
- (xii) 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 has been noticed or reported during the year. We are informed that cases of possible fraudulent credit card ticket bookings aggregating to ₹ 57 lakhs are being pursued by the Management.

**For DELOITTE HASKINS & SELLS LLP,**  
Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)

**For CHATURVEDI & SHAH**  
Chartered Accountants  
(Firm's Registration No. 101720W)

**A. Siddharth**  
Partner  
Membership No. 31467

**Parag D. Mehta**  
Partner  
Membership No. 113904

Place: Mumbai  
Date: 29<sup>th</sup> May, 2015



## Balance Sheet as at 31<sup>st</sup> March, 2015

(₹ in lakhs)

Particulars	Note No.	As at 31 <sup>st</sup> March, 2015	As at 31 <sup>st</sup> March, 2014
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' Funds</b>			
Share Capital	2	11,360	11,360
Reserves and Surplus	3	(420,388)	(234,137)
		<b>(409,028)</b>	<b>(222,777)</b>
<b>Non-Current Liabilities</b>			
Long Term Borrowings	4	660,730	654,607
Deferred Tax Liability (Net)	5	-	-
Other Long Term Liabilities	6	114,841	36,500
Long Term Provisions	7	24,792	21,426
		<b>800,363</b>	<b>712,533</b>
<b>Current Liabilities</b>			
Short Term Borrowings	8	364,429	203,972
Trade Payables	9	542,782	477,818
Other Current Liabilities	10	581,137	651,413
Short Term Provisions	11	5,239	13,953
		<b>1,493,587</b>	<b>1,347,156</b>
<b>TOTAL</b>		<b>1,884,922</b>	<b>1,836,912</b>
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
<b>Fixed Assets</b>			
Tangible Assets	12	921,844	960,946
Intangible Assets	13	1,277	2,550
Intangible Assets under development		1,942	-
		<b>925,063</b>	<b>963,496</b>
<b>Non-Current Investments</b>	14	69,617	164,121
<b>Long Term Loans and Advances</b>	15	344,950	309,839
		<b>414,567</b>	<b>473,960</b>
<b>Current Assets</b>			
Inventories	16	92,702	80,376
Trade Receivables	17	137,448	120,922
Cash and Bank Balances	18	206,860	114,541
Short Term Loans and Advances	19	108,282	83,617
		<b>545,292</b>	<b>399,456</b>
<b>TOTAL</b>		<b>1,884,922</b>	<b>1,836,912</b>
The accompanying notes are an integral part of the Financial Statements			

As per our attached report of even date

For **DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants

A. Siddharth  
Partner

For **CHATURVEDI & SHAH**  
Chartered Accountants

Parag D. Mehta  
Partner

N. Ravichandran  
Acting Chief Financial Officer

On behalf of Board of Directors

Naresh Goyal

Chairman

Aman Mehta  
James Hogan  
James Rigney  
I. M. Kadri

Directors

Gaurang Shetty  
Arun Kanakal

Whole Time Director  
Company Secretary

Date 29<sup>th</sup> May 2015  
Place Mumbai

# Statement of Profit and Loss for the Year Ended 31<sup>st</sup> March, 2015

(₹ in lakhs)

Particulars	Note No.	For the Year Ended 31 <sup>st</sup> March, 2015	For the Year Ended 31 <sup>st</sup> March, 2014
<b>Income</b>			
Revenue from Operations	20	1,957,343	1,730,189
Other Income	21	70,730	41,158
<b>Total Revenue</b>		<b>2,028,073</b>	<b>1,771,347</b>
<b>Expenses</b>			
Aircraft Fuel Expenses		668,626	717,542
Employee Benefit Expenses	22	224,300	189,959
Selling and Distribution Expenses	23	204,094	144,829
Aircraft and Engine Lease Rentals		195,892	181,111
Depreciation and Amortisation	24	76,250	87,575
Finance Cost	25	88,406	99,716
Other Expenses	26	676,026	645,213
<b>Total Expenses</b>		<b>2,133,594</b>	<b>2,065,945</b>
<b>Loss before Exceptional Items and Tax</b>		<b>(105,521)</b>	<b>(294,598)</b>
Exceptional Items (Net)	27	(75,850)	(72,199)
<b>Loss Before Tax</b>		<b>(181,371)</b>	<b>(366,797)</b>
<b>Tax Expense</b>			
- Current Tax			
- Excess Tax Provision (net) for earlier years			(12)
<b>Loss for the Year</b>		<b>(181,371)</b>	<b>(366,785)</b>
Earnings Per Equity Share (Face Value ₹10 per share)			
Basic and Diluted (in ₹)	28	(159.66)	(381.30)
The accompanying notes are an integral part of the Financial Statements		1-43	

As per our attached report of even date

For **DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants

**A. Siddharth**  
Partner

For **CHATURVEDI & SHAH**  
Chartered Accountants

**Parag D. Mehta**  
Partner

**N. Ravichandran**  
Acting Chief Financial Officer

On behalf of Board of Directors

**Naresh Goyal** Chairman

**Aman Mehta**  
**James Hogan**  
**James Rigney**  
**I. M. Kadri** } Directors

**Gaurang Shetty** Whole Time Director  
**Arun Kanakal** Company Secretary

Date 29<sup>th</sup> May 2015  
Place Mumbai



## Cash Flow Statement for the Year Ended 31<sup>st</sup> March, 2015

(₹ in lakhs)

Particulars	Note No.	For the Year Ended 31 <sup>st</sup> March, 2015	For the Year Ended 31 <sup>st</sup> March, 2014
<b>Cash flow from Operating Activities :</b>			
Net Loss Before Tax		(181,371)	(366,797)
Adjustment for			
Exceptional Items	27	75,850	72,199
Depreciation and Amortisation	24	76,250	87,575
Provision for Stock Obsolescence		14,589	9,939
Profit on Sale of Fixed Assets (Net)		(12,331)	(9,166)
Loss on Scrapping of Fixed Assets		14	620
Profit on Sale of Investments		(90)	(37)
Finance Cost	25	88,406	99,716
Interest on Income Tax Refund		(7)	(1,214)
Interest Income on Fixed Deposit and others		(8,608)	(7,763)
Interest Income on Loans and advances to Related Parties		(1,851)	-
Provision No Longer Required Written Back		(1,971)	(8,726)
Provision for Compensated Absences and Gratuity	22	3,288	2,912
Unrealised Foreign Exchange Losses (Net)		3,921	-
Provision for Doubtful Debts		2,256	1,283
Provision for Doubtful Deposit / Advances		-	11,643
Bad Debts Written Off		65	67
Provision for Wealth Tax		12	12
Recognition upon fulfilment of commitment		(26,248)	-
Inventory Scrapped during the year		2,073	1,608
<b>Operating Profit / (Loss) Before Working Capital Changes</b>		<b>34,247</b>	<b>(106,129)</b>
Adjustment for			
Inventories		(28,988)	(13,256)
Trade Receivables		(17,642)	(4,791)
Loans and Advances		(76,676)	(11,574)
Trade and Other Payables		142,701	233,492
<b>Cash Generated from Operations</b>		<b>53,642</b>	<b>97,742</b>
Direct Taxes Paid (Net of refund)		(839)	(5,616)
<b>Net Cash from Operating Activities</b>		<b>52,803</b>	<b>92,126</b>
<b>Cash Flow from Investing Activities :</b>			
Purchase of Fixed Assets (including Capital Work-in-Progress)		(171,046)	(40,041)
Proceeds from Sale of Fixed Assets		169,838	83,138
Purchase of Current Investments		(188,995)	(110,000)
Sale of Current Investments		189,085	110,037

# Cash Flow Statement for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

(₹ in lakhs)

Particulars	Note No.	For the Year Ended 31 <sup>st</sup> March, 2015	For the Year Ended 31 <sup>st</sup> March, 2014
Sale of Non-Current Investments		4	1
Investment in Equity Shares of Associate			(69,521)
Changes in Fixed Deposits with Banks (Refer note 2 below)		(26,321)	(13,869)
Interest Received on Bank, Loans and Advances and Other Deposits		10,190	6,098
<b>Net Cash Flow used in Investing Activities</b>		<b>(17,245)</b>	<b>(34,157)</b>
<b>Cash Flow from Financing Activities</b>			
Net Increase in Short Term Loans		160,457	8,713
Proceeds from Long Term Loans during the year		153,599	171,914
Repayment of Long Term Loans during the year		(192,331)	(328,270)
Proceeds from Issue of Shares (Net of share issue expense)			205,562
Finance Cost		(91,246)	(100,576)
Unclaimed Dividend paid		(3)	(6)
<b>Net Cash from / (used for) Financing Activities</b>		<b>30,476</b>	<b>(42,663)</b>
<b>Net Increase in Cash and Cash Equivalents</b>		<b>66,034</b>	<b>15,306</b>
Cash and Cash Equivalents at the beginning of the year (Refer note 1 below)	18	29,518	14,212
Cash and Cash Equivalents at end of the year (Refer note 1 below)	18	95,552	29,518

## Notes :

- 1) Cash and Cash Equivalents for the year ended 31<sup>st</sup> March, 2015 includes Unrealised Gain (net) of ₹ 4,454 lakhs (Previous Year ₹ 4,351 lakhs) on account of translation of Foreign Currency Bank Balances
- 2) Fixed Deposits with Banks having a maturity period of more than three months and Fixed Deposits under lien aggregating to ₹ 107,536 lakhs (Previous Year ₹ 81,214 lakhs) are not included in Cash and Cash Equivalents

As per our attached report of even date

For DELOITTE HASKINS & SELLS LLP  
Chartered Accountants

A. Siddharth  
Partner

For CHATURVEDI & SHAH  
Chartered Accountants

Parag D. Mehta  
Partner

N. Ravichandran  
Acting Chief Financial Officer

On behalf of Board of Directors

Naresh Goyal Chairman

Aman Mehta  
James Hogan  
James Rigney  
I. M. Kadri

Gaurang Shetty Whole Time Director  
Arun Kanakal Company Secretary

Date 29<sup>th</sup> May 2015  
Place Mumbai



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015

### 1. SIGNIFICANT ACCOUNTING POLICIES

#### A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS :

These financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013.

The financial statements are prepared on accrual basis under the historical cost convention, except for certain Fixed Assets which are carried at revalued amounts. The financial statements are presented in Indian rupees rounded off to the nearest rupees in lakhs.

#### B. USE OF ESTIMATES :

The preparation of Financial Statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the Financial Statements and the reported amount of revenue and expenses during the reporting period. Differences between the actual results and estimates are recognised in the period in which the results are known / materialized.

#### C. REVENUE RECOGNITION :

- Passenger and Cargo income are recognised on flown basis, i.e. when the services are rendered.
- The sales of tickets / airway bills (sales net of refunds) are initially credited to the "Forward Sales Account". Income recognised as indicated above is reduced from the "Forward Sales Account" and the balance, net of commission and discount thereon, is shown under Other Current Liabilities.
- The unutilised balances in "Forward Sales Account" are recognised as income based on historical statistics, data and management estimates and considering Company's refund policy.
- Lease income on the Aircraft given on operating lease is recognised in the Statement of Profit and Loss on an accrual basis over the period of lease to the extent there is no significant uncertainty about the measurability and ultimate realisation.

#### D. EXPORT INCENTIVE :

Export incentive available under prevalent scheme is accrued in the year when the right to receive credit as per the terms of the scheme is established in respect of exports made and are accounted to the extent there is no significant uncertainty about the measurability and ultimate utilisation of such duty credit.

#### E. COMMISSION :

As in the case of revenue, the commission paid / payable on sales including any over-riding commission is recognised only on flown basis.

#### F. EMPLOYEE BENEFITS :

##### a) Defined Contribution plan :

Company's contribution paid / payable for the year to defined contribution schemes are charged to Statement of Profit and Loss.

##### b) Defined Benefit and Other Long Term Benefit plan :

Company's liabilities towards defined benefit plans and other long term benefit plans are determined using the Projected Unit Credit Method. Actuarial valuations under the Projected Unit Credit Method are carried out at the balance sheet date. Actuarial gains and losses are recognised in the Statement of Profit and Loss in the period of occurrence of such gains and losses. Past service cost is recognised immediately to the extent the benefits are vested, otherwise it is amortised on straight-line basis over the remaining average period until the benefits become vested.

The employee benefit obligation recognised in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost.



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### c) Short Term Employee Benefits :

Short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised undiscounted during the period the employee renders services

### G. FIXED ASSETS :

#### a) Tangible Assets :

Owned tangible fixed assets are stated at cost and includes amount added on revaluation, less accumulated depreciation and impairment loss, if any. All costs relating to acquisition and installation of fixed assets upto the time the assets get ready for their intended use are capitalized

The cost of improvements to Leased Properties as well as customs duty / modification cost incurred on Aircraft taken on operating lease have been capitalized and disclosed appropriately

#### b) Intangible Assets :

Intangible assets are recognised only if acquired and it is probable that the future economic benefits that are attributable to the assets will flow to the enterprise and the cost of assets can be measured reliably. The intangible assets are recorded at cost and are carried at cost less accumulated amortisation and accumulated impairment losses, if any

#### c) Assets Taken on Lease :

**Operating Lease:** Rentals are expensed with reference to the Lease Term and other considerations

**Finance Lease / Hire Purchase :** The lower of the fair value of the assets and the present value of the minimum lease rentals is capitalized as Fixed Assets with corresponding amount shown as Lease Liability (Outstanding Hire Purchase / Finance Lease Instalments). The principal component of the lease rentals is adjusted against the leased liability and interest component is charged to the Statement of Profit and Loss

### H. IMPAIRMENT OF ASSETS :

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss, if any, is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. However, any impairment loss on a revalued asset is recognised directly against the revaluation surplus held for the asset to the extent that the impairment loss does not exceed the amount held in revaluation surplus for the same asset. The impairment loss recognised in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount

### I. DEPRECIATION / AMORTISATION :

a) Depreciation on tangible fixed assets is provided on the 'Straight Line Method' over the useful life of assets as prescribed in Schedule II of the Companies Act, 2013. Expenditure incurred on improvements of assets acquired on operating lease is written off evenly over the balance period of the lease. Premium on leasehold land is amortised over the period of lease

b) On amounts added on revaluation, depreciation is charged over the residual life and the additional charge of depreciation is withdrawn from the Revaluation Reserve

c) Intangible assets are amortised on straight line basis as follows

- i) Landing Rights acquired are amortised over a period not exceeding 20 years. Amortisation period exceeding 10 years is applied considering industry experience and expected asset usage
- ii) Trademarks are amortised over 10 years
- iii) Computer Software is amortised over a period not exceeding 36 months

### J. INVESTMENTS :

Current Investments are carried at lower of cost or quoted / fair value. Long Term Investments are stated at cost. Provision for diminution in the value of long-term investments is made only if such a decline is other than temporary





## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015. (Contd.)

### K. BORROWING COSTS :

Borrowing costs attributable to the acquisition or construction of a qualifying asset are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are recognised as an expense in the period in which they are incurred.

### L. FOREIGN CURRENCY TRANSACTIONS / TRANSLATION :

- a) Transactions in foreign currencies are recorded at the exchange rates prevailing on the date of transaction. Monetary items are restated at the period-end rates. The exchange difference between the rate prevailing on the date of transaction and on settlement / restatement (other than those relating to long term foreign currency monetary items) is recognised as income or expense, as the case may be.
- b) Non-monetary foreign currency items are not restated at the period-end rates.
- c) Exchange differences relating to long term foreign currency monetary items are accounted as under
  - (i) to the extent they relate to financing the acquisition of fixed assets and not regarded as interest, are added to or subtracted from the cost of such fixed assets and depreciated over the balance useful life of the asset,
  - (ii) in other cases such differences are accumulated in 'Foreign Currency Monetary Item Translation Difference Account' (FCMITDA) under reserves and surplus and amortised in the Statement of Profit and Loss over the balance term of the long term monetary item.
- d) In case of forward exchange contracts entered into to hedge the foreign currency exposure in respect of monetary items, the difference between the exchange rate on the date of such contracts and the period end rate is recognised in the Statement of Profit and Loss. Any profit / loss arising on cancellation of forward exchange contract is recognised as income or expense of the year. Premium / Discount arising on such forward exchange contracts is amortised as income / expense over the life of contract.

### M. INVENTORIES :

Inventories are valued at cost or Net Realizable Value (NRV), whichever is lower. Cost of inventories comprises of all costs of purchase and other incidental cost incurred in bringing them to present location and condition. Cost is determined using the Weighted Average formula. In respect of reusable items such as rotables, galley equipment and tooling etc., NRV takes into consideration provision for obsolescence and wear and tear based on the estimated useful life of the spares and also provisioning for non-moving / slow moving items.

### N. AIRCRAFT MAINTENANCE AND REPAIR COSTS :

Aircraft Maintenance, Auxiliary Power Unit (APU), Engine Maintenance and Repair costs are expensed on incurrence as incurred except with respect to Engines / APU which are covered by third party maintenance agreement and these are accounted in accordance with the relevant terms.

### O. TAXES :

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income tax Act, 1961. Deferred tax resulting from "timing differences" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the balance sheet date. The deferred tax asset is recognised and carried forward only to the extent that there is a reasonable / virtual certainty, as the case may be, that the asset will be realised in future.

### P. SHARE ISSUE EXPENSES :

Issue Expenses are adjusted against the Securities Premium Account.

### Q. SALE AND LEASE BACK TRANSACTION :

Profit or Loss on Sale and Lease back arrangements resulting in operating leases are recognised, in case the transaction is established at fair value, else the excess over the fair value is deferred and amortised over the period for which the asset is expected to be used.

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### R. ACCOUNTING FOR DERIVATIVE INSTRUMENTS :

Interest Rate Swaps, Currency Option, Currency Swaps and other products, entered into by the Company for hedging the risks of foreign currency exposure (including interest rate risk) are marked to market and losses, if any, is accounted based on the principles of prudence as enunciated in Accounting Standard 1 (AS 1) "Disclosure of Accounting Policies"

### S. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS :

Provisions involving a substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognised but are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in the Financial Statements

## 2. SHARE CAPITAL

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>Authorised :</b>		
180,000,000 Equity Shares of ₹ 10/- each	18,000	18,000
(Previous Year 180,000,000 Equity Shares of ₹ 10/- each)		
20,000,000 Preference Shares of ₹ 10/- each	2,000	2,000
(Previous Year 20,000,000 Preference Shares of ₹ 10/- each)		
	<b>20,000</b>	<b>20,000</b>
<b>Issued, Subscribed and Paid Up :</b>		
113,597,383 Equity Shares Face value of ₹ 10/- each fully paid up	11,360	11,360
(Previous Year 113,597,383 Equity Shares of ₹ 10/- each fully paid up)		
<b>TOTAL</b>	<b>11,360</b>	<b>11,360</b>

### a. Reconciliation of Number of Shares

Particulars	As at 31 <sup>st</sup> March,			
	2015		2014	
	Number of shares	₹ in lakhs	Number of shares	₹ in lakhs
<b>Equity Shares : Face value of ₹ 10/- each</b>				
As at the beginning of the year	113,597,383	11,360	86,334,011	8,633
Add Issued during the year (Refer note 39)	-	-	27,263,372	2,727
As at the end of the year	<b>113,597,383</b>	<b>11,360</b>	<b>113,597,383</b>	<b>11,360</b>

### b. Shareholders holding more than 5% of Equity Share Capital and shares held by Holding / Ultimate Holding Company

Name of the Shareholders	As at 31 <sup>st</sup> March,			
	2015		2014	
	Number of shares	Percentage of holding	Number of shares	Percentage of holding
Mr. Naresh Goyal	57,933,665	51.00 %	57,933,665	51.00 %
Etihad Airways (PJSC)	27,263,372	24.00 %	27,263,372	24.00 %



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### c. Terms / Rights attached to Equity Shares

The Company has only one class of Equity Shares having a par value of ₹ 10/- Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends if any, in Indian rupees. The dividend proposed, if any, by the Board of Directors is subject to the approval of the Shareholders in the ensuing Annual General Meeting.

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.

### 3. RESERVES AND SURPLUS

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March;	
	2015	2014
<b>Capital Reserve (Refer note 14)</b>		
As per last Balance Sheet	89	89
Add Depository Certificates / Shares received free of cost	#	*
# ₹ 2,688		
* ₹ 3,721	89	89
<b>Capital Redemption Reserve</b>		
As per last Balance Sheet	5,558	5,558
<b>Securities Premium Account</b>		
As per last Balance Sheet	344,253	141,418
Add Premium on shares issued		203,040
Less share issue expenses		(205)
	344,253	344,253
<b>Revaluation Reserve</b>		
As per last Balance Sheet	31,537	63,797
Less Adjustment / Reversal on sale		(822)
Less Adjustment / Reversal on reassessment of value of Leasehold Land (Refer note 12)		(29,916)
Less Depreciation for the year on amount added on Revaluation transferred to Statement of Profit and Loss		(1,522)
	31,537	31,537
<b>Foreign Currency Monetary Item Translation Difference Account</b>		
As per Last Balance Sheet	(4,690)	(9,649)
Add / Less, (Addition) / Amortisation during the year (Net)	(2,019)	4,959
	(6,709)	(4,690)
<b>(Deficit) in Statement of Profit and Loss</b>		
As per last Balance Sheet	(610,884)	(244,099)
Add Additional Depreciation pursuant to enactment of Schedule II of the Companies Act, 2013 (Refer Note 12)	(2,861)	-
Add Loss for the year	(181,371)	(366,785)
	(795,116)	(610,884)
<b>TOTAL</b>	<b>(420,388)</b>	<b>(234,137)</b>

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 4. LONG TERM BORROWINGS

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,			
	2015		2014	
	Current	Non-Current	Current	Non-Current
<b>Secured Loans / Borrowings :</b>				
<b>Term Loans</b>				
<b>From Banks</b>				
Rupee Term Loans (Refer note (a) below)	4,500	4,725	10,735	9,225
Foreign Currency Term Loans (Refer note (a), (b) and (c) below)	56,583	134,688	51,365	45,902
<b>From Others</b>				
Foreign Currency Term Loan (Refer note (d) below)	-	-	20,420	-
<b>Unsecured Loans :</b>				
<b>From Banks</b>				
Foreign Currency Term Loan (Refer note (e) below)	-	87,500	-	83,882
<b>From Others</b>				
Rupee Term Loans	-	-	942	-
Foreign Currency Term Loan	-	19,250	-	18,454
Long Term Maturities of Finance Lease Obligations / Hire Purchase (Refer note (f) below)	104,025	414,567	102,791	497,144
<b>TOTAL</b>	<b>165,108</b>	<b>660,730</b>	<b>186,253</b>	<b>654,607</b>

#### Security and Salient Terms :

- Rupee Term Loans of ₹ 9,225 lakhs (Previous Year ₹ 19,960 lakhs) and Foreign Currency Term Loan of ₹ 21,454 lakhs (Previous Year ₹ 42,850 lakhs) are secured by way of a pari-passu charge on all the current and future domestic credit card realizations received into the Trust and Retention Account.  
Interest rates are linked to respective Banks' Prime Lending Rate / Base Rate / LIBOR plus Margin and are repayable in installments starting from May, 2011 and ending in March, 2019.
- Foreign Currency Term Loans of ₹ 76,067 lakhs (Previous Year ₹ 54,417 lakhs) are secured by way of a pari-passu charge on all the current and future international credit card realizations, as per the Merchant Establishment agreement, received into the Trust and Retention Account (Debt Service Reserve Account) maintained with the banks together with a First hypothecation charge on the four flight simulators and mortgage on the land located at Pali, Raigad.  
Interest rates are linked to LIBOR plus Margin and are repayable in monthly instalments by September 2017.
- Foreign Currency Term Loan of ₹ 93,750 lakhs (Previous Year Nil) is secured by way of First Charge on IATA and BSP receivables from the Kingdom of Saudi Arabia, United Arab Emirates and Qatar received into Revenue Accounts and further lying in Debt Service Reserve Account and Receivable Collection Account, maintained with Bank.  
Interest rates are linked to LIBOR plus Margin and are repayable on monthly basis after a moratorium period of six months by November 2019.
- Foreign Currency Term Loan from a financial institution of ₹ Nil (Previous Year ₹ 20,420 lakhs) is secured by pari-passu charge on leasehold land situated at Bandra Kurla Complex, Mumbai along with construction thereon, present and future and first charge on Company's entitlement under the development agreement for the aforesaid plot of land entered into with Godrej Buildcon Private Limited, for which no charge was created.  
Interest rate was LIBOR plus Margin and was repayable on each working day ₹ 100 lakhs starting from 4<sup>th</sup> May, 2013.



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

- e Foreign Currency Term Loan of ₹ 87,500 lakhs (Previous Year ₹ 83,882 lakhs) is availed against a corporate guarantee given by one of the Shareholder to the lender. Further, the Company has hypothecated one B737 Aircraft in favour of that Shareholder and creation of pledge on 54,772 shares held in Jet Privilege Private Limited is pending.
- Interest rates are linked to LIBOR plus Margin and guarantor's margin and are repayable by way of a bullet repayment in March, 2019.
- f (i) Finance Lease obligation for six aircraft are secured by the Corporate Guarantees given by the Subsidiary Company of ₹ 203,503 lakhs equivalent to USD 3,256 lakhs (Previous Year ₹ 242,411 lakhs equivalent to USD 4,046 lakhs).
- (ii) Repayable in quarterly installments over a period of twelve years from the date of disbursement of the respective loans. Interest rate is linked with LIBOR plus margin.

### 5. DEFERRED TAX LIABILITY (NET)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>Deferred Tax Liability</b>		
Related to Fixed Assets	122,719	109,059
<b>Deferred Tax Asset</b>		
Other Disallowances under Income tax Act, 1961	40,291	10,473
Unabsorbed Depreciation / Business Loss (Refer note below)	82,428	98,586
<b>Net Deferred Tax Liability at the end of the year</b>		

#### Note :-

In the absence of virtual certainty, Deferred Tax Asset on account of unabsorbed depreciation and business loss has been recognised to the extent it can be realised against reversal of deferred tax liability.

### 6. OTHER LONG TERM LIABILITIES

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
Advance from Developer (Refer note below)	36,500	36,500
Advance from Customers	9,850	-
Deferred Revenue (Refer note 40)	68,491	-
<b>TOTAL</b>	<b>114,841</b>	<b>36,500</b>

#### Note :-

The Company has entered into an agreement with Godrej Buildcon Private Limited, Mumbai (GBPL) for the development of its plot of land situated at Bandra-Kurla Complex, Mumbai. The said land has been taken on long term lease from MMRDA. Consequent to the said agreement, the Company has received a sum of ₹ 50,000 lakhs which included an advance of ₹ 36,500 lakhs, disclosed as 'Other Long Term Liabilities' above.

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015. (Contd.)

### 7. LONG TERM PROVISIONS

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,			
	2015		2014	
	Current	Non-Current	Current	Non-Current
<b>a) Provision for Employee Benefits (Refer note 33)</b>				
Provision for Gratuity	609	9,319	546	7,127
Provision for Compensated Absences	951	3,518	983	3,577
<b>b) Other Provisions</b>				
Redelivery of Aircraft	3,655	11,955	1,250	10,722
<b>TOTAL</b>	<b>5,215</b>	<b>24,792</b>	<b>2,779</b>	<b>21,426</b>

#### Redelivery of Aircraft :

As per Accounting Standard 29, Provisions, Contingent Liabilities and Contingent Assets, given below is the movement in provision for Redelivery of Aircraft

The Company has in its fleet certain aircraft on operating lease. As per the terms of the lease agreements, the aircraft have to be redelivered to the lessors at the end of the lease term in certain stipulated technical condition. Such redelivery conditions would entail costs for technical inspection, maintenance checks, repainting costs prior to its redelivery and the cost of ferrying the aircraft to the location as stipulated in the lease agreements.

The Company, therefore, provides for such redelivery expenses, as contractually agreed, in proportion to the expired lease period.

(₹ in lakhs)

Particulars	For the Year	
	2014-15	2013-14
Opening Balance	11,972	4,330
Add: Additional Provisions during the year*	4,359	8,392
Less: Amounts used during the year	(721)	(750)
Less: Unused amounts reversed during the year	-	-
<b>Closing Balance</b>	<b>15,610</b>	<b>11,972</b>

\* Note: Additions include adjustment of ₹ 553 lakhs (Previous Year ₹ 321 lakhs) on account of exchange fluctuation loss consequent to restatement of liabilities denominated in foreign currency.

The cash outflow out of the above provisions as per the current terms under the lease agreements are expected as under

(₹ in lakhs)

Year	2015		2014	
	No. of Aircraft	Amount	No. of Aircraft	Amount
2014-15	-	-	5	1,250
2015-16	9	3,655	15	4,595
2016-17	3	1,095	3	923
2017-18	3	884	3	690
2018-19	1	267	1	214
2019-20	4	1,123	2	382
2020-21	27	5,462	20	2,411
2021-22	6	756	6	487
2022-23	10	1,380	10	750
2023-24	12	782	12	270
2024-25	8	206	-	-
<b>Total</b>	<b>83</b>	<b>15,610</b>	<b>77</b>	<b>11,972</b>

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 8. SHORT TERM BORROWINGS

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March, 2015	
	2015	2014
<b>Secured :</b>		
<b>Loans Repayable on Demand</b>		
<b>From Banks</b>		
Rupee Loans (Refer note (a), (c) & (f) below)	107,049	121,432
Foreign Currency Loans (Refer note (a), (b) & (f) below)	92,380	62,834
<b>Buyers Credit (Refer note (d) &amp; (f) below)</b>	-	11,506
<b>Unsecured :</b>		
<b>Loans Repayable on Demand</b>		
<b>From Banks</b>		
Rupee Loans (Refer note (e) & (f) below)	165,000	-
<b>From Others</b>		
Rupee Loans (Refer note (f) below)	-	8,200
<b>TOTAL</b>	<b>364,429</b>	<b>203,972</b>

#### Security and Salient Terms :

- Loans aggregating to ₹ 167,917 lakhs (Previous Year ₹ 177,329 lakhs) are secured by way of hypothecation of Inventories (excluding Aircraft fuel), Debtors / Receivables [excluding (i) credit card receivables, (ii) IATA and BSP receivables from the Kingdom of Saudi Arabia, United Arab Emirates, Qatar, Oman, Bahrain and Kuwait, (iii) receivables from aircraft subleased but including claim receivables from aircraft lessors], Ground Support Vehicles / Equipment (excluding trucks, jeeps and other motor vehicles), Spares (including engines), Data Processing Equipment, other current assets excluding cash and bank balances and fixed deposits with bank both present and future as well as all rights, title, interest and benefits in all and singular, the residual Aircraft proceeds and all accounts of the borrower in which such aircraft proceeds are deposited in relation to 22 aircraft out of which charge in respect of 9 aircraft is pending creation. The Company has escrowed the entire IATA collection with the lead bank for facilitating interest servicing and regularisation in case of any irregularity.
- Foreign Currency Loans amounting to ₹ 28,012 lakhs (Previous Year ₹ Nil) is secured by hypothecation over 2 CFM engines, UK IATA receivables escrow collection account thereof and pledge of 238,834,623 shares of Jet Lite.
- Rupee Term loan of ₹ 3,500 lakhs (Previous Year ₹ 6,937 lakhs) is secured by way of pledge of 151,834,623 shares of Jet Lite.
- Buyer's credit of ₹ Nil (Previous Year ₹ 11,506 lakhs) was secured by hypothecation over two New CFM Engines and Quick Engine Change kits.
- Rupee Term Loan of ₹ 165,000 lakhs (Previous Year ₹ Nil) is availed against standby letter of credit given by one of the Shareholder to the lender.
- The rate of interest for the loans listed in (a) to (e) above ranges from 130 base points to 750 base points over LIBOR plus Margin for Foreign Currency Loans and 11.90 % to 16.5 % for Rupee Loans.

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 9. TRADE PAYABLES

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>Trade Payables</b>		
Total outstanding dues to Micro and Small Enterprises	235	380
Others for Goods and Services	542,547	477,438
<b>TOTAL</b>	<b>542,782</b>	<b>477,818</b>

Disclosures relating to amounts payable as at the year end together with interest paid / payable to Micro and Small Enterprises have been made in the accounts, as required under the Micro, Small and Medium Enterprises Development Act, 2006 to the extent of information available with the Company determined on the basis of intimation received from suppliers regarding their status and the required disclosure is given below

Sr. No.	Particulars	As at 31 <sup>st</sup> March,	
		2015	2014
a)	Principal amount remaining unpaid as on 31 <sup>st</sup> March	235	380
b)	Interest due thereon as on 31 <sup>st</sup> March	-	-
c)	Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
d)	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 Micro, Small and Medium Enterprises Development Act, 2006	-	-
e)	Interest accrued and remaining unpaid as at 31 <sup>st</sup> March	-	-
f)	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	-	-

### 10. OTHER CURRENT LIABILITIES

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
Current Maturities of Long Term Loans (Refer note 4)	61,083	83,462
Current Maturities of Finance Lease Obligation / Hire Purchase (Refer note 4 & 35)	104,025	102,791
Interest Accrued but Not Due on Loans / Borrowings	1,790	2,899
Forward Sales (Net) [Passenger / Cargo]	310,922	255,290
Advance Received against Sub lease / Sale of JP Miles	1,370	30,540
Unclaimed Dividend *	-	3
Balance with Banks - Overdrawn as per Books	789	859
Statutory Dues Payable	22,495	18,170
Airport Dues Payable	7,593	5,002
Deposit / Advance From Customer / Vendors / Others	16,106	144,943
Deferred revenue (Refer Note 40)	36,524	2,554
Other Payables	18,440	4,900
<b>TOTAL</b>	<b>581,137</b>	<b>651,413</b>

\*Note - These figures do not include any amounts due and outstanding to be credited to the Investor Education and Protection Fund. During the year ended 31<sup>st</sup> March, 2015, Company had deposited ₹ 3 lakhs (Previous Year ₹ 6 lakhs) to the Investor Education and Protection Fund towards Unclaimed Dividend.





## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 11. SHORT TERM PROVISIONS

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March	
	2015	2014
<b>a) Provision for Employee Benefits (Refer note 33)</b>		
Gratuity	609	546
Compensated Absences	951	983
<b>b) Others</b>		
Wealth Tax (net of advance payment of tax)	24	20
Redelivery of Aircraft (Refer note 7)	3,655	1,250
Frequent Flyer Programme		11,069
Provision for Aircraft Maintenance		85
<b>TOTAL</b>	<b>5,239</b>	<b>13,953</b>

As per Accounting Standard 29, Provisions, Contingent Liabilities and Contingent Assets, given below are movements in provision for Frequent Flyer Programme and Aircraft Maintenance Costs

#### a) Frequent Flyer Programme :

Uptill 21<sup>st</sup> April 2014, the Company had a Frequent Flyer Programme named 'Jet Privilege', wherein the passengers who frequently use the services of the Airline become members of 'Jet Privilege' and accumulate miles to their credit. Subject to certain terms and conditions of 'Jet Privilege', the passenger is eligible to redeem such miles lying to their credit in the form of free tickets. The cost of allowing free travel to members as contractually agreed under the frequent flyer programme was accounted considering such miles accrued on an incremental cost basis.

The movement in the incremental provisions made before the slump sale in the current year is as under

Particulars	For the Year	
	2014-15	2013-14
Opening Balance	11,069	8,196
Add Additional provision during the year	43	5,722
Less Amounts used during the year	425	(2,641)
Less Unused amounts reversed during the year	(380)	(208)
Less Amounts transfer on sale of JPFFP (Refer note 40)	(11,157)	
<b>Closing Balance</b>	<b></b>	<b>11,069</b>

Effective 21<sup>st</sup> April, 2014, pursuant to the Slump Sale Agreement (Refer note 40), the 'Jet Privilege' miles continue to accrue and are accumulated to the credit of the members account maintained with Jet Privilege Private Limited ('JPPL'), an associate company. The Company pays contracted rate for each such mile accrued to its passengers and charges the same to the Statement of Profit and Loss.

#### b) Aircraft Maintenance Costs :

Certain heavy maintenance checks including overhaul of Auxiliary Power Units need to be performed at specified intervals as enforced by the Director General of Civil Aviation in accordance with the Maintenance Program Document laid down by the manufacturers. The movements in provisions made in the earlier years until AS-29 became effective for such costs are as under

Particulars	For the Year	
	2014-15	2013-14
Opening Balance	85	77
Add Adjustments during the year *		8
Less Amounts used during the year		
Less Unused amounts reversed during the year	(85)	
<b>Closing Balance</b>	<b></b>	<b>85</b>

\* Note Adjustments during the year represent exchange fluctuation impact consequent to restatement of liabilities denominated in foreign currency

Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

Nature of Assets	Gross Block (At Cost / Valuation)				Depreciation			Impairment		Net Block	
	As at 1 <sup>st</sup> April, 2014	Additions during the year	Deductions / Adjustments during the year	As at 31 <sup>st</sup> March, 2015	As at 1 <sup>st</sup> April, 2014	Retained Earnings (Refer note 4 below)	Additions / Adjustments during the year	Deductions / Adjustments during the year	As at 31 <sup>st</sup> March, 2015 [Refer note 3(i) below]	As at 31 <sup>st</sup> March, 2015	As at 31 <sup>st</sup> March, 2014
<b>Owned Tangible Assets</b>											
Freehold Land	32	-	-	32	-	-	-	-	-	32	32
Plant and Machinery	753	-	2	751	274	-	65	1	-	413	479
Furniture and Fixtures	3,261	129	59	3,331	1,754	103	446	46	-	1,074	1,507
Electrical Fittings	2,359	66	103	2,322	860	166	467	77	-	906	1,499
Data Processing Equipments	7,730	1,134	442	8,422	6,861	129	707	437	-	1,162	869
Office Equipment	4,404	84	69	4,419	1,986	2,111	156	68	-	234	2,418
Ground Support Equipment	7,045	570	113	7,502	3,271	307	836	108	-	3,196	3,774
Vehicles	465	-	26	439	275	31	47	23	-	109	190
Ground Support Vehicles	7,301	783	79	8,005	5,108	14	894	79	-	2,068	2,193
Simulators	21,455	-	514	20,941	9,889	-	1,836	375	-	9,591	11,566
Aircraft and Spare Engines (Narrow Body- Refer note 1 below)	175,242	162,225	157,322	180,145	69,069	-	8,566	3	-	102,513	106,173
<b>Leased Assets</b>											
Leasehold Land	193,001	-	-	193,001	14,113	-	1,015	-	112,920	64,953	65,968
Aircraft (Narrow Body- Refer note 1 below)	23,180	125	-	23,305	12,822	-	1,098	-	-	9,385	10,358
Aircraft (Wide Body)	1,098,077	28,984	-	1,127,061	355,960	-	55,731	-	-	715,370	742,117
Improvement on Leased Aircraft	18,080	1,236	-	19,316	6,886	-	2,109	-	-	10,321	11,194
Improvement on Leased Property	6,051	199	-	6,250	5,442	-	291	-	-	517	609
<b>TOTAL</b>	<b>1,568,436</b>	<b>195,535</b>	<b>158,729</b>	<b>1,605,242</b>	<b>494,570</b>	<b>2,861</b>	<b>74,264</b>	<b>1,217</b>	<b>112,920</b>	<b>921,844</b>	<b>960,946</b>
Previous Year	1,609,871	1,79,203	120,638	1,568,436	452,556	-	87,238	45,224	112,920	960,946	-

1) All the Aircraft (except one) are acquired on Hire-purchase / Finance Lease basis. Such Aircraft are charged by the Hirers / Lessors against the financing arrangements obtained by them.

2) Additions to Aircraft during the year include ₹ 23,292 lakhs (Net loss) (Previous Year ₹ 72,827 lakhs (Net Loss)) on account of Exchange Loss / (Gain) (Refer note 30)

3) Details of Revaluation

The Company had revalued the leasehold land taken from MMRDA situated at Bandra Kurla Complex on 31<sup>st</sup> March, 2008. The Company reassessed the value of the land together with its entitled share of the building based on the project cost estimates as of 31<sup>st</sup> March, 2014 and as of 31<sup>st</sup> March, 2015 provided by Godrej Buildcon Private Limited, the Developer and an amount of ₹ 29,916 lakhs and ₹ Nil have been adjusted as on 31<sup>st</sup> March, 2014 and 31<sup>st</sup> March, 2015 respectively against the Revaluation Reserve. The cumulative amount adjusted against the revaluation reserve is ₹ 112,920 lakhs as on 31<sup>st</sup> March 2015.

Narrow Body Aircraft were revalued on 31<sup>st</sup> March, 2008 with reference to the then current market prices. Amount added on revaluation was ₹ 118,133 lakhs, the revalued amount substituted for book value on 31<sup>st</sup> March, 2008 was ₹ 346,396 lakhs. Revalued amount as on 31<sup>st</sup> March, 2015 was ₹ 6,624 lakhs (Previous Year ₹ 6,624 lakhs).

4) Pursuant to the Company adopting the useful life of fixed assets as indicated in part C of Schedule II of the Companies Act, 2013, coming in to effect from 1<sup>st</sup> April, 2014, the depreciation charge for year ended 31<sup>st</sup> March, 2015 is lower (net) by ₹ 11,150 lakhs. Further, in respect assets which have completed their useful life as at 1<sup>st</sup> April, 2014, their carrying value amounting to ₹ 2,861 lakhs has been adjusted against retained earnings.



# Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

## 13. INTANGIBLE ASSETS

Nature of Assets	Gross Block		Amortisation		Net Block	
	As at 1 <sup>st</sup> April, 2014	Additions during the year	Deductions during the year	As at 31 <sup>st</sup> March, 2015	As at 31 <sup>st</sup> March, 2015	As at 31 <sup>st</sup> March, 2014
Software	10,446	722	381	10,787	1,176	2,134
Trademarks	3,146	-	-	3,146	101	416
<b>TOTAL</b>	<b>13,592</b>	<b>722</b>	<b>381</b>	<b>13,933</b>	<b>1,277</b>	<b>2,550</b>
Previous Year	12,576	1,016	-	13,592	2,550	-

# Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

## 14. Non-Current Investments

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>Long Term Investments</b>		
<b>Trade Investments (Unquoted and at cost)</b>		
2,815 Shares (Previous Year 4,741 Shares) of THB 100 each of Aeronautical Radio of Thailand, a State Enterprise under the Ministry of Transport. The transfer of this investment is restricted to Airline Members flying in Thailand	5	9
66 Shares (Previous Year 58 Shares) in Societe Internationale de Telecommunications Aeronautiques S C (SITA) of Euro 5 each #	*	*
145,276 (Previous Year 145,276) Depository Certificates in SITA Group foundation of USD 1.20 each #	89	89
<b>Other Investments (Unquoted and at cost)</b>		
<b>Investment in Fully Paid Equity Shares of wholly owned Subsidiaries</b>		
796,115,409 Shares (Previous Year 796,115,409 Shares) of Jet Lite (India) Limited of ₹ 10 each [including 6 Shares held by its nominees (Previous Year 6 Shares)]	164,500	164,500
[Of the above, Nil (Previous Year 354,280,786 Shares) have been pledged with IDFC Ltd. as security for Term Loan of ₹ Nil (Previous Year ₹ Nil) granted by them]		
[Of the above, 151,834,623 Shares (Previous Year 151,834,623 Shares) have been pledged with IDBI as security for Term Loan of ₹ 3,500 lakhs (Previous Year ₹ 6,937 lakhs) granted by them]		
[Of the above, 238,834,623 Shares (Previous Year Nil Shares) have been pledged with IL&FS Trust Company as security for Term Loan from Yes Bank Limited of ₹ 28,012 lakhs (Previous Year ₹ Nil)]		
Less Provision for diminution in value of investment (Refer note 32)	(164,500)	(70,000)
		94,500
10,000 Shares (Previous Year 10,000 Shares) of Jet Training Academy Private Limited of ₹ 10 each [including 1 Share held by its nominees (Previous Year 2 Shares)]	1	1
<b>Investment in Fully Paid Equity Shares of Associate**</b>		
54,772 Shares (Previous Year 54,772 Shares) of Jet Privilege Private Limited of ₹ 10 each [including Nil Shares held by its nominees (Previous Year 2 Shares)]	69,522	69,522
<b>TOTAL</b>	<b>69,617</b>	<b>164,121</b>

\* ₹ 22,349 (Previous Year ₹ 19,661)

# These investments have been received free of cost from SITA S C and SITA Group Foundation for participation in their Computer Reservation System (credited to Capital Reserve to the extent of nominal value of the investments). Transferability of these investments are restricted to other Depository Certificate / Shares holders e.g. Air Transport members, etc

\*\* Jet Privilege Private Limited was wholly owned subsidiary upto 23<sup>rd</sup> March 2014



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 15. LONG TERM LOANS AND ADVANCES

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>Unsecured and Considered Good unless otherwise stated</b>		
Capital Advances	51,556	55,416
Loans and Advances / Deposits to Related Parties	232,316	196,552
Less Provision for doubtful advances (Refer note 32)	(22,739)	-
	209,577	196,552
Security Deposits with Airport Authorities, Lessors and Others	19,751	10,611
Advance Tax and Tax Deducted at Source (Net of Provisions for tax)	20,744	19,906
Contribution Receivable from Lessors (Refer note 34)	41,726	26,238
Prepaid Expenses	1,596	1,116
<b>TOTAL</b>	<b>344,950</b>	<b>309,839</b>

#### Note :

Deposits and Advances include ₹ 160 lakhs (Previous Year ₹ 160 lakhs) amount placed with private limited companies in which the Company's Director is a Director / Member

### 16. INVENTORIES (AT LOWER OF COST OR NET REALIZABLE VALUE)

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
a) Rotables, Consumable Stores and Tools	138,646	113,702
Less Provision for Obsolescence / Slow and Non - Moving Items (Refer note 1(m))	(51,684)	(37,976)
	86,962	75,726
b) Fuel	418	532
c) Other Stores Item	5,355	4,151
Less Provision for Slow and Non-Moving items (Refer note 1(m))	(33)	(33)
	5,322	4,118
<b>TOTAL</b>	<b>92,702</b>	<b>80,376</b>

### 17. TRADE RECEIVABLES

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>Unsecured</b>		
a) Outstanding for a period exceeding six months from the date they are due for payment		
Considered Good	6,452	14,823
Considered Doubtful	7,507	5,552
Less Provision for Doubtful Debts	(7,507)	(5,552)
	6,452	14,823
b) Others		
Considered Good	130,996	106,099
Considered Doubtful		
Less Provision for Doubtful Debts		
	130,996	106,099
<b>TOTAL</b>	<b>137,448</b>	<b>120,922</b>

#### Note :

Debtors include ₹ 5,759 lakhs (Previous Year ₹ 15,000 lakhs) due from private company in which the Company's Director is a Director / Member

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 18. CASH AND BANK BALANCES

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>Cash and Cash Equivalents</b>		
Balances with Banks		
In Current Account	40,191	29,253
Deposit with original maturity of less than 3 months [including interest accrued ₹ 20 lakhs (Previous Year ₹ Nil)]	55,236	
Cash on Hand	125	265
	<u>95,552</u>	<u>29,518</u>
<b>Other Bank Balances :</b>		
Unpaid Dividend		3
Margin Deposits * [including interest accrued ₹ 3,772 lakhs (Previous Year ₹ 3,806 lakhs)]	111,308	85,020
<b>TOTAL</b>	<u>206,860</u>	<u>114,541</u>

\* Note : Margin Deposits include a sum of ₹ 4,559 lakhs (Previous Year ₹ 122 lakhs) having a maturity of more than 12 months

### 19. SHORT TERM LOANS AND ADVANCES

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>Unsecured and Considered Good unless otherwise stated</b>		
Security Deposits with Lessors / Vendors		
- Considered Good	8,993	14,015
- Considered Doubtful	446	446
Less : Provision for Doubtful Deposits	<u>(446)</u>	<u>(446)</u>
	8,993	14,015
Contribution Receivable from Lessors (Refer note 34)	35,380	23,348
Claims Receivable from Lessors / Insurers / Others	11,140	5,569
CENVAT Credit Receivable	2,246	3,009
Deposits / Advances/ Other receivable from related parties (Unsecured, considered good)		2,200
Advance and Other Receivables from Suppliers / Others	41,994	29,643
Less : Provision for Doubtful Advances	<u>(11,643)</u>	<u>(11,643)</u>
Prepaid Expenses	18,473	15,494
Others	1,699	1,982
<b>TOTAL</b>	<u>108,282</u>	<u>83,617</u>

#### Note :-

Deposits / Advances/ Other receivable include ₹ Nil (Previous Year ₹ 2,200 lakhs) amount placed with private limited companies in which the Company's Director is a Director / Member



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 20. REVENUE FROM OPERATIONS

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
<b>Sale of Services</b>		
Passenger	1,699,264	1,495,785
Less Service Tax	(50,339)	(45,209)
	1,648,925	1,450,576
Cargo	146,926	138,335
Less Service Tax	(5,531)	(5,128)
	141,395	133,207
Excess Baggage	14,102	15,687
<b>Other Operating Revenues</b>		
Cancellation Charges	47,117	36,311
Export Incentives	4,301	1,075
Revenue from Leasing of Aircraft and Engines	93,219	68,723
Provision No Longer Required Written Back	1,971	8,726
Other Revenue (includes warranty claims, incentive credit/ allowances etc.)	6,313	15,884
<b>TOTAL</b>	<b>1,957,343</b>	<b>1,730,189</b>

### 21. OTHER INCOME

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
Interest Income on Loans and advances to Related Parties	1,851	-
Interest Income on Fixed Deposit and Others	8,608	7,763
Interest on Income Tax Refund	7	1,214
Profit on Sale and Lease Back of Aircraft / Engines (net)	12,459	2,981
Profit on sale of Aircraft	-	6,270
Net Gain on Sale of Current Investments	90	37
Recognition upon fulfilment of commitment (Refer Note 40)	26,248	-
Other Non-Operating Income (includes revenue from Frequent-Flyer programme and other related income etc.)	21,467	22,893
<b>TOTAL</b>	<b>70,730</b>	<b>41,158</b>

### 22. EMPLOYEE BENEFIT EXPENSES

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
Salaries, Wages, Bonus and Allowances	206,150	174,995
Contribution to Provident Fund and Other Funds	4,906	4,161
Provision for Gratuity	2,759	1,360
Provision for Compensated Absences	529	1,552
Staff Welfare Expenses	9,956	7,891
<b>TOTAL</b>	<b>224,300</b>	<b>189,959</b>

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 23. SELLING AND DISTRIBUTION EXPENSES

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
Computerized Reservation System Cost	81,463	67,376
Commission	83,773	63,127
Cost of miles accrued (Refer note below)	28,679	-
Others	10,179	14,326
<b>TOTAL</b>	<b>204,094</b>	<b>144,829</b>

Effective 21<sup>st</sup> April, 2014, pursuant to the Slump Sale Agreement (Refer note 40), the 'Jet Privilege' miles continue to accrue and are accumulated to the credit of the members account maintained with Jet Privilege Private Limited ('JPPL'), an associate company. The Company pays contracted rate for each such mile accrued to its passengers and charges the same to the Statement of Profit and Loss.

### 24. DEPRECIATION AND AMORTISATION

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
<b>Depreciation and Amortisation</b>		
- On Tangible Assets (Refer note 12)	74,263	87,238
Less Depreciation on amount added on Revaluation charged to Revaluation Reserve	-	(1,522)
- On Intangible Assets (Refer note 13)	1,987	1,859
<b>TOTAL</b>	<b>76,250</b>	<b>87,575</b>

### 25. FINANCE COST

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
Interest Expense	73,785	88,790
Other Borrowing Cost	14,621	10,926
<b>TOTAL</b>	<b>88,406</b>	<b>99,716</b>





## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd)

### 26. OTHER EXPENSES

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
Aircraft Variable Rentals (Refer note 35)	68,290	90,904
Aircraft Insurance and Other Insurance	8,190	8,012
Landing, Navigation and Other Airport Charges	159,598	145,877
Aircraft Maintenance (including Customs Duty and Freight, where applicable)		
Component Repairs, Recertification, Exchange, Consignment Fees and Aircraft Overhaul (Net)	186,642	181,672
Consumption of Stores and Spares (Net)	13,990	12,157
Provision for Spares Obsolescence	14,589	9,939
	215,221	203,768
Inflight and Other Pax Amenities	80,145	65,969
Communication Cost	4,670	4,951
Travelling and Subsistence	27,153	23,076
Rent	9,830	8,605
Rates and Taxes	543	322
Repairs and Maintenance		
Leased Premises	115	75
Others	7,404	4,419
	7,519	4,494
Electricity	1,579	1,712
Directors' Sitting Fees	31	7
Provision for Bad and Doubtful Debts	2,256	1,283
Provision for Doubtful Advances	-	11,643
Bad Debts Written off	65	67
Net loss on Foreign Currency Transaction and Translation	26,594	33,622
Loss on Scrapping of Fixed Assets other than Aircraft Parts	14	620
Loss on Sale of Fixed Assets other than Aircraft (Net)	128	85
Loss on sale of Asset held for sale (Refer Note 41)	-	2,091
Miscellaneous Expenses (including Professional Fees, Audit Fees, Printing and Stationery, Cargo Handling and Bank Charges etc.)	64,200	38,105
<b>TOTAL</b>	<b>676,026</b>	<b>645,213</b>

### Auditors Remuneration (Net of Service Tax Input Credit)

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
<b>(a) As Audit Fees</b>		
- Statutory Audit Fees	118	119
- Tax Audit Fees	39	5
<b>(b) As Advisors or in any other capacity in respect of</b>		
- Taxation Matters	22	56
<b>(c) In any other manner</b>		
- For other services such as quarterly limited reviews, certificates etc	90	85
<b>(d) For Reimbursement of Expenses</b>		
- For other services such as quarterly limited reviews, certificates etc	-	1
<b>TOTAL</b>	<b>269</b>	<b>266</b>

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 27. EXCEPTIONAL ITEMS (EXPENSE) / INCOME

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
Surplus from Slump Sale of Jet Privilege Frequent Flyer Programme (Refer note 40)	30,501	-
Marked to Market:- Derivatives (Refer note 31)	-	938
Unrealised Exchange (Loss) (Refer note (a) below and note 30)	-	(3,137)
Contribution receivable from Lessor (Refer note.(b) below)	10,888	-
Provision for Doubtful Loans / diminution in value of Investment in Subsidiary (Refer note 32)	(117,239)	(70,000)
<b>TOTAL</b>	<b>(75,850)</b>	<b>(72,199)</b>

#### Note :

- Uptil previous year, due to unusual and steep depreciation in the value of the Rupee, the unrealised exchange loss (net) had been considered by the Company to be exceptional in nature. The unrealised exchange Gain / (Loss) refers to the Gain / (Loss) arising out of the restatement of the foreign currency monetary assets and liabilities (other than asset backed borrowings).
- Pursuant to a "Power by the Hour" (PBTH) engine maintenance arrangement entered into by the Company with a service provider for its ATR and B777 Aircraft engines, the PBTH costs are being charged to the Statement of Profit and Loss and the variable rentals payable to the Lessors, based on maintenance plan, are being recognised as "Receivable From Lessors". Based on a joint validation of the Company's maintenance plan with the service provider, the Company has recognised the expected refunds of variable rentals till 31<sup>st</sup> March, 2014 as "Contribution receivable from Lessors" towards maintenance.

### 28. EARNINGS PER SHARE (EPS)

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
Loss After Tax for the Year	(181,371)	(366,785)
Loss Attributable to Equity Share Holders (A)	(181,371)	(366,785)
Weighted Average Number of Equity Shares for Basic and Diluted EPS [Nos] (B)	113,597,383	96,193,641
Nominal Value of Equity Shares (₹)	10	10
Basic and Diluted EPS ₹ (A / B)	(159.66)	(381.30)

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 29. CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)

#### A. Contingent Liabilities

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>a) Guarantees :</b>		
i Letters of Credit Outstanding	183,371	191,812
ii Bank Guarantees Outstanding	143,150	127,710
iii Corporate Guarantee given to Banks and Financial Institutions against credit facilities and to Lessors /service provider against financial obligations extended to Subsidiary Company		
- Amount of Guarantee	30,776	37,580
- Outstanding Amounts against the Guarantee	24,215	35,358
<b>b) Claims against the Company not acknowledged as debt (Refer note below) :</b>		
i Service Tax Demands in Appeals	85,418	227,081
ii Fringe Benefit Tax Demands in Appeals	4,462	4,462
iii Pending, Civil, and Consumer Suits	12,044	8,145
iv Inland Air Travel Tax Demands under Appeal	426	426
Amount deposited with the Authorities for the above Demands	105	105
v Octroi	2,899	2,899
vi Customs	1,510	426
vii Income Tax Demands in Appeal	10,872	23,349
viii Employee State Insurance Corporation	2,999	2,999

ix The Company has provided security by way of a mortgage on its land situated at Bandra-Kurla Complex, Mumbai along with construction thereon, present and future and first charge on Company's entitlement under the development agreement (excluding built up area of 75,000 square feet) for the aforesaid plot of land against the financial assistance of ₹ 125,000 lakhs (Previous Year ₹ 75,000 lakhs) provided by a financial institution to its developer Godrej Buildcon Private Limited. Out of the said amount of ₹ 125,000 lakhs, charge in respect of an amount of ₹ 50,000 lakhs is pending for creation.

x The Company had acquired 100% of the shareholding of Sahara Airlines Limited (SAL) (now known as Jet Lite (India) Limited) in April, 2007. As per the Share Purchase Agreement (SPA) as amended by the subsequent Consent Award, the mutually agreed sale consideration was to be paid to the Selling Shareholders Sahara India Commercial Corporation Limited (SICCL) in four equal interest free instalments by 30<sup>th</sup> March, 2011. As a result of certain disputes that arose between the parties, both the parties had filed petitions in the Hon'ble Bombay High Court for breach of SPA as amended by the subsequent Consent Award. The Hon'ble Bombay High Court delivered its Judgment on 4<sup>th</sup> May, 2011 whereby SICCL's demand for restoration of the original price of ₹ 200,000 lakhs was denied and the Purchase Consideration was sealed at the revised amount of ₹ 145,000 lakhs. However, in its judgment, the Hon'ble Bombay High Court has awarded interest at 9% p a on the delayed payments made to SICCL largely on account of ongoing legal dispute. In view of this Order, a sum of ₹ 11,643 lakhs became payable as interest which has been duly discharged by the Company. As a result of this discharge, the undertaking given by the Company in April 2009 for not creating any encumbrance or alienation of its moveable or immoveable assets and properties in any manner other than in the normal course of the business, stands released.

Though the Company had complied with the order of the Hon'ble Bombay High Court, based on legal advice, it filed an appeal with the Division Bench of the Hon'ble Bombay High Court contesting the levy of interest. SICCL also filed an appeal with the Division Bench of the Hon'ble Bombay High Court for restoration of the purchase consideration to ₹ 200,000 lakhs and for interest to be awarded at 18% p a as against the 9% p a awarded by the Hon'ble Bombay High Court.

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

The Division Bench of the Hon'ble Bombay High Court heard the matter and vide its order dated 17<sup>th</sup> October, 2011 dismissed both the appeals as being not maintainable in view of jurisdictional issue. The Company has since filed Special Leave Petitions (SLP) before the Hon'ble Supreme Court challenging both the orders of 4<sup>th</sup> May, 2011 and 17<sup>th</sup> October, 2011. SICCL had earlier filed a SLP before the Hon'ble Supreme Court for increased compensation and interest.

Both the SLPs, filed by Jet Airways as well as SICCL, came up for hearing before the Supreme Court. The Supreme Court directed the parties to file the Counter and Rejoinder, which has since been filed. The Supreme Court also recorded that the statement made by Jet Airways, as recorded in the order dated 6<sup>th</sup> May, 2011 passed by the Hon'ble Bombay High Court, would continue till further orders.

The Company has filed its Counter Affidavit in the SLPs filed by SICCL and the Hon'ble Supreme Court has granted further time to SICCL to file their Rejoinder.

### Note :

The Company is a party to various legal proceedings in the normal course of business and does not expect the outcome of these proceedings to have any adverse effect on its financial conditions, results of operations or cash flows. Further, claims by parties in respect of which the Management have been legally advised that the same are frivolous and not tenable, have not been considered as contingent liabilities as the possibility of an outflow of resources embodying economic benefit is highly remote.

## B. Commitments

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
Estimated amount of Contracts remaining to be executed on capital account (net of advances), not provided for	3,431,804	3,431,220
<b>TOTAL</b>	<b>3,431,804</b>	<b>3,431,220</b>

## 30. FOREIGN EXCHANGE DIFFERENCES

With effect from 1<sup>st</sup> April, 2011, the Company opted to apply the provisions under Para 46A of AS 11 with effect from 1<sup>st</sup> April, 2011. In line with the said notification, the Company has amortised the exchange difference as detailed in the Accounting Policy in Note 1. The unamortised portion of ₹ 6,709 lakhs (Previous Year ₹ 4,690 lakhs) is accumulated in Foreign Currency Monetary Item Translation Difference Account (FCMITDA) grouped under reserves and surplus. The amortised portion of foreign exchange (Gain)/Loss (net) incurred on long term foreign currency monetary items for the year ended 31<sup>st</sup> March, 2015 is ₹ (4,331) lakhs (Previous Year ₹ (2,876) lakhs). Further, the amount of exchange difference adjusted to the tangible assets during the year is ₹ 23,292 lakhs - net loss (Previous Year ₹ 72,827 lakhs - net loss) and the unamortised balance (carried as a part of tangible asset), as at the year end, aggregates to ₹ 236,865 lakhs (Previous Year ₹ 231,084 lakhs).

## 31. DISCLOSURE ON DERIVATIVES

In the past, the Company had entered into derivative contracts i.e. Interest Rate Swaps (IRS) in order to hedge and manage its foreign currency exposures towards foreign currency borrowings. Such derivative contracts, were in the nature of firm commitments and were entered into by the Company for hedging purposes only and not for any trading or speculation purposes.

The Company accounted for the above said IRS in line with the pronouncement of The Institute of Chartered Accountants of India for "Accounting for Derivatives" along with principles of prudence as enunciated in Accounting Standard (AS-1) "Disclosure of Accounting Policies".

On that basis, the changes in the fair value of the derivative instruments as at 31<sup>st</sup> March, 2015 of ₹ Nil (Previous Year ₹ 938 lakhs) has been credited (net gain) to the extent of reversal of net loss charged to the Statement of Profit and Loss in earlier years and disclosed as an exceptional item.



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd#)

There were no contracts outstanding as at the year ended 31<sup>st</sup> March, 2015 and 31<sup>st</sup> March, 2014

The foreign currency exposures (other than investments) that have not been hedged by any derivative instrument or otherwise as on 31<sup>st</sup> March are as follows

Particulars	INR Equivalent (₹ in lakhs)		USD Equivalent (USD in lakhs)	
	As at 31 <sup>st</sup> March,		As at 31 <sup>st</sup> March,	
	2015	2014	2015	2014
Current Assets	212,442	150,146	3,399	2,506
Current Liabilities	333,829	304,004	5,341	5,074
Interest Accrued but not due on Loans	1,680	2,329	27	39
Long Term Loans for purchase of Aircraft*	537,842	614,011	8,605	10,248
Other Loans Payable#	371,152	275,909	5,938	4,605

\* includes Loans payable after 5 years - ₹ 1,854 lakhs (Previous Year ₹ 129,794 lakhs)

# includes Loans payable after 5 years - ₹ 3,250 lakhs (Previous Year ₹ Nil)

32. The Company has equity investment (net of impairment) of ₹ Nil (as on 31<sup>st</sup> March, 2014 it was ₹ 94,500 lakhs) in Jet-Lite (India) Limited, a wholly owned subsidiary ("subsidiary company"), and has advanced loans (net of provision) amounting to ₹ 209,412 lakhs as on 31<sup>st</sup> March, 2015 (as on 31<sup>st</sup> March, 2014 it was ₹ 196,392 lakhs). The subsidiary company continues to incur losses and has negative net worth as on 31<sup>st</sup> March, 2015. During the financial year 2014-15, the Company has implemented a single brand strategy with the subsidiary company effective 1<sup>st</sup> December, 2014. Considering this strategy, a detailed business plan of the subsidiary company has been drawn and an independent external valuer has determined the enterprise value of the subsidiary company as on 31<sup>st</sup> March, 2015. Based on this valuation, the Company has made a provision for other than temporary diminution in value of investments of ₹ 94,500 lakhs (previous year ₹ 70,000 lakh) and for loans of ₹ 22,739 lakhs (previous year ₹ Nil) to fairly reflect the recoverable amount.

### 33. EMPLOYEES' BENEFITS

#### A. Defined contribution plans

The Company makes contributions at a specified percentage of payroll cost towards Employees Provident Fund (EPF) for qualifying employees. The Company recognised ₹ 4,719 lakhs (Previous Year ₹ 4,032 lakhs) for provident fund contributions in the Statement of Profit and Loss.

#### B. Defined benefit plan

The Company provides the annual contributions as a non-funded defined benefit plan for qualifying employees. The scheme provides for payment to vested employees as under:

##### i. On normal retirement / early retirement / withdrawal / resignation :

As per the provisions of Payment of Gratuity Act, 1972 with vesting period of 5 years of continuous service.

##### ii. On death while in service :

As per the provisions of Payment of Gratuity Act, 1972 without any vesting period.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity was carried out on 31<sup>st</sup> March, 2015 by an actuary. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

The following table sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at 31<sup>st</sup> March

(₹ in lakhs)

Particulars	Gratuity (Non-Funded) As at 31 <sup>st</sup> March,	
	2015	2014
<b>Reconciliation in Present Value of Obligations (PVO) - Defined Benefit Obligation</b>		
PVO at the beginning of the year	7,673	6,803
Current Service Cost	633	605
Interest Cost	714	561
Actuarial Loss	1,412	194
Benefits Paid	(504)	(490)
<b>Closing Balance</b>	<b>9,928</b>	<b>7,673</b>
<b>Net Cost for the Year ended 31<sup>st</sup> March,</b>		
Current Service Cost	633	605
Interest Cost	714	561
Actuarial Loss	1,412	194
<b>Net Cost</b>	<b>2,759</b>	<b>1,360</b>
<b>Fair Value of Plan Assets</b>	<b>Nil</b>	<b>Nil</b>
<b>Experience Adjustment</b>		
Plan Liability Loss / (Gains)	(66)	1,286
Plan Assets Loss / (Gains)	Nil	Nil
<b>Actuarial Assumptions</b>		
Discount Rate (%)	8.00	9.31
Salary Escalation Rate (%)	5.00	5.00

The present value of defined benefit obligation was for

(₹ in lakhs)

Financial Year ended	31 <sup>st</sup> March, 2013	31 <sup>st</sup> March, 2012	31 <sup>st</sup> March, 2011
<b>Amount</b>	6,803	5,523	5,158

The fair value of planned assets was for

(₹ in lakhs)

Financial Year ended	31 <sup>st</sup> March, 2013	31 <sup>st</sup> March, 2012	31 <sup>st</sup> March, 2011
<b>Amount</b>	Nil	Nil	Nil

The details of the Experience adjustments arising on account of plan assets and liabilities as required by paragraph 120(n)(ii) of AS-15 (Revised) on "Employee Benefits" of previous financial years

(₹ in lakhs)

Financial Year ended	31 <sup>st</sup> March, 2013	31 <sup>st</sup> March, 2012	31 <sup>st</sup> March, 2011
<b>Planned Liabilities Loss / (Gain)</b>	<b>369</b>	<b>494</b>	<b>245</b>
<b>Plan Assets Loss / (Gain)</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

The estimates of rate of escalation in salary considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market

### C. Other Long Term Employee Benefit

The obligation of Compensated Absences (non-funded) for the year ended 31<sup>st</sup> March, 2015, amounting to ₹ 529 lakhs (Previous Year: ₹ 1,552 lakhs) has been recognised in the Statement of Profit and Loss, based on actuarial valuation carried out using the Projected Unit Credit Method



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

34. The Company has entered into a "Power by the Hour" (PBTH) Engine Maintenance agreements with a Service providers for its Next Generation Boeing 737 Aircraft fleet, ATR Aircraft fleet and Boeing 777 Aircraft fleet for future engine shop visits. Subsequent to such arrangements, the Company expenses out the cost of PBTH at the rate specified in the contract with the service provider to the Statement of Profit and Loss and treats the variable rentals payable to the Lessors as receivables to the extent considered good of recovery for set off against future claims reimbursable by the Lessors on each engine shop visit. The Company has recognised such expected refunds of variable rentals from lessors towards future engine repairs based on joint validation of the Company's maintenance plan with the service provider. Accordingly, such variable rent of ₹ 77,106 lakhs (Previous Year ₹ 49,586 lakhs) has been presented as "Contribution Receivable from Lessors" bifurcated into current and non-current based on expected engine shop visits in next 12 months and beyond.

### 35. LEASES

The Company has entered into Finance and Operating Lease agreements. As required under the Accounting Standard 19 on 'Leases', the future minimum lease payments on account of each type of lease are as follows:

#### A. Finance Leases / Hire Purchase (Aircraft)

(₹ in lakhs)

Particulars	Future Minimum Lease Payments		Present Value of Future Minimum Lease Payments		Finance Charges	
	As at 31 <sup>st</sup> March,					
	2015	2014	2015	2014	2015	2014
Not later than one year	116,931	118,096	104,025	1,02,791	12,906	15,305
Later than one year and not later than five years	435,809	400,010	412,713	367,350	23,096	32,660
Later than five years	1,855	131,390	1,854	129,794	1	1,596
<b>TOTAL</b>	<b>554,595</b>	<b>649,496</b>	<b>518,592</b>	<b>599,935</b>	<b>36,003</b>	<b>49,561</b>

The salient features of a Finance Lease / Hire Purchase Agreement are:

- Option to purchase the Aircraft either during the term of the Hire Purchase on payment of the outstanding Principal amount or at the end of the Hire Purchase term on payment of a nominal option price.
- In the event of default, the Hirer / Lessee is responsible for payment of all costs of the Owner including the financing cost and other associated costs. Further a right of repossession is available to the Owner / Lessor.
- The Hirer / Lessee is responsible for maintaining the Aircraft as well as insuring the same.
- In the case of Finance Lease, the property passes to the Lessee, on payment of a nominal option price at the end of the term.

#### B. Operating Leases

- a) The Company has taken various residential / commercial premises under cancellable and non-cancellable operating leases. These lease agreements are normally renewed on expiry.

The future minimum lease payments in respect of non-cancellable period, as at 31<sup>st</sup> March are as follows:

#### Commercial Premises and Amenities

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
Not later than one year	85	1,297
Later than one year and not later than five years	8	58
Later than five years		
<b>TOTAL</b>	<b>93</b>	<b>1,355</b>

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

- b) The Company has taken on operating lease Aircraft and Spare Engines. The future minimum lease payments in respect of which, as at 31<sup>st</sup> March are as follows:

### Aircraft and Spare Engines

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
Not later than one year	193,376	174,035
Later than one year and not later than five years	667,948	551,778
Later than five years	325,833	332,635
<b>TOTAL</b>	<b>1,187,157</b>	<b>1,058,448</b>

The Salient features of an Operating Lease agreement are:

- Monthly rentals paid in the form of fixed and variable rentals. Variable Lease Rentals are payable at a pre-determined rate based on actual flying hours. Further, these predetermined rates of Variable Rentals are subject to annual escalation as stipulated in the respective lease agreements.
- The Lessee neither has an option to buyback nor has an option to renew the leases.
- In case of delayed payments, penal charges are payable as applicable.
- In case of default, in addition to repossession of the aircraft, damages including liquidated damages are payable.
- The Lessee is responsible for maintaining the Aircraft as well as insuring the same. The Lessee is eligible to claim reimbursement of costs as per the terms of the lease agreement.
- These leases are non-cancellable.

- c) The future minimum lease payments in respect of Landing Rights, are as follows:

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
Not later than one year	3,281	3,146
Later than one year and not later than five years	6,478	9,355
Later than five years	-	-
<b>TOTAL</b>	<b>9,759</b>	<b>12,501</b>

- d) Details of future minimum lease income in respect of Ten (10) Aircraft. [Previous Year, Eight (8)] given on non-cancellable Dry Lease and Wet Lease, as at 31<sup>st</sup> March is as follows:

### Aircraft

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>Lease Income</b>		
Not later than one year	30,529	28,342
Later than one year and not later than five years	50,175	-
Later than five years	676	-
<b>TOTAL</b>	<b>81,380</b>	<b>28,342</b>





## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

The Salient features of Dry Lease agreements are as under:

- Aircraft are leased without insurance and crew
- Monthly rentals paid are in the form of fixed and variable rentals. Variable Lease Rentals are payable at a pre-determined rate based on actual flying hours. Further, these predetermined rates of Variable Rentals are subject to annual escalation as stipulated in respective lease agreements.

- The Lessee neither has an option to buyback nor has an option to renew the leases

- These dry leases are non-cancellable

The Salient features of Wet Lease agreements are as under:

- Operational control and maintenance of aircraft remains the responsibility of the Lessor. The aircraft remains on Indian registry and is operated with the Lessor's crew

- Monthly rentals are receivable on predetermined rates based on minimum guaranteed utilisation

- The Wet leases are non-cancellable

Details of owned Aircraft given on non-cancellable Dry and Wet Lease are as under:

### Details of Assets given on Leased (Aircraft)

(₹ in lakhs)

Particulars	For the year	
	2014-15	2013-2014
Cost of Acquisition	666,391	500,031
Accumulated Depreciation	244,782	166,399
Depreciation Debited to Statement of Profit and Loss during the year on the above Leased Assets	33,040	98,371
Variable Lease Rental income recognised during the year on the Leased Assets	18,499	4,094

e) The lease rental expense of ₹ 278,149 lakhs (Previous Year ₹ 284,660 lakhs) is recognised during the year

### 36. SEGMENT INFORMATION

#### a) Primary Segment : Geographical Segment

The Company, considering its level of international operations and internal financial reporting based on geographic segment, has identified geographic segment as primary segment

The geographic segment consists of

i) Domestic (air transportation within India)

ii) International (air transportation outside India)

Leasing operations are classified into (i) or (ii) above based on the domicile of the lessee being within or outside India

Revenue and expenses directly attributable to segments are reported based on items that are individually identifiable to that segment, while the remainder of the expenses are categorized as unallocated which are mainly employee remuneration and benefits, other selling and distribution expenses, other operating expenses, aircraft lease rentals, depreciation / amortisation and finance cost, since these are not specifically allocable to specific segments as the underlying assets / services are used interchangeably. The Company believes that it is not practical to provide segment disclosures relating to these revenue and expenses, and accordingly these expenses are separately disclosed as "unallocated", and directly charged against total revenues.

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

The Company believes that it is not practical to identify fixed assets used in the Company's business or liabilities contracted to any of the reportable segments, as the fixed assets are used interchangeably between segments. Accordingly, no disclosure relating to total segment assets and liabilities are made.

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
<b>Segment Revenue</b> (Primarily Passenger, Cargo, Excess Baggage and Leasing of Aircraft)		
Domestic	758,309	719,695
International	1,199,034	1,010,494
<b>Total</b>	<b>1,957,343</b>	<b>1,730,189</b>
<b>Segment result</b>		
Domestic	434,006	360,202
International	632,900	456,086
<b>Total</b>	<b>1,066,906</b>	<b>816,288</b>
Less Finance Cost	88,406	99,716
Less Depreciation and Amortisation	76,250	87,575
Less Other Un-Allocable Expenses	1,078,501	964,753
Add Other Un-Allocable Revenue	70,730	41,158
Less Exceptional Items (Net)	(75,850)	(72,199)
<b>(Loss) Before Tax</b>	<b>(181,371)</b>	<b>(366,797)</b>
Less Tax Benefits		(12)
<b>(Loss) After Tax</b>	<b>(181,371)</b>	<b>(366,785)</b>

### b) Secondary Segment : Business Segment

The Company operates into two business segments viz Air Transportation and Leasing of Aircraft and has identified the same as secondary segment to be reported considering the requirement of Accounting Standard 17 on "Segment Reporting" which is disclosed as under

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
<b>i) Segment Revenue from External Customers</b>		
Air Transportation	1,864,124	1,661,466
Leasing of Aircraft	93,219	68,723
<b>Total</b>	<b>1,957,343</b>	<b>1,730,189</b>
<b>ii) Total carrying amount of Segment Assets</b>		
Air Transportation	1,463,313	1,503,280
Leasing of Aircraft	421,609	333,632
<b>Total</b>	<b>1,884,922</b>	<b>1,836,912</b>
<b>iii) Total cost incurred during the period to acquire Segment Assets that are expected to be used for more than one period*</b>		
Air Transportation	173,387	7,391
Leasing of Aircraft		-
<b>Total</b>	<b>173,387</b>	<b>7,391</b>

\* Excludes Exchange Gain / (Loss)



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 37. RELATED PARTY TRANSACTIONS

As per Accounting Standard - 18 on "Related Party Disclosures" issued by the Institute of Chartered Accountants of India, the disclosure of transactions with the related party as defined in the Accounting Standard are given below

#### 1. List of Related Parties with whom transactions have taken place and Relationships

Sr. No.	Name of the Related Party	Nature of Relationship
1	Naresh Goyal	Controlling Shareholder of the Company
2	Ethiad Airways PJSC (w.e.f. 20 <sup>th</sup> November, 2013)	Enterprise exercising Significant Influence over the Company
3	Jet Lite (India) Limited	Wholly Owned Subsidiary Company (Control exists)
4	Jet Airways Training Academy Private Limited	
5	Jet Privilege Private Limited (Subsidiary upto 23 <sup>rd</sup> March, 2014)	Associate Company
6	Anita Goyal	Relatives of controlling shareholder
7	Nivara Goyal	
8	Namrata Goyal	
9	Gaurang Shetty	Key Managerial Personnel
10	Tail Winds Limited (Holding Company upto 30 <sup>th</sup> May, 2013)	Enterprises over which controlling shareholder and his relatives are able to exercise significant influence directly or indirectly
11	Jetair Private Limited	
12	Trans Continental e Services Private Limited	
13	Jet Enterprises Private Limited	
14	Jet Airways Europe Services NV	
15	Jetair Tours Private Limited	
16	Global Travel Solutions Private Limited	

Particulars	2014-15	2013-14
Revenue from operations	1,08,126.1	95,126.1
Other income	1,000.0	975.0
Total	1,09,126.1	96,101.1
Cost of sales	88,888.1	77,888.1
Operating expenses	1,00,000.0	90,000.0
Total	1,88,888.1	1,67,888.1
Profit before tax	1,00,000.0	1,00,000.0
Income tax expense	1,000.0	1,000.0
Total	99,000.0	99,000.0

# Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

## ii. Transactions during the year ended 31<sup>st</sup> March, 2015 and balances with related parties :

Sr. No.	Nature of Transactions	Controlling Shareholder	Enterprise exercising significant Influence	Subsidiary Companies	Associate Company	Relatives of shareholder of Holding Company	Key Managerial Personnel	Enterprises under significant influence	Total
<b>Transaction during the Year</b>									
1	Remuneration					167 (161)	117 (60)		284 (221)
2	Sitting Fees * ₹ 22000	*							*
3	Commission	(1)		Nil (558)	Nil (16)			5,467 (6,540)	(1) 5,467 (7,114)
4	Rent Paid							182 (247)	182 (247)
5	Reimbursement of Expenses Paid (Staff Costs, Communication Costs, Rent, Franking charges)		4,857 (1,181)	Nil (570)				4 (100)	4,861 (1,851)
6	Expenses Reimbursed Received (Staff Costs, Communication Costs, Rent, Franking charges)		1,136 (Nil)	6 (Nil)	160 (Nil)			1 (Nil)	1,303 (Nil)
7	Other Selling and Distribution Cost							Nil (357)	Nil (357)
8	Other Hire Charges Received		Nil (34)	118 (685)					118 (719)
9	Rent received							7 (7)	7 (7)
10	Increase in Corporate Guarantee given by Company on behalf of Subsidiary			Nil (18,547)					Nil (18,547)
11	Decrease in Corporate Guarantee given by Company on behalf of Subsidiary			6,804 (Nil)					6,804 (Nil)
12	Decrease in Corporate Guarantee given by Subsidiary on behalf of the Company			38,908 (18,566)					38,908 (18,566)
13	Interline Billing (net)		3,254 (308)	62,748 (47,942)					66,002 (48,250)
14	Provision for diminution in value of investment			94,500 (70,000)					94,500 (70,000)



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

Sr. No.	Nature of Transactions	Controlling Shareholder	Enterprise exercising significant Influence	Subsidiary Companies	Associate Company	Relatives of controlling shareholder of Holding Company	Key Managerial Personnel	Enterprises under significant influence	Total
15	Conversion of preference shares into equity shares			Nil (29,000)					Nil (29,000)
16	Sale of miles			Nil (29,000)					Nil (29,000)
17	Loan given			134,504 (227,396)					134,504 (227,396)
18	Loan repaid			98,740 (164,663)					98,740 (164,663)
19	Interest Income			1,851 (807)					1,851 (807)
20	Advance Received								Nil
21	Investment in Equity Shares				Nil (134,378)				Nil (134,378)
22	Airworthiness Management, Security and other services income				Nil (69,521)				Nil (69,521)
23	Slump Sale of Jet Privilege Frequent Flyer Programme		629 (905)		119,378 (Nil)				629 (905)
24	Marketing Services Received Expense				694 (Nil)				694 (Nil)
25	Services Rendered				1,061 (Nil)				1,061 (Nil)
26	Sale of Tickets (Net of Discount ₹ 3,086 lakhs)				16,973 (Nil)				16,973 (Nil)
27	Miles Purchased Expense				29,659 (Nil)				29,659 (Nil)
28	Aircraft Lease Rental Income		48,446 (8,084)						48,446 (8,084)
29	Sale of Aircraft		Nil (68,690)						Nil (68,690)

# Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd )



Sr. No.	Nature of Transactions	Controlling Shareholder	Enterprise exercising significant Influence	Subsidiary Companies	Associate Company	Relatives of controlling shareholder of Holding Company	Key Managerial Personnel	Enterprises under significant influence	Total
30	Lease Rent - Slot		3,200 (1,087)						3,200 (1,087)
31	Engine Lease Rental Expense		5,708 (143)						5,708 (143)
32	Handling, Lounge and other Technical Services		1,237 (51)						1,237 (51)
33	Purchase of Parts		2,833 (Nil)						2,833 (Nil)
34	Sale of Parts		11 (Nil)						11 (Nil)
35	Issue of Equity Shares including Premium		Nil (205,767)						Nil (205,767)
36	Interline Settlement Charges Received		1,368 (158)	3,137 (Nil)					4,505 (158)
37	Interline Settlement Charges Paid		1,372 (159)	117 (Nil)					1,489 (159)
38	Corporate Guarantee given on behalf of the Company		Nil (89,873)						Nil (89,873)
39	Standby Letter of Credit given on behalf of Company		165,000 (Nil)						165,000 (Nil)
40	Provision for Doubtful advances			22,739 (Nil)					22,739 (Nil)
41	Refund of Deposit							2,200 (Nil)	2,200 (Nil)



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

Sr. No.	Closing Balance as on 31 <sup>st</sup> March, 2015	Controlling Shareholder	Enterprise exercising significant Influence	Subsidiaries Company	Associate Company	Relative of controlling shareholder of Holding Company	Key Managerial Personnel	Enterprises under significant influence	Total
A	Investments in Equity Shares [Net of Provision ₹ 164,500 lakhs (Previous year ₹ 70,000 lakhs)]			1 (94,501)	69,522 (69,522)				69,523 (164,023)
B	Advance and Deposit Received		1,756 (Nil)		10,900 (133,671)			(Nil)	12,656 (133,671)
C	Deposit for Leased Premises							160 (2,360)	160 (2,360)
D	Loans Given			209,417 (196,392)					209,417 (196,392)
E	Trade Payables		10,033 (74)		15,857 (64)			2,244 (4,766)	28,134 (4,904)
F	Trade Receivables		15,330 (684)		Nil (7,890)			5,759 (7,110)	21,089 (15,684)
G	Interest Receivables			302 (Nil)					302 (Nil)
H	Share Capital	5,793 (5,793)	2,727 (2,727)			0.10 (0.10)			8,520 (8,520)
I	Corporate Guarantee given by Company on behalf of Subsidiary Company			24,215 (35,358)					24,215 (35,358)
J	Corporate Guarantee given on behalf of the Company		93,750 (89,873)@	203,503 # (242,411) #					297,253 (332,284)
L	Standby Letter of Credit given on behalf of Company		165,000 (Nil)						165,000 (Nil)

(Figures in brackets are for the year ended 31<sup>st</sup> March, 2014)

# Equivalent to USD 3,256 lakhs (Previous Year USD 4,046 lakhs)

@ Equivalent to USD 1,500 lakhs (Previous Year USD 1,500 lakhs)

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)



### iii. Statement of Material Transactions during the year and balances with related parties:

#### (a) Subsidiary Companies

(₹ in lakhs)

Particulars	For the Year ended 31 <sup>st</sup> March	
	2015	2014
<b>Jet Lite (India) Limited</b>		
<b>Transactions during the year:</b>		
- Other Hire Charges received	118	685
- Increase in Corporate Guarantee given by the Company on behalf of the Subsidiary Company	-	18,547
- Decrease in Corporate Guarantee given by the Company on behalf of the Subsidiary Company	6,804	-
- Decrease in Corporate Guarantee given by Subsidiary Company on behalf of the Company	38,908	18,566
- Interest Income	1,851	-
- Interline Billing (Net) Expense	62,748	47,942
- Interline Settlement Charges Received	3,137	-
- Interline Settlement Charges Paid	117	-
- Loan Given	134,499	205,263
- Loan Received back / Adjusted	98,740	142,530
- Provision for diminution in value of investment	94,500	70,000
- Reimbursement of Expenses received	6	-
- Provision for doubtful advances	22,739	-
- Conversion of preference shares into equity shares	-	29,000
<b>Closing Balance as on 31<sup>st</sup> March,</b>		
- Loan and Advances Given [Net of Provision ₹ 22,739 lakhs (Previous year ₹ Nil)]	209,412	196,392
- Investments in Equity [Net of Provision ₹ 164,500 lakhs (Previous year ₹ 70,000 lakhs)]	-	94,500
- Interest Receivable	302	-
- Corporate Guarantee by Company on behalf of Subsidiary Company*	24,215	35,358
- Corporate Guarantee given by Subsidiary Company on behalf of the Company #	203,503	242,411
<b>Jet Privilege Private Limited</b>		
<b>Transactions during the year:</b>		
- Commission (Expense)	-	558
- Sale of Miles	-	29,000
- Reimbursement of Expenses paid	-	570
- Loan Given	-	22,133
- Loan Received back	-	22,133
- Interest Received on loan	-	807
<b>Closing Balance as on 31<sup>st</sup> March,</b>		
- Trade Payable	-	-
<b>Jet Airways Training Academy Private Limited</b>		
- Advance Given	5	-
- Interest Income (* ₹ 23,151)	-	-
<b>Closing Balance as on 31<sup>st</sup> March,</b>		
- Investments in Equity Shares	1	1
- Loan Given	5	-
- Interest Receivables (* ₹ 23,151)	-	-

\* Closing Balance of Corporate Guarantee given by Jet Airways (India) Limited represents utilised amount against total guarantee amount of ₹ 30,776 lakhs. (Previous Year ₹ 37,580 lakhs)

# Closing Balance of Corporate Guarantee given by Subsidiary Company on behalf of Company in 2014-15, represents utilised amount against total guarantee amount of ₹ 445,244 lakhs (Previous Year ₹ 426,829 lakhs) Equivalent to USD 7,124 lakhs (Previous Year USD 7,124 lakhs)





## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### (b) Associate Company (₹ in lakhs)

Particulars	For the Year ended 31 <sup>st</sup> March	
	2015	2014
<b>Jet Privilege Private Limited</b>		
<b>Transactions during the year :</b>		
- Slump Sale of Jet Privilege Frequent Flyer Programme	119,378	-
- Marketing Services Received Expense	694	-
- Reimbursement of Expenses Income	160	-
- Sale of Tickets (Net of discount of ₹ 3,086 lakhs)	16,973	-
- Commission (Expense)	-	16
- Advance Received	-	134,378
- Investment in Equity Shares	-	69,521
- Miles Purchased Expense	29,659	-
- Service Rendered Income	1,061	-
<b>Closing Balance as on 31<sup>st</sup> March,</b>		
- Advance Received	10,900	133,671
- Trade receivable	-	7,890
- Trade Payable	15,857	64
- Investments in Equity Shares	69,522	69,522

### (c) Remuneration includes remuneration to (₹ in lakhs)

Particulars	For the Year	
	2014-15	2013-14
(a) Relatives of controlling shareholder of Holding Company		
- Anita Goyal	154	143
- Namrata Goyal (Uptill 22 <sup>nd</sup> December, 2014)	8	10
- Nivaa Goyal	5	8
(b) Director		
- Gaurang Shetty	117	60

### (d) Enterprise over which controlling shareholder of Holding Company and his relatives are able to exercise significant influence (₹ in lakhs)

Particulars	For the Year ended 31 <sup>st</sup> March	
	2014-15	2013-14
<b>Jetair Private Limited</b>		
<b>Transactions during the Year</b>		
- Commission	5,467	6,540
- Rent Paid (including Service Tax)	182	180
- Expenses Reimbursed paid (Staff Costs, Communication Costs etc.)	4	3
- Rent Received	7	7
- Reimbursement of Expenses Received	1	-
<b>Closing Balance as on 31<sup>st</sup> March,</b>		
- Deposits for Leased Premises	160	160
- Trade Receivables	5,759	7,110
- Trade Payables	2,244	4,766

# Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)



Particulars	For the Year ended 31 <sup>st</sup> March	
	2014-15	2013-14
<b>Trans Continental e Services Private Limited</b>		
<b>Transactions During the Year</b>		
- Other Selling and Distribution Cost		357
- Expenses Reimbursed		97
<b>Closing Balance as on 31<sup>st</sup> March,</b>		
- Trade Payables		-
<b>Jet Enterprises Private Limited</b>		
<b>Transactions During the Year :</b>		
- Rent Paid		67
- Refund of Deposit	2,200	-
<b>Closing Balance as on 31<sup>st</sup> March,</b>		
- Deposits for Leased Premises		2,200

## (e) Enterprise exercising significant influence over the Company

Particulars	For the Year ended 31 <sup>st</sup> March	
	2014-15	2013-14
<b>Etihad Airways PJSC (From 20<sup>th</sup> November, 2013)</b>		
<b>Transactions during the year :</b>		
- Interline Billing (Net)	3,254	308
- Airworthiness Management, Security and other service income	629	905
- Purchase of Parts	2,833	-
- Aircraft lease Rental Income	48,446	8,084
- Equipment Hire Charges	-	34
- Sale of Aircraft	-	68,690
- Interline Settlement Charges Received	1,368	9158
- Lease Rent - Slot	3,200	1,087
- Engine Lease Rental Expense	5,708	143
- Handling, Lounge and other Technical Services	1,237	51
- Reimbursement of Expenses Received	1,136	-
- Interline Settlement Charges Paid	1,372	159
- Sale of Parts	11	-
- Reimbursement of Expenses Paid	4,857	1,181
- Issue of equity shares including Premium	-	205,767
- Corporate Guarantee given on behalf of the Company	-	89,873
- Standby Letter of Credit given on behalf of the Company	165,000	-
<b>Closing Balance as on 31<sup>st</sup> March,</b>		
- Trade Receivable	15,330	684
- Trade Payable	10,033	74
- Share Capital	2,727	2,727
- Corporate Guarantee given on behalf of the Company	93,750	89,873
- Standby Letter of Credit given on behalf of the Company	165,000	-
- Advance and Deposit Received	1,756	-



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 38. ADDITIONAL DISCLOSURES

#### A. C.I.F. Value of Imports, Earning and Expenditure in Foreign Currency

(₹ in lakhs)

Particulars	For the Year ended 31 <sup>st</sup> March	
	2015	2014
<b>C.I.F. Value of Imports :</b>		
Components and Spares	155,114	30,301
Capital Goods	172,509	6,316
<b>TOTAL</b>	<b>227,623</b>	<b>36,617</b>
<b>Earnings in Foreign Currency :</b>		
Passenger and Cargo Revenue	900,834	767,646
(Including excess baggage and cancellation charges)		
Sale of Aircraft / Engine	169,779	83,028
Interest on Bank Account	1	1
Leasing Operations	93,219	68,723
Other Operating and Non-operating Income	16,184	18,976
<b>TOTAL</b>	<b>1,180,017</b>	<b>938,374</b>
<b>Expenditure in Foreign Currency :</b>		
Employee Remuneration and Benefits	14,419	10,904
Aircraft Fuel Expenses	187,819	226,531
Selling and Distribution Expenses	126,376	104,407
Other Operating Expenses	407,544	418,177
Aircraft / Engine Lease Rentals	195,892	167,610
Lease Rentals-Slot	3,199	3,127
Finance Cost	37,879	44,082
<b>TOTAL</b>	<b>973,128</b>	<b>974,838</b>

#### B. Value of Components and Spare Parts Consumed

Particulars	2014-2015		2013-2014	
	₹ in lakhs	%	₹ in lakhs	%
- Imported	12,113	86.58	11,663	94.53
- Indigenous	1,877	13.42	494	5.47
<b>TOTAL</b>	<b>13,990</b>	<b>100</b>	<b>12,157</b>	<b>100</b>

39. Pursuant to Shareholders' approval sought at an Extra Ordinary General Meeting held on 24<sup>th</sup> May, 2013, the Company at its Board Meeting held on 20<sup>th</sup> November, 2013 approved the issue and allotment of 27,263,372 Equity Shares of the face value of ₹ 10 each fully paid at a price of ₹ 754.7361607 per share (including a premium of ₹ 744.7361607 per share) aggregating to ₹ 20,576,652,711.02 to Etihad Airways PJSC on a preferential basis per terms of the Investment Agreement entered between Etihad Airways PJSC and the Company on April 24, 2013 and amendments thereto. Following the preferential allotment, Etihad Airways PJSC holds 24% of the post issued paid up Share Capital of the Company.

Details of funds raised through preferential allotment and its utilisation are as under:

(₹ in lakhs)

	2014-15	2013-14
Funds received through Preferential Allotment	-	205,767
<b>Utilisation :</b>		
Repayment of Debts	-	53,327
For General Purpose	-	152,440
<b>Total Funds Utilised</b>	<b>-</b>	<b>205,767</b>



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

40. The Company has transferred its 'Jet Privilege Frequent Flyer Programme' (JPFFP) undertaking to Jet Privilege Private Limited (JPPL) on 21<sup>st</sup> April, 2014 as a going concern on a slump sale basis for a total consideration of ₹ 119,378 lakhs. Upon completion of the balance pending matters, the Company, having regard to the terms and conditions under the agreements for such sale, has recognised a surplus of ₹ 30,501 lakhs during the Year ended 31<sup>st</sup> March, 2015 under "Exceptional Items". An amount of ₹ 26,248 lakhs has been recognised in "Other Income" for the Year ended 31<sup>st</sup> March, 2015. Further, an amount of ₹ 96,292 lakhs disclosed under "Other Liabilities" (Current Liability - ₹ 27,801 lakhs and Non-Current Liability - ₹ 68,491 lakhs) will be credited to income in subsequent periods proportionately on fulfilment of the underlying commitments / obligations as stipulated in the said agreements.

41. During the year ended 31<sup>st</sup> March, 2014, the Company was under the obligation to return Aircraft taken earlier on operating lease, one of the engines of the said Aircraft was damaged and became Beyond Economical Repair (BER) and in order to meet redelivery conditions, the Company has purchased an engine for ₹ 2,091 lakhs as "Asset Held for Sale" and later on swapped it against the BER engine with the Lessor. The cost of engine purchased on account of this swap has been charged to Statement of Profit and Loss.

42. With strategic investment by Etihad Airways PJSC, there is an improvement in operating cash inflows through network synergy, cost synergies, revenue management and leasing out aircraft. These measures coupled with ongoing initiatives to raise funds are expected to result in sustainable cash flows and accordingly the financial statement continue to be prepared on a going concern basis, which contemplates realisation of assets and settlement of liabilities in the normal course of business.

### 43. PREVIOUS YEARS FIGURES

Previous year's figures have been regrouped / reclassified / rearranged / reworked wherever necessary to correspond with the current year's classification / presentation.

As per our attached report of even date

On behalf of Board of Directors

For DELOITTE HASKINS & SELLS LLP  
Chartered Accountants

For CHATURVEDI & SHAH  
Chartered Accountants

Naresh Goyal

Chairman

A. Siddharth  
Partner

Parag D. Mehta  
Partner

Aman Mehta

James Hogan

James Rigney

I. M. Kadri

Directors

N. Ravichandran  
Acting Chief Financial Officer

Gaurang Shetty

Arun Kanakal

Whole Time Director  
Company Secretary

Date 29<sup>th</sup> May 2015

Place Mumbai

## 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 the financial statement of subsidiaries/ associate companies/ joint ventures

#### Part "A": Subsidiaries

(₹ In lakhs)

Sr. No	Name of Subsidiary Company	Wholly Owned Subsidiaries	
		Jet Lite (India) Limited	Jet Airways Training Academy Private Limited
		31 <sup>st</sup> March, 2015	31 <sup>st</sup> March, 2015
1	Paid up Share Capital	79,612	1
2	Reserves	(323,040)	(3)
3	Total Asset	37,275	4
4	Total Liabilities	37,275	4
5	Investment included in Total Assets	110	Nil
6	Turnover	142,472	Nil
7	Loss before Tax	(28,764)	(1)
8	Provision for tax	1	Nil
9	Loss after tax	(28,765)	(1)
10	Proposed Dividend	Nil	Nil
11	% of shareholding	100%	100%

**Notes :** The following information shall be furnished at the end of the statement

- Names of subsidiaries which are yet to commence operations Not Applicable
- Names of subsidiaries which have been liquidated or sold during the year Not Applicable

#### Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/Joint Ventures		Jet Privilege Private limited
1.	Latest audited Balance Sheet Date	31 <sup>st</sup> March, 2015
2.	Shares of Associate/Joint Ventures held by the company on the year end	Equity share
	No	54,772
	Amount of investment in Associates/Joint Venture	69,522 lakhs
	Extend of Holding %	49.90%
3.	Description of how there is significant influence	Shareholding
4.	Reason why the associate/joint venture is not consolidated	Consolidated by Equity method of accounting
5.	Networth attributable to Shareholding as per latest audited Balance Sheet	79,130 lakhs
6.	Profit / Loss for the year	
	Considered in Consolidation	395 lakhs
	Not Considered in Consolidation	397 lakhs

**Note :** This Form is to be certified in the same manner in which the Balance Sheet is to be certified

- Names of associates or joint ventures which are yet to commence operations Not Applicable
- Names of associates or joint ventures which have been liquidated or sold during the year Not Applicable

On behalf of Board of Directors

Naresh Goyal Chairman

Aman Mehta  
James Hogan  
James Rigney  
I. M. Kadri } Directors

Date 29<sup>th</sup> May 2015  
Place Mumbai

N. Ravichandran  
Acting Chief Financial Officer

Gaurang Shetty  
Arun Kanakal Whole Time Director  
Company Secretary



## Independent Auditors' Report

To the Members of  
Jet Airways (India) Limited

### Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **JET AIRWAYS (INDIA) LIMITED** (the "Company"), its subsidiaries, (the Company and its subsidiaries constitute "the Group") and its associate, which comprise the Consolidated Balance Sheet as at 31<sup>st</sup> March, 2015, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements")

### Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its Associate in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group and of its associates 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, the selection and application of appropriate accounting policies, making judgments and estimates that are reasonable and prudent, and the 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

### Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the Holding Company has an adequate internal financial controls system over financial reporting in place and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditor, in terms of their reports referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

### Opinion

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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its associate as at 31<sup>st</sup> March, 2015, and their consolidated loss and their consolidated cash flows for the year ended on that date.

### Emphasis of Matter

We draw attention to Note 42 in the consolidated financial statements which indicate the preparation of financial statements of the Group on going concern basis for the reasons stated therein. The appropriateness of assumption of going concern is dependent upon realisation of the ongoing synergies from alliance with the Strategic Partner and/or the Group's ability to raise requisite finance/generate cash flows in future to meet its obligations.

Our opinion is not modified in respect of these matters.



## Independent Auditors' Report (contd.)

### Other Matter

- (a) The consolidated financial statements include the Financial statements of the two subsidiary companies, which reflects total assets of ₹ 37,279 lakhs as on 31<sup>st</sup> March, 2015 and total revenue of ₹ 143,320 lakhs and net cash inflow of ₹ 7 lakhs for the year ended on that date and also include the Group's share of net profit of ₹ 395 lakhs for the year ended 31<sup>st</sup> March, 2015 in respect of an associate. The financial statements of two subsidiaries have been audited by M/s Chaturvedi & Shah, Chartered Accountants, one of the joint auditors of the Company, and of associate have been audited jointly by aforesaid one of the joint auditors and the other auditor.
- (b) Our opinion on the consolidated financial statements and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, based on the comments in the auditors' reports of the Holding company, subsidiary companies and associate company incorporated in India, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, 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 of the aforesaid consolidated financial statements.
  - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditor.
  - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
  - (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - (e) The matter described under the Emphasis of Matter paragraph above, in our opinion, may have an adverse effect on the functioning of the Group.
  - (f) On the basis of the written representations received from the directors of the Holding Company as on 31<sup>st</sup> March, 2015 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies and associate company incorporated in India, none of the directors of the Group companies and its associate company incorporated in India is disqualified as on 31<sup>st</sup> March, 2015 from being appointed as a director in terms of Section 164(2) of the Act.
  - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group in accordance with the generally accepted accounting practice. Also refer Note 29 A (b) to the consolidated financial statements.
    - ii) The Group and its associate did not have any material foreseeable losses on long-term contracts including derivative contracts.

### For DELOITTE HASKINS & SELLS LLP

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

**A. Siddharth**

Partner

Membership No. 31467

### For CHATURVEDI & SHAH

Chartered Accountants

(Firm's Registration No. 101720W)

**Parag D. Mehta**

Partner

Membership No. 113904

Place Mumbai

Date 29<sup>th</sup> May, 2015



## ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Our reporting on the Order includes two subsidiary companies and one associate company incorporated in India, to which the Order is applicable, which have been audited by one of the joint auditors/ other auditor and our report in respect of these companies is based solely on the reports of other auditor, to the extent considered applicable for reporting under the Order in case of consolidated financial statement

(i) In respect of the fixed assets of the Holding Company, one major subsidiary company and associate company incorporated in India

(a) The respective companies have maintained proper records showing full particulars, including quantitative details and situation of fixed assets

(b) The Holding Company and one major subsidiary company incorporated in India have a program of verification of fixed assets to cover all the items in a phased manner. The associate company incorporated in India has a program of verification of fixed assets to cover all the items annually. In our opinion and the opinion of the other auditor, this periodicity of physical verification is reasonable having regard to the size of the respective companies and the nature of their assets. Pursuant to the program, fixed assets were physically verified by the management of the respective companies during the year. According to the information and explanations given to us and the other auditor, no material discrepancies were noticed on such verification.

The other subsidiary incorporated in India does not hold any fixed assets, thus paragraph 3(i) of the order is not applicable

(ii) In respect of the inventories of the Holding Company and one major subsidiary company incorporated in India

(a) As explained to us, the inventories were physically verified during the year by the management of the respective companies at reasonable intervals.

(b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventory followed by the management of the respective companies were reasonable and adequate in relation to the size of the respective companies and the nature of their business.

(c) In our opinion and according to the information and explanations given to us the respective companies have maintained proper records of their inventories and no material discrepancies were noticed on physical verification.

The other subsidiary company and associate company incorporated in India does not hold any inventories, thus paragraph 3(ii) of the order is not applicable.

(iii) According to the information and explanation given to us and the other auditor, the Holding Company, subsidiary companies and associate company incorporated in India have not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013 by the respective companies.

(iv) In our opinion and the opinion of other auditor and according to the information and explanations given to us and other auditor, there is an adequate internal control system in the Holding Company and one major subsidiary company incorporated in India, commensurate with the size of the respective Company and the nature of their business for the purchase of inventory and fixed assets and for the sale of services. Sale of goods is not a significant part of the Company's and major subsidiary company's activity. The other subsidiary company incorporated in India, has neither purchased any inventory or fixed assets nor sold any goods and services. In case of associate company incorporated in India there is an adequate internal control system commensurate with the size of the associate company and the nature of its business with regard to purchase of fixed assets and sale of services. The activity's of the associate company do not involve purchase of inventory and sale of goods. During the course of our and others auditors' audit no continuing failure to correct major weaknesses in such internal control system has been observed.

(v) According to information and explanations given to us and the other auditor, the Holding Company, subsidiary companies and associate company incorporated in India, has not accepted any deposit during the year.

(vi) According to information and explanations given to us and the other auditor, with respect to the Holding Company, subsidiary companies and associate company incorporated in India, maintenance of cost records has not been prescribed for the companies by the Central Government under clause sub section (1) of section 148 of the Companies Act, 2013.

(vii) According to the information and explanations given to us and to other auditor, in respect of statutory dues of the Holding Company, subsidiary companies and associate company incorporated in India.





- (a) The Holding Company and subsidiary companies have been generally regular in depositing undisputed statutory dues, including provident fund, sales tax, wealth tax, duty of customs, duty of excise, cess and any other material statutory dues, as applicable, with the appropriate authorities except in respect of value added tax, profession tax, employees' state insurance, income tax (tax deducted at source) and service tax, the delays ranged from one day to seven months. In case of associate company, undisputed statutory dues including provident fund, income tax (tax deducted at source), service tax and profession tax have not been regularly deposited during the year by the company with the appropriate authorities, as the same is delayed from one day to seven months. The associate company did not have any dues on account of employees' state insurance, sales tax, wealth tax, duty of customs, duty of excise, value added tax and cess.

In Holding Company and one major subsidiary incorporated in India, there were no undisputed amounts payable in respect of provident fund, employee state insurance, sales tax, wealth tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues in arrears as at March 31, 2015 for a period of more than six months from the date they became payable except in respect of service tax (including interest) of ₹ 20,617 lakhs (since paid ₹ 8,210 lakhs) and profession tax of ₹ 0.25 lakhs.

In case of the other subsidiary company and associate company incorporated in India, there were no undisputed amounts payable in respect of provident fund, employee state insurance, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues in arrears as at 31<sup>st</sup> March, 2015 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, in Holding company and one major subsidiary company, there are no dues of sales tax, wealth tax, duty of customs, duty of excise, value added tax, and cess which have not been deposited on account of any dispute other than the following:

Name of statute	Nature of the dues	Period to which the amount relates	Forum where dispute is pending	Amount (₹ in lakhs)
IATT Rules, 1989	IATT Interest & Penalty	2003-2004	Delhi High Court	321
Customs Act 1962	Custom Duty	2004-2005 to 2010-2011	Commissioner of Customs (Appeals)	437
Customs Act 1962	Custom Duty	2007-2008 to 2014-2015	Commissioner of Customs	1,085
Finance Act 1994	Service Tax	2003-2004 to 2006-2007	Supreme Court of India	26,146
Finance Act 1994	Service Tax	2002-2003 to 2012-2013	CESTAT	67,098
Finance Act 1994	Service Tax	2002-2003 to 2013-2014	Commissioner of Central Excise	39,852
Income Tax Act 1961	Income Tax	2003-2004 to 2008-2009, 2010-2011, 2011-2012	Commissioner of Income Tax (Appeals)	4,591
Income Tax Act 1961	Income Tax	2006-2007	Bombay High Court	233
Income Tax Act 1961	Income Tax	2006-2007 to 2014-2015	Commissioner of Income Tax	6,999
Income Tax Act 1961	Income Tax	2007-2008 to 2014-15	Deputy Commissioner of Income Tax	1,599
Income Tax Act 1961	Income Tax	2002-2003 and 2008-2009	ITAT	296
Income Tax Act 1961	Wealth Tax	2000-2001 to 2003-04	Commissioner of Wealth Tax (Appeals)	7

In case of other subsidiary company and associate company incorporated in India, there are no material dues of sales tax, wealth tax, duty of customs, duty of excise, value added tax, and cess which have not been deposited with the appropriate authorities on account of any dispute.

- (c) The Holding Company incorporated in India have been regular in transferring amounts to the Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and Rules made thereunder within time. In case of subsidiary companies and associate company incorporated in India, there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules there under.



(viii) The consolidated accumulated losses of the Group and its associate at the end of the financial year are not less than fifty percent of the consolidated net worth and the Group and its associate have incurred cash losses on a consolidated basis during the financial year covered by our audit and in the immediately preceding financial year

(ix) Based on our audit procedures and according to the information and explanations given to us the Holding Company incorporated in India has defaulted in the repayment of dues to financial institutions and banks as under:

Period of delays	Principal Amount (₹ in lakhs)	Interest Amount (₹ in lakhs)
Upto 30 days	7,855	1,554.13
31 to 60 days	2,343	271.6

In case of one major subsidiary company incorporated in India, there has been no default in the repayment of dues to financial institutions and banks

Other subsidiary company and associate company incorporated in India have not borrowed money from any financial institution or bank, thus the provision of clause 3(x) of this order does not apply to these companies. The Holding Company, subsidiary companies and associate company incorporated in India have not issued any debentures

(x) According to the information and explanations given to us and to other auditors, the Holding Company, subsidiary companies and associate company incorporated in India have not given guarantees for loans taken by others from banks and financial institutions.

(xi) In our opinion and according to the information and explanations given to us the term loans have been applied by the Holding Company and subsidiary companies incorporated in India during the year for the purposes for which they were obtained. The associate company incorporated in India has not accepted any term loan during the year.

(xii) To the best of our knowledge and according to the information and explanations given to us and the other auditor, no fraud by the Holding Company, its subsidiary companies and associate company incorporated in India and no material fraud on the Holding Company, its subsidiary companies and associate company has been noticed or reported during the year. However, we are informed that in case of Holding Company and one major subsidiary company incorporated in India, cases of possible fraudulent credit card ticket bookings aggregating to ₹ 58 lakhs are being pursued by the management.

For DELOITTE HASKINS & SELLS LLP  
Chartered Accountants  
(Firm's Registration No. 17366W/W-100018)

A. Siddharth  
Partner  
Membership No. 31467

Place Mumbai  
Date 29th May, 2015

For CHATURVEDI & SHAH  
Chartered Accountants  
(Firm's Registration No. 101720W)  
Parag D. Mehta  
Partner  
Membership No. 113904



## Consolidated Balance Sheet as at 31<sup>st</sup> March, 2015

(₹ in lakhs)

Particulars	Note No.	As at 31 <sup>st</sup> March, 2015	As at 31 <sup>st</sup> March, 2014
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' Funds</b>			
Share Capital	2	11,360	11,360
Reserves and Surplus	3	(643,841)	(428,846)
		(632,481)	(417,486)
<b>Non-Current Liabilities</b>			
Long Term Borrowings	4	660,730	654,607
Deferred Tax Liability (Net)	5	-	-
Other Long Term Liabilities	6	114,841	36,500
Long Term Provisions	7	27,355	24,996
		802,926	716,103
<b>Current Liabilities</b>			
Short Term Borrowings	8	364,429	216,793
Trade Payables	9	578,790	516,087
Other Current Liabilities	10	588,619	664,577
Short Term Provisions	11	7,437	14,933
		1,539,275	1,412,390
<b>TOTAL</b>		<b>1,709,720</b>	<b>1,711,007</b>
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
<b>Fixed Assets</b>			
Tangible Assets	12	922,158	961,914
Intangible Assets	13	1,277	2,550
Intangible Assets under development		1,942	-
		925,377	964,464
Goodwill on Consolidation	41	-	117,239
<b>Non-Current Investments</b>	14	66,965	66,574
<b>Long Term Loans and Advances</b>	15	140,826	122,564
		207,791	306,377
<b>Current Assets</b>			
Inventories	16	96,350	85,936
Trade Receivables	17	139,114	128,718
Cash and Bank Balances	18	216,284	120,648
Short Term Loans and Advances	19	124,804	104,864
		576,552	440,166
<b>TOTAL</b>		<b>1,709,720</b>	<b>1,711,007</b>
The accompanying notes are an integral part of the Financial Statements	1-43		

As per our attached report of even date

For **DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants

**A. Siddharth**  
Partner

For **CHATURVEDI & SHAH**  
Chartered Accountants

**Parag D. Mehta**  
Partner

**N. Ravichandran**  
Acting Chief Financial Officer

On behalf of Board of Directors

**Naresh Goyal** Chairman

**Aman Mehta**  
**James Hogan**  
**James Rigney**  
**I. M. Kadri** } Directors

**Gaurang Shetty** Whole Time Director  
**Arun Kanakal** Company Secretary

Date 29<sup>th</sup> May 2015  
Place Mumbai

# Consolidated Statement of Profit and Loss for the Year Ended 31<sup>st</sup> March, 2015



(₹ in lakhs)

Particulars	Note No.	For the Year Ended 31 <sup>st</sup> March, 2015	For the Year Ended 31 <sup>st</sup> March, 2014
<b>Income</b>			
Revenue from Operations	20	2,096,560	1,903,584
Other Income	21	69,605	40,946
<b>Total Revenue</b>		<b>2,166,165</b>	<b>1,944,530</b>
<b>Expenses</b>			
Aircraft Fuel Expenses		736,556	812,527
Employee Benefit Expenses	22	241,907	207,784
Selling and Distribution Expenses	23	212,438	153,036
Aircraft and Engine Lease Rentals		217,251	208,993
Depreciation and Amortisation	24	76,531	87,778
Finance Cost	25	92,047	108,360
Other Expenses	26	724,248	707,192
<b>Total Expenses</b>		<b>2,300,978</b>	<b>2,285,670</b>
<b>Loss before Exceptional Items and Tax</b>		<b>(134,813)</b>	<b>(341,140)</b>
Exceptional Items (Net)	27	(75,322)	(71,739)
<b>Loss Before Tax</b>		<b>(210,135)</b>	<b>(412,879)</b>
<b>Tax Expense</b>			
- Current Tax			
- (Excess)/ Short Tax Provision (net) for Earlier Years		1	(12)
<b>Loss before Share of Profit./ (Loss) of Associate</b>		<b>(210,136)</b>	<b>(412,867)</b>
Share of Profit / (Loss) of Associate		395	(109)
<b>Loss for the Year</b>		<b>(209,741)</b>	<b>(412,976)</b>
Earnings Per Equity Share (Face Value ₹10 per share)			
Basic and Diluted (in ₹)	28	(184.64)	(429.32)
The accompanying notes are an integral part of the Financial Statements	1-43		

As per our attached report of even date

For **DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants

**A. Siddharth**  
Partner

Date: 29<sup>th</sup> May 2015  
Place: Mumbai

For **CHATURVEDI & SHAH**  
Chartered Accountants

**Parag D. Mehta**  
Partner

**N. Ravichandran**  
Acting Chief Financial Officer

On behalf of Board of Directors

**Naresh Goyal** Chairman

**Aman Mehta**  
**James Hogan**  
**James Rigney**  
**I. M. Kadri** } Directors

**Gaurang Shetty** Whole Time Director  
**Arun Kanakal** Company Secretary



## Consolidated Cash Flow Statement for the Year Ended 31<sup>st</sup> March, 2015

(₹ in lakhs)

Particulars	Note No.	For the Year Ended 31 <sup>st</sup> March, 2015	For the Year Ended 31 <sup>st</sup> March, 2014,
<b>Cash flow from Operating Activities :</b>			
Net Loss Before Tax		(209,740)	(412,988)
Adjustment for			
Exceptional Items	27	75,322	71,739
Depreciation and Amortisation	24	76,531	87,778
Provision for Stock Obsolescence		16,031	10,469
Profit on Sale of Fixed Assets (Net)		(12,334)	(9,171)
Loss on Scrapping of Fixed Assets		14	665
Profit on Sale of Investments		(90)	(37)
Finance Cost	25	92,047	108,360
Interest on Income Tax Refund		(180)	(1,228)
Interest on Bank and Other Deposits		(9,030)	(7,354)
Provision No Longer Required Written Back		(2,416)	(13,058)
Provision for Compensated Absences and Gratuity	22	3,536	3,194
Unrealised Foreign Exchange Losses (Net)		5,176	-
Provision for Doubtful Debts		4,609	2,350
Provision for Doubtful Deposit / Advances		789	11,643
Bad Debts Written Off		66	287
Provision for Wealth Tax		12	12
Recognition upon fulfilment of commitment		(26,248)	-
Inventory Scrapped During the Year		2,366	1,801
<b>Operating Profit / (Loss) Before Working Capital Changes</b>		<b>16,461</b>	<b>(145,538)</b>
Adjustment for			
Inventories		(28,811)	(13,192)
Trade Receivables		(13,985)	(1,120)
Loans and Advances		(35,144)	61,729
Trade and Other Payables		135,333	204,967
<b>Cash Generated from Operations</b>		<b>73,854</b>	<b>106,846</b>
Direct Taxes (Paid) / Refund (Net)		304	(5,665)
<b>Net Cash from Operating Activities</b>		<b>74,158</b>	<b>101,181</b>
<b>Cash Flow from Investing Activities :</b>			
Purchase of Fixed Assets (Including Capital Work in Progress)		(171,048)	(40,043)
Proceeds from Sale of Fixed Assets		169,841	83,149
Purchase of Current Investments		(188,995)	(1,10,000)
Sale of Current Investments		189,085	110,037
Sale of Non-Current Investments		4	1
Investment in Equity Shares of Associate		(391)	(66,365)
Changes in Fixed Deposits with Banks (Refer note 2 below)		(29,509)	(9,410)
Interest Received on Bank and Other Deposits		8,941	6,025
<b>Net Cash Flow used in Investing Activities</b>		<b>(22,072)</b>	<b>(26,606)</b>

## Consolidated Cash Flow Statement for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)



(₹ in lakhs)			
Particulars	Note No.	For the Year Ended 31 <sup>st</sup> March, 2015	For the Year Ended 31 <sup>st</sup> March, 2014
<b>Cash Flow from Financing Activities</b>			
Net Increase in Short Term Loans		147,636	3,713
Proceeds from Long Term Loans during the year		153,599	171,914
Repayment of Long Term Loans during the year		(192,331)	(328,269)
Proceeds from Issue of Shares (Net of share issue expense)		-	205,562
Finance Cost		(94,946)	(110,137)
Unclaimed Dividend Paid		(3)	(6)
<b>Net Cash from / (used for) Financing Activities</b>		<b>13,955</b>	<b>(57,223)</b>
<b>Net Increase in Cash and Cash Equivalents</b>		<b>66,041</b>	<b>17,352</b>
Cash and Cash Equivalents at the beginning of the year (Refer note 1 below)	18	31,889	14,537
Cash and Cash Equivalents at end of the year (Refer note 1 below)	18	97,930	31,889

### Notes :

- 1) Cash and Cash Equivalents for the year ended 31<sup>st</sup> March, 2015 includes Unrealised Gain (net) of ₹ 4,454 lakhs (Previous Year ₹ 4,351 lakhs) on account of translation of Foreign Currency Bank Balances
- 2) Fixed Deposits with Banks having a maturity period of more than three months and Fixed Deposits under lien aggregating to ₹ 114,283 lakhs (Previous Year ₹ 84,774 lakhs) are not included in Cash and Cash Equivalents

### As per our attached report of even date

**For DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants

**A. Siddharth**  
Partner

**For CHATURVEDI & SHAH**  
Chartered Accountants

**Parag D. Mehta**  
Partner

**N Ravichandran**  
Acting Chief Financial Officer

### On behalf of Board of Directors

**Naresh Goyal** Chairman

**Aman Mehta**  
**James Hogan**  
**James Rigney**  
**I. M. Kadri** } Directors

**Gaurang Shetty** Whole Time Director  
**Arun Kanakal** Company Secretary

Date 29<sup>th</sup> May 2015  
Place Mumbai



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 1. SIGNIFICANT ACCOUNTING POLICIES

#### A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS :

- a) These accompanying Consolidated Financial Statements of Jet Airways (India) Limited ("the Holding Company"), its wholly owned Subsidiaries and its Associate (together "the Company / Group") have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013. The Financial Statements are prepared on accrual basis under the historical cost convention, except for certain Fixed Assets which are carried at revalued amounts. The Financial Statements are presented in Indian rupees rounded off to the nearest rupees in lakhs. The Consolidated Financial Statement have been prepared to the extent possible in the same format as that adopted by the Holding Company for its separate Financial Statement. The Financial Statement of the Subsidiaries and Associate used in the consolidation are drawn upto the same reporting date as that of the holding company, viz 31<sup>st</sup> March, 2015.
- b) The consolidated Financial Statements present the consolidated accounts of Jet Airways (India) Limited with the following Subsidiaries and Associate

Name of the Subsidiary / Associate Company	Country of Incorporation	Extent of Holding as on 31 <sup>st</sup> March, 2015	Extent of Holding as on 31 <sup>st</sup> March, 2014
<b>Subsidiaries</b>			
Jet Lite (India) Limited	India	100%	100%
Jet Airways Training Academy Private Limited	India	100%	100%
<b>Associate</b>			
Jet Privilege Private limited (w e f 24 <sup>th</sup> March, 2014)	India	49.90%	49.90%

#### B. PRINCIPLES OF CONSOLIDATION

- a) The Financial Statements of the Holding Company and its Subsidiary Companies have been consolidated on a line-by-line basis by adding together the book value of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions and the unrealised profits / losses.
- b) The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented, to the extent possible, in the same manner as the Holding Company's separate Financial Statements.
- c) The excess of cost of investment in the Subsidiary Companies over the Holding Company's portion of the equity of the Subsidiary Companies at the date of investment made is recognised in the Financial Statements as Goodwill.
- d) The Consolidated Financial Statement include the share of profit / (loss) of Associate Company in which the Company has significant influence and which is neither a Subsidiary nor a Joint venture, which are accounted under the "Equity Method" as per which the share of profit / (loss) of the Associate Company has been added to / deducted from the cost of the investment and its share of pre-acquisition of profits / (losses) is reflected as Capital Reserve / Goodwill in the carrying value of investment in accordance with Accounting Standard 23 (AS 23) on "Accounting for investment in Associates in Consolidated Financial Statement".

#### C. USE OF ESTIMATES :

The preparation of Financial Statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the Financial Statements and the reported amount of revenue and expenses during the reporting period. Differences between the actual results and estimates are recognised in the period in which the results are known / materialized.



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### D. REVENUE RECOGNITION :

- a) Passenger and Cargo income are recognised on flown basis, i.e. when the services are rendered
- b) The sales of tickets / airway bills (sales net of refunds) are initially credited to the "Forward Sales Account". Income recognised as indicated above is reduced from the "Forward Sales Account" and the balance, net of commission and discount thereon, is shown under Other Current Liabilities
- c) The unutilised balances in "Forward Sales Account" are recognised as income based on historical statistics, data and management estimates and considering Company's refund policy
- d) Lease income on the Aircraft given on operating lease is recognised in the Statement of Profit and Loss on an accrual basis over the period of lease to the extent there is no significant uncertainty about the measurability and ultimate realisation

### E. EXPORT INCENTIVE :

Export incentive available under prevalent scheme is accrued in the year when the right to receive credit as per the terms of the scheme is established in respect of exports made and are accounted to the extent there is no significant uncertainty about the measurability and ultimate utilisation of such duty credit

### F. COMMISSION :

As in the case of revenue, the commission paid / payable on sales including any overriding commission is recognised only on flown basis

### G. EMPLOYEE BENEFITS :

#### a) Defined Contribution plan :

Company's contribution paid / payable for the year to defined contribution schemes are charged to Statement of Profit and Loss

#### b) Defined Benefit and Other Long Term Benefit plan :

Company's liabilities towards defined benefit plans and other long term benefit plans are determined using the Projected Unit Credit Method. Actuarial valuations under the Projected Unit Credit Method are carried out at the balance sheet date. Actuarial gains and losses are recognised in the Statement of Profit and Loss in the period of occurrence of such gains and losses. Past service cost is recognised immediately to the extent the benefits are vested, otherwise it is amortised on straight-line basis over the remaining average period until the benefits become vested

The employee benefit obligation recognised in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost

#### c) Short Term Employee Benefits :

Short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised undiscounted during the period the employee renders services

### H. FIXED ASSETS:

#### a) Tangible Assets :

Owned tangible fixed assets are stated at cost and includes amount added on revaluation less accumulated depreciation and impairment loss, if any. All costs relating to acquisition and installation of fixed assets up to the time the assets get ready for their intended use are capitalized

The cost of improvements to Leased Properties as well as customs duty / modification cost incurred on Aircraft taken on operating lease have been capitalized and disclosed appropriately

#### b) Intangible Assets :

Intangible assets are recognised only if acquired and it is probable that the future economic benefits that are attributable to the assets will flow to the enterprise and the cost of assets can be measured reliably. The intangible assets are recorded at cost and are carried at cost less accumulated amortisation and accumulated impairment losses, if any





## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### c) Assets Taken on Lease :

i. **Operating Lease** : Rentals are expensed with reference to the Lease Term and other considerations

ii. **Finance Lease / Hire Purchase** : The lower of the fair value of the assets and the present value of the minimum lease rentals is capitalized as Fixed Assets with corresponding amount shown as Lease Liability (Outstanding Hire Purchase / Finance Lease Installments). The principal component of the lease rentals is adjusted against the leased liability and interest component is charged to the Statement of Profit and Loss.

### I. IMPAIRMENT OF ASSETS :

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss, if any, is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. However, an impairment loss on a revalued asset is recognised directly against the revaluation surplus held for the asset to the extent that the impairment loss does not exceed the amount held in revaluation surplus for the same asset. The impairment loss recognised in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

### J. DEPRECIATION / AMORTISATION :

a) Depreciation on tangible fixed assets is provided on the 'Straight Line Method' over the useful life of assets as prescribed in Schedule II of the Companies Act, 2013. Expenditure incurred on improvements of assets acquired on operating lease is written off evenly over the balance period of the lease. Premium on leasehold land is amortised over the period of lease.

b) On amounts added on revaluation, depreciation is charged over the residual life and the additional charge of depreciation is withdrawn from the Revaluation Reserve.

c) Intangible assets are amortised on straight line basis as follows:

i. Landing Rights acquired are amortised over a period not exceeding 20 years. Amortisation period exceeding 10 years is applied considering industry experience and expected asset usage.

ii. Trademarks are amortised over 10 years.

iii. Computer Software is amortised over a period not exceeding 36 months.

### K. INVESTMENTS :

Current Investments are carried at lower of cost or quoted / fair value. Long Term Investments are stated at cost. Provision for diminution in the value of long-term investments is made only if such a decline is other than temporary.

### L. BORROWING COSTS :

Borrowing costs attributable to the acquisition or construction of a qualifying asset are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are recognised as an expense in the period in which they are incurred.

### M. FOREIGN CURRENCY TRANSACTIONS / TRANSLATION :

a) Transactions in foreign currencies are recorded at the exchange rates prevailing on the date of transaction. Monetary items are restated at the period-end rates and Non-monetary foreign currency items are not restated at the period-end rates.

b) In case of the Holding Company, the exchange difference between the rate prevailing on the date of transaction and on settlement / restatement (other than those relating to long term foreign currency monetary items) is recognised as income or expense, as the case may be.

The exchange differences relating to long term foreign currency monetary items are accounted as under:

(i) to the extent they relate to financing the acquisition of fixed assets and not regarded as interest, are added to or subtracted from the cost of such fixed assets and depreciated over the balance useful life of the asset,



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

(ii) In other cases such differences are accumulated in 'Foreign Currency Monetary Item Translation Difference Account' (FCMITDA) under reserves and surplus and amortised in the Statement of Profit and Loss over the balance term of the long term monetary item

c) In case of Subsidiary Company, the exchange difference between the rate prevailing on the date of transaction and on the date of settlement as also on translation of monetary items at the end of the year, is recognised as income or expense, as the case may be

d) In case of forward exchange contracts entered into to hedge the foreign currency exposure in respect of monetary items, the difference between the exchange rate on the date of such contracts and the period end rate is recognised in the Statement of Profit and Loss. Any profit / loss arising on cancellation of forward exchange contract is recognised as income or expense of the year. Premium / Discount arising on such forward exchange contracts is amortised as income / expense over the life of contract.

### N. INVENTORIES :

Inventories are valued at cost or Net Realizable Value (NRV), whichever is lower. Cost of inventories comprises of all costs of purchase and other incidental cost incurred in bringing them to present location and condition. Cost is determined using the Weighted Average formula. In respect of reusable items such as rotables, galley equipment and tooling etc., NRV takes into consideration provision for obsolescence and wear and tear based on the estimated useful life of the spares and also provisioning for non-moving / slow moving items.

### O. AIRCRAFT MAINTENANCE AND REPAIR COSTS :

Aircraft Maintenance, Auxiliary Power Unit (APU), Engine Maintenance and Repair costs are expensed on incurrance as incurred except with respect to Engines / APU which are covered by third party maintenance agreement and these are accounted in accordance with the relevant terms

### P. TAXES :

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income tax Act, 1961

Deferred tax resulting from "timing differences" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the balance sheet date. The deferred tax asset is recognised and carried forward only to the extent that there is a reasonable / virtual certainty, as the case may be, that the asset will be realised in future

### Q. SHARE ISSUE EXPENSES :

Issue Expenses are adjusted against the Securities Premium Account

### R. SALE AND LEASE BACK TRANSACTION :

Profit or loss on Sale and Lease back arrangements resulting in operating leases are recognised, in case the transaction is established at fair value, else the excess over the fair value is deferred and amortised over the period for which the asset is expected to be used

### S. ACCOUNTING FOR DERIVATIVE INSTRUMENTS :

Interest Rate Swaps, Currency Option, Currency Swaps and other products, entered into by the Company for hedging the risks of foreign currency exposure (including interest rate risk) are marked to market and losses, if any, is accounted based on the principles of prudence as enunciated in Accounting Standard 1 (AS 1) "Disclosure of Accounting Policies"

### T. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS :

Provisions involving a substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognised but are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in the financial statements

### U. PRELIMINARY EXPENSES :

Preliminary expenses are written off in the period in which it incurred



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 2. SHARE CAPITAL

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>Authorised :</b>		
180,000,000 Equity Shares of ₹ 10/- each	<b>18,000</b>	18,000
(Previous Year 180,000,000 Equity Shares of ₹ 10/- each)		
20,000,000 Preference Shares of ₹ 10/- each	<b>2,000</b>	2,000
(Previous Year 20,000,000 Preference Shares of ₹ 10/- each)		
	<b>20,000</b>	20,000
<b>Issued, Subscribed and Paid Up :</b>		
113,597,383 Equity Shares Face value of ₹ 10/- each fully paid up	<b>11,360</b>	11,360
(Previous Year 113,597,383 Equity Shares of ₹ 10/- each fully paid up)		
<b>TOTAL</b>	<b>11,360</b>	11,360

#### a. Reconciliation of Number of Shares

Particulars	As at 31 <sup>st</sup> March,			
	2015		2014	
	Number of shares	₹ in lakhs	Number of shares	₹ in lakhs
<b>Equity Shares : Face value of ₹ 10/- each</b>				
As at the beginning of the year	<b>113,597,383</b>	<b>11,360</b>	86,334,011	8,633
Add Issued during the year (Refer note 37)	-	-	27,263,372	2,727
As at the end of the year	<b>113,597,383</b>	<b>11,360</b>	<b>113,597,383</b>	<b>11,360</b>

#### b. Shareholders holding more than 5% of Equity Share Capital and shares held by Holding / Ultimate Holding Company

Name of the Shareholders	As at 31 <sup>st</sup> March,			
	2015		2014	
	Number of shares	Percentage of holding	Number of shares	Percentage of holding
Mr Naresh Goyal	<b>57,933,665</b>	<b>51.00%</b>	57,933,665	51.00%
Etihad Airways (PJSC)	<b>27,263,372</b>	<b>24.00%</b>	27,263,372	24.00%

#### c. Terms / Rights attached to Equity Shares

The Company has only one class of Equity Shares having a par value of ₹ 10/- Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends if any, in Indian rupees. The dividend proposed, if any, by the Board of Directors is subject to the approval of the Shareholders in the ensuing Annual General Meeting.

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.



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 3. RESERVES AND SURPLUS

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>Capital Reserve</b> (Refer note 14)		
As per last Balance Sheet	199	199
Add Depository Certificates / Shares received free of cost	#	*
# ₹ 2,688		
* ₹ 3,721	199	199
<b>Capital Redemption Reserve</b>		
As per last Balance Sheet	5,558	5,558
<b>Securities Premium Account</b>		
As per last Balance Sheet	344,253	141,418
Add Premium on shares issued		203,040
Less share issue expenses		(205)
	344,253	344,253
<b>Revaluation Reserve</b>		
As per last Balance Sheet	31,537	63,797
Less Adjustment / Reversal on sale		(822)
Less Adjustment / Reversal on reassessment of value of Leasehold Land (Refer note 12)		(29,916)
Less Depreciation for the year on amount added on Revaluation transferred to Statement of Profit and Loss		(1,522)
	31,537	31,537
<b>Foreign Currency Monetary Item Translation Difference Account</b>		
As per Last Balance Sheet	(4,690)	(9,649)
Add / Less (Addition) / Amortisation during the year (Net)	(2,019)	4,959
	(6,709)	(4,690)
<b>(Deficit) in Statement of Profit and Loss</b>		
As per last Balance Sheet	(8,05,703)	(392,727)
Add Additional Depreciation pursuant to enactment of Schedule II of the Companies Act, 2013 (Refer Note 12)	(3,235)	
Add Loss for the year	(209,741)	(412,976)
<b>TOTAL</b>	<b>(1,018,679)</b>	<b>(805,703)</b>
	<b>(643,841)</b>	<b>(428,846)</b>

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 4. LONG TERM BORROWINGS

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,			
	2015		2014	
	Current	Non-Current	Current	Non-Current
<b>Secured Loans / Borrowings :</b>				
<b>Term Loans</b>				
<b>From Banks</b>				
Rupee Term Loans (Refer note (a) below)	4,500	4,725	10,735	9,225
Foreign Currency Term Loans (Refer note (a) (b) and (c) below)	56,583	134,688	51,365	45,902
<b>From Others</b>				
Foreign Currency Term Loan (Refer note (d) below)	-	-	20,420	-
<b>Unsecured Loans :</b>				
<b>From Banks</b>				
Foreign Currency Term Loan (Refer note (e) below)	-	87,500	-	83,882
<b>From Others</b>				
Rupee Term Loans	-	-	942	-
Foreign Currency Term Loan	-	19,250	-	18,454
Long Term Maturities of Finance Lease Obligations / Hire Purchase (Refer note (f) below)	104,025	414,567	102,791	497,144
<b>TOTAL</b>	<b>165,108</b>	<b>660,730</b>	<b>186,253</b>	<b>654,607</b>

#### Security and Salient Terms :

- Rupee Term Loans of ₹ 9,225 lakhs (Previous Year ₹ 19,960 lakhs) and Foreign Currency Term Loan of ₹ 21,454 lakhs (Previous Year ₹ 42,850 lakhs) are secured by way of a pari-passu charge on all the current and future domestic credit card realizations received into the Trust and Retention Account  
Interest rates are linked to respective Banks' Prime Lending Rate / Base Rate / LIBOR plus Margin and are repayable in installments starting from May, 2011 and ending in March, 2019
- Foreign Currency Term Loans of ₹ 76,067 lakhs (Previous Year ₹ 54,417 lakhs) are secured by way of a pari-passu charge on all the current and future international credit card realizations, as per the Merchant Establishment agreement, received into the Trust and Retention Account (Debt Service Reserve Account) maintained with the Banks together with a First hypothecation charge on the four flight simulators and mortgage on the land located at Pali, Raigad  
Interest rates are linked to LIBOR plus Margin and are repayable in monthly installments by September, 2017
- Foreign Currency Term Loan of ₹ 93,750 lakhs (Previous Year Nil) is secured by way of First Charge on IATA and BSP receivables from the Kingdom of Saudi Arabia, United Arab Emirates and Qatar received into Revenue Accounts and further lying in Debt Service Reserve Account and Receivable Collection Account, maintained with bank  
Interest rates are linked to LIBOR plus Margin and are repayable on monthly basis after a moratorium period of six months by November 2019
- Foreign Currency Term Loan from a financial institution of ₹ Nil (Previous Year ₹ 20,420 lakhs) is secured by pari-passu charge on leasehold land situated at Bandra Kurla Complex, Mumbai along with construction thereon, present and future and first charge on Company's entitlement under the development agreement for the aforesaid plot of land entered into with Godrej Buildcon Private Limited, for which no charge was created  
Interest rate was LIBOR plus Margin and was repayable on each working day ₹ 100 lakhs starting from 4<sup>th</sup> May, 2013

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

- e Foreign Currency Term Loan of ₹ 87,500 lakhs (Previous Year ₹ 83,882 lakhs) is availed against a corporate guarantee given by one of the Shareholder to the lender. Further, the Company has hypothecated one B737 Aircraft in favour of that Shareholder and creation of pledge on 54,772 shares held in Jet Privilege Private Limited is pending.

Interest rates are linked to LIBOR plus Margin and guarantor's margin and are repayable by way of a bullet repayment in March, 2019.

- (i) Finance Lease obligation for six aircraft are secured by the Corporate Guarantees given by the Subsidiary Company of ₹ 203,503 lakhs equivalent to USD 3,256 lakhs (Previous Year ₹ 242,411 lakhs equivalent to USD 4,046 lakhs).
- (ii) Repayable in quarterly installments over a period of twelve years from the date of disbursement of the respective loans. Interest rate is linked with LIBOR plus margin.

### 5. DEFERRED TAX LIABILITY (NET)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>Deferred Tax Liability</b>		
Related to Fixed Assets	122,719	109,059
<b>Deferred Tax Asset</b>		
Other Disallowances under Income tax Act, 1961	40,291	10,473
Unabsorbed Depreciation / Business Loss (Refer note below)	82,428	98,586
<b>Net Deferred Tax Liability at the end of the year</b>		

#### Note

In the absence of virtual certainty, Deferred Tax Asset on account of unabsorbed depreciation and business loss has been recognised to the extent it can be realised against reversal of deferred tax liability.

### 6. OTHER LONG TERM LIABILITIES

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
Advance from Developer (Refer note below)	36,500	36,500
Advance from Customers	9,850	-
Deferred Revenue (Refer note 38)	68,491	-
<b>TOTAL</b>	<b>114,841</b>	<b>36,500</b>

#### Note

The Company has entered into an agreement with Godrej Buildcon Private Limited, Mumbai (GBPL) for the development of its plot of land situated at Bandra-Kurla Complex, Mumbai. The said land has been taken on long term lease from MMRDA. Consequent to the said agreement, the Company has received a sum of ₹ 50,000 lakhs which included an advance of ₹ 36,500 lakhs, disclosed as 'Other Long Term Liabilities' above.

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March 2015 (Contd.)

### 7. LONG TERM PROVISIONS

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March			
	2015		2014	
	Current	Non-Current	Current	Non-Current
<b>a) Provision for Employee Benefits (Refer note 32)</b>				
Provision for Gratuity	712	10,096	658	7,777
Provision for Compensated Absences	1,009	3,942	1,093	3,971
<b>b) Other Provisions</b>				
Redelivery of Aircraft	5,691	13,317	2,008	13,248
<b>TOTAL</b>	<b>7,412</b>	<b>27,355</b>	<b>4,759</b>	<b>24,996</b>

#### Redelivery of Aircraft:

As per Accounting Standard 29, Provisions, Contingent Liabilities and Contingent Assets, given below is the movement in provision for Redelivery of Aircraft

The Company has in its fleet certain aircraft on operating lease. Per the terms of the lease agreements, the aircraft have to be redelivered to the lessors at the end of the lease term in certain stipulated technical condition. Such redelivery conditions would entail costs for technical inspection, maintenance checks, repainting costs prior to its redelivery and the cost of ferrying the aircraft to the location as stipulated in the lease agreements.

The Company, therefore, provides for such redelivery expenses, as contractually agreed, in proportion to the expired lease period.

Particulars	For the Year	
	2014-15	2013-14
Opening Balance	15,256	7,038
Add: Additional Provisions during the year	5,444	10,006
Less: Amounts used during the year	(1,692)	(1,788)
Less: Unused amounts reversed during the year	-	-
<b>Closing Balance</b>	<b>19,008</b>	<b>15,256</b>

\* Note: Additions include adjustment of ₹ 691 lakhs (Previous Year ₹ 509 lakhs) on account of exchange fluctuation loss consequent to restatement of liabilities denominated in foreign currency.

The cash outflow out of the above provisions as per the current terms under the lease agreements are expected as under

Year	2015		2014	
	No. of Aircraft	Amount	No. of Aircraft	Amount
2014-15				2,008
2015-16	14	5,690	20	6,257
2016-17	5	1,845	5	557
2017-18	3	884	3	690
2018-19	2	705	1	214
2019-20	4	1,123	2	382
2020-21	28	5,637	22	2,641
2021-22	6	756	6	487
2022-23	10	1,380	10	750
2023-24	12	782	12	270
2024-25	8	206	-	-
<b>Total</b>	<b>92</b>	<b>19,008</b>	<b>88</b>	<b>15,256</b>



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 8. SHORT TERM BORROWINGS

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>Secured :</b>		
<b>Loans Repayable on Demand</b>		
<b>From Banks</b>		
Rupee Loans (Refer note (a), (c) & (f) below)	107,049	134,253
Foreign Currency Loans (Refer note (a), (b) & (f) below)	92,380	62,834
<b>Buyers Credit (Refer note (d) &amp; (f) below)</b>	-	11,506
<b>Unsecured :</b>		
<b>Loans Repayable on Demand</b>		
<b>From Banks</b>		
Rupee Loans (Refer note (e) below)	165,000	-
<b>From Others</b>		
Rupee Loans (Refer note (f) below)	-	8200
<b>TOTAL</b>	<b>364,429</b>	<b>216,793</b>

#### Security and Salient Terms :

- a) i) Loans aggregating to ₹ 167,917 lakhs (Previous Year ₹ 177,329 lakhs) are secured by way of hypothecation of Inventories (excluding Aircraft fuel), Debtors / Receivables [excluding (i) Credit card receivables, (ii) IATA and BSP receivables from the Kingdom of Saudi Arabia, United Arab Emirates, Qatar, Oman, Bahrain and Kuwait, (iii) receivables from aircraft subleased but including claim receivables from aircraft lessors], Ground Support Vehicles / Equipment (excluding trucks, jeeps and other motor vehicles), Spares (including engines), Data Processing Equipment, other current assets excluding cash and bank balances and fixed deposits with bank both present and future as well as all rights, title, interest and benefits in all and singular, the residual Aircraft proceeds and all accounts of the borrower in which such aircraft proceeds are deposited in relation to 22 aircraft out of which creation of charge in respect of 9 aircraft is pending. The Company has escrowed the entire IATA collection with the lead bank for facilitating interest servicing and regularisation in case of any irregularity.
- ii) Rupee loan from banks amounting to ₹ Nil (Previous Year ₹ 12,821) are secured by hypothecation of Spares, Book Debts, receivables, collateral of Ground Support Vehicles (excluding trucks, jeeps, aircraft etc.) and Corporate Guarantee of Jet Airways (India) Limited, the Holding Company.
- b) Foreign Currency Loans amounting to ₹ 28,012 lakhs (Previous Year ₹ Nil) is secured by hypothecation over 2 CFM engines, UK IATA receivables escrow collection account thereof and pledge of 238,834,623 shares of Jet Lite.
- c) Rupee Term loan of ₹ 3,500 lakhs (Previous Year ₹ 6,937 lakhs) is secured by way of pledge of 151,834,623 shares of Jet Lite.
- d) Buyer's credit of ₹ Nil (Previous Year ₹ 11,506 lakhs) was secured by hypothecation over two New CFM Engines and Quick Engine Change kits.
- e) Rupee Term Loan of ₹ 165,000 lakhs (Previous Year ₹ Nil) is availed against standby letter of credit given by one of the Shareholder to the lender.
- f) The rate of interest for the loans listed in (a) to (e) above ranges from 130 base points to 750 base points over LIBOR plus Margin for Foreign Currency Loans and 11.90 % to 16.5 % for Rupee Loans.



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 9. TRADE PAYABLES

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>Trade Payables</b>		
Total outstanding dues to Micro and Small Enterprises	243	387
Others for Goods and Services	578,547	515,700
<b>TOTAL</b>	<b>578,790</b>	<b>516,087</b>

Disclosures relating to amounts payable as at the year-end together with interest paid / payable to Micro and Small Enterprises have been made in the accounts, as required under the Micro, Small and Medium Enterprises Development Act, 2006 to the extent of information available with the Company determined on the basis of intimation received from suppliers regarding their status and the required disclosure is given below

(₹ in lakhs)

Sr. No.	Particulars	As at 31 <sup>st</sup> March,	
		2015	2014
a)	Principal amount remaining unpaid as on 31 <sup>st</sup> March	243	387
b)	Interest due thereon as on 31 <sup>st</sup> March	-	-
c)	Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
d)	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 Micro, Small and Medium Enterprises Development Act, 2006	-	-
e)	Interest accrued and remaining unpaid as at 31 <sup>st</sup> March	-	-
f)	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	-	-

### 10. OTHER CURRENT LIABILITIES

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
Current Maturities of Long Term Secured Loans (Refer note 4)	61,083	83,462
Current Maturities of Finance Lease Obligation / Hire Purchase (Refer note 4 & 34)	104,025	102,791
Interest Accrued but Not Due on Loans / Borrowings	1,790	2,899
Forward Sales (Net) [Passenger / Cargo]	3,13,303	265,391
Advance Received against Sub lease / Sale of JP Miles	1,370	30,540
Unclaimed Dividend *	-	3
Balance with Banks - Overdrawn as per Books	789	859
Statutory Dues Payable	24,317	20,046
Airport Dues Payable	7,637	5,024
Deposit / Advance From Customer / Vendors / Others	16,819	145,803
Deferred revenue (Refer Note 38)	36,524	2,554
Other Payables	20,962	5,205
<b>TOTAL</b>	<b>588,619</b>	<b>664,577</b>

\* Note These figures do not include any amounts due and outstanding to be credited to the Investor Education and Protection Fund During the year ended 31<sup>st</sup> March, 2015, Company had deposited ₹ 3 lakhs (Previous Year ₹ 6 lakhs) to the Investor Education and Protection Fund towards Unclaimed Dividend

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 11. SHORT TERM PROVISIONS

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>a) Provision for Employee Benefits (Refer note 32)</b>		
Gratuity	712	658
Compensated Absences	1,009	1,093
<b>b) Others</b>		
Wealth Tax (net of advance payment of tax)	25	20
Redelivery of Aircraft (Refer note 7)	5,691	2,008
Frequent Flyer Programme		11,069
Provision for Aircraft Maintenance		85
<b>TOTAL</b>	<b>7,437</b>	<b>14,933</b>

As per Accounting Standard 29, Provisions, Contingent Liabilities and Contingent Assets, given below are movements in provision for Frequent Flyer Programme and Aircraft Maintenance Costs

#### a) Frequent Flyer Programme :

Uptill 21<sup>st</sup> April 2014, the Company had a Frequent Flyer Programme named 'Jet Privilege', wherein the passengers who frequently use the services of the Airline become members of 'Jet Privilege' and accumulate miles to their credit. Subject to certain terms and conditions of 'Jet Privilege', the passenger is eligible to redeem such miles lying to their credit in the form of free tickets. The cost of allowing free travel to members as contractually agreed under the frequent flyer programme was accounted considering such miles accrued on an incremental cost basis. The movement in the incremental provisions made before the slump sale in the current year is as under

(₹ in lakhs)

Particulars	For the Year	
	2014-15	2013-14
Opening Balance	11,069	8,196
Add: Additional provision during the year	43	5,722
Less: Amounts used during the year	425	(2,641)
Less: Unused amounts reversed during the year	(380)	(208)
Less: Amounts transfer on sale of JPFFP (Refer note 38)	(11,157)	-
<b>Closing Balance</b>	<b>-</b>	<b>11,069</b>

Effective 21<sup>st</sup> April, 2014, pursuant to the Slump Sale Agreement (Refer note 38), the 'Jet Privilege' miles continue to accrue and are accumulated to the credit of the members account maintained with Jet Privilege Private Limited (JPPL), an associate company. The Company pays contracted rate for each such mile accrued to its passengers and charges the same to the Statement of Profit and Loss.

#### b) Aircraft Maintenance Costs :

Certain heavy maintenance checks including overhaul of Auxiliary Power Units need to be performed at specified intervals as enforced by the Director General of Civil Aviation in accordance with the Maintenance Program Document laid down by the manufacturers. The movements in provisions made in the earlier years until AS-29 became effective for such costs are as under -

(₹ in lakhs)

Particulars	For the Year	
	2014-15	2013-14
Opening Balance	85	77
Add: Adjustments during the year *		8
Less: Amounts used during the year		
Less: Unused amounts reversed during the year	(85)	
<b>Closing Balance</b>	<b>-</b>	<b>85</b>

\* Note: Adjustments during the year represent exchange fluctuation impact consequent to restatement of liabilities denominated in foreign currency

## 12. TANGIBLE ASSETS

# Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

Nature of Assets	Gross Block (At Cost / Valuation)			Depreciation			Impairment	Net Block	
	As at 1 <sup>st</sup> April, 2014	Additions during the year	Deductions / Adjustments during the year	As at 31 <sup>st</sup> March, 2015	Retained Earnings (Refer note 4 below)	Additions / Adjustments during the year	As at 31 <sup>st</sup> March, 2015	As at 31 <sup>st</sup> March, 2015	As at 31 <sup>st</sup> March, 2014
<b>Owned Tangible Assets</b>									
Freehold Land	32	-	-	32	-	-	32	32	32
Plant and Machinery	755	-	-	753	275	-	414	480	480
Furniture and Fixtures	4,228	129	59	4,298	2,412	612	3,168	1,130	1,816
Electrical Fittings	2,512	66	103	2,475	953	498	1,560	915	1,559
Data Processing Equipments	8,372	1,134	442	9,064	7,493	712	7,902	1,162	879
Office Equipment	4,938	85	69	4,954	2,292	156	236	2,646	2,646
Ground Support Equipment	7,764	570	113	8,221	3,666	911	4,793	4,098	4,098
Vehicles	580	-	56	524	377	40	110	203	203
Ground Support Vehicles	8,360	783	103	9,040	6,144	895	2,081	2,216	2,216
Simulators	21,455	-	514	20,941	9,889	0	11,350	9,591	11,566
Aircraft and Spare Engines (Narrow Body-Refer note 1 below)	175,242	162,225	157,322	180,145	69,069	8,566	77,632	102,513	106,173
<b>Leased Assets</b>									
Leasehold Land	193,001	-	-	193,001	14,113	1,015	15,128	64,953	65,968
Aircraft (Narrow Body-Refer note 1 below)	23,180	125	-	23,305	12,822	1,098	13,920	9,385	10,358
Aircraft (Wide Body)	1,098,077	28,984	-	1,127,061	355,960	55,731	411,691	715,370	742,117
Improvement on Leased Aircraft	18,080	1,236	-	19,316	6,886	2,109	8,995	10,321	11,194
Improvement on Leased Property	6,051	199	-	6,250	5,442	291	5,733	517	609
<b>TOTAL</b>	<b>1,572,627</b>	<b>195,536</b>	<b>158,783</b>	<b>1,609,380</b>	<b>497,793</b>	<b>74,545</b>	<b>1,271,574,302</b>	<b>922,158</b>	<b>961,914</b>
Previous Year	1,614,318	79,204	120,895	1,572,627	455,782	87,441	497,793	112,920	961,914

- All the Aircraft (except one) are acquired on Hire-purchase / Finance Lease basis. Such Aircraft are charged by the Hirers / Lessors against the financing arrangements obtained by them.
- Additions to Leasehold Land / Aircraft during the year include ₹ 23,292 lakhs (Net loss) (Previous Year ₹ 72,827 lakhs (Net Loss)) on account of Exchange Loss / (Gain) (Refer note 30).
- Details of Revaluation
  - The Company had revalued the leasehold land taken from MMARDA situated at Bandra Kurla Complex on 31<sup>st</sup> March, 2008. The Company reassessed the value of the land together with its entitled share of the building based on the project cost estimates as of 31<sup>st</sup> March, 2014 and as of 31<sup>st</sup> March, 2015 provided by Codrey Buildcon Private Limited, the Developer and an amount of ₹ 29,916 lakhs and ₹ Nil have been adjusted as on 31<sup>st</sup> March, 2014 and 31<sup>st</sup> March, 2015 respectively against the Revaluation Reserve. The cumulative amount adjusted against the revaluation reserve is ₹ 112,920 lakhs as on 31<sup>st</sup> March 2015.
  - Narrow Body Aircraft were revalued on 31<sup>st</sup> March, 2008 with reference to the then current market prices, amount added on revaluation was ₹ 118,133 lakhs, the revalued amount substituted for book value on 31<sup>st</sup> March, 2008 was ₹ 346,396 lakhs. Revalued amount as on 31<sup>st</sup> March, 2015 was ₹ 6,624 lakhs (Previous Year ₹ 6,624 lakhs).
- Pursuant to the Company adopting the useful life of fixed assets as indicated in part C of Schedule II of the Companies Act, 2013, coming in to effect from 1<sup>st</sup> April, 2014, the depreciation charge for year ended 31<sup>st</sup> March, 2015 is lower (net) by ₹ 11,003 lakhs. Further, in respect of assets which have completed their useful life as at 1<sup>st</sup> April, 2014, their carrying value amounting to ₹ 3,235 lakhs has been adjusted against retained earnings.

# Notes to the Financial Statements for the Year Ended 31st March, 2015. (Contd.)

## 13. INTANGIBLE ASSETS

Nature of Assets	Gross Block		- Amortisation		Net Block	
	As at 1st April, 2014	Additions during the year	Deductions during the year	As at 31st March, 2015	As at 31st March, 2015	As at 31st March, 2014
Software	11,498	722	381	10,663	1,176	2,134
Trademarks	3,146	-	-	3,045	101	416
<b>TOTAL</b>	<b>14,644</b>	<b>722</b>	<b>381</b>	<b>13,708</b>	<b>1,277</b>	<b>2,550</b>
Previous Year	13,628	1,016	-	12,094	2,550	-



# Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

## 14. NON-CURRENT INVESTMENTS

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>Long Term Investments</b>		
<b>Trade Investments (Unquoted and at cost)</b>		
2,815 Shares (Previous Year 4,741 Shares) of THB 100 each of Aeronautical Radio of Thailand, a State Enterprise under the Ministry of Transport The transfer of this investment is restricted to Airline Members flying in Thailand	5	9
73 Shares (Previous Year 65 Shares) in Societe Internationale de Telecommunications Aeronautiques S C (SITA) of Euro 5 each #	*	*
326,194 (Previous Year 326,194) Depository Certificates in SITA Group foundation of USD 1 20 each #	199	199
<b>Other Investments (Unquoted and at cost)</b>		
<b>Investment in Fully Paid Equity Shares of Associate</b>	<b>66,761</b>	<b>66,366</b>
- 54,772 Shares (Previous Year 54,772 Shares) of Jet Privilege Private Limited of ₹ 10 each (including Nil Shares held by its nominees (Previous Year 2 Shares)) **		
<b>TOTAL</b>	<b>66,965</b>	<b>66,574</b>

\* ₹ 24,580 (Previous Year ₹ 21,992)

# These investments have been received free of cost from SITA S C and SITA Group Foundation for participation in their Computer Reservation System (credited to Capital Reserve to the extent of nominal value of the investments) Transferability of these investments are restricted to other Depository Certificate / Shares holders e.g. Air Transport members, etc

\*\* Jet Privilege Private Limited was wholly owned subsidiary upto 23<sup>rd</sup> March 2014

## 15. LONG TERM LOANS AND ADVANCES

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>Unsecured and Considered Good unless otherwise stated</b>		
Capital Advances	51,556	55,416
Deposits to Related Parties	160	160
Security Deposits with Airport Authorities, Lessors and Others		
Considered good	20,807	14,440
Considered doubtful	92	92
Less Provision for doubtful deposit	(92)	(92)
	20,807	14,440
Advance Tax and Tax Deducted at Source (Net of Provisions for tax)	22,665	22,797
Prepaid Expenses	1,596	1,116
Contribution Receivable From Lessors (Refer note 33)	44,042	28,635
<b>TOTAL</b>	<b>140,826</b>	<b>122,564</b>

Note Deposits include ₹ 160 lakhs (Previous Year ₹ 160 lakhs) amount placed with private limited companies in which the Holding Company's Director is a Director / Member

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 16 INVENTORIES (At lower of cost or net realizable value)

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March	
	2015	2014
a) Rotables, Consumable Stores and Tools	148,700	124,260
Less Provision for Obsolescence / Slow and Non-Moving Items	(58,144)	(43,079)
(Refer note 1(n))		
	90,556	81,181
b) Fuel	439	601
c) Other Stores/Item	5,388	4,187
Less Provision for Slow and Non-Moving items (Refer note 1(n))	(33)	(33)
	5,355	4,154
<b>TOTAL</b>	<b>96,350</b>	<b>85,936</b>

### 17 TRADE RECEIVABLES

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March	
	2015	2014
<b>Unsecured</b>		
a) Outstanding for a period exceeding six months from the date they are due for payment		
Considered Good	8,048	18,110
Considered Doubtful	12,937	8,853
Less Provision for Doubtful Debts	(12,937)	(8,853)
	8,048	18,110
b) Others	131,066	110,608
Considered Good		
Considered Doubtful		
Less Provision for Doubtful Debts		
	131,066	110,608
<b>TOTAL</b>	<b>139,114</b>	<b>128,718</b>

#### Note:

Debtors include ₹ 5,759 lakhs (Previous Year ₹ 15,000 lakhs) due from private company in which the Holding Company's Director is a Director / Member

### 18 CASH AND BANK BALANCES

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March	
	2015	2014
<b>Cash and Cash Equivalents</b>		
Balances with Banks		
In Current Account	42,557	31,605
Deposit with original maturity of less than 3 months	55,236	
[including interest accrued ₹ 20 lakhs (Previous Year ₹ Nil)]		
Cash on Hand	137	284
	97,930	31,889
<b>Other Bank Balances:</b>		
Unpaid Dividend		3
Margin Deposits	118,354	88,756
[including interest accrued ₹ 4,071 lakhs (Previous Year ₹ 3,982 lakhs)]		
<b>TOTAL</b>	<b>216,284</b>	<b>120,648</b>

\* Note Margin Deposits include a sum of ₹ 4,590 lakhs (Previous Year ₹ 403 lakhs) having a maturity of more than 12 months



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 19. SHORT TERM LOANS AND ADVANCES

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>Unsecured and Considered Good unless otherwise stated</b>		
Security Deposits with Lessors / Vendors		
Considered Good	12,010	16,024
Considered Doubtful	465	534
Less Provision for Doubtful Deposits	(465)	(534)
	12,010	16,024
Contribution Receivable from Lessors (Refer note 33)	39,066	30,373
Claims Receivable from Lessors / Insurers / Others	16,654	8,479
CENVAT Credit Receivable	3,012	83,829
Deposit with Service Tax Department	30	30
Advance and Other Receivable from Suppliers / Others	45,256	36,727
Less Provision for Doubtful Advances	(12,432)	(11,643)
Prepaid Expenses	19,464	16,751
Advance and Other Receivable from Related Parties		2,200
Others	1,744	2,094
<b>TOTAL</b>	<b>124,804</b>	<b>104,864</b>

#### Note :

Advances and Other Receivable include ₹ Nil (Previous Year ₹ 2,200 lakhs) amount placed with private limited companies in which the Company's Director is a Director / Member

### 20. REVENUE FROM OPERATIONS

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
<b>Sale of Services</b>		
Passenger	1,828,782	1,655,480
Less Service Tax	(53,434)	(50,158)
	1,775,348	1,605,322
Cargo	152,882	144,108
Less Service Tax	(6,147)	(5,721)
	146,735	138,387
Excess Baggage	15,990	17,955
Other Operating Revenues		
Cancellation Charges	50,845	41,022
Export Incentives	4,301	1,075
Revenue from Leasing of Aircraft and Engines	93,219	68,723
Provision No Longer Required Written Back	2,416	13,058
Other Revenue (includes warranty claims, incentive credit / allowances etc)	7,706	18,042
<b>TOTAL</b>	<b>2,096,560</b>	<b>1,903,584</b>

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 21. OTHER INCOME

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
Interest Income on Fixed Deposit and others	9,030	7,354
Interest Income on Income Tax Refund	180	1,228
Profit on Sale and Lease Back of Aircraft / Engines (net)	12,459	2,981
Profit on sale of Aircraft	-	6,270
Net Gain on Sale of Current Investments	90	37
Recognition upon fulfilment of commitment (Refer Note 38)	26,248	-
Other Non-Operating Income (includes revenue from Frequent Flyer programme and other related income etc )	21,598	23,076
<b>TOTAL</b>	<b>69,605</b>	<b>40,946</b>

### 22. EMPLOYEE BENEFIT EXPENSES

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
Salaries, Wages, Bonus and Allowances	222,689	192,063
Contribution to Provident Fund and Other Funds	5,232	4,533
Provision for Gratuity	2,994	1,471
Provision for Compensated Absences	542	1,723
Staff Welfare Expenses	10,450	7,994
<b>TOTAL</b>	<b>241,907</b>	<b>207,784</b>

### 23. SELLING AND DISTRIBUTION EXPENSES

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
Computerized Reservation System Cost	87,903	74,865
Commission	85,510	63,570
Cost of miles accrued (Refer note below)	28,679	-
Others	10,346	14,601
<b>TOTAL</b>	<b>212,438</b>	<b>153,036</b>

Effective 21<sup>st</sup> April, 2014, pursuant to the Slump Sale Agreement (Refer note 38), the 'Jet Privilege' miles continue to accrue and are accumulated to the credit of the members account maintained with Jet Privilege Private Limited ('JPPL'), an associate company. The Company pays contracted rate for each such mile accrued to its passengers and charges the same to the Statement of Profit and Loss.

### 24. DEPRECIATION AND AMORTISATION

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
<b>Depreciation / Amortisation</b>		
- On Tangible Assets (Refer note 12)	74,544	87,441
Less: Depreciation on amount added on Revaluation charged to Revaluation Reserve	-	(1,522)
- On Intangible Assets (Refer note 13)	1,987	1,859
<b>TOTAL</b>	<b>76,531</b>	<b>87,778</b>





## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 25. FINANCE COST

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
Interest Expense	76,729	96,066
Other Borrowing Cost	15,318	12,294
<b>TOTAL</b>	<b>92,047</b>	<b>108,360</b>

### 26. OTHER EXPENSES

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
Aircraft Variable Rentals (Refer note 34)	77,388	114,737
Aircraft Insurance and Other Insurance	9,382	9,186
Landing, Navigation and Other Airport Charges	169,235	157,246
Aircraft Maintenance (including Customs Duty and Freight, where applicable)		
- Component Repairs, Recertification, Exchange, Consignment Fees and Aircraft Overhaul (Net)	201,204	201,763
- Consumption of Stores and Spares (Net)	14,607	12,505
- Provision for Spares Obsolescence	16,031	10,469
	<b>231,842</b>	<b>224,737</b>
Inflight and Other Pax Amenities	82,260	67,177
Communication Cost	4,832	5,173
Travelling and Subsistence	28,375	24,522
Rent	10,834	9,067
Rates and Taxes	547	326
Repairs and Maintenance		
- Leased Premises	115	75
- Others	7,600	4,634
	<b>7,715</b>	<b>4,709</b>
Electricity	1,598	1,734
Directors' Sitting Fees	31	7
Provision for Bad and Doubtful Debts	4,609	2,350
Provision for Doubtful Advance	789	11,643
Bad Debts Written off	66	287
Net loss on Foreign Currency Transaction and Translation	26,658	31,937
Loss on Scrapping of Fixed Assets other than Aircraft Parts	14	665
Loss on Sale of Fixed Assets other than Aircraft (Net)	125	80
Loss on Assets held for sale (Refer note 39)		2,091
Miscellaneous Expenses (including Professional Fees, Audit Fees, Printing and Stationery, Cargo Handling and Bank Charges etc.)	67,948	39,518
<b>TOTAL</b>	<b>724,248</b>	<b>707,192</b>

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### Auditors Remuneration (Net of Service Tax Input Credit)

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
(a) As Audit Fees		
- Statutory Audit Fees	148	150
- Tax Audit Fees	56	10
(b) As Advisors or in any other capacity in respect of		
- Taxation Matters	22	56
(c) In any other manner		
- For other services such as quarterly limited reviews, certificates etc	92	109
(d) For Reimbursement of Expenses		1
<b>TOTAL</b>	<b>318</b>	<b>326</b>

### 27. EXCEPTIONAL ITEMS (EXPENSE) / INCOME

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
Surplus from Slump Sale of Jet Privilege Frequent Flyer Programme (Refer note 38)	30,501	-
Marked to Market Derivatives (Refer note 31)	-	938
Unrealised Exchange (Loss) (Refer note (a) below and note 30)	-	(2,677)
Contribution receivable from Lessor (Refer note (b) below)	11,416	-
Impairment of Goodwill (Refer note 41)	(117,239)	(70,000)
<b>TOTAL</b>	<b>(75,322)</b>	<b>(71,739)</b>

#### Note :

- Uptil previous year, due to unusual and steep depreciation in the value of the Rupee, the unrealised exchange loss (net) had been considered by the Company to be exceptional in nature. The unrealised exchange Gain / (Loss) refers to the Gain / (Loss) arising out of the restatement of the foreign currency monetary assets and liabilities (other than asset backed borrowings).
- Pursuant to a "Power by the Hour" (PBTH) engine maintenance arrangement entered into by the Company with a service provider for its ATR and B777 Aircraft engines, the PBTH cost are being charged to the Statement of Profit and Loss and the variable rentals payable to the Lessors, based on maintenance plan, are being recognised as "Receivable From Lessors". Based on a joint validation of the Company's maintenance plan with the service provider, the Company has recognised the expected refunds of variable rentals till 31<sup>st</sup> March, 2014 as "Contribution receivable from Lessors" towards maintenance.

### 28. EARNINGS PER SHARE (EPS)

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
Loss After Tax for the Year	(209,741)	(412,976)
Loss Attributable to Equity Share Holders (A)	(209,741)	(412,976)
Weighted Average Number of Equity Shares for Basic and Diluted EPS [no.] (B)	113,597,383	96,193,641
Nominal Value of Equity Shares (₹)	10	10
Basic and Diluted EPS ₹ (A / B)	(184.64)	(429.32)

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 29. CONTINGENT LIABILITIES AND COMMITMENTS (to the extent not provided for)

#### A. Contingent Liabilities

(₹ in lakhs)

	Particulars	As at 31 <sup>st</sup> March,	
		2015	2014
<b>a)</b>	<b>Guarantees :</b>		
i	Letters of Credit Outstanding	188,223	197,725
ii	Bank Guarantees Outstanding	156,738	141,754
iii	Corporate Guarantee given to Banks and Financial Institutions against credit facilities and to Lessors / Service Provider against financial obligations extended to Subsidiary Company		
-	Amount of Guarantee	30,776	37,580
-	Outstanding Amounts against the Guarantee	24,215	35,358
<b>b)</b>	<b>Claims against the Company not acknowledged as debt (Refer note below)</b>		
i	Service Tax Demands in Appeals	133,125	266,390
ii	Fringe Benefit Tax Demands in Appeals	6,055	6,055
iii	Pending Civil and Consumer Suits	14,719	9,418
iv	Inland Air Travel Tax Demands under Appeal	426	426
-	Amount deposited with the Authorities for the above Demands	105	105
v	Octroi	2,899	2,899
vi	Customs	1,522	438
vii	Income Tax Demands in Appeals	15,386	29,096
viii	Wealth Tax Demands in Appeals	24	24
ix	Employee State Insurance Corporation	2,999	2,999

- x The Company has provided security by way of a mortgage on its land situated at Bandra-Kurla Complex, Mumbai along with construction thereon, present and future and first charge on Company's entitlement under the development agreement (excluding built-up area of 75,000 square feet) for the aforesaid plot of land against the financial assistance of ₹ 125,000 lakhs (Previous Year ₹ 75,000 lakhs) provided by a financial institution to its developer Godrej Buildcon Private limited. Out of the said amount of ₹ 125,000 lakhs, charge in respect of an amount of ₹ 50,000 lakhs is pending for creation.
- xi The Company had acquired 100% of the shareholding of Sahara Airlines Limited (SAL) (now known as Jet Lite (India) Limited) in April, 2007. As per the Share Purchase Agreement (SPA) as amended by the subsequent Consent Award, the mutually agreed sale consideration was to be paid to the Selling Shareholders Sahara India Commercial Corporation Limited (SICCL) in four equal interest free instalments by 30<sup>th</sup> March, 2011. As a result of certain disputes that arose between the parties, both the parties had filed petitions in the Hon'ble Bombay High Court for breach of SPA as amended by the subsequent Consent Award. The Hon'ble Bombay High Court delivered its Judgment on 4<sup>th</sup> May, 2011 whereby SICCL's demand for restoration of the original price of ₹ 200,000 lakhs was denied and the Purchase Consideration was sealed at the revised amount of ₹ 145,000 lakhs. However, in its judgment, the Hon'ble Bombay High Court has awarded interest at 9% p.a. on the delayed payments made to SICCL largely on account of ongoing legal dispute. In view of this Order, a sum of ₹ 11,643 lakhs became payable as interest which has been duly discharged by the Company. As a result of this discharge, the undertaking given by the Company in April 2009 for not creating any encumbrance or alienation of its moveable or immoveable assets and properties in any manner other than in the normal course of the business, stands released.



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March 2015 (Contd.)

Though the Company had complied with the order of the Hon'ble Bombay High Court based on legal advice, it filed an appeal with the Division Bench of the Hon'ble Bombay High Court contesting the levy of interest. SICCL also filed an appeal with the Division Bench of the Hon'ble Bombay High Court for restoration of the purchase consideration to ₹ 200,000 lakhs and for interest to be awarded at 18% p a as against the 9% p a awarded by the Hon'ble Bombay High Court.

The Division Bench of the Hon'ble Bombay High Court heard the matter and vide its order dated 17<sup>th</sup> October, 2011 dismissed both the appeals as being not maintainable in view of jurisdictional issue. The Company has since filed Special Leave Petitions (SLP) before the Hon'ble Supreme Court challenging both the orders of 4<sup>th</sup> May, 2011 and 17<sup>th</sup> October, 2011. SICCL had earlier filed a SLP before the Hon'ble Supreme Court for increased compensation and interest.

Both the SLPs, filed by Jet Airways as well as SICCL, came up for hearing before the Supreme Court. The Supreme Court directed the parties to file the Counter and Rejoinder, which has since been filed. The Supreme Court also recorded that the statement made by Jet Airways, as recorded in the order dated 6<sup>th</sup> May, 2011 passed by the Hon'ble Bombay High Court, would continue till further orders.

The Company has filed its Counter Affidavit in the SLPs filed by SICCL and the Hon'ble Supreme Court has granted further time to SICCL to file their Rejoinder.

(Enforcement Directorate (ED)), had issued a notice to erstwhile Sahara Airlines limited, (SAL) [now known as Jet Lite (India) Limited] and other officials alleging violation under section 9(1)(c) of Foreign Exchange Regulation Act, 1973 (since repealed) for entering into an agreement in 1995 with M/s. Avions De Transport Regional France towards purchase of 5 ATRs for an aggregate order value of USD 672 lakhs (Equivalent to ₹ 41,969 lakhs) without getting the prior approval of Reserve Bank of India. Since the agreement was never implemented, the notice has been challenged by SAL by way of Writ petition in 2002 and the said notice has been stayed by the Hon'ble High Court of Judicature at Allahabad, Lucknow Bench. The writ petition is still pending for final disposal. The amount of liability is unascertainable pending final adjudication of the show cause notice.

### Note :

The Company is a party to various legal proceedings in the normal course of business and does not expect the outcome of these proceedings to have any adverse effect on its financial conditions, results of operations or cash flows. Further, claims by parties in respect of which the Management have been legally advised that the same are frivolous and not tenable, have not been considered as contingent liabilities as the possibility of an outflow of resources embodying economic benefit is highly remote.

## B. Commitments

₹ in lakhs

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
Estimated amount of Contracts remaining to be executed on capital account (net of advances), not provided for	3,431,804	3,431,220
<b>TOTAL</b>	<b>3,431,804</b>	<b>3,431,220</b>

## 30. FOREIGN EXCHANGE DIFFERENCES

a) With effect from 1<sup>st</sup> April, 2011, the Company opted to apply the provisions under Para 46A of AS 11 with effect from 1<sup>st</sup> April, 2011. In line with the said notification, the Company has amortised the exchange difference as detailed in the Accounting Policy M in Note 1. The unamortised portion of ₹ 6,709 lakhs (Previous Year ₹ 4,690 lakhs) is accumulated in Foreign Currency Monetary Item Translation Difference Account (FCMITDA) grouped under reserves and surplus. The amortised portion of foreign exchange (Gain) / Loss (net) incurred on long term foreign currency monetary items for the year ended 31<sup>st</sup> March, 2015 is ₹ (4,331) lakhs (Previous Year ₹ (2,876) lakhs). Further, the amount of exchange difference adjusted to the tangible assets during the year is ₹ 23,292 lakhs - net loss (Previous Year ₹ 72,827 lakhs - net loss) and the unamortised balance (carried as a part of tangible asset), as at the year end, aggregates to ₹ 236,865 lakhs (Previous Year ₹ 231,084 lakhs).

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

(b) In case of Subsidiary Company, in the absence of any long-term monetary items during the year, the Subsidiary Company has not exercised the option available under Para 46A of the Companies (Accounting Standards) Amendment Rules, 2006, which amended Accounting Standard (AS) 11 'The Effects of Changes in Foreign Exchange Rates'.

### 31. DISCLOSURE ON DERIVATIVES

In the past, the Holding Company had entered into derivative contracts i.e. Interest Rate Swaps (IRS) in order to hedge and manage its foreign currency exposures towards foreign currency borrowings. Such derivative contracts were in the nature of firm commitments and were entered into by the Holding Company for hedging purposes only and not for any trading or speculation purposes.

On that basis, the changes in the fair value of the derivative instruments as at 31<sup>st</sup> March, 2015 of ₹ Nil (Previous Year ₹ 938 lakhs) has been credited (net gain) to the extent of reversal of net loss charged to the Statement of Profit and Loss in earlier years and disclosed as an exceptional item.

There were no contracts outstanding as at the year ended 31<sup>st</sup> March, 2015 and 31<sup>st</sup> March, 2014.

The foreign currency exposures (other than investment) that have not been hedged by any derivative instrument or otherwise as on 31<sup>st</sup> March, 2015 are as follows:

Particulars	INR Equivalent (₹ in lakhs)		USD Equivalent (USD in lakhs)	
	As at 31 <sup>st</sup> March,		As at 31 <sup>st</sup> March,	
	2015	2014	2015	2014
Current Assets	229,592	172,156	3,673	2,873
Current liabilities	345,909	315,387	5,534	5,264
Interest Accrued but not due on Loans	1,680	2,329	27	39
Long Term Loans for purchase of Aircraft*	537,842	614,011	8,605	10,248
Other Loans Payable#	371,152	275,909	5,938	4,605

\* includes Loans payable after 5 years - ₹ 1,854 lakhs (Previous Year ₹ 129,794 lakhs)

# includes Loans payable after 5 years - ₹ 3,250 lakhs (Previous Year ₹ Nil)

### 32. EMPLOYEES BENEFITS

#### A. Defined contribution plans

The Company makes contributions at a specified percentage of payroll cost towards Employees Provident Fund (EPF) for qualifying employees. The Company recognised ₹ 5,039 lakhs (Previous Year ₹ 4,397 lakhs) for provident fund contributions in the Statement of Profit and Loss.

#### B. Defined benefit plan

The Company provides the annual contributions as a non-funded defined benefit plan for qualifying employees. The scheme provides for payment to vested employees as under:

##### i. On normal retirement / early retirement / withdrawal / resignation :

As per the provisions of Payment of Gratuity Act, 1972 with vesting period of 5 years of continuous service.

##### ii. On death while in service:

As per the provisions of Payment of Gratuity Act, 1972 without any vesting period.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity was carried out on 31<sup>st</sup> March, 2015 by an actuary. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

The following table sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at 31<sup>st</sup> March, 2015

(₹ in lakhs)

Particulars	Gratuity (Non-Funded) As at 31 <sup>st</sup> March,	
	2015	2014
<b>Reconciliation in Present Value of Obligations (PVO) - Defined Benefit Obligation</b>		
PVO at the beginning of the year	8,435	7,538
Current Service Cost	699	678
Interest Cost	785	620
Actuarial Loss	1,509	174
Benefits Paid	(620)	(575)
<b>Closing Balance</b>	<b>10,808</b>	<b>8,435</b>
<b>Net Cost for the Year ended 31<sup>st</sup> March,</b>		
Current Service Cost	699	678
Interest Cost	785	620
Actuarial Loss	1,509	173
<b>Net Cost</b>	<b>2,993</b>	<b>1,471</b>
<b>Fair Value of Plan Assets</b>	<b>Nil</b>	<b>Nil</b>
<b>Experience Adjustment</b>		
Plan Liability Loss / (Gains)	(81)	1,376
Plan Assets Loss / (Gains)	Nil	Nil
<b>Actuarial Assumptions</b>		
Discount Rate (%)	7.96 - 8.00	9.31
Salary Escalation Rate (%)	5.00	5.00

The present value of defined benefit obligation was for

Financial Year ended	31 <sup>st</sup> March, 2013	31 <sup>st</sup> March, 2012	31 <sup>st</sup> March, 2011
Amount	7,538	6,138	5,707

The fair value of planned assets was for

Financial Year ended	31 <sup>st</sup> March, 2013	31 <sup>st</sup> March, 2012	31 <sup>st</sup> March, 2011
Amount	Nil	Nil	Nil

The details of the Experience adjustments arising on account of plan assets and liabilities as required by paragraph 120(n)(ii) of AS-15 (Revised) on "Employee Benefits" of previous financial years

(₹ in lakhs)

Financial Year ended	31 <sup>st</sup> March, 2013	31 <sup>st</sup> March, 2012	31 <sup>st</sup> March, 2011
Planned Liabilities Loss / (Gain)	559	559	377
Plan Assets Loss / (Gain)	Nil	Nil	Nil

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

The estimates of rate of escalation in salary considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market

### C. Other Long Term Employee Benefit

The obligation of Compensated Absences (non-funded) for the year ended 31<sup>st</sup> March, 2015, amounting to ₹ 542 lakhs (Previous Year ₹ 1,723 lakhs) has been recognised in the Statement of Profit and Loss, based on actuarial valuation carried out using the Projected Unit Credit Method

33. The Company has entered into a "Power by the Hour" (PBTH) Engine Maintenance agreements with a Service providers for its Next Generation Boeing 737 Aircraft fleet, ATR Aircraft fleet and Boeing 777 Aircraft fleet for future engine shop visits. Subsequent to such arrangements, the Company expenses out the cost of PBTH at the rate specified in the contract with the service provider to the Statement of Profit and Loss and treats the variable rentals payable to the Lessors as receivables to the extent considered good of recovery for set off against future claims reimbursable by the Lessors on each engine shop visit. The Company has recognised such expected refunds of variable rentals from lessors towards future engine repairs based on joint validation of the Company's maintenance plan with the service provider. Accordingly, such variable rent of ₹ 83,108 lakhs (Previous Year ₹ 59,008 lakhs) has been presented as "Contribution Receivable from Lessors" bifurcated into current and non-current based on expected engine shop visits in next 12 months and beyond

### 34. LEASES

The Holding Company has entered into Finance and Operating Lease agreements. As required under the Accounting Standard 19 on 'Leases', the future minimum lease payments on account of each type of lease are as follows

#### A. Finance Leases / Hire Purchase (Aircraft)

(₹ in lakhs)

Particulars	Future Minimum Lease Payments		Present Value of Future Minimum Lease Payments		Finance Charges	
	As at 31 <sup>st</sup> March					
	2015	2014	2015	2014	2015	2014
Not later than one year	116,931	118,096	104,025	102,791	12,906	15,305
Later than one year and not later than five years	435,809	400,010	412,713	367,350	23,096	32,660
Later than five years	1,855	131,390	1,854	129,794	1	1,596
TOTAL	554,595	649,496	518,592	599,935	36,003	49,561

The salient features of a Hire Purchase / Finance Lease Agreement are

- Option to purchase the Aircraft either during the term of the Hire Purchase on payment of the outstanding Principal amount or at the end of the Hire Purchase term on payment of a nominal option price
- In the event of default, the Hirer / Lessee is responsible for payment of all costs of the Owner including the financing cost and other associated costs. Further a right of repossession is available to the Owner / Lessor
- The Hirer / Lessee is responsible for maintaining the Aircraft as well as insuring the same
- In the case of Finance Lease the property passes to the Lessee on payment of a nominal option price at the end of the term

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)



### B. Operating Leases

- a) The Holding Company has taken various residential / commercial premises under-cancellable and non-cancellable operating leases. These lease agreements are normally renewed on expiry.

The future minimum lease payments in respect of non-cancellable period, as at 31<sup>st</sup> March, are as follows:

#### Commercial Premises and Amenities

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
Not later than one year	85	1,297
Later than one year and not later than five years	8	58
Later than five years	-	-
<b>TOTAL</b>	<b>93</b>	<b>1,355</b>

- b) The Company has taken on operating lease Aircraft and Spare Engines. The future minimum lease payments in respect of which, as at 31<sup>st</sup> March, are as follows:

#### Aircraft and Spare Engines

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
Not later than one year	205,823	195,439
Later than one year and not later than five years	684,240	581,432
Later than five years	325,921	337,621
<b>TOTAL</b>	<b>1,215,984</b>	<b>1,114,492</b>

The Salient features of an Operating Lease agreement are:

- Monthly rentals paid in the form of fixed and variable rentals. Variable Lease Rentals are payable at a pre-determined rate based on actual flying hours. Further, these predetermined rates of Variable Rentals are subject to the annual escalation as stipulated in the respective lease agreements.
- The Lessee neither has an option to buyback nor has an option to renew the leases.
- In case of delayed payments, penal charges are payable as applicable.
- In case of default, in addition to repossession of the aircraft, damages including liquidated damages are payable.
- The Lessee is responsible for maintaining the Aircraft as well as insuring the same. The Lessee is eligible to claim reimbursement of costs as per the terms of the lease agreement.
- These leases are non-cancellable.

- c) The future minimum lease payments in respect of Landing Rights, are as follows:

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
Not later than one year	3,281	3,146
Later than one year and not later than five years	6,478	9,355
Later than five years	-	-
<b>TOTAL</b>	<b>9,759</b>	<b>12,501</b>





## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

- d) Details of future minimum lease income in respect of Ten (10) Aircraft [Previous Year Eight (8)] given on non-cancellable Dry Lease and Wet Lease by holding Company, as at 31<sup>st</sup> March, are as follows

### Aircraft

(₹ in lakhs)

Particulars	As at 31 <sup>st</sup> March,	
	2015	2014
<b>Lease Income</b>		
Not later than one year	30,529	28,342
Later than one year and not later than five years	50,175	-
Later than five years	676	-
<b>TOTAL</b>	<b>81,380</b>	<b>28,342</b>

The Salient features of Dry Lease agreements are as under

- Aircraft are leased without insurance and crew
- Monthly rentals paid are in the form of fixed and variable rentals. Variable Lease Rentals are payable at a pre-determined rate based on actual flying hours. Further, these predetermined rates of Variable Rentals are subject to annual escalation as stipulated in respective lease agreements
- The Lessee neither has an option to buyback nor has an option to renew the leases
- These dry leases are non-cancellable

The Salient features of Wet Lease agreements are as under

- Operational control and maintenance of aircraft remains the responsibility of the Lessor. The aircraft remains on Indian registry and is operated with the Lessor's crew
- Monthly rentals are receivable on predetermined rates based on minimum guaranteed utilisation
- The Wet leases are non-cancellable

Details of owned Aircraft given on non-cancellable Dry Lease are as under

### Details of Assets given on Lease (Aircraft)

(₹ in lakhs)

Particulars	For the year	
	2014-15	2013-2014
Cost of Acquisition	666,391	500,031
Accumulated Depreciation	244,782	166,399
Depreciation Debited to Statement of Profit and Loss during the year on the above Leased Assets	33,040	98,371
Variable Lease Rental income recognised during the year on the Leased Assets	18,499	4,094

- e) The lease rental expense of ₹ 309,611 lakhs (Previous Year ₹ 337,395 lakhs) is recognised during the year

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### 35. SEGMENT INFORMATION

#### a) Primary Segment : Geographical Segment

The Company, considering its level of international operations and internal financial reporting based on geographic segment, has identified geographic segment as primary segment

The geographic segment consists of

i) Domestic (air transportation within India)

ii) International (air transportation outside India)

Leasing operations are classified into (i) or (ii) above based on the domicile of the lessee being within or outside India

Revenue and expenses directly attributable to segments are reported based on items that are individually identifiable to that segment, while the remainder of the expenses are categorized as unallocated which are mainly employee remuneration and benefits, other selling and distribution expenses, other operating expenses, aircraft lease rentals, depreciation / amortisation and finance cost, since these are not specifically allocable to specific segments as the underlying assets / services are used interchangeably. The Company believes that it is not practical to provide segment disclosures relating to these revenue and expenses, and accordingly these expenses are separately disclosed as "unallocated" and directly charged against total revenues.

The Company believes that it is not practical to identify fixed assets used in the Company's business or liabilities contracted, to any of the reportable segments, as the fixed assets are used interchangeably between segments. Accordingly, no disclosure relating to total segment assets and liabilities are made.

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
<b>Segment Revenue</b> (Primarily Passenger, Cargo, Excess Baggage and Leasing of Aircraft)		
Domestic	897,526	893,090
International	1,199,034	1,010,494
<b>Total</b>	<b>2,096,560</b>	<b>1,903,584</b>
<b>Segment result</b>		
Domestic	495,370	426,700
International	632,900	456,086
<b>Total</b>	<b>1,128,270</b>	<b>882,786</b>
Less Finance Cost	92,047	108,360
Less Depreciation and Amortisation	76,531	87,778
Less Other Un-Allocable Expenses	1,164,110	1,068,734
Add Other Un-Allocable Revenue	69,605	40,946
Add Exceptional Items (Net)	(75,322)	(71,739)
<b>(Loss) Before Tax</b>	<b>(210,135)</b>	<b>(412,879)</b>
Less Tax (Benefits) / Expenses	1	(12)
<b>(Loss) After Tax before Share of Associate</b>	<b>(210,136)</b>	<b>(412,867)</b>
Add / Less Share of Profit / (Loss) in Associate	395	(109)
<b>(Loss) After Tax</b>	<b>(209,741)</b>	<b>(412,976)</b>



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### b) Secondary Segment : Business Segment

The Company operates into two business segments viz Air Transportation and Leasing of Aircraft and has identified the same as secondary segment to be reported considering the requirement of Accounting Standard 17 on "Segment Reporting" which is disclosed as under

(₹ in lakhs)

Particulars	For the year ended 31 <sup>st</sup> March,	
	2015	2014
<b>i) Segment Revenue from External Customers</b>		
Air Transportation	2,003,341	1,834,861
Leasing of Aircraft	93,219	68,723
<b>Total</b>	<b>2,096,560</b>	<b>1,903,584</b>
<b>ii) Total carrying amount of Segment Assets</b>		
Air Transportation	1,288,111	1,377,375
Leasing of Aircraft	421,609	333,632
<b>Total</b>	<b>1,709,720</b>	<b>1,711,007</b>
<b>iii) Total cost incurred during the period to acquire Segment Assets that are expected to be used for more than one period</b>		
Air Transportation	173,387	7,391
Leasing of Aircraft	-	-
<b>Total</b>	<b>173,387</b>	<b>7,391</b>

\*Excludes Exchange Gain / Loss

### 36. RELATED PARTY TRANSACTIONS

As per Accounting Standard - 18 on "Related Party Disclosures", the disclosure of transactions with the related party as defined in the Accounting Standard are given below

#### i. List of Related Parties with whom transactions have taken place and Relationships.

Sr. No.	Name of the Related Party	Nature of Relationship
1	Naresh Goyal	Controlling Shareholder of the Company
2	Etihad Airways PJSC (w e f 20 <sup>th</sup> November, 2013)	Enterprise exercising Significant Influence over the Company
3	Jet Privilege Private Limited (w e f 24 <sup>th</sup> March, 2014)	Associate Company
4	Anita Goyal	Relatives of controlling shareholder
5	Nivaan Goyal	
6	Namrata Goyal	
7	Gaurang Shetty	Key Managerial Personnel
8	Tail Winds Limited (Holding Company upto 30 <sup>th</sup> May, 2014)	Enterprises over which controlling shareholder and his relatives are able to exercise significant influence directly or indirectly
9	Jetair Private Limited	
10	Trans Continental e Services Private Limited	
11	Jet Enterprises Private Limited	
12	Jet Airways Europe Services NV	
13	Jetair Tours Private Limited	
14	Global Travel Solutions Private Limited	

# Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)



## ii. Transactions during the year ended 31<sup>st</sup> March, 2015 and balances with related parties :

(₹ in lakhs)									
Sr. No.	Nature of Transactions	Holding Company	Enterprise exercising significant influence	Controlling Shareholder of the Company	Relatives of controlling shareholder	Associate Company	Key Managerial Personnel	Enterprises under significant influence	Total
<b>Transaction during the Year</b>									
1	Remuneration				167 (161)		117 (60)		284 (221)
2	Sitting Fees * ₹ 22000			*					*
3	Commission			(1)		Nil (16)		5,621 (6,685)	(1)
4	Rent Paid							182 (247)	5,621 (6,701)
5	Reimbursement of Expenses Paid (Staff Costs, Communication Costs, Rent, Franking charges)		4,857 (1,181)					4 (100)	182 (247)
6	Other Selling and Distribution Cost								4,861 (1,281)
7	Rent received							Nil (357)	Nil (357)
8	Interline Billing (Net)							7 (7)	7 (7)
9	Advance Received		3,465 (326)						3,465 (326)
10	Investment in Equity Shares					Nil (134,378)			Nil (134,378)
11	Slump Sale of Jet Privilege Frequent Flyer Programme					Nil (69,521)			Nil (69,521)
12	Marketing Services Received Expense					119,378 (Nil)			119,378 (Nil)
13	Sale of Tickets					694 (Nil)			694 (Nil)
14	(Net of Discount ₹ 3,086 lakhs) Miles Purchased Expense					16,973 (Nil)			16,973 (Nil)
15	Services Rendered Income					29,659 (Nil)			29,659 (Nil)
						1,061 (Nil)			1,061 (Nil)



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

(₹ in lakhs)									
Sr. No.	Nature of Transactions	Holding Company	Enterprise exercising significant Influence	Controlling Shareholder of the Company	Relatives of controlling shareholder	Associate Company	Key Managerial Personnel	Enterprises under significant influence	Total
16	Airworthiness Management Security and other service income		629 (905)						629 (905)
17	Purchase of Parts		2,833 (Nil)						2,833 (Nil)
18	Sale of Parts		11 (Nil)						11 (Nil)
19	Aircraft Lease Rental		48,446 (8,084)						48,446 (8,084)
20	Equipment Hire Charges		Nil (34)						Nil (34)
21	Sale of Aircraft		Nil (68,690)						Nil (68,690)
22	Lease Rent - Slot		3,200 (1,087)						3,200 (1,087)
23	Engine Lease Rental Expense		5,708 (143)						5,708 (143)
24	Handling, Lounge and other Technical Services		1,237 (51)						1,237 (51)
25	Reimbursement of Expenses Received		1,136 (Nil)			160 (Nil)			1,297 (Nil)
26	Issue of Equity Shares including Premium		Nil (205,767)						Nil (205,767)
27	Interline Settlement Charges Received		1,368 (158)						1,368 (158)
28	Interline Settlement Charges Paid		1,378 (160)						1,378 (160)
29	Corporate Guarantee given on behalf of the Company		Nil (89,873)						Nil (89,873)
30	Standby Letter of Credit given on behalf of Company		165,000 (Nil)						165,000 (Nil)
31	Refund of Deposit							2,200 (Nil)	2,200 (Nil)

# Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)



Sr. No.	Closing Balance as on 31 <sup>st</sup> March, 2015	Holding Company	Enterprise exercising significant influence	Controlling Shareholder of the Company	Relative of controlling shareholder	Associate Company	Key Managerial Personnel	Enterprises under significant influence	Total
A	Investments in Equity Shares					66,761 (66,366)			66,761 (66,366)
B	Advance and Deposit Received		1,756 (Nil)			10,900 (133,671)		(Nil)	12,656 (133,671)
C	Deposit for Leased Premises					160		160	160
D	Trade Payables		10,033 (74)			15,857 (64)		(2,360)	28,222 (4,933)
E	Trade Receivables		15,346 (689)			Nil		5,789 (7,110)	21,135 (15,689)
F	Share Capital		2,727 (2,727)	5,793 (5,793)	0 (0)				8,520 (8,520)
G	Corporate Guarantee given on behalf of the Company @		93,750 (89,873)						93,750 (89,873)
H	Standby Letter of Credit given on behalf of Company		165,000 (Nil)						165,000 (Nil)

(Figures in brackets are for the year ended 31<sup>st</sup> March, 2014)

@ Equivalent to USD 1,500 lakhs (Previous Year: 1,500 lakhs)



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### iii. Statement of Material Transactions during the year and balances with related parties :

#### (a) Remuneration includes remuneration to :

(₹ in lakhs)

Particulars	For the Year ended 31 <sup>st</sup> March	
	2015	2014
(a) Relatives of controlling shareholder of Holding Company		
Anita Goyal	154	143
Namrata Goyal (Uptill 22 <sup>nd</sup> December, 2014)	8	10
Nivaan Goyal	5	8
(b) Directors		
Gaurang Shetty	117	60

#### (b) Enterprise over which controlling shareholder of Holding Company and his relatives are able to exercise significant influence

(₹ in lakhs)

Particulars	For the Year ended 31 <sup>st</sup> March	
	2015	2014
<b>Jetair Private Limited</b>		
<b>Transactions during the Year</b>		
- Commission	5,621	6,685
- Rent Paid (including Service Tax)	182	180
- Expenses Reimbursed Paid (Staff Costs, Communication Costs etc )	4	3
- Rent Received	7	7
- Reimbursement of Expenses Received	1	-
<b>Closing Balance as on 31<sup>st</sup> March,</b>		
- Deposits for Leased Premises	160	160
- Trade Receivables	5,789	7,110
- Trade Payables	2,332	4,795
<b>Trans Continental e Services Private Limited</b>		
<b>Transactions During the Year :</b>		
- Other Selling and Distribution Cost	-	357
- Reimbursement of Expenses Paid	-	97
<b>Closing Balance as on 31<sup>st</sup> March,</b>		
- Trade Payables	-	-
<b>Jet Enterprises Private Limited</b>		
<b>Transactions During the Year.:</b>		
- Rent Paid	-	67
- Refund of Deposit	2,200	-
<b>Closing Balance as on 31<sup>st</sup> March,</b>		
- Deposits for Leased Premises	-	2,200

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

### (c) Associate Company

(₹ in lakhs)

Particulars	For the Year ended 31 <sup>st</sup> March	
	2015	2014
<b>Jet Privilege Private Limited</b>		
<b>Transactions during the year :</b>		
- Slump Sale of Jet Privilege Frequent Flyer Programme	1,19,378	-
- Marketing Services received Expense	694	-
- Reimbursement of Expenses Received	160	-
- Sale of Tickets ( Net of discount of ₹ 3,086 lakhs)	16,973	-
- Commission	-	16
- Advance Received	-	134,378
- Investment in Equity Shares	-	69,521
- Miles Purchased Expense	29,659	-
- Service Rendered Income	1,061	-
<b>Closing Balance as on 31<sup>st</sup> March,</b>		
- Advance Received	10,900	133,671
- Trade Receivable	-	7,890
- Trade Payable	15,857	64
- Investments in Equity Shares	66,761	66,366

### (d) Enterprise exercising significant influence over the Company

(₹ in lakhs)

Particulars	For the Year ended 31 <sup>st</sup> March	
	2014-15	2013-14
<b>Etihaad Airways PJSC (From 20<sup>th</sup> November, 2013)</b>		
<b>Transactions during the year :</b>		
- Interline Billing (Net)	3,465	326
- Airworthiness Management Security and other services	629	905
- Purchase of Parts	2,833	-
- Aircraft lease Rental Income	48,446	8,084
- Equipment Hire Charges	-	34
- Sale of Aircraft	-	68,690
- Interline Settlement Charges Received	1,368	158
- Lease Rent - Slot	3,200	1,087
- Engine Lease Rental Expense	5,708	143
- Handling, Lounge and other Technical Services	1,237	51
- Reimbursement of Expenses Paid	4,857	1,181
- Interline Settlement Charges Paid	1,378	160
- Sale of Parts	11	-
- Reimbursement of Expenses received	1,136	-
- Issue of equity shares including Premium	-	205,767
- Corporate Guarantee given on behalf of the Company	-	89,873
- Standby Letter of Credit given on behalf of the Company	165,000	-
<b>Closing Balance as on 31<sup>st</sup> March,</b>		
- Trade Receivable	15,346	689
- Trade Payable	10,033	74
- Share Capital	2,727	2,727
- Corporate Guarantee given on behalf of the Company	93,750	89,873
- Standby Letter of Credit given on behalf of the Company	165,000	-
- Deposit Received	1,756	-





## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March 2015 (Contd.)

### (c) Associate Company

(₹ in lakhs)

Particulars	For the Year ended 31 <sup>st</sup> March	
	2015	2014
<b>Jet Privilege Private Limited</b>		
<b>Transactions during the year :</b>		
- Slump Sale of Jet Privilege Frequent Flyer Programme	1,19,378	-
- Marketing Services received Expense	694	-
- Reimbursement of Expenses Received	160	-
- Sale of Tickets ( Net of discount of ₹ 3,086 lakhs)	16,973	-
- Commission	-	16
- Advance Received	-	134,378
- Investment in Equity Shares	-	169,521
- Miles Purchased Expense	29,659	-
- Service Rendered Income	1,061	-
<b>Closing Balance as on 31<sup>st</sup> March,</b>		
- Advance Received	10,900	133,671
- Trade Receivable	-	17,890
- Trade Payable	15,857	64
- Investments in Equity Shares	66,761	66,366

### (d) Enterprise exercising significant influence over the Company

(₹ in lakhs)

Particulars	For the Year ended 31 <sup>st</sup> March	
	2014-15	2013-14
<b>Etihad Airways PJSC (From 20<sup>th</sup> November, 2013)</b>		
<b>Transactions during the year :</b>		
- Interline Billing (Net)	3,465	326
- Airworthiness Management Security and other services	629	905
- Purchase of Parts	2,833	-
- Aircraft lease Rental Income	48,446	8,084
- Equipment Hire Charges	-	34
- Sale of Aircraft	-	68,690
- Interline Settlement Charges Received	1,368	158
- Lease Rent - Slot	3,200	1,087
- Engine Lease Rental Expense	5,708	143
- Handling, Lounge and other Technical Services	1,237	51
- Reimbursement of Expenses Paid	4,857	1,181
- Interline Settlement Charges Paid	1,378	160
- Sale of Parts	11	-
- Reimbursement of Expenses received	1,136	-
- Issue of equity shares including Premium	-	205,767
- Corporate Guarantee given on behalf of the Company	-	89,873
- Standby Letter of Credit given on behalf of the Company	165,000	-
<b>Closing Balance as on 31<sup>st</sup> March,</b>		
- Trade Receivable	15,346	1,689
- Trade Payable	10,033	74
- Share Capital	2,727	2,727
- Corporate Guarantee given on behalf of the Company	93,750	89,873
- Standby Letter of Credit given on behalf of the Company	165,000	-
- Deposit Received	1,756	-



## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

37. Pursuant to Shareholders' approval sought at an Extra Ordinary General Meeting held on 24<sup>th</sup> May, 2013, the Company at its Board Meeting held on 20<sup>th</sup> November, 2013 approved the issue and allotment of 27,263,372 Equity Shares of the face value of ₹ 10 each fully paid at a price of ₹ 754 7361607 per share (including a premium of ₹ 744 7361607 per share) aggregating to ₹ 20,576,652,711 to Etihad Airways PJSC on a preferential basis per terms of the Investment Agreement entered between Etihad Airways PJSC and the Company on April 24, 2013 and amendments thereto. Following the preferential allotment, Etihad Airways PJSC holds 24% of the post issued paid up share capital of the Company.

Details of funds raised through preferential allotment and its utilisation are as under

(₹ in lakhs)		
Particulars	2014-15	2013-14
Funds received through Preferential Allotment	-	205,767
<b>Utilisation :</b>		
Repayment of Debts	-	53,327
For General Purpose	-	152,440
<b>Total Funds Utilised</b>	-	<b>205,767</b>

38. The Company has transferred its 'Jet Privilege Frequent Flyer Programme' (JPFFP) undertaking to Jet Privilege Private Limited (JPPL) on 21<sup>st</sup> April, 2014 as a going concern on a slump sale basis for a total consideration of ₹ 119,378 lakhs. Upon completion of the balance pending matters, the Company, having regard to the terms and conditions under the agreements for such sale, has recognised a surplus of ₹ 30,501 lakhs during the Year ended 31<sup>st</sup> March, 2015 under "Exceptional Items". An amount of ₹ 26,248 lakhs has been recognised in "Other Income" for the Year ended 31<sup>st</sup> March, 2015. Further, an amount of ₹ 96,292 lakhs disclosed under "Other Liabilities" (Current Liability - ₹ 27,801 lakhs & Non-Current Liability - ₹ 68,491 lakhs) will be credited to income in subsequent periods proportionately on fulfilment of the underlying commitments / obligations as stipulated in the said agreements.
39. During the year ended 31<sup>st</sup> March, 2014, the Company was under the obligation to return Aircraft taken earlier on operating lease, one of the engines of the said Aircraft was damaged and became Beyond Economical Repair (BER) and in order to meet redelivery conditions, the Company has purchased an engine for ₹ 2,091 lakhs as "Asset Held for Sale" and later on swapped it against the BER engine with the Lessor. The cost of engine purchased on account of this swap has been charged to statement of Profit and Loss.
40. The Ministry of Corporate Affairs, Government of India vide General circular No. 2 and 3 dated 8<sup>th</sup> February, 2011 and 21<sup>st</sup> February, 2011 respectively has granted a general exemption from compliance with Section 212 of the Companies Act, 1956, subject to fulfilment of condition stipulated in the circular. The Company has satisfied the conditions stipulated in the circular and hence is entitled to the exemption.

Financial Information of Subsidiaries Company for the year ended 31<sup>st</sup> March, 2015 pursuant to the approval under section 212 (8) of the Companies Act, 1956

(₹ in lakhs)					
Sr. No	Name of Subsidiary Company	Wholly Owned Subsidiaries			
		Jet Lite (India) Limited		Jet Airways Training Academy Private Limited	
		As at 31 <sup>st</sup> March,			
		2015	2014	2015	2014
1	Paid up Share Capital	79,612	79,612	1	1
2	Reserves	(323,040)	(293,901)	(3)	(2)
3	Total Asset *(₹ 28,342)	37,275	50,905	4	*
4	Total Liabilities *(₹ 28,342)	37,275	50,905	4	*
5	Investment included in Total Assets	110	110	Nil	Nil
6	Turnover	142,472	173,395	Nil	Nil
7	Loss before Tax	(28,764)	(42,931)	(1)	(1)
8	Provision for tax	1	Nil	Nil	Nil
9	Loss after tax	(28,765)	(42,931)	(1)	(1)
10	Proposed Dividend	Nil	Nil	Nil	Nil

## Notes to the Financial Statements for the Year Ended 31<sup>st</sup> March, 2015 (Contd.)

41. Goodwill on Consolidation pertains to the acquisition of 100% of the shareholding of Sahara Airlines Limited (now known as Jet Lite (India) Limited). The said subsidiary company continues to incur losses and has negative net worth as on 31<sup>st</sup> March, 2015. During the financial year 2014-15, the Company has implemented a single brand strategy with the subsidiary company effective 1<sup>st</sup> December, 2014. Considering this strategy, a detailed business plan of the subsidiary company has been drawn and an independent external valuer has determined the enterprise value of the subsidiary company as on 31<sup>st</sup> March, 2015. Based on this valuation, the Company has made a provision for impairment of ₹117,239 lakhs (Previous Year ₹ 70,000 lakh) to fairly reflect the recoverable amount.
42. The With the strategic investment by Etihad Airways PJSC, there is an improvement in operating cash inflows through network synergy, cost synergies, revenue management and leasing out aircraft. These measures coupled with ongoing initiatives to raise funds are expected to result in sustainable cash flows and accordingly the statement of financial statements continue to be prepared on a going concern basis, which contemplates realisation of assets and settlement of liabilities in the normal course of business.
43. **Previous Years Figures**  
Previous year's figures have been regrouped / rearranged / reclassified / reworked wherever necessary to correspond with the current year's classification / presentation.

As per our attached report of even date

**For DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants

**A. Siddharth**  
Partner

**For CHATURVEDI & SHAH**  
Chartered Accountants

**Parag D. Mehta**  
Partner

**N. Ravichandran**  
Acting Chief Financial Officer

On behalf of Board of Directors.

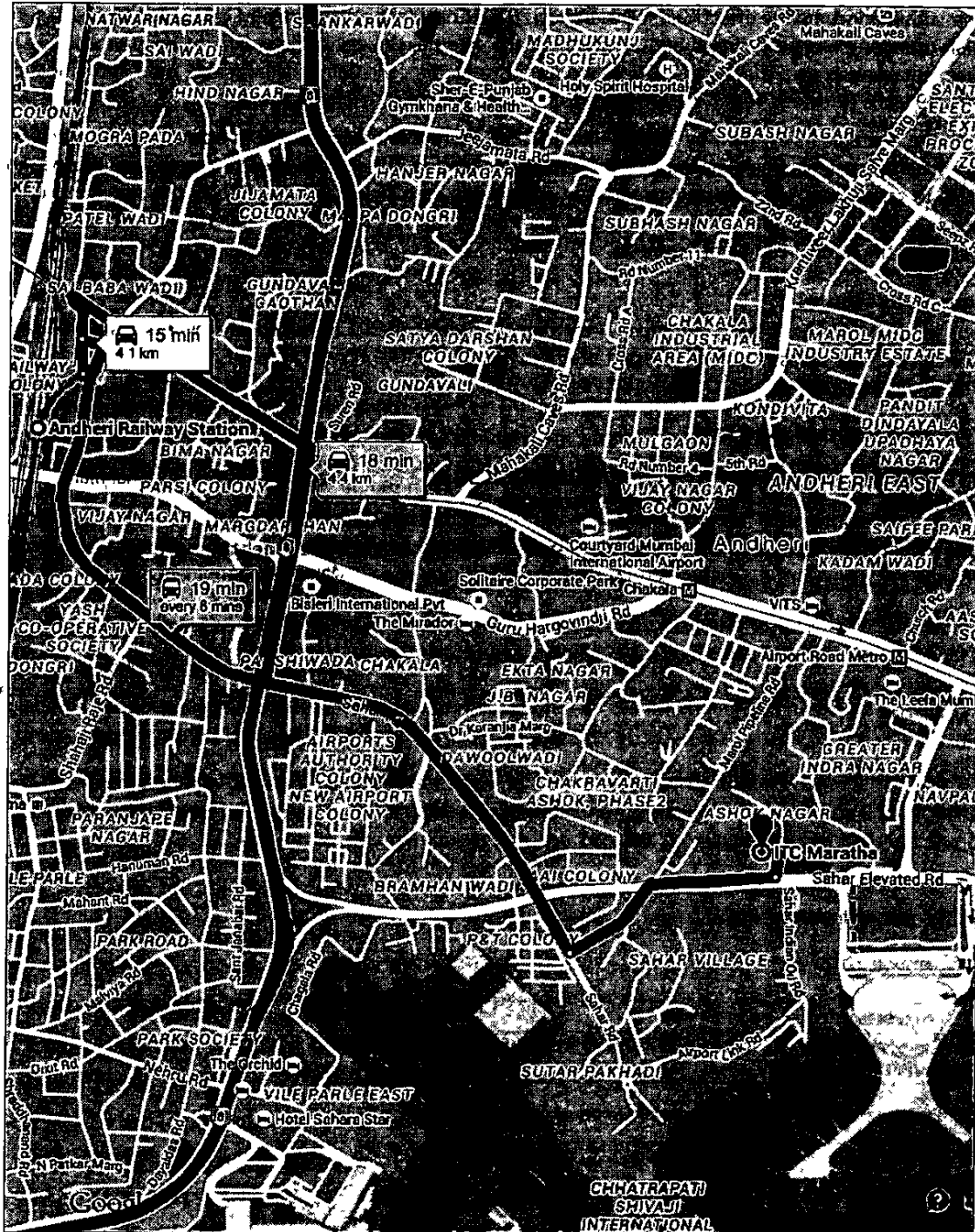
**Naresh Goyal** Chairman

**Aman Mehta**  
**James Hogan**  
**James Rigney**  
**I. M. Kadri** } Directors

**Gaurang Shetty** Whole Time Director  
**Arun Kaniakal** Company Secretary

Date 29<sup>th</sup> May 2015  
Place Mumbai

**Directions from Andheri Railway Station to AGM Venue**



# JET AIRWAYS (INDIA) LIMITED

CIN L99999MH1992PLC066213

Registered Office Siroya Centre, Sahar Airport Road, Andheri (East), Mumbai 400 099

Tel No +91 22 6121 1000 Fax No +91 22 6121 1950 Email Id companysecretary@jetairways.com Website www.jetairways.com

## ATTENDANCE SLIP

### 23<sup>rd</sup> ANNUAL GENERAL MEETING

(Please complete this attendance slip and hand it over at the entrance of the auditorium )

I / We hereby record my / our presence at the 23<sup>rd</sup> Annual General Meeting of the Company held on Friday, 14<sup>th</sup> August, 2015 at 3 00 p m at ITC Maratha Hotel, Sahar Airport Road, Andheri (East), Mumbai - 400 099

Name of the Member/Proxy

Signature

Folio No / Client ID No

DP ID No

No of Shares Held

#### Notes :

- 1 Shareholders / Proxies attending the Meeting are requested to bring this Attendance Slip and Annual Report with them
- 2 Duplicate Attendance Slip and Annual Reports will not be issued at the Annual General Meeting
- 3 Joint shareholders may obtain additional slip on request

# JET AIRWAYS (INDIA) LIMITED

CIN L99999MH1992PLC066213

Registered Office Siroya Centre, Sahar Airport Road, Andheri (East), Mumbai 400 099

Tel No +91 22 6121 1000 Fax No +91 22 6121 1950 Email Id companysecretary@jetairways.com Website www.jetairways.com

## PROXY FORM

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

Name of the Member(s)

Registered address

E-mail ID

Folio No /Client ID No

DP ID No

I/We, being the member(s) holding

Shares of **Jet Airways (India) Limited**, hereby appoint

1 Name

E-mail ID

Address

Signature

or failing him

2 Name

E-mail ID

Address

Signature

or failing him

3 Name

E-mail ID

Address

Signature

As my / our proxy to attend and vote (on poll) for me / us and on my / our behalf at the 23<sup>rd</sup> Annual General Meeting of the Company to be held on Friday, 14<sup>th</sup> August, 2015 at 3 00 p m at ITC Maratha Hotel, Sahar Airport Road, Andheri (East), Mumbai - 400 099 and at any adjournment thereof in respect of such resolutions as are indicated below

- 1 Adoption of audited Annual Accounts and Reports of the Auditors and Directors
- 2 Re-appointment of a Mr James Hogan, Director
- 3 Re-appointment of Statutory Auditors
- 4 Appointment of M/s BSR & Co, LLP as Joint Statutory Auditor
- 5 Appointment of Mrs Anita Goyal as a Director
- 6 Re-Appointment of Mr I M Kadri as an Independent Director
- 7 Re-Appointment of Mr Aman Mehta as an Independent Director
- 8 Re-Appointment of Mr Javed Akhtar as an Independent Director
- 9 Re-Appointment of Mr Dinesh Kumar Mittal as an Independent Director
- 10 Re-appointment of Mr Gaurang Shetty as a Whole Time Director

Signed this day of 2015

Signature of Member(s)

Signature of Proxyholder(s)

Affix  
Revenue  
Stamp

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 Proxy need not be a member of the Company.

3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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 a proxy for any other person or shareholder

4) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes

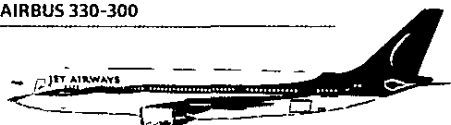


# Our fleet. One of the youngest in the world.



We fly a fleet of Boeing, Airbus and ATR aircraft

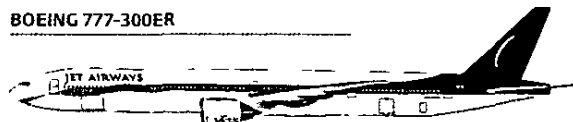
## AIRBUS 330-300



### Capacity

Première - 34  
Economy - 259

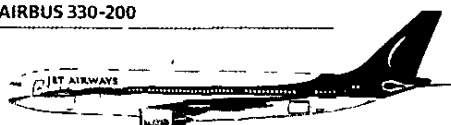
## BOEING 777-300ER



### Capacity

First Class - 8  
Première - 30  
Economy - 274/308

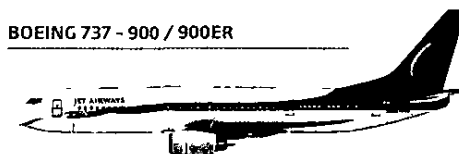
## AIRBUS 330-200



### Capacity

Première - 30/18  
Economy - 190/236

## BOEING 737 - 900 / 900ER



### Capacity

Première - 8/28  
Economy - 178/138

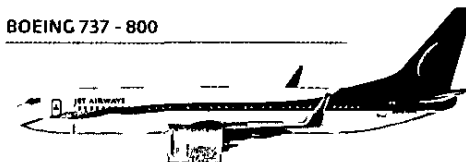
## ATR 72 - 500



### Capacity

Première - n/a  
Economy - 66/68

## BOEING 737 - 800



### Capacity

Première - 12  
Economy - 156

## ATR 72 - 600



### Capacity

Première - n/a  
Economy - 68

## BOEING 737 - 700



### Capacity

Première - 8  
Economy - 126

Aircraft Number	B777-300ER	A330-300	A330-200	B737-900/900ER	B737-800	B737 700	ATR76-600	ATR72-500	Total
	10	04	08	06	64	06	03	15	116

Details mentioned are subject to change

JET AIRWAYS 

**Jet Airways (India) Limited**

Registered Office  
Siroya Centre, Sahar Airport Road,  
Andheri (East), Mumbai - 400 099  
[www.jetairways.com](http://www.jetairways.com)