

**39<sup>th</sup>**  
**ANNUAL REPORT**  
**2018-2019**



**NIRMA LIMITED**

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**BOARD OF DIRECTORS**

Dr. K. K. Patel, Chairman  
Shri Rakesh K. Patel, Vice Chairman  
Shri Pankaj R. Patel  
Shri Kaushikbhai N. Patel  
Shri Vijay R. Shah  
Smt. Purvi A. Pokhariyal  
Shri Shailesh V. Sonara, Director (Environment & Safety)  
Shri Hiren K. Patel, Managing Director

**COMPANY SECRETARY**

Shri Paresh Sheth

**AUDITORS**

Rajendra D. Shah & Co.  
Chartered Accountants  
Ahmedabad - 380 009

**REGISTERED OFFICE**

Nirma House  
Ashram Road  
Ahmedabad - 380 009  
CIN – U24240GJ1980PLC003670  
Website: [www.nirma.co.in](http://www.nirma.co.in)

**REGISTRARS AND SHARE TRANSFER AGENT**

Link Intime India Pvt. Ltd.

For Equity Shares:

5th floor, 506 to 508  
Amarnath Business Centre – 1  
Off C G Road, Ellisbridge,  
Ahmedabad – 380006  
Tel No.: +91 79 2646 5179  
Email: [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in)

For Debt Securities:

247 Park, C-101 L.B.S. Marg  
Vikhroli (West),  
Mumbai 400083  
Tel No.: +91 22 4918 6000  
Email: [ganesh.jadhav@linkintime.co.in](mailto:ganesh.jadhav@linkintime.co.in)

**DEBENTURE TRUSTEE**

IDBI Trusteeship Services Limited  
Asian Bldg., Ground Floor, 17, R. Kamani Marg,  
Ballard Estate, Mumbai 400001  
Tel No.: +91 22 4080 7001  
Email: [sunny@idbitrustee.com](mailto:sunny@idbitrustee.com)

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## Board's Report

To,

The Members,

Your Directors are pleased to present the 39<sup>th</sup> Annual Report together with Audited financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2019.

### FINANCIAL RESULTS

The financial performance of the Company is summarized below:

(₹ In crore)

Particulars	Consolidated		Standalone	
	2018-19	2017-18	2018-19	2017-18
Revenue from Operations	15335	14480	6238	5879
Other Income	208	181	134	108
Operating Profit (EBITDA)	2907	2742	1604	1471
Less: (i) Finance Cost	788	851	427	450
(ii) Depreciation and Amortization Exp.	856	946	345	448
Profit Before Tax	1263	945	832	573
Less: Total Tax Expenses	269	157	211	153
Profit for the year	994	788	621	420

### DIVIDEND

Your Directors are pleased to note the strong performance of your Company during the year under review. However, with a view to conserve resources for future requirements, your Directors have decided not to recommend any dividend on shares for the year ended 31<sup>st</sup> March, 2019. During the year under review, your Company has transferred a sum of ₹ 203.77 crore to the Debenture Redemption Reserve (Previous Year: ₹ 259.16 crore) and ₹ 262.50 crore transferred to General Reserve from Debenture Redemption Reserve. The Company has appointed a Nodal Officer under the provisions of Investor Education and Protection Fund, the details of which are available on the website of the Company.

### FINANCIAL PERFORMANCE

Your Company reported a yet another creditable growth in the overall performance during the year under review.

**Consolidated financial performance:** The Consolidated income reflects the revenues derived from soaps & surfactants, processed minerals and Cement. On Consolidated basis your Company has achieved Revenue from operations of ₹ 15335 crore for the financial year ended 31<sup>st</sup> March, 2019 as against ₹ 14480 crore in previous year. Revenue grew 5.90% on account of continuous increase in sales volume of soda ash, caustic soda and detergent. The Earning before Finance Cost, Taxes, Depreciation and Amortisation (EBITDA) increased to ₹ 2907 crore from ₹ 2742 crore during the previous year. The Company maintained its EBITDA margins at 18.95% owing to its diversified business profile and increase in sales of new high margin product like bromine. After providing for taxation of ₹ 269 crore (Previous year ₹ 157 crore - Restated) your Company registered a Net Profit of ₹ 994 crore in FY 2018-19 as against ₹ 788 crore in the previous year.

The Net Worth of the Company on a consolidated basis stood at ₹ 11276 crore as on 31<sup>st</sup> March, 2019.

**Standalone financial performance:** Your Company has achieved consistent growth contributed by organic and inorganic measures. Your Company's Revenue from Operations increased to ₹ 6238 crore during the year as compared to ₹ 5879 crore of the previous year registering a growth of 6.09% over the previous year. The Earning before Finance Cost, Taxes, Depreciation and Amortisation (EBITDA) increased to ₹ 1604 crore from ₹ 1471 crore during the previous year registering growth of 9.04%. The net profit of your company has been increased and stood at ₹ 621 crore higher by 47.86% over the previous year's net profit of ₹ 420 crore mainly on account of increase in revenue from operations and reduction in Finance Cost coupled with reduction in Depreciation during the year under review.

### **SCHEME OF ARRANGEMENT**

The Board of Directors of your Company has approved the Scheme of Arrangement in the form of demerger, between the Company and Nuvoco Vistas Corporation Ltd, ("Nuvoco") and their respective shareholders and creditors in pursuance to sections 230-232 of the Companies Act, 2013, ("Scheme") at their meeting held on 29<sup>th</sup> April, 2019 subject to requisite approvals. This Scheme, which envisages demerger of Company's Cement Undertaking and transfer it into Nuvoco, would enable to combine the function of cement businesses under one entity. It would also enable the Company to focus and enhance its residue core business operations by streamlining the operations and ensure better and efficient management control. The Company shall be filing the Scheme with the National Company Law Tribunal for their approval.

The Board had earlier decided to withdraw its approvals granted to the previous Schemes on 10<sup>th</sup> May 2018 and 10<sup>th</sup> August 2018, in view of the alternate restructuring plan embraced by the Board, requiring reconsideration of Scheme.

### **MATERIAL CHANGES**

Your Company has been allotted 28,70,00,000 9% Redeemable Non- Cumulative Non-Convertible Preference Shares of ₹ 100/- each at par, by Niyogi Enterprise Private Limited ("Niyogi"), a promoter group Company. There are no other material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year 2018-19 and the date of this report other than what is reported in this report.

### **BUSINESS OVERVIEW**

Your Company has a diversified product portfolio including soda ash, caustic soda, detergent, cement, linear alkyl benzene, toilet soaps, salt and bromine. The diversified revenue stream provides stability to the operational and credit profile, The Company has production facilities in Bhavnagar for soda ash and caustic soda, Pali in the state of Rajasthan for cement, Porbandar for soda ash, Alindra for LAB and Mandali & Moraiya for detergent and soaps. It has business operations in USA too, thru its Wholly Owned Subsidiary, Karnavati Holdings Inc.

**Soaps & Surfactants:** Your Company is among the largest players in the soaps and detergent segment in India having a network of over 2400 distributors. Strong brand and high sales penetration helps the Company to maintain its position over the medium term. Despite the Company faces high competition from unorganized players, it maintained its position as one of the market leaders in economy segment. On consolidated basis the Company derives about 12% revenue from the Consumer Products business.

The Company manufactures Soda Ash, Caustic Soda and LAB which are the key raw material inputs in detergent manufacture. Operations are further backward integrated for manufacture of other chemicals including Normal Paraffin, Sulfuric Acid, Alpha Olefin Sulphonate, Glycerin and Fatty Acid. Backward integration has been a key strategic strength for the company as it has protected the company from increasing raw material prices and ensures timely delivery. Almost 9% of soda ash production is captively consumed for manufacturing detergents.

Over the time, your Company has strengthened its market position in the soda ash business. Your Company is presently a largest manufacturer of soda ash with 35% market share. Company has integrated operations with soda ash and LAB used in soaps and detergents, 100% captive salt is available for producing soda ash. The operating margin will benefit from integrated operations. Your Company is also fourth largest caustic soda manufacturer.

Soda ash is extensively used in the manufacture of glass. Furthermore, Soda ash acts as an organic builder in soaps & detergents formulations. Additionally, demand for Soda ash is expected to increase during the

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coming years on the back of healthy consumption from the glass segment. However, there is a risk of fluctuation of price of Soda Ash since it is linked to global markets.

Nirma's linear alkyl benzene (LAB) segment also benefits from the anti-dumping duties on the import from three countries and demand from the domestic soaps and detergent industry.

On consolidated basis the Company derives about 43% revenue from Chemical business.

**SSP and Salt:** Your Company has large salt plant in Gujarat which provides a steady supply of salt for soda ash production. The Company is the second largest player of edible salt in the country. This business segment constitutes products such as Single Super Phosphate, Industrial Salt, Edible Salt, etc. Nirma Shuddh, edible salt manufactured by the Company.

**Processed Minerals:** This business segment constitutes the Company's operations in USA through its subsidiary, which manufactures a range of processed minerals such as Boron, Natural Soda Ash and others.

**Cement:** Your Company has a standalone installed capacity of 2.28 million tpa for cement and consolidated installed capacity of 14.03 million tpa for cement. On consolidated basis the Company derives about 46% revenue from the cement business.

**Utilities:** Power and Fuel are one of the key inputs for the various products manufactured by the Company. The Company has developed the flexibility to utilize a variety of fuels from 2000 GCV to 8000 GCV and is optimizing the fuel mix strategy to its full advantage. Your Company has power generation facilities with present installed capacity of more than 233 MW.

### FINANCE

Your Company ensures effective cost management through various initiatives and effective financial Planning by timely estimation of capital requirements at the competitive rates. The Company has well-organised process, continuous monitoring system and control over receivables and inventories for effective working capital management. The Company has funded its projects and day to day activities through a mix of internal cash accruals, short term and long term borrowings and adequate liquidity has been maintained as required.

During the year under review, your Company has been sanctioned Term Loans from banks aggregating to ₹ 750 crore to finance its capital expenditure incurred or to be incurred, out of which the Company has availed ₹ 400 crore. The Company continues to utilise working capital facilities as sanctioned by Bank of Baroda consortium comprising nine member banks, as and when required to cater the needs of the Company.

During the year under review, your Company has redeemed secured, Listed, Non-Convertible Debentures (NCDs) under Series I and II aggregating to ₹ 990 crore issued on a private placement basis and also redeemed Secured, Unlisted, Non-convertible, Non-cumulative Taxable Debentures Series - D/13-14 aggregating to ₹ 60 crore in accordance with the terms of the issue of the respective NCDs.

Your Company is also incurring capex to further integrate itself by setting up plants of purified phosphoric acid and bromine. With the integration, company has a command over raw material costs, which insulates its profitability.

In the financial year 2018-19, Credit ratings of the Company has been revised/reaffirmed by upgrading outlook from (i) "AA/Negative" to "AA/Stable" for secured NCDs, Term Loan and working capital borrowings by CRISIL (ii) "AA/Negative" to "AA/Stable" for secured NCDs by ICRA and (iii) "AA-/Negative" to "AA-/Stable" for unsecured listed NCDs by CRSIL & India Ratings. Further, as on 31<sup>st</sup> March 2019, CRISIL and ICRA have reaffirmed "A1+" for Short Term Rating. The ratings continue to reflect the Company's healthy and diversified business risk profile.

### EXPANSION PROJECTS / INITIATIVES

Your Company undertakes various projects at plant level for new as well as enhancement of capacity of existing project to cater the growing demand of industrial products. During the year under review, Bromine Line 2 project for enhancement of capacity from 10TPD to 20TPD & Refined Bi-carbonate project for 200TPD capacity, both at Kalatalav plant were commissioned in July 2018 & October 2018 respectively while project of Coal Fired Thermic Fluid in phase I to substitute natural gas and furnace oil at Alindra plant was commissioned in December 2018.

In addition, projects like, 100 TPD Purified Phosphoric Acid, Balancing Equipments and enhancement of capacity of Caustic Soda from 570TPD to 750TPD, all three at Kalatalav plant are under various stages of commissioning.

## **SUBSIDIARIES, ASSOCIATE COMPANIES AND JOINT VENTURE**

As of 31<sup>st</sup> March 2019, the Company has two wholly owned subsidiaries, four step down wholly owned subsidiaries, one indirect Associate Company and a Joint Venture.

Karnavati Holdings Inc. ("KHI"), USA (WOS of the Company), Searles Valley Minerals Inc. ("SVM"), USA (WOS of KHI) and Searles Domestic Water Company LLC, Trona Railway Company LLC & Searles Valley Minerals Europe (WOS of SVM), continued to be step down subsidiaries of the Company. In addition, FRM Trona Fuels LLC, USA is continued to be an associate of SVM.

During the year under review, Nuvoco Vistas Corporation Limited ("Nuvoco") continued to be wholly owned subsidiary of the Company and Wardha Valley Coal Field Private Limited was Joint Venture of Nuvoco. Rima Eastern Cement Limited, (WOS of Nuvoco) was struck off w.e.f. 5<sup>th</sup> December 2018.

After the closure of the financial year 2018-19, in pursuance to the approval granted by the members of the Company to sell entire 100% equity shareholding held by the Company in Nuvoco in one or more tranches, your Company has in first tranche sold 70% equity shares of Nuvoco to Niyogi Enterprise Pvt. Ltd, a promoter group company, on 30<sup>th</sup> April, 2019 and consequently, Nuvoco and Wardha Valley Coal Field Private Limited ceased to be a Wholly owned subsidiary / subsidiary and Joint Venture of the Company respectively from that date.

Pursuant to provisions of Section 129(3) of the Act, a statement containing salient features of the financial statements of the Company's subsidiaries, Associate and Joint Venture in Form AOC-1 is attached to the financial statements of the Company. Further, pursuant to the provisions of Section 136 of the Act, the financial statements of the Company, consolidated financial statements along with other documents required to be attached thereto and separate audited accounts in respect of subsidiaries, are available on the website of the Company.

## **SHARE CAPITAL**

As at 31<sup>st</sup> March, 2019, the paid up Equity Share Capital of the Company is ₹ 73.04 crore comprising of 146,075,130 Equity Shares of ₹ 5/- each. During the year under review, the Company has not issued shares or convertible securities or shares with differential voting rights nor has granted any stock options or sweat equity or warrants.

## **DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Your Directors expressed their sorrow on the sad demise of Shri Chinubhai R. Shah, Independent Director of the Company on 6<sup>th</sup> June, 2018. Your Directors pay tribute and place on record the invaluable contributions given by him during his tenure.

During the year under review on recommendation of Nomination and Remuneration Committee, the Board

- Re-appointed Shri Shailesh V. Sonara (DIN 06592025) as a whole time director designated as Director (Environment & Safety) for the period of five years w.e.f. 1<sup>st</sup> July 2018 which was approved by the shareholders on 21<sup>st</sup> September 2018.
- approved the change in designation of Shri Kaushikbhai N. Patel (DIN 00145086) from Non-Executive Director to an Independent Director for the period of five years effective from 10<sup>th</sup> May 2018, considering the eligibility criteria prescribed under section 149 (6) of the Companies Act, 2013, which was approved by the shareholders on 21<sup>st</sup> September 2018. However on receipt of declaration from him u/s 149 (7) of the Companies Act, 2013 for change in circumstances affecting his status as an Independent Director, the Board has re-changed his designation from Independent Director to Non-Executive Director effective from 17<sup>th</sup> October, 2018.

Pursuant to the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Shri Kaushikbhai N. Patel, Director of the Company, is liable to retire by rotation at the forthcoming Annual General Meeting and being eligible, has offered himself for re-appointment. Your directors recommend his re-appointment.

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All Independent Directors of the Company have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013. On the basis of those declarations, the Board confirms that the Independent Directors fulfill the conditions of independence specified in Section 149(6) of the Act.

Shri Manan Shah was appointed as the Chief Financial Officer (“CFO”) of the Company vice Shri Satish C. Shah, who resigned as CFO w.e.f. 20<sup>th</sup> August, 2018. There is no other change in Key Managerial Personnel during the year under review.

### **DIRECTORS’ RESPONSIBILITY STATEMENT**

Your Directors state that:

- a) in the preparation of the annual accounts the applicable accounting standards have been followed along with proper explanation relating to material departures for the year ended 31<sup>st</sup> March, 2019;
- b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;
- c) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors have prepared the annual accounts on a going concern basis;
- e) the directors have laid down internal financial control to be followed by the Company and such internal financial controls are adequate and operating effectively; and
- f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **NUMBER OF MEETINGS OF THE BOARD**

During the year under review five (5) meetings of Board of Directors were held on 10<sup>th</sup> May, 2018, 25<sup>th</sup> May, 2018, 10<sup>th</sup> August, 2018, 3<sup>rd</sup> November, 2018 and 14<sup>th</sup> February, 2019. The gap between two meetings did not exceed one hundred and twenty days.

### **COMMITTEES**

There are four Board Committees as on 31<sup>st</sup> March, 2019, which comprises three statutory committees and one other committee that have been formed, considering the needs of the Company. The statutory committees Viz. Audit Committee, Nomination and Remuneration Committee and Corporate Social Responsibility Committee were constituted by the Board in line with the provisions of the Companies Act, 2013, which functions according to their respective roles and defined scope. These Committees meet regularly to take necessary steps as may be required to perform duties entrusted to them.

The Board has constituted “Investment Committee of Directors” entrusted with clearly defined roles and powers with specified limits mainly relating to borrow / invest funds, to grant / avail loan, to provide security etc. This committee comprises of Shri Rakesh K. Patel, Shri Hiren K. Patel, Shri Shailesh V. Sonara and Shri Kaushikbhai N. Patel, Directors as members.

The Board takes note of the decisions and discussions held at the various committee meetings. The Minutes of the Committee Meetings were placed before the Board for review and noting. The Company Secretary acts as a Secretary to all these committees.

#### **Audit Committee:**

Audit Committee comprises of Shri Kaushikbhai N. Patel, Director as Chairman and Shri Vijay R. Shah and Smt. Purvi A. Pokhariyal, Directors as members.

After closure of the given financial year, the Audit Committee was re-constituted on 29<sup>th</sup> April, 2019 in which Shri Shailesh V. Sonara, Director (Environment & Safety) was appointed vice Shri Kaushikbhai N. Patel since he is travelling abroad for few months. The reconstituted Audit Committee comprised of Shri Vijay R. Shah, Chairman, Smt. Purvi A. Pokhariyal, Member and Shri Shailesh V. Sonara, Member.

The Audit Committee held five meetings on 10<sup>th</sup> May, 2018, 25<sup>th</sup> May, 2018, 10<sup>th</sup> August, 2018, 3<sup>rd</sup> November, 2018 and 14<sup>th</sup> February, 2019 during the year under review and the gap between two meetings did not exceed one hundred and twenty days.

The role of the Audit Committee has been defined by the Board in pursuance to the provisions of section 177 of the Companies Act, 2013 which was modified in line with amendments in the applicable regulation issued by Securities and Exchange Board of India. The Audit Committee inter alia performs the functions of examination of the financial statements & auditors' report thereon, approval of transactions with related parties, evaluation of internal financial controls and risk management system, recommendation to Board for appointment/remuneration/terms of appointment of auditors & review effectiveness of audit process and review compliance with the provisions of SEBI (Prohibition of Insider Trading) Regulations.

Further, during the year under review, all recommendations made by the Audit Committee have been accepted by the Board.

There was no instance of fraud which required the Statutory Auditors to report to the Audit Committee and / or Board under Section 143(12) of Act and Rules framed thereunder during the year.

#### **Nomination and Remuneration Committee:**

The Nomination and Remuneration Committee comprises of Shri Kaushikbhai N. Patel, Director as Chairman and Shri Vijay R. Shah and Smt. Purvi A. Pokhariyal, Directors as members.

The Nomination and Remuneration Committee held two meetings on 10<sup>th</sup> May, 2018 and 3<sup>rd</sup> November, 2018 during the year under review.

The terms of the reference of the Nomination and Remuneration Committee inter alia includes, to formulate criteria for determining qualifications, positive attributes and independence of a Director; to identify persons qualified to become Directors, appoint any persons in Senior Management and to recommend to the Board their appointment/removal; to specify the manner for effective evaluation of performance of Board, its Committees and Individual Directors and to review its implementation & compliance and to recommend to the Board the Policy relating to remuneration of Directors, Key Managerial Personnel & other employees.

#### **The salient features of the Nomination and Remuneration Policy and changes therein:**

The Board of Directors has approved the Nomination and Remuneration policy of the Company on recommendation of Nomination and Remuneration Committee. The said policy has been amended consequent to bring it in line with the amendments to Section 178 of Companies Act, 2013.

The objective of the Company's Nomination and Remuneration Policy includes and continue to ensure that level and composition of remuneration is reasonable and sufficient to attract and motivate Directors, Key Managerial Personnel of the Company. It also ensures balance between fixed and incentive pay for remuneration to Directors, key managerial personnel and senior management, reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

The salient features of the policy *inter alia* include:

- the role of the Committee to formulate criteria for determining qualifications, positive attributes and independence of director, to identify persons qualified to become directors, senior management & recommend their appointment and removal to the Board and also to recommend policy relating to remuneration of Directors, Key Managerial Personnel and Other Employees;
- Term and Tenure for Managing Director, Whole Time Directors and Independent Directors
- Policy for remuneration to Director, Key Managerial Personnel and Senior Management

The Nomination and Remuneration Policy of the Company is available on the website of the Company viz. [www.nirma.co.in](http://www.nirma.co.in).

#### **Corporate Social Responsibility Committee**

The Corporate Social Responsibility Committee comprises of Shri K. K. Patel, as Chairman and Shri Pankaj R. Patel and Shri Hiren K. Patel as members.

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The Corporate Social Responsibility Committee held two meetings on 25<sup>th</sup> May, 2018 and 3<sup>rd</sup> November, 2018 during the year under review.

### **PERFORMANCE EVALUATION**

In pursuance to the provisions of the Companies Act, 2013, one of the key responsibilities of the Board and the Nomination & Remuneration Committee includes evaluation of performance of the Board, Committees of the Board and individual performance of each Director including the Chairman.

The Nomination and Remuneration Committee has carried out annual evaluation of the performance of the Board, its Committees and of individual director in line with the criteria and manner for effective performance evaluation specified by the Committee. The parameters of the performance evaluation for Directors includes, experience, competency, commitment, contribution and fulfillment of functions etc. The performance evaluation for year under review was carried out after taking into consideration the various aspects including structure, functioning, management and meetings of the Board, composition of Committees and fulfillment of specific duties, obligations assigned to it. The report of manner of performance evaluation as carried out by the Committee was discussed and noted by the Board and expressed their satisfaction with the evaluation process.

In separate meeting of Independent Directors, performance of Non-Independent Directors and performance of the Board as a whole including its committees and also the performance of the chairman was evaluated, after considering the views of executive directors and non-executive directors.

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

The particulars as required u/s. 134(3)(m) of the Companies Act, 2013, read with Rule 8 (3) of The Companies (Accounts) Rules, 2014, relating to conservation of energy, technology absorption and foreign exchange earnings and outgo is annexed as Annexure - I and forms part of this Report.

### **AUDITOR & AUDITORS' REPORT**

M/s. Rajendra D. Shah & Co., Chartered Accountants has been appointed as Auditors for a period of 5 years commencing from the conclusion of 37<sup>th</sup> AGM till the conclusion of the 42<sup>nd</sup> AGM by the members of the Company at its 37<sup>th</sup> Annual General Meeting held on 1<sup>st</sup> September, 2017. The Auditors have confirmed that they met the criteria specified in the Companies Act, 2013 and rules framed thereunder and are not disqualified from continuing as Auditors of the Company.

The Auditors' Report for the financial year ended 31<sup>st</sup> March, 2019 on the financial statements of the Company is forming a part of this Annual Report. The Auditors' report does not contain any qualifications, reservations, or adverse remarks. The Notes on Financial Statements referred to Auditor's Report are self-explanatory and do not call for any further comments.

### **SECRETARIAL AUDITOR & AUDIT REPORT**

M/s. Rachchh and Rachchha, Company Secretary in practice who was appointed as the Secretarial Auditor for previous year, intimated that they are not in a position to accept the appointment as Secretarial Auditor for FY 2018-19, on account of their other engagements. Your Company has appointed M/s Kashyap R. Mehta & Associates, Practicing Company Secretaries (Firm Registration No. S2011GJ166500), to undertake the Secretarial Audit of your Company for the financial year 2018-19 in pursuance to the provisions of section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in place of M/s. Rachchh and Rachchha.

The Secretarial Audit Report is annexed as Annexure II and forms an integral part of this report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

### **COST AUDITOR**

Your Company is required to maintain cost records as per the requirements of the Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, and accordingly, such accounts and records are made and maintained in prescribed manner. On the recommendation of Audit Committee, the Board of Directors have appointed Shri Bhalchandra C. Desai, Cost Accountants, (Firm Registration no. 100029) as the Cost Auditor to conduct the audit of cost records for the financial year 2019-20.

As required under the Act and Rules made thereunder, the resolution pertaining to remuneration payable to the Cost Auditors, as approved by the Board, shall forms part of the Notice convening the Annual General Meeting for ratification by members.

### **EXTRACT OF ANNUAL RETURN**

Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of Annual Return is annexed herewith as Annexure - III as a part to this Report and also available on the website of the Company at [www.nirma.co.in](http://www.nirma.co.in) .

### **PARTICULARS OF EMPLOYEES**

Disclosure under Section 197 of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended 31<sup>st</sup> March, 2019 are annexed herewith as Annexure - IV as a part to this Report.

Disclosure under Section 197 of the Companies Act, 2013 read with Rule 5(2) & 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) for the year under review is not forming part of this report. In terms of Section 136 of the Act, the said disclosure is open for inspection at the Registered Office of the company before and up to the date of the ensuing Annual General Meeting during the business hours on working days. Any shareholder interested in obtaining a copy of the same may write to the Company.

### **SECRETARIAL STANDARD**

The proper systems to ensure compliance with the provisions of applicable Secretarial Standards issued by the Institute of Company Secretaries of India has been devised and that the Company has complied with the such applicable Secretarial Standards.

### **VIGIL MECHANISM**

In pursuance to provisions of Section 177 (9) and (10) of the Companies Act, 2013 read with rules framed there under, the Company has framed a Vigil Mechanism with an aim to allow and encourage employees and directors to report genuine concerns. It provides for adequate safeguards against victimization of persons who use such mechanism to report genuine concerns. It provides direct access to the higher levels or to the Chairman of Audit Committee in exceptional cases. No complaint reported during the year under Vigil mechanism. The Audit Committee of the Company oversees the functioning of this policy. The Company has a whistle-blower policy to enable employees to report instances of leak of unpublished price sensitive information.

In compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, Internal Complaints Committees have also been set up to redress any complaints received related to sexual harassment of women at the workplace. During the year under review, no complaint was reported under the policy framed under this Act.

### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS BY THE COMPANY**

In pursuance to the provisions of section 186 of the Companies Act, 2013, particulars of Loans given, Investments made and Guarantees given or security provided, are given in the notes to Financial Statements.

### **RELATED PARTY TRANSACTIONS**

During the financial year under review, the transactions that were entered into with related parties were on an arm's length basis and in the ordinary course of business. Material transaction with related party entered during the year under review is disclosed in form AOC 2 as Annexure V to this report.

All Related Party Transactions were placed before the Audit Committee for review & approval and also before the Board for approval, wherever required. Within the limits authorized by the Board, the Audit Committee has granted its prior Omnibus approval on a yearly basis for the related party transactions which are foreseeable and repetitive in nature. A statement giving details of all related party transactions was placed before the Audit Committee and the Board of Directors on a quarterly basis for review and noting. The related party transactions as are required under Indian Accounting Standard-24 are set out in the notes to the financial statements.

# Nirma Limited

## RISK MANAGEMENT & INTERNAL CONTROL

Risk Management refers to the practice of identifying potential risks in advance, analyzing them and taking precautionary steps to reduce/curb the risk. Your Company has established framework in place to ensure appropriate identification and mitigation of risks which being monitored on a continuous basis. Your Company assessing and controlling the strategic, business and operational risks which are significant in terms of their impact to the overall objectives of the Company.

Internal Audit Department of the Company continuously review the adequacy and effectiveness of the internal control systems including continuous oversight on financial and accounting areas. The recommendations and observations of Internal Audit Department are regularly reviewed by the Audit Committee to ensure effective internal control. The Audit Committee of the Company evaluates periodically Internal Financial Control and Risk Management system in light of Company's Risk Profile. The Company has adequately insured its assets against various risks. The Company has in place a data protection system equipped with information system software.

## CORPORATE SOCIAL RESPONSIBILITY (CSR)

Your Company has a Corporate Social Responsibility Committee of Directors and CSR Policy, in accordance with the provisions of Section 135 of the Companies Act, 2013 and the rules framed thereunder.

The CSR activities of your Company were under the thrust areas of Promoting education, Healthcare, rural development and Animal Welfare etc. Company's CSR Policy statement and annual report on the CSR activities undertaken during the financial year ended 31<sup>st</sup> March, 2019 is set out in Annexure VI and forms an integral part of this report. The CSR Policy of the Company is available on the website of the Company at [www.nirma.co.in](http://www.nirma.co.in).

## CONSOLIDATED FINANCIAL STATEMENT

The Consolidated Financial Statements of the Company are prepared in accordance with applicable Indian Accounting Standards and forms an integral part of this Report.

In accordance with Section 129(3) of the Companies Act, 2013 read with rules framed thereunder and relevant Indian Accounting Standards as applicable, the Company has prepared Consolidated Financial Statements of the Company, its subsidiaries and Associate which form part of this Annual Report.

## DEPOSITS

In pursuance to the provisions of Section 73 / 76 of the Companies Act, 2013, the Company has not accepted any Deposit during the year under review. No amount was outstanding towards unclaimed deposit as on 31<sup>st</sup> March, 2019.

However, the Company has received a loan of ₹ 31.05 crore from Promoter Directors from time to time during the year @ 8% interest p.a. to meet the timely business requirements of the Company which has been repaid during the year under review. The promoter Directors have furnished a declaration in writing to the effect that the amount was not been given out of funds acquired by them by borrowing or accepting loan or deposits from others.

## ACKNOWLEDGEMENT

Your Directors place on record their appreciation for assistance and co-operation received from all lenders, government authorities, customers, vendors and members. Your directors would also like to express their appreciation for the commitment and contribution of its employees during the year.

For and on behalf of the Board

Place: Ahmedabad  
Date: 22<sup>nd</sup> May, 2019

Dr. K. K. Patel  
(DIN 00404099)  
Chairman

**ANNEXURE - I****PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO REQUIRED UNDER THE COMPANIES (ACCOUNTS) RULES, 2014****(A) Conservation of Energy:**

## i) Steps taken for conservation of energy:

Adopting energy conservation is premier tool for sustainability of every industry. Company has taken all necessary steps towards the conservation of energy on continuous basis and implemented across manufacturing locations. The Company continuously improving energy efficiency through optimisation of operation thereby reducing energy cost. Your Company has continued to update different energy conservation method updated by periodical energy audit conducted internally by plant as well as third party. Some of the specific measures undertaken by the Company in this direction are as follows: -

- Continued the energy conservation by way of using the rain water harvesting pond water (till available) in process as well as for greenbelt development in the plant for conserving the energy of pumping the sea water/ground water.
- Reduced the auxiliary power/electricity consumption by continued usage of energy efficient equipment and machineries viz. VFD in motors, low NOx burner for reduction of NOx and thermal energy, energy efficient lightings (like LED).
- Efficient use of energy by installing multistage Pre-heater/ Pre-calcinator kilns significantly reduce the fuel (i.e. coal / alternate fuel) requirements.
- Training, awareness and motivational program have been conducted for awareness of conservation of energy.

## ii) Steps taken for utilizing alternate sources of energy:

There are four major alternate sources of energy, which are wind energy, solar energy, hydro energy and biomass energy. Key steps taken for utilizing alternate sources of energy: -

- Continue usage of Wind Mill Energy as alternative source for electricity by developing 5.7 MW wind mill farm at village – Dhank, Dist. Rajkot and utilizing the same in Mandali plant.
- Continue use of substituted thermal energy of kiln by using alternative fuel and conserve fossil fuel.
- Generation of power by 6 MW Waste Heat Recovery (WHR) power plant through waste heat recovery through clinker cooler and preheater.
- Continue use of Solar Energy based lightning arrangement in plant premises area, residential township area and plant surrounding habitats.

## iii) Capital investment on energy conservation equipment:

Nil

**(B) Technology Absorption:**

## i) Efforts made towards technology absorption:

The Company continued to use latest technology in its existing projects and production process of Soda Ash, Vacuum salt, Solar salt, Caustic Soda, Fatty Acid, Toilet Soap, LAB and bromine for which the technology and equipment are partly imported from Netherlands, Germany, Italy, USA. In ongoing new projects of Sodium Bicarbonate and Phosphoric Acid, the technology and equipment are partly imported from Ukraine and Israel respectively.

## ii) The benefits derived like product improvement, cost reduction, product development or import substitution:

Above technologies are proven globally and environmental friendly having higher product yield and less waste generation in all manner. Other benefits are:

## Nirma Limited

- Improvement in equipment efficiency and in productivity
  - Conservation of energy and natural resources, environment by minimization and utilization of waste
  - Improves product quality
  - Reduction of cost
  - Improves solubility and preferred for liquid detergents also
  - Higher biodegradability
- iii) Information regarding imported technology (imported during the last three years reckoned from the beginning of the Financial Year):
- TBT (Tenova Bateman Technology) Process for purified phosphoric acid from Israel in FY 2018-19, plant is under construction.
  - To develop Basic engineering package for refined sodium bicarbonate from Ukarin in FY 2015-16. Plant already commissioned.
  - To develop basic engineering package for Bromine from Germany, in FY 2015-16 and in 2018-19, Technology is fully absorbed.
- iv) Expenditure incurred on R&D:
- No Specific expenditure including capital and revenue expenditure was incurred on R & D.

### (C) Foreign Exchange Earnings and Outgo:

(₹ in crore)

Particulars	2018-19	2017-18
Foreign Exchange Earned in terms of actual inflows	134.84	172.66
Foreign Exchange outgo in terms of actual outflows	643.50	755.90

For and on behalf of the Board

Place: Ahmedabad  
Date: 22<sup>nd</sup> May, 2019

**Dr. K. K. Patel**  
(DIN 00404099)  
Chairman

ANNEXURE - II

FORM NO. MR-3

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2019**

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

To,

The Members,

**Nirma Limited**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Nirma Limited [CIN: U24240GJ1980PLC003670] ('hereinafter called the Company') having Registered Office at Nirma House, Ashram Road, Ahmedabad- 380 009, Gujarat. The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2019 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 – Not applicable as the Equity shares of the Company are not listed during audit period
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 – Not applicable as the Company has not issued any further share capital during the audit period
  - (d) Securities And Exchange Board Of India (Share Based Employee Benefits) Regulations, 2014 – Not applicable during the audit period
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client – Not applicable as the Company is not registered as Registrar to Issue and Share transfer agent during audit period
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - Not applicable during the audit period

## Nirma Limited

- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - Not applicable during the audit period; and

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

- (i) Secretarial Standards (SS-1 & SS-2) issued by The Institute of Company Secretaries of India
- (ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 to the extent applicable to only debt securities

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that as confirmed and certified by the management of the Company, following laws are specifically applicable to the Company based on the Sectors/ Businesses:

1. Explosive Act, 1884
2. Drugs and Cosmetics Act, 1940
3. Petroleum Act, 1934
4. Mines Act, 1952
5. Food Safety and Standards Act, 2006
6. The Environment (Protection ) Act, 1986 and
7. The Electricity Act, 2003

For the compliances of Labour Laws, Environmental Laws & other General Laws, our examination and reporting is based on the information and explanations as provided to us, by the officers and management of the Company and to the best of our judgment and understanding of the applicability of the different enactments upon the Company, in our opinion there are adequate systems and processes exist in the Company to monitor and ensure compliance with applicable General laws and Labour Laws.

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 the statutory financial auditor and other designated professionals.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the 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.

All decisions at Board meetings and Committee meetings have been carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be. There were no dissenting views on any matter.

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

We further report that during the audit period the Company has duly passed a Special Resolution pursuant to the provisions of Section 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and other applicable laws at the 38<sup>th</sup> Annual General Meeting held on 21<sup>st</sup> September, 2018 for re-appointment of Shri Shailesh V. Sonara as Whole time Director designated as Director (Environment & Safety) for a period of 5 years.

We further report that during the audit period:

- a) the Company has redeemed its Secured Listed Rated Redeemable Non Convertible Debentures Series I & II ('NCDs') [listed on Wholesale Debt Market ('WDM') segment of National Stock Exchange of India



Limited ('NSE')] total amounting to ₹990 crores in the month of September, 2018 and has made necessary compliances to the stock exchange and has complied with the necessary formalities and procedures thereof;

- b) the Board of Directors, subject to necessary approval of members and statutory authorities, have decided to demerge Cement Division into Nuvoco Vistas Corporation Limited (wholly owned subsidiary of the Company).

FOR KASHYAP R. MEHTA & ASSOCIATES  
COMPANY SECRETARIES  
FRN: S2011GJ166500

Place: Ahmedabad  
Date: 22<sup>nd</sup> May, 2019

**KASHYAP R. MEHTA**  
PROPRIETOR  
FCS-1821 : COP-2052

Note: This report is to be read with our letter of even date which is annexed as **Annexure 1** and forms an integral part of this report.

# Nirma Limited

Annexure - 1

To,  
The Members,  
**Nirma Limited**

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

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

FOR KASHYAP R. MEHTA & ASSOCIATES  
COMPANY SECRETARIES  
FRN: S2011GJ166500

Place: Ahmedabad  
Date: 22<sup>nd</sup> May, 2019

**KASHYAP R. MEHTA**  
PROPRIETOR  
FCS-1821 : COP-2052

**ANNEXURE - III  
EXTRACT OF ANNUAL RETURN**

**As on the financial year ended on 31<sup>st</sup> March, 2019**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

1	CIN	U24240GJ1980PLC003670
2	Registration Date	25.02.1980
3	Name of the Company	Nirma Limited
4	Category/ Sub-category of the Company	Public Company /Limited by Shares
5	Address of the Registered Office & Contact details	Nirma House, Ashram Road, Ahmedabad-380009, Gujarat Tel: 079-27546565, 27549000 Fax: 079-27546603
6	Whether Listed Company	Yes, only Debt securities are listed
7	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited For Equity Shares: 5 <sup>th</sup> floor, 506 to 508, Amarnath Business Centre-1, Off C G Road, Ellisbridge, Ahmedabad-380006. Contact No. 079 - 2646 5179 Email : ahmedabad@linkintime.co.in  For Debt Securities: 247 Park, C-101 L.B.S. Marg Vikhroli (West), Mumbai 400083 Tel No.: +91 22 4918 6000 Email: ganesh.jadhav@linkintime.co.in

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

(All the business activities contributing 10% or more of the total turnover of the Company shall be stated)

Sr.	Name and Description of main products / services	NIC Code of the product / service	% of total turnover of the Company
1	Soda Ash	20119	36.04
2	Detergent	20233	17.03
3	Caustic Soda	20119	10.27

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sr.	Name and Address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of Shares held	Applicable Section
1	Nuvoco Vistas Corporation Limited* (formerly known as Lafarge India Ltd) Equinox Business Park, Tower 3, East Wing, 4 <sup>th</sup> Floor, LBS Road, Kurla (W) Mumbai, Maharashtra – 400070, India	U26940MH1999PLC118229	Subsidiary	100%	2(87)
2	Rima Eastern Cement Limited** (formerly known as Lafarge Eastern India Ltd) Equinox Business Park, Tower 3 East Wing, 4 <sup>th</sup> Floor, LBS Marg, Kurla Mumbai, Maharashtra-400070, India	U36900MH2015PLC263181	Subsidiary	100%	2(87)
3	Karnavati Holding Inc., USA	N.A	Subsidiary	100%	2(87)
4	Searles Valley Minerals Inc., USA	N.A	Subsidiary	100%	2(87)
5	Searles Valley Minerals Europe, France	N.A	Subsidiary	100%	2(87)
6	Searles Domestic Water Company LLC, USA	N.A	Subsidiary	100%	2(87)
7	Trona Railway Company LLC, USA	N.A	Subsidiary	100%	2(87)
8	FRM Trona Fuels LLC, USA	N.A	Associate	49%	2(6)
9	Wardha Vaalley Coal Field Private Limited* A-23 New Office Complex, Defence Colony, New Delhi, India - 110024	U10300DL2010PTC197802	Joint Venture	19.14	2(6)

\*ceased as subsidiary/Joint Venture w.e.f 30.04.2019

\*\* Struck off w.e.f. 05.12.2018.

# Nirma Limited

## IV. SHAREHOLDING PATTERN

### i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (As on 1 <sup>st</sup> April, 2018)				No. of Shares held at the end of the year (As on 31 <sup>st</sup> March, 2019)				% of 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	83854792	4914	83859706	57.41	146075130	0	146075130	100.00	42.59
b) Central Govt.	0	0	0	0	0	0	0	0	0.00
c) State Govt.	0	0	0	0	0	0	0	0	0.00
d) Bodies Corp.	0	0	0	0	0	0	0	0	0.00
e) Banks / FIs	0	0	0	0	0	0	0	0	0.00
f) any other*	62215424	0	62215424	42.59	0	0	0	0	(42.59)
<b>Sub-total (A)(1)</b>	<b>146070216</b>	<b>4914</b>	<b>146075130</b>	<b>100.00</b>	<b>146075130</b>	<b>0</b>	<b>146075130</b>	<b>100.00</b>	<b>0.00</b>
<b>(2) Foreign</b>									
a) NRIs Individuals	0	0	0	0	0	0	0	0	0.00
b) other Individuals	0	0	0	0	0	0	0	0	0.00
c) Bodies Corp.	0	0	0	0	0	0	0	0	0.00
e) Banks / FIs	0	0	0	0	0	0	0	0	0.00
f) any other	0	0	0	0	0	0	0	0	0.00
<b>Sub-total (A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
<b>Total Shareholding of Promoter (A)= (A)(1)+ (A)(2)</b>	<b>146070216</b>	<b>4914</b>	<b>146075130</b>	<b>100.00</b>	<b>146075130</b>	<b>0</b>	<b>146075130</b>	<b>100.00</b>	<b>0.00</b>
<b>B. Public Shareholding</b>									
<b>(1) Institutions</b>									
a) Mutual funds	0	0	0	0	0	0	0	0	0.00
b) Banks / FIs	0	0	0	0	0	0	0	0	0.00
c) Central Govt.	0	0	0	0	0	0	0	0	0.00
d) State Govt.	0	0	0	0	0	0	0	0	0.00
e) Venture Capital Fund	0	0	0	0	0	0	0	0	0.00
f) Insurance Cos.	0	0	0	0	0	0	0	0	0.00
g) FIs	0	0	0	0	0	0	0	0	0.00
h) Foreign venture capital funds	0	0	0	0	0	0	0	0	0.00
i) others	0	0	0	0	0	0	0	0	0.00
<b>Sub-total (B)(1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
<b>(2) Non Institutions</b>									
a) Bodies Corp.									
i) Indian	0	0	0	0	0	0	0	0	0.00
ii) Overseas	0	0	0	0	0	0	0	0	0.00
B) Individuals									0.00
i) Individual Shareholders holding nominal share capital upto ₹ 2 Lac	0	0	0	0	0	0	0	0	0.00
ii) Individual Shareholders holding nominal share capital in excess of ₹ 2 Lac	0	0	0	0	0	0	0	0	0.00
c) others	0	0	0	0	0	0	0	0	0.00
<b>Sub-total (B)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
<b>C. Shares held by custodian for GDRs and ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
<b>Grand Total (A+B+C)</b>	<b>146070216</b>	<b>4914</b>	<b>146075130</b>	<b>100.00</b>	<b>146075130</b>	<b>0</b>	<b>146075130</b>	<b>100.00</b>	<b>0.00</b>

\* shares held as Trustee of Trusts.

**ii) Share Holding of Promoters**

Sr.	Shareholders Name	Shareholding at the beginning of the year (As on 1 <sup>st</sup> April, 2018)			Shareholding at the end of the year (As on 31 <sup>st</sup> March, 2019) <sup>1</sup>			% of change in shareholding during the year
		No. of Shares*	% of total shares of the Co	% of Shares pledge / encumbered to total shares	No. of Shares	% of total shares of the Co	% of Shares pledge / encumbered to total shares	
1	Karsanbhai K. Patel	56765225	38.86	0	44701675	30.60	0	(8.26) <sup>1</sup>
2	Rakesh K. Patel	34744124	23.78	0	28668905	19.63	0	(4.15) <sup>1</sup>
3	Hiren K. Patel	26947180	18.45	0	29145709	19.95	0	1.50 <sup>1</sup>
4	Shantaben K. Patel	27618401	18.91	0	41451261	28.38	0	9.47 <sup>1</sup>
5	Keyuriben R. Patel	100	0.00	0	1143200	0.78	0	0.78 <sup>1</sup>
6	Rajalben H. Patel	100	0.00	0	964280	0.66	0	0.66 <sup>1</sup>
7	Dhruvil H. Patel	0	0.00	0	100	0.00	0	0 <sup>2</sup>
Total		146075130	100.00	0	146075130	100.00	0	

<sup>\*</sup>including shares held jointly and / or as Trustee of Trusts

<sup>1</sup> Allocation of shares to beneficiaries of Trusts

<sup>2</sup> Negligible

**iii) Change in Promoters' Share Holding**

Sr.	Particulars	Shareholding at the beginning of the year (As on 1 <sup>st</sup> April, 2018)		Date	Increase / (Decrease) during 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	Karsanbhai K. Patel	56765225	38.86			56765225	38.86
				07.09.2018	(22066800) <sup>1</sup>	34698425	23.75
				07.09.2018	10003250 <sup>1</sup>	44701675	30.60
		At the end of the year 31 <sup>st</sup> March, 2019					44701675
2	Shantaben K. Patel	27618401	18.91			27618401	18.91
				07.09.2018	13832860 <sup>1</sup>	41451261	28.38
					At the end of the year 31 <sup>st</sup> March, 2019		
3	Rakesh K. Patel	34744124	23.78			34744124	23.78
				07.09.2018	(24007800) <sup>1</sup>	10736324	7.35
				07.09.2018	18068205 <sup>1</sup>	28804529	19.72
				10.01.2019	(135624) <sup>2</sup>	28668905	19.63
		At the end of the year 31 <sup>st</sup> March, 2019					28668905
4	Hiren K. Patel	26947180	18.45			26947180	18.45
				07.09.2018	(16005200) <sup>1</sup>	10941980	7.49
				07.09.2018	18068205 <sup>1</sup>	29010185	19.86
				19.09.2018	(100) <sup>3</sup>	29010085	19.86
	10.01.2019	135624 <sup>4</sup>	29145709	19.95			
	At the end of the year 31 <sup>st</sup> March, 2019					29145709	19.95
5	Keyuriben R. Patel	100	0.00			100	0.00
				07.09.2018	1143100 <sup>1</sup>	1143200	0.78
					At the end of the year 31 <sup>st</sup> March, 2019		
6	Rajalben H. Patel	100	0.00			100	0.00
				07.09.2018	964180 <sup>1</sup>	964280	0.66
					At the end of the year 31 <sup>st</sup> March, 2019		
7	Dhruvil H. Patel	0	0.00			0	0.00
				19.09.2018	100 <sup>3</sup>	100	0.00 <sup>5</sup>
					At the end of the year 31 <sup>st</sup> March, 2019		

<sup>\*</sup>includes shares held as Trustee of Trusts

<sup>1</sup> Allocation of shares to beneficiaries of Trusts; <sup>2</sup> Sale; <sup>3</sup> Transfer on Gift; <sup>4</sup> Purchase; <sup>5</sup> Negligible

## Nirma Limited

### iv) Shareholding pattern of top ten shareholders (other than Directors, Promoters and holders of GDRs and ADRs)

Sr.	Particulars	Shareholding at the beginning of the year (As on 1 <sup>st</sup> April, 2018)		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
Not Applicable					

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

Sr.	Particulars	Shareholding at the beginning of the year (As on 1 <sup>st</sup> April, 2018)		Date	Increase / (Decrease) during 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
<b>A. Directors and Key Managerial Personnel</b>							
1	Karsanbhai K. Patel	56765225	38.86			56765225	38.86
				07.09.2018	(22066800) <sup>1</sup>	34698425	23.75
				07.09.2018	10003250 <sup>1</sup>	44701675	30.60
	At the end of the year 31 <sup>st</sup> March, 2019						44701675
2	Rakesh K. Patel	34744124	23.78			34744124	23.78
				07.09.2018	(24007800) <sup>1</sup>	10736324	7.35
				07.09.2018	18068205 <sup>1</sup>	28804529	19.72
				10.01.2019	(135624) <sup>2</sup>	28668905	19.63
	At the end of the year 31 <sup>st</sup> March, 2019						28668905
3	Hiren K. Patel	26947180	18.45			26947180	18.45
				07.09.2018	(16005200) <sup>1</sup>	10941980	7.49
				07.09.2018	18068205 <sup>1</sup>	29010185	19.86
				19.09.2018	(100) <sup>3</sup>	29010085	19.86
	10.01.2019	135624 <sup>4</sup>	29145709	19.95			
At the end of the year 31 <sup>st</sup> March, 2019						29145709	19.95

\*Includes shares held as Trustee of Trusts

<sup>1</sup> Allocation of shares to beneficiaries of Trusts; <sup>2</sup> Sale; <sup>3</sup> Transfer on Gift; <sup>4</sup> Purchase

\$ Other than above Directors, no other Director and KMP hold any shares in the Company.

There has been no change in the shareholding of the Directors / Key Managerial Personnel during the year except as mentioned above.

## V. INDEBTEDNESS

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

(₹ in crore)

Particulars	Secured Loans excl. deposits	Unsecured Loans	Deposits*	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
1. Principal Amount	3882.86	1487.26	147.25	5517.37
2. Interest due but not paid	0	0	0	0
3. Interest accrued but not due	59.95	116.14	0	176.09
<b>Total (1+2+3)</b>	<b>3942.81</b>	<b>1603.40</b>	<b>147.25</b>	<b>5693.46</b>
<b>Change in Indebtedness during the financial year</b>				
Addition	860.36	1.89	0	862.25
Reduction	1097.24	0	68.85	1166.09
Net Change	-236.88	1.89	-68.85	-303.84
<b>Indebtedness at the end of the financial year</b>				
1. Principal Amount	3684.98	1497.81	78.40	5261.19
2. Interest due but not paid	0	0	0	0
3. Interest accrued but not due	20.95	107.48	0	128.43
<b>Total (1+2+3)</b>	<b>3705.93</b>	<b>1605.29</b>	<b>78.40</b>	<b>5389.62</b>

\* Trade Deposits includes interest accrued but not paid.

**VI. REMUNERATION OF THE DIRECTORS AND KEY MANAGERIAL PERSONNEL**
**A. Remuneration to Managing Director, Whole Time Directors and / or Manager**

(₹ in crore)

Sr.	Particulars of Remuneration	Name of MD / WTD / Manager		Total Amount
		Managing Director	Whole Time Director (Designated as Director Environment and Safety)	
		Shri Hiren K. Patel	Shri Shailesh V. Sonara	
1	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	1.80	0.16	1.96
	(b) Value of Perquisites u/s 17(2) of the Income Tax Act, 1961	1.38	Nil	1.38
	(c) Profits in lieu of salary u/s 17(3) of the Income Tax Act, 1961	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission	Nil	Nil	Nil
5	Others	0.47	0.05	0.52
	<b>Total (A)</b>	<b>3.65</b>	<b>0.21</b>	<b>3.86</b>
	Ceiling as per the Act	₹ 83.62 crore being 10% of Net Profit of the Company calculated as per Section 198 of the Companies Act, 2013.		

**B. Remuneration to other Directors**

(Amount in ₹)

Sr.	Particulars of Remuneration	Name of Directors				Total Amount
		Shri Pankaj R. Patel	Shri Chinubhai R. Shah (upto 06.06.2018, cessation due to death)	Shri Vijay R. Shah	Smt. Purvi A. Pokhariyal	
1	Name of Independent Directors					
	Fees for attending Board / Committee meetings	50,000	Nil	1,60,000	1,60,000	3,70,000
	Commission	Nil	Nil	Nil	Nil	Nil
	Others	Nil	Nil	Nil	Nil	Nil
	<b>Total (1)</b>	<b>50,000</b>	<b>Nil</b>	<b>1,60,000</b>	<b>1,60,000</b>	<b>3,70,000</b>
2	Other Non-Executive Directors	Shri Karsanbhai K. Patel	Shri Rakesh K. Patel	Shri Kaushikbhai N. Patel		<b>Total Amount</b>
	Fees for attending Board / Committee meetings	1,25,000	1,25,000	1,30,000		3,80,000
	Commission	Nil	Nil	Nil		Nil
	Others	43,001	49,246	Nil		92,247
	<b>Total (2)</b>	<b>1,68,001</b>	<b>1,74,246</b>	<b>1,30,000</b>		<b>4,72,247</b>
	<b>Total (1+2)</b>					<b>8,42,247</b>
	Overall ceiling as per the Act	₹ 8.36 crore being 1% of Net Profit of the Company calculated as per Section 198 of the Companies Act, 2013.				

# Nirma Limited

## C. Remuneration to Key Managerial Personnel other than MD/ WTD / Manager

(₹ in crore)

Sr.	Particulars of Remuneration	Name of key Managerial Personnel			Total Amount
		CFO		Company Secretary	
		Shri Satish C. Shah (upto 20.08.2018)	Shri Manan N. Shah (w.e.f. 20.08.2018)	Shri Paresh B. Sheth	
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	0.15	0.26	0.37	0.78
	(b) Value of Perquisites u/s 17(2) of the Income Tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary u/s 17(3) of the 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
5	Others	0.02	0.03	0.09	0.14
	Total	0.17	0.29	0.46	0.92

## VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority (RD / NCLT/ Court)	Appeal made, if any (Give Details)
A. Company					
Penalty			Nil		
Punishment					
Compounding					
B. Directors					
Penalty			Nil		
Punishment					
Compounding					
C. Other Officers in default					
Penalty			Nil		
Punishment					
Compounding					

For and on behalf of the Board

Place: Ahmedabad  
Date: 22<sup>nd</sup> May, 2019

**Dr. K. K. Patel**  
(DIN 00404099)  
Chairman

**ANNEXURE - IV**
**Disclosure of remuneration of employees under Section 197 of the Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.**

- I. Ratio of remuneration of each director to the median remuneration of the employees of the company for the year 2018-19 and the percentage increase in remuneration of each Director, CFO, CS in the financial year 2018-19

Name of the Director	Ratio of remuneration of each Director to median remuneration of the employees for FY 2018-19	% Increase in Remuneration of each Director, CFO, CS in FY 2018-19
Shri. Hiren K. Patel	119.64	32.79 <sup>§</sup>
Shri Shailesh V. Sonara	6.88	18.40
Shri K. K. Patel	0.14	N.A. <sup>#</sup>
Shri Rakesh K. Patel	0.16	N.A. <sup>#</sup>
Shri Kaushikbhai N. Patel*	N.A.	N.A.
Shri Pankaj R. Patel*	N.A.	N.A.
Shri Chinubhai R. Shah* (upto 06.06.2018, cessation due to death)	N.A.	N.A.
Shri Vijay R. Shah*	N.A.	N.A.
Smt. Purvi A. Pokhariyal*	N.A.	N.A.
Shri Satish C. Shah (CFO) (upto 20.08.2018)	--	-19.75
Shri Manan N. Shah (CFO)** (w.e.f. 20.08.2018)	--	N.A.
Shri Paresh B. Sheth (CS)	--	21.50

\*Not applicable since they were paid only sitting fees during FY 2018-19.

\*\* Not applicable since Shri Manan N. Shah was appointed as CFO w.e.f. 20.08.2018.

Note: For this purpose, Sitting Fees paid to the Directors have not been considered as remuneration.

Base: Cost to the Company.

<sup>§</sup>On account of variation in the amount of specified perquisites.

<sup>#</sup> Not Comparable on account of payment of negligible amount of specified perquisites only.

- II. The median remuneration of the employees has increased by 9.01 % in the financial Year 2018-19.
- III. Number of permanent employees on the rolls of the company as the end of financial year 2018-19 were 4903.
- IV. Average percentile increase in the salaries of employees other than the managerial personnel in the last financial year was 8.78%, whereas the percentile increase in the managerial remuneration in the last financial year was 22.95%.

Remuneration is determined on the basis of the role and position of the employees and their professional experience, responsibility, market conditions and prevailing HR policies of the Company. Based on the appraisal carried out by the Head of Departments, Company's performance, inflation and prevailing trends, annual increase in remuneration of employees was determined and paid.

- V. It is affirmed that the remuneration is as per the Nomination and Remuneration Policy of the Company.

For and on behalf of the Board

Place: Ahmedabad  
Date: 22<sup>nd</sup> May, 2019

**Dr. K. K. Patel**  
(DIN 00404099)  
Chairman

# Nirma Limited

## ANNEXURE - V

### Form AOC – 2

**(Pursuant to Section 134(3)(h) of the Companies Act, 2013 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 Section 188(1) of the Companies Act, 2013 including certain arm's length transactions under fourth proviso thereto

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

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

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

- a. Name(s) of the related party and nature of relationship: Nuvoco Vistas Corporation Limited ("Nuvoco"), wholly owned subsidiary
- b. Nature of contracts/arrangements/transactions: Sale of finished goods, purchase of material
- c. Duration of the contracts/arrangements/transactions: 1<sup>st</sup> April 2018 to 31<sup>st</sup> March 2019
- d. Salient terms of the contracts or arrangements or transactions including the value, if any: Supply of cement manufactured by the Company to Nuvoco as per its requirement under the terms of Agreement for supply of Cement dated 16<sup>th</sup> March 2018 together with purchase of clinker on need basis from Nuvoco.
- e. Date(s) of approval by the Board, if any: Not applicable since it is ordinary course of business and on arms' length basis
- f. Amount paid as advances, if any: Nil

All related party transactions are in the ordinary course of business and on arm's length basis and are approved by Audit Committee of the Company.

For and on behalf of the Board

Place: Ahmedabad  
Date: 22<sup>nd</sup> May, 2019

**Dr. K. K. Patel**  
(DIN 00404099)  
Chairman

**ANNEXURE - VI**
**ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2018-19**

1. A brief outline of the Company's CSR Policy, including overview of projects or programs proposed to be undertaken.

Your Company's CSR policy comprises of broad objectives of the policy, thrust areas for undertaking CSR activities and system for implementation and monitoring the CSR Projects. The CSR projects identified and carried out by Company during the year under review are as per the CSR policy of the Company and also within activities specified in Schedule VII of the Companies Act, 2013.

The focus areas of our CSR activities during the financial year were mainly relating to Promoting education, Healthcare, rural development and Animal Welfare etc.

2. Composition of CSR Committee

Dr. K.K. Patel, Chairman (Non-Executive Director)

Shri Pankaj R. Patel (Independent Director)

Shri Hiren K. Patel (Managing Director)

3. Average net profit of the Company for last three Financial Years

The average Net profit for the last three financial years is ₹ 667.71 crore

4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above)

The Company is required to spend ₹13.35 crore towards CSR for the financial year 2018-19

5. Details of CSR spent during the financial year.

- a. Total amount to be spent for the financial year ₹ 13.35 crore
- b. Amount unspent, if any, in the financial year: ₹ 5.28 crore
- c. Manner in which the amount spent during the financial year detailed below.

(₹ in crore)

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. N.	CSR Project or activity identified	Sector in which the project is covered	Projects or programs 1. Local area or others 2. Specify the State and District where projects or programs were undertaken	Amount outlay (budget) project or programs wise	Amount spent on the Projects / programs sub heads: 1.Direct expenditure on projects or Programs 2.Overheads	Cumulative expenditure up to the reporting period	Amount Spent: Direct or through implementing agency
1	Contribution for Education, distribution of education kit, sports instruments etc.	Promoting education,	Mehasana, Baroda, Bhavnagar (Gujarat) Pali (Rajasthan) Kolkata (West Bengal)	0.29	0.29	0.29	Directly and through implementing agency – Gram Panchayat, Yogoda Satsanga Society of India, Shree Nandasan Juth Kelvani Mandal, Gozaria Kelvani Mandal
2	Donation for Education and Healthcare	Promoting Education & Health care	Mehasana and Ahmedabad (Gujarat)	0.25	0.25	0.25	Through implementing Agency - Nandvimal Memorial Trust
3	Healthcare	Promoting health Care including preventive health care, and, Jal Abhiyan	Bhavnagar, Kalatalav, Mandali, Mehasana, Jamnagar, Porbandar, Ahmedabad, Changa - Anand (Gujarat), Nimbol, Pali (Rajasthan) and other states of India	3.16	3.16	3.16	Directly and through implementing agency – Medical college development Society Bhavnagar, Gram Panchayat, Datri Blood Stem Cell Donor, Charusat Healthcare &

## Nirma Limited

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. N.	CSR Project or activity identified	Sector in which the project is covered	Projects or programs 1. Local area or others 2. Specify the State and District where projects or programs were undertaken	Amount outlay (budget) project or programs wise	Amount spent on the Projects / programs sub heads: 1.Direct expenditure on projects or Programs 2.Overheads	Cumulative expenditure up to the reporting period	Amount Spent: Direct or through implementing agency
							Research foundation, India Renal Foundation
4	Contribution for Rural Development	Rural Development	Mehasana, Ahmedabad (Gujarat)	0.35	0.35	0.35	Directly and through implementing agency - Shree Toda Bahcharaji Mataji Mandir Sankhalpur Trust, Ahmedabad Tamil Sangam
5	Contribution, Donation for Animal welfare	Animal welfare	Ahmedabad, Bhavnagar (Gujarat); Pali (Rajasthan)	0.30	0.30	0.30	Directly and Indirectly – through ISCON FARM, Shri Mishri Mhadev Gaushala & Shri Roopsukun Gaushala Sewasamiti
6	Contribution for Education, Healthcare and Rural Development	Promoting Education, Healthcare and Rural Development	Bhavnagar, Gandhinagar, (Gujarat)	3.72	3.72	3.72	Directly and Indirectly – through Gram Panchayat, and Shree Annapurnadham Trust

6. In case the Company has failed to spend the two percent, of the average net profit of the latest financial year of any part thereof, the Company shall provide the reasons for not spending the amount in the Board report.

The Company spends amount for CSR activities in various activities directly and through implementing agencies. The Company has already spent sizable amount towards various CSR activities during the year. The Company couldn't spend the full amount due to various reasons including selection of new areas of project keeping in mind sustainability and impact on the specified areas, some programmes are in the nature of multi years.

7. Responsibility Statement by the Corporate Social Responsibility Committee:

The implementation and monitoring of CSR Policy, is in compliance with CSR objectives and policy of the Company.

Place: Ahmedabad  
Date: 22<sup>nd</sup> May, 2019

**Hiren K. Patel**  
(DIN 00145149)  
Managing Director

**Dr. K.K Patel**  
(DIN 00404099)  
Chairman  
CSR Committee

## INDEPENDENT AUDITOR'S REPORT

To  
The Members  
Nirma Limited  
Ahmedabad

### Report on the Audit of the Standalone Financial Statements

#### Opinion

We have audited the standalone financial statements of Nirma Limited ("the Company"), which comprise the Standalone Balance Sheet as at 31st March 2019, and the Standalone Statement of Profit and Loss (including other comprehensive income), Standalone Statement of Changes in Equity and Standalone Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (herein referred to as "Standalone financial statements").

In our opinion, and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements, give the information required by the Companies Act, 2013 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 March 31, 2019, and its profit, other comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Emphasis of Matters

We draw attention to the following matter in the Note no 54 to the financial statements. The Composite Scheme of Compromise and Arrangement between Core Health Care Limited (CHL), the Demerged Company, its Lender and Shareholder and Nirma Limited, the Resulting Company and its Shareholders (the Scheme) under Sections 78, 100, 391 to 394 of Companies Act, 1956 has been sanctioned by the Hon'ble High Court of Gujarat vide an order dated 1<sup>st</sup> March, 2007. The scheme has become effective from 7<sup>th</sup> March 2007. Three parties have filed appeal against this order before the Division Bench of Hon'ble High Court of Gujarat. The Scheme is subject to the result of the said appeal. The Demerged Undertaking i.e. healthcare division has been transferred to Aculife Healthcare Private Limited from 1st October 2014.

Our opinion is not modified in respect of these matters.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report:

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Key Audit Matter	How Our Audit Addressed the Key Audit Matter
<b>Adoption of Ind AS 115 – Revenue from Contracts with Customers</b>	
<p>Revenue is measured net of discounts, rebates and incentives earned by customers on the company's sales.</p> <p>Due to the company's presence across different marketing regions within the country and the competitive business environment, the estimation of the various types of discounts, rebates and incentives to be recognised based on sales made during the year is material and considered to be judgemental.</p> <p>Revenue from contract with customers is recognised when control of the goods or services are transferred to the customers at an amount that reflects the consideration to which the company expects to be entitled in exchange for those goods or services. The company has generally concluded that as principal, it typically controls the goods or services before transferring them to the customer.</p> <p>Revenue is also an important element of how the company measures its performance. The company focuses on revenue as a key performance measure, which could create an incentive for revenue to be recognised before the risk and rewards have been transferred.</p> <p>Accordingly, due to the significant risk associated with revenue recognition in accordance with terms of Ind AS 115 "Revenue from contract with customer", it was determined to be Key Audit matter in our audit of the Standalone financial statement.</p>	<ul style="list-style-type: none"> <li>• Assessed the Company's revenue recognition policy prepared as per Ind AS 115 'Revenue from contracts with customers'.</li> <li>• Assessed design and tested the operating effectiveness of internal controls related to revenue recognition, discounts and rebates.</li> <li>• Performing substantive testing (including year- end cut-off testing) by selecting samples of revenue transactions recorded during the year (and before and after the financial year end) by verifying the underlying documents, which included sales invoices/contracts and shipping documents.</li> <li>• Comparing the historical discounts, rebates and incentives to current payment trends. We also considered the historical accuracy of the company's estimates in previous year.</li> <li>• Assessing manual journals posted to revenue to identify unusual items.</li> <li>• Obtained confirmations from customers on sample basis to support existence assertion of trade receivables and assessed the relevant disclosures made in the financial statement; to ensure revenue from contracts with customers are in accordance with the requirements of relevant accounting standards.</li> </ul>

## Information other than the Standalone Financial Statements and Auditors' Report thereon.

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and in doing so consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

## **Responsibilities of Management and Those Charged with Governance 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 with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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.

In preparing the standalone financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

## **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our

## Nirma Limited

auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on Other Legal and Regulatory Requirements

- A. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- B. As required by Section 143(3) of the Act, we report that:
  - I. 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.
  - II. 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.
  - III. The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including other comprehensive income), the Standalone Statement of Changes in Equity and the Standalone Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - IV. In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
  - V. On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164(2) of the Act.
  - VI. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
  - VII. 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:
    - a. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 42 to the standalone financial statements;

- b. The Company has made provision as at 31<sup>st</sup> March, 2019, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
  - c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31<sup>st</sup> March, 2019.
- C. With respect to the matter to be included in the Auditor's report under Section 197(16) of the Act.

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For Rajendra D. Shah & Co.  
Chartered Accountants  
Firm Registration No.108363W

Place: Ahmedabad  
Date: May 22, 2019

**(Rajendra D. Shah)**  
Proprietor  
Membership No. 4844

# Nirma Limited

## Annexure A to the Independent Auditors' Report

### (Refer to paragraph (A) on other Legal and Regulatory Requirements of our report of even date.)

With reference to the Annexure A referred to in the Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended March 31, 2019, we report the following:

- I. a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
  - b) In our opinion and according to the information and explanations given to us during the course of the audit, property, plant and equipment have been physically verified by the management at regular intervals, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
  - c) In our opinion and according to the information and explanations given to us during the course of the audit, title deeds of all immovable properties included property, plant and equipment are in the name of Company except land of ₹1.84 crore acquired on amalgamation.
- II. a) The inventories other than that of with third parties have been physically verified by the management at reasonable intervals. There is a process of obtaining confirmation in respect of inventory with the third parties.
  - b) In our opinion and according to the information and explanations given to us during the course of the audit, the procedures for physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
  - c) The Company has maintained proper records of inventories. As per the information and explanations given to us no material discrepancies were noticed on physical verification.
- III. According to the information and explanations given to us during the course of the audit, the Company has not granted loan to any parties covered in the register maintained under section 189 of the Companies Act, 2013. Therefore, the provisions of Clause (iii) of paragraph 3 of the CARO 2016 are not applicable to the Company.
- IV. In our opinion and according to the information and explanations given to us during the course of the audit, in respect of loans, investments, guarantees and security provisions of section 185 and 186 of Companies Act, 2013 have been complied with.
- V. In our opinion and according to the information and explanations given to us during the course of the audit, the Company has not accepted any deposit within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended) from the public. Therefore, the provisions of Clause (v) of paragraph 3 of the CARO 2016 are not applicable to the Company.
- VI. The Central Government has prescribed the maintenance of cost records under section 148(1) of the Companies Act 2013 in respect of certain manufacturing activities of the Company. We have broadly reviewed the accounts and records of the Company in this connection and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made the detailed examination of the same.
- VII. (a) In our opinion and according to the information and explanations given to us during the course of the audit, the Company is generally regular in depositing with appropriate authorities undisputed amount of Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Goods and Services tax, Cess and any other statutory dues applicable to it and no undisputed amounts payable were outstanding as at 31st March, 2019 for a period of more than six months from the date they became payable.
  - (b) Following are the details of disputed Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, Cess have not been deposited to the concerned authorities as on 31st March, 2019:

Sr No.	Name of the statute	Nature of the dues	Forum where dispute is pending	Unpaid amount ₹ in crore
1.	Income Tax Act, 1961	Income Tax	Assessing officer	0.11
			Commissioner of Income Tax( Appeals)	0.97
2.	Central Sales Tax Act and Sales Tax Act of various states	Central Sales Tax and Sales Tax	Commissioner (Appeals)	1.41
			Appellate Board	1.77
			Tribunal	4.77
			High court	23.65
			Supreme court	68.12
3.	Finance Act, 1994 (Service Tax)	Service Tax	Commissioner (Appeals)	5.33
			Tribunal	2.09
4.	Customs Duty Act, 1962	Customs Duty	Commissioner (Appeals)	16.21
			Tribunal	7.05
			High court	0.15
5.	Central Excise Act, 1944	Excise Duty	High court	11.41

- VIII. In our opinion and according to the information and explanations given to us during the course of the audit, the Company has not defaulted in repayment of dues to financial institutions or banks or debenture holders.
- IX. In our opinion and according to the information and explanations given to us, the Company has utilized the money raised by way of term loan during the year for which they were raised.
- X. In our opinion and according to the information and explanations given to us during the course of the audit, we report that no material fraud by the Company and no material fraud on the Company have been noticed or reported during the year.
- XI. In our opinion and according to the information and explanations given to us during the course of the audit, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- XII. In our opinion and according to the information and explanations given to us during the course of the audit, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- XIII. In our opinion and according to the information and explanations given to us during the course of the audit, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and details have been disclosed in the Financial statements, as required by the applicable Indian accounting standards.
- XIV. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- XV. In our opinion and according to the information and explanations given to us during the course of the audit, the Company has not entered into any non-cash transactions with directors or persons connected with him and hence provisions of Section 192 of the Companies Act, 2013 are not applicable.
- XVI. In our opinion and according to the information and explanations given to us during the course of the audit, the Company is not required to be registered under section 45IA of the Reserve Bank of India Act, 1934.

For Rajendra D. Shah & Co.  
Chartered Accountants  
Firm Registration No.108363W

Place: Ahmedabad  
Date: May 22, 2019

**(Rajendra D. Shah)**  
Proprietor  
Membership No. 4844

# Nirma Limited

## Annexure - B to the Auditors' Report

**(Refer to paragraph B(VI) on other Legal and Regulatory Requirements of our report of even date.)**

Report on the internal financial controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

### Opinion

We have audited the internal financial controls over financial reporting of Nirma Limited ("the Company") as of 31<sup>st</sup> March 2019, in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

### Management's Responsibility for Internal Financial Controls

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

### Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles and that receipts and expenditures of the Company are being made only in accordance with

authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For Rajendra D. Shah & Co.  
Chartered Accountants  
Firm Registration No.108363W

Place: Ahmedabad  
Date: May 22, 2019

**(Rajendra D. Shah)**  
Proprietor  
Membership No. 4844

# Nirma Limited

## BALANCE SHEET AS AT 31ST MARCH 2019

₹ In crore

Particulars	Note No	As at 31.03.2019	As at 31.03.2018
<b>I ASSETS</b>			
<b>1 Non-current Assets</b>			
(a) Property, Plant and Equipment	2	4,367.43	4,082.51
(b) Capital work-in-progress	3	748.68	533.58
(c) Investment Property	4	10.30	10.30
(d) Other Intangible assets	5	16.55	14.85
(e) Investments in subsidiaries	6	4,533.38	4,560.47
(f) Financial assets			
(i) Investments	7	17.54	46.30
(ii) Loans	8	402.96	335.29
(iii) Other financial assets	9	3.10	3.12
(g) Other non current assets	10	21.81	25.65
<b>Total non current assets</b>		<b>10,121.75</b>	<b>9,612.07</b>
<b>2 Current Assets</b>			
(a) Inventories	11	1,254.37	1,117.63
(b) Financial assets			
(i) Trade receivables	12	532.66	568.07
(ii) Cash and cash equivalents	13	11.40	14.06
(iii) Bank balances other than (ii) above	14	24.71	21.37
(iv) Loans	15	59.70	65.22
(v) Other financial assets	16	21.40	50.39
(c) Other current assets	17	79.65	70.47
(d) Current tax assets (Net)	18	Nil	48.41
<b>Total current assets</b>		<b>1,983.89</b>	<b>1,955.62</b>
<b>TOTAL ASSETS</b>		<b>12,105.64</b>	<b>11,567.69</b>
<b>II EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
(a) Equity share capital	19	73.04	73.04
(b) Other equity	20	5,207.99	4,570.45
<b>Total equity</b>		<b>5,281.03</b>	<b>4,643.49</b>
<b>LIABILITIES</b>			
<b>1 Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	21	3,095.14	3,873.35
(ii) Other financial liabilities	22	78.41	147.26
(b) Provisions	23	77.73	68.42
(c) Deferred tax liabilities (Net)	24	296.51	272.61
<b>Total non current liabilities</b>		<b>3,547.79</b>	<b>4,361.64</b>
<b>2 Current Liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	25	907.90	356.11
(ii) Trade payables due to	26		
-Micro & Small Enterprise		0.01	0.05
-Other than Micro & Small Enterprise		404.82	285.12
(iii) Other financial liabilities	27	1,442.28	1,442.99
(b) Other current liabilities	28	127.92	107.31
(c) Provisions	29	379.94	370.98
(d) Current tax liabilities (Net)	30	13.95	Nil
<b>Total current liabilities</b>		<b>3,276.82</b>	<b>2,562.56</b>
<b>Total liabilities</b>		<b>6,824.61</b>	<b>6,924.20</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>12,105.64</b>	<b>11,567.69</b>
Significant Accounting Policies	1		
The accompanying Notes 2 to 65 are an integral part of the Financial Statements.			

As per our report of even date  
**For Rajendra D. Shah & Co**  
Chartered Accountants  
Firm Registration No 108363W

**RAJENDRA D. SHAH**  
Proprietor  
Membership No 4844

Place : Ahmedabad  
Date : May 22, 2019

For and on behalf of the Board

**HIREN K. PATEL**  
Managing Director  
(DIN: 00145149)

**PARESH SHETH**  
Company Secretary

Place : Ahmedabad  
Date : May 22, 2019

**Dr. K. K. PATEL**  
Chairman  
(DIN: 00404099)

**MANAN SHAH**  
Chief Financial Officer

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH 2019**

₹ In crore

Particulars	Note No	2018-2019	2017-2018
I Revenue from operations	31	6,237.57	5,879.50
II Other income	32	134.24	108.10
<b>III Total Income (I+II)</b>		<b>6,371.81</b>	<b>5,987.60</b>
<b>IV Expenses</b>			
(a) Cost of materials consumed	33	2,031.51	1,815.74
(b) Purchases of stock in trade		35.16	14.70
(c) Changes in inventories of finished goods, stock in trade and work-in-progress	34	(49.47)	47.33
(d) Excise duty		Nil	180.80
(e) Employee benefits expenses	35	346.36	324.99
(f) Finance costs	36	426.96	449.88
(g) Depreciation and amortisation expenses	37	344.85	448.49
(h) Other expenses	38	2,403.90	2,132.65
<b>Total Expenses (IV)</b>		<b>5,539.27</b>	<b>5,414.58</b>
<b>V Profit before tax (III-IV)</b>		<b>832.54</b>	<b>573.02</b>
<b>VI Tax expenses</b>	39		
(a) Current tax		188.00	124.00
(b) Tax expenses relating to earlier year		0.01	(4.81)
(c) MAT credit utilised/(entitlement)		61.00	(42.75)
(d) MAT credit entitlement relating to earlier year		Nil	(41.59)
(e) Deferred tax (credit)/charge		(37.90)	118.57
<b>Total Tax Expenses</b>		<b>211.11</b>	<b>153.42</b>
<b>VII Profit for the year from continuing operations (V-VI)</b>		<b>621.43</b>	<b>419.60</b>
<b>VIII Other Comprehensive income</b>	40		
(a) Items that will not be reclassified to profit or loss		16.91	(13.02)
(b) Income tax relating to items that will not be reclassified to profit or loss		(0.80)	0.18
(c) Items that will be reclassified to profit or loss		Nil	Nil
(d) Income tax relating to items that will be reclassified to profit or loss		Nil	Nil
<b>Total Other comprehensive income</b>		<b>16.11</b>	<b>(12.84)</b>
<b>IX Total Comprehensive income for the year (VII+VIII)</b>		<b>637.54</b>	<b>406.76</b>
<b>X Earnings per equity share</b>			
(i) Basic (in ₹)	53	42.54	28.72
(ii) Diluted (in ₹)		42.54	28.72
Significant Accounting Policies	1		
The accompanying Notes 2 to 65 are an integral part of the Financial Statements.			

As per our report of even date  
**For Rajendra D. Shah & Co**  
 Chartered Accountants  
 Firm Registration No 108363W

**RAJENDRA D. SHAH**  
 Proprietor  
 Membership No 4844

Place : Ahmedabad  
 Date : May 22, 2019

For and on behalf of the Board

**HIREN K. PATEL**  
 Managing Director  
 (DIN: 00145149)

**PARESH SHETH**  
 Company Secretary

Place : Ahmedabad  
 Date : May 22, 2019

**Dr. K. K. PATEL**  
 Chairman  
 (DIN: 00404099)

**MANAN SHAH**  
 Chief Financial Officer

## Statement of Changes in Equity for the year ended 31st March, 2019

## A. Equity Share Capital

Equity Share Capital of ₹ 5 each

₹ In crore

Particulars	As at	Changes in equity share	As at	Changes in equity share	As at
	1st April, 2017	capital during 2017-2018	31st March, 2018	capital during 2018-2019	31st March, 2019
	73.04	Nil	73.04	Nil	73.04

## B. Other equity as at 31st March, 2019

₹ In crore

Particulars	Reserves & Surplus						Items of other comprehensive income		Total	
	Capital Reserve	Security Premium	Capital Redemption Reserve	Debenture Redemption Reserve	General Reserve	Non cash contribution from Owners	Retained Earnings	Remeasurements of defined benefit plans		Equity instruments through other comprehensive income
<b>Balance at April 1, 2017</b>	328.17	29.81	42.35	112.14	1,940.04	Nil	1,655.74	(4.52)	59.96	4,163.69
Retained earning during the year	Nil	Nil	Nil	Nil	Nil	Nil	419.60	Nil	Nil	419.60
Other comprehensive income for the year	Nil	Nil	Nil	Nil	Nil	Nil	Nil	(0.96)	(11.88)	(12.84)
<b>Total comprehensive income for the year</b>	Nil	Nil	Nil	Nil	Nil	Nil	419.60	(0.96)	(11.88)	406.76
Transfer of Debenture Redemption Reserve to General Reserve on redemption of debenture	Nil	Nil	Nil	(14.41)	14.41	Nil	Nil	Nil	Nil	Nil
Creation of Debenture Redemption Reserve from Retained earnings	Nil	Nil	Nil	259.16	Nil	Nil	(259.16)	Nil	Nil	Nil
<b>Balance at March 31, 2018</b>	328.17	29.81	42.35	356.89	1,954.45	Nil	1,816.18	(5.48)	48.08	4,570.45
<b>Balance at April 1, 2018</b>	328.17	29.81	42.35	356.89	1,954.45	Nil	1,816.18	(5.48)	48.08	4,570.45
Retained earning during the year	Nil	Nil	Nil	Nil	Nil	Nil	621.43	Nil	Nil	621.43
Other comprehensive income for the year	Nil	Nil	Nil	Nil	Nil	Nil	Nil	(1.56)	17.67	16.11
<b>Total comprehensive income for the year</b>	Nil	Nil	Nil	Nil	Nil	Nil	621.43	(1.56)	17.67	637.54
Transfer of Debenture Redemption Reserve to General Reserve on redemption of debenture	Nil	Nil	Nil	(262.50)	262.50	Nil	Nil	Nil	Nil	Nil
Creation of Debenture Redemption Reserve from Retained earnings	Nil	Nil	Nil	203.77	Nil	Nil	(203.77)	Nil	Nil	Nil
Transfer of realised gain on sale of quoted and unquoted equity shares to Retained earnings	Nil	Nil	Nil	Nil	Nil	Nil	21.34	Nil	(21.34)	Nil
<b>Balance at March 31, 2019</b>	328.17	29.81	42.35	298.16	2,216.95	Nil	2,255.18	(7.04)	44.41	5,207.99

The accompanying Notes 1 to 65 are an integral part of the Financial Statements.

As per our report of even date  
**For Rajendra D. Shah & Co**  
Chartered Accountants  
Firm Registration No 108363W

For and on behalf of the Board  
**HIREN K. PATEL**  
Managing Director  
(DIN: 00145149)

**Dr. K. K. PATEL**  
Chairman  
(DIN: 00404099)

**RAJENDRA D. SHAH**  
Proprietor  
Membership No 4844

**PARESH SHETH**  
Company Secretary

**MANAN SHAH**  
Chief Financial Officer

Place : Ahmedabad  
Date : May 22, 2019

Place : Ahmedabad  
Date : May 22, 2019

**CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2019**

₹ In crore

Particulars		2018-2019	2017-2018
<b>Cash flow from continuing operations</b>			
<b>A</b>	<b>Cash flow from operating activities :</b>		
	Profit before tax	832.54	573.02
	Adjustments for :		
	Capital work in progress written off	2.67	6.82
	Loss of Asset due to damage	35.40	4.10
	Depreciation and amortisation	344.85	448.49
	Interest Income	(76.38)	(89.71)
	Finance Cost - net of capitalization	426.96	449.88
	Exchange fluctuation Loss (Net)	0.30	0.14
	(Profit)/ Loss on sale of property plant and equipment (Net)	(0.37)	(0.36)
	Dividend on non current investments	(0.36)	(0.44)
	Provision for mines reclamation expenses	0.21	0.20
	Provision for bad debt	0.59	0.02
	Bad debts written off	1.94	Nil
	Provision no longer required written back	(3.54)	(3.71)
	Sundry balance written off	(2.12)	(1.27)
	Net gain on sale of current investments	(3.95)	(5.65)
		726.20	808.51
	Operating profit before working capital changes	1,558.74	1,381.53
	Adjustments for :		
	(Increase)/ Decrease in trade and other receivables	45.89	6.37
	(Increase)/ Decrease in inventories	(136.74)	(11.98)
	Increase in trade/ other payables, provisions and other liability	98.24	73.78
		7.39	68.17
	Cash generated from operations	1,566.13	1,449.70
	Direct tax paid( net of refund)	(130.49)	(123.12)
	Net cash from operating activities	1,435.64	1,326.58
<b>B</b>	<b>Cash flow generated from investing activities :</b>		
	Purchase of Property Plant and equipment	(829.09)	(698.18)
	Sale of Property Plant and equipment	0.94	0.58
	Sale of current Investments	1,175.95	1,912.15
	Sale of non current Investments	48.05	2.66
	Purchase of current investments	(1,172.00)	(1,906.50)
	Interest received	33.33	30.31
	Dividend on non current investments	0.36	0.44
		(742.46)	(658.54)
	Net cash used in investing activities	693.18	668.04
<b>C</b>	<b>Cash flow generated from financing activities :</b>		
	Change in loans and advances	9.46	(2.39)
	Proceeds from Short Term borrowings	5,791.79	30.00
	Repayment of Short Term borrowings	(5,240.00)	(712.80)
	Proceeds from Long Term borrowings	431.50	1,561.22
	Repayment of Long Term borrowings	(132.76)	(1,097.37)
	Increase in Equity share capital reduction balance payable	2.60	Nil
	Interest paid	(508.43)	(425.19)
	Redemption of Debentures	(1,050.00)	(60.00)
	Unclaimed Dividend paid	Nil	(0.07)
	Net cash used in financing activities	(695.84)	(706.60)
	<b>Net increase in cash and cash equivalents</b>	<b>(2.66)</b>	<b>(38.56)</b>

# Nirma Limited

₹ In crore

Particulars	2018-2019	2017-2018
Net increase (decrease) in cash and cash equivalents	(2.66)	(38.56)
Cash and cash equivalents at the beginning of the year (Refer Note No. 13)	14.06	52.62
<b>Cash and cash equivalents at end of the year (Refer Note No. 13)</b>	<b>11.40</b>	<b>14.06</b>

Notes :

- (1) The above Cash Flow statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (IND AS) 7- "Cash Flow Statements".
- (2) Previous year's figures have been regrouped, wherever necessary
- (3) Disclosure as required by (IND AS) 7 - "Cash Flow Statements" - Changes in liabilities arising from financing activities:

Particulars	₹ In crore	
	2018-2019	2017-2018
Opening Balance	5,546.20	5,771.33
<b><u>Non Cash Movement</u></b>		
Accrual of Interest	472.91	420.89
<b><u>Cash Movement</u></b>		
Proceeds from Borrowings	6,223.29	1,591.22
Principal Repayment	(6,422.76)	(1,870.17)
Interest Repayment	(508.43)	(367.07)
<b>Closing Balance</b>	<b>5,311.21</b>	<b>5,546.20</b>

- (4) The accompanying Notes 1 to 65 are an integral part of the Financial Statements

As per our report of even date  
**For Rajendra D. Shah & Co**  
 Chartered Accountants  
 Firm Registration No 108363W

**RAJENDRA D. SHAH**  
 Proprietor  
 Membership No 4844

Place : Ahmedabad  
 Date : May 22, 2019

For and on behalf of the Board

**HIREN K. PATEL**  
 Managing Director  
 (DIN: 00145149)

**PARESH SHETH**  
 Company Secretary

Place : Ahmedabad  
 Date : May 22, 2019

**Dr. K. K. PATEL**  
 Chairman  
 (DIN: 00404099)

**MANAN SHAH**  
 Chief Financial Officer

## Notes to standalone financial statements for the year ended 31st March, 2019

### Note 1

#### I. Company Information

Nirma Ltd. (the company) is a company domiciled in India and incorporated under the provisions of Companies Act, 1956 of India as a Private Ltd. company. The company has its registered office at Nirma House, Ashram Road, Ahmedabad - 380009, Gujarat, India. The company is engaged in manufacturing and selling of various products as mentioned below:

- A. Industrial chemicals like Soda Ash, Linear Alkyl Benzene, Caustic Soda, etc.
- B. Consumer products like Detergents, Toilet Soaps, Salt, etc.
- C. Cement and Clinker

#### II. Basis of preparation

- A. The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.
- B. The financial statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value:
  - 1. Financial instruments measured at fair value through profit or loss (Note 50)
  - 2. Financial instruments measured at fair value through other comprehensive income (Note 50)
  - 3. Defined benefit plans – plan assets measured at fair value (Note 48)

#### III. Significant accounting policies

##### A. Revenue recognition

##### 1. Sale of goods

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of goods. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, related discounts & incentives and volume rebates. It includes excise duty and excludes value added tax/ sales tax/goods and service tax.

The Company has adopted Ind AS 115 Revenue from contracts with customers, with effect from April 1, 2018. Ind AS 115 establishes principles for reporting information about the nature, amount, timing and uncertainty of revenues and cash flows arising from the contracts with customers and replaces Ind AS 18 Revenue and Ind AS 11 Construction Contracts.

##### 2. Sale of goods – non-cash incentive schemes (deferred revenue)

The company operates a non-cash incentive scheme programme where dealers / agents are entitled to non-cash incentives on achievement of sales targets. Revenue related to the non-cash schemes is deferred and recognised when the targets are achieved. The amount of revenue is based on the realisation of the sales targets to the period of scheme defined.

##### 3. Interest income

For all financial instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR), which is the rate that exactly discounts the estimated future cash payments or receipts over the

## Nirma Limited

expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. Interest income is included in other income in the statement of profit and loss.

### 4. Dividends

Dividend income is accounted for when the right to receive the same is established, which is generally when shareholders approve the dividend.

## B. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that a company incurs in connection with the borrowing of funds.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying asset is deducted from the borrowing costs eligible for capitalisation.

## C. Government Grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. All the grants related to an expense item are recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.

## D. Export Benefits

Duty free imports of raw materials under advance license for imports, as per the Foreign Trade Policy, are matched with the exports made against the said licenses and the net benefits / obligations are accounted by making suitable adjustments in raw material consumption.

## E. Taxes

### 1. Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on the rates and tax laws enacted or substantively enacted, at the reporting date in the country where the entity operates and generates taxable income.

Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

### 2. Deferred tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their corresponding carrying amounts for the financial reporting purposes.

Deferred tax assets are the amounts of income taxes recoverable in future periods in respect of:

- i. deductible temporary differences;
- ii. the carry forward of unused tax losses; and
- iii. the carry forward of unused tax credits.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum Alternative Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognised an asset in accordance with recommendations contained in Guidance Note issued by ICAI, the said asset is created by way of a credit to the Statement of Profit and Loss and shown as MAT Credit Entitlement. The company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT Credit Entitlement to an extent there is no longer convincing evidence to the effect that the company will pay normal Income Tax during the specified period.

## **F. Discontinued operations**

Assets and Liabilities of discontinued operations are assessed at each Balance Sheet date. Impacts of any impairment and write-backs are dealt with in the Statement of Profit and Loss. Impacts of discontinued operations are distinguished from the ongoing operations of the company, so that their impact on the statement of Profit and Loss for the year can be perceived.

## **G. Leases**

### **1. Company as a lessee**

Leases of property, plant and equipment where the company, as lessee, has substantially transferred all the risks and rewards incidental to ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

### **2. Company as a lessor**

Lease income from operating leases where the company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

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## H. Employee Benefits

All employee benefits payable wholly within twelve months of rendering services are classified as short term employee benefits. Benefits such as salaries, wages, short-term compensated absences, performance incentives etc., and the expected cost of bonus, ex-gratia are recognised during the period in which the employee renders related service.

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered the service entitling them to the contribution.

The company operates a defined benefit gratuity plan in India, which requires contributions to be made to a LIC.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method. Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- i. The date of the plan amendment or curtailment, and
- ii. The date that the company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset.

The company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- i. Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- ii. Net interest expense or income

### 1. Long-term employee benefits

Post-employment and other employee benefits are recognised as an expense in the statement of profit and loss for the period in which the employee has rendered services. The expenses are recognised at the present value of the amount payable determined using actuarial valuation techniques. Actuarial gains and loss in respect of post-employment and other long term benefits are charged to the statement of other comprehensive income.

### 2. Defined contribution plans

The company pays provident fund contributions to publicly administered provident funds as per local regulations. The company has no further payment obligations once the contributions have been paid.

## I. Non-current assets held for sale

The company classifies non-current assets and disposal company's as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale is regarded met only when the assets are available for immediate sale in its present condition, subject only to terms

that are usual and customary for sales of such assets, its sale is highly probable; and it will genuinely be sold, not abandoned. The company treats sale of the asset to be highly probable when:

- i. The appropriate level of management is committed to a plan to sell the asset.
- ii. An active program to locate a buyer and complete the plan has been initiated,
- iii. The asset is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- iv. The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
- v. Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet.

Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised.

## **J. Property, plant and equipment**

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at acquisition cost of the items. Acquisition cost includes expenditure that is directly attributable to getting the asset ready for intended use. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Items of spare parts that meets the definition of 'property, plant and equipment' is recognised as property, plant and equipment. The depreciation on such an item of spare part will begin when the asset is available for use i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. In case of a spare part, as it may be readily available for use, it may be depreciated from the date of purchase of the spare part.

Capital work in progress is stated at cost and net of accumulated impairment losses, if any. All the direct expenditure related to implementation including incidental expenditure incurred during the period of implementation of a project, till it is commissioned, is accounted as Capital work in progress (CWIP) and after commissioning the same is transferred / allocated to the respective item of property, plant and equipment.

Pre-operating costs, being indirect in nature, are expensed to the statement of profit and loss as and when incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Property, plant and equipment are eliminated from financial statement, either on disposal or when retired from active use. Losses arising in the case of retirement of property, plant and equipment are recognised in the statement of profit and loss in the year of occurrence.

### **Depreciation methods, estimated useful lives and residual value**

Depreciation is calculated to allocate the cost of assets, net of their residual values, over their estimated useful lives. Components having value significant to the total cost of the asset and life

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different from that of the main asset are depreciated over its useful life. However, land is not depreciated. The useful lives so determined are as follows:

Assets	Estimated useful life
Freehold mining Land	Amortised on unit of production method based on extraction of limestone from mines
Leasehold Land	Lease term (99 years)
Buildings	30 to 60 years
Plant and machinery	10 to 40 years
Furniture and fixtures	10 years
Office equipment	10 years
Vehicles	8 to 10 years
Helicopter	20 years

Depreciation on fixed assets has been provided in the accounts based on useful life of the assets prescribed in Schedule II to the companies Act, 2013.

Depreciation on fixed assets is provided on Straight Line Method except assets located at Mandali, Dhank, Chhatral, Trikampura, Caustic Soda Plant at Bhavnagar, Castor Oil Plant at Nandasan, at Igoor Coffee estate and at Corporate Office.

Depreciation on additions is calculated on pro rata basis with reference to the date of addition.

Depreciation on assets sold/ discarded, during the period, has been provided up to the preceding month of sale / discarded.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains / (losses).

### K. Investment properties

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the company, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the company and the cost of the item can be measure reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

### L. Intangibles

Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the assets will flow to the company and the cost of the asset can be measured reliably.

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

### Amortisation methods, estimated useful lives and residual value

Intangible assets are amortised on a straight line basis over their estimated useful lives based on underlying contracts where applicable. The useful lives of intangible assets are assessed as either finite or indefinite. The useful life so determined are as follows:

Assets	Amortisation period
Lease and license rights	60 years
Mining rights	Amortised on unit of production method based on extraction of limestone from mines

The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period.

### M. Inventories

Inventories are valued at the lower of cost and net realizable value.

1. **Raw materials:** cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.
2. **Finished goods and work in progress:** cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on lower of cost or net realizable value.
3. **Stores and spares:** cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis. Items of spare parts that does not meet the definition of 'property, plant and equipment' has to be recognised as a part of inventories.
4. **Fuel:** cost includes cost of purchase and other cost incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

### N. Investment in subsidiaries, joint ventures and associates

Investments in subsidiaries, joint ventures and associates are recognised at cost as per Ind AS 27. Except where investments accounted for at cost shall be accounted for in accordance with Ind AS 105, Non-current Assets Held for Sale and Discontinued Operations, when they are classified as held for sale.

### O. Financial Instruments

#### 1. Financial assets

##### i. Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Financial assets are classified, at initial recognition, as financial assets measured at fair value or as financial assets measured at amortised cost.

##### ii. Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

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- a. Debt instruments at amortised cost
- b. Debt instruments at fair value through other comprehensive income (FVTOCI)
- c. Financial assets at fair value through profit or loss (FVTPL)
- d. Equity instruments measured at fair value through other comprehensive income (FVTOCI)

### iii. Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a. The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b. Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

### iv. Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a. The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b. The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI).

### v. Financial instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The company has not designated any debt instrument as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

### vi. Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The company makes such election on an instrument by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

#### **vii. Derecognition**

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognised (i.e. removed from the company's balance sheet) when:

- a. The rights to receive cash flows from the asset have expired, or
- b. The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either
  - a) the company has transferred substantially all the risks and rewards of the asset, or
  - b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognize the transferred asset to the extent of the company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

#### **viii. Impairment of financial assets**

The company assesses impairment based on expected credit loss (ECL) model to the following:

- a. Financial assets measured at amortised cost;
- b. Financial assets measured at fair value through other comprehensive income (FVTOCI);

Expected credit losses are measured through a loss allowance at an amount equal to:

- a. The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- b. Full time expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

The company follows 'simplified approach' for recognition of impairment loss allowance on:

- a. Trade receivables or contract revenue receivables; and
- b. All lease receivables resulting from transactions within the scope of Ind AS 17

Under the simplified approach, the company does not track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

The company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed

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default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

For recognition of impairment loss on other financial assets and risk exposure, the company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L.

### ix. **Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables**

ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.

For assessing increase in credit risk and impairment loss, the company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

The company does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

## 2. **Financial liabilities**

### i. **Initial recognition and measurement**

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

### ii. **Subsequent measurement**

The measurement of financial liabilities depends on their classification, as described below:

- a. Financial liabilities at fair value through profit or loss
- b. Loans and borrowings
- c. Financial guarantee contracts

### iii. **Financial liabilities at FVTPL**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The company has not designated any financial liability as at fair value through profit and loss.

#### **iv. Loans and borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

#### **v. Financial guarantee contracts**

Financial guarantee contracts issued by the company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

The fair value of financial guarantees is determined as the present value of the difference in net cash flows between the contractual payments under the debt instrument and the payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligations.

When guarantees in relation to loans or other payables of associates are provided for no compensation the fair values are accounted for as contributions and recognised as part of the cost of the investment.

#### **vi. Preference shares**

Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities. The dividends on these preference shares are recognised in profit or loss as finance costs.

#### **vii. Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

### **3. Off-setting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the standalone balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

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## P. Impairment of non-financial assets

The company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or company's assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Recoverable amount is determined:

- i. In case of individual asset, at higher of the fair value less cost to sell and value in use; and
- ii. In case of cash-generating unit (a company of assets that generates identified, independent cash flows), at the higher of the cash-generating unit's fair value less cost to sell and the value in use.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

## Q. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the company's cash management.

## R. Segment accounting

The Chief Operational Decision Maker monitors the operating results of its business Segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements.

The Operating segments have been identified on the basis of the nature of products/services.

The accounting policies adopted for segment reporting are in line with the accounting policies of the company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter Segment revenue is accounted on the basis of transactions which are primarily determined based on market/fair value factors. Revenue, expenses, assets and liabilities which relate to the company as a whole and are not allocated to segments on a reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".

## **S. Provisions, Contingent liabilities, Contingent assets and Commitments**

### **General**

Provisions are recognised when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liability is disclosed in the case of:

1. A present obligation arising from the past events, when it is not probable that an outflow of resources will be required to settle the obligation;
2. A present obligation arising from the past events, when no reliable estimate is possible;
3. A possible obligation arising from the past events, unless the probability of outflow of resources is remote.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

The company provides for the expenses to reclaim the quarries used for mining. The total estimate of reclamation expenses is apportioned over the estimate of mineral reserves and a provision is made based on the minerals extracted during the year. Mines reclamation expenses are incurred on an ongoing basis and until the closure of the mine. The actual expenses may vary based on the nature of reclamation and the estimate of reclamation expenditure.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

### **T. Dividend**

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

### **U. Earnings per share**

Basic earnings per share are calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the company's earnings per share is the net profit for the period after deducting preference dividends and any attributable tax thereto for the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

### **V. Use of estimates and judgements**

The presentation of the financial statements is in conformity with the Ind AS which requires the management to make estimates, judgments and assumptions that affect the reported amounts of assets and liabilities, revenues and expenses and disclosure of contingent liabilities. Such estimates

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and assumptions are based on management's evaluation of relevant facts and circumstances as on the date of financial statements. The actual outcome may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year are included in the following notes:

Note 39 - Current tax

Note 48 - Measurement of defined benefit obligations

Note 50 – Fair valuation of unlisted securities

Note 51 - Expected credit loss for receivables

### **W. Statement of cash flows**

Cash flow are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals of accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and finance activities of the company are segregated.

### **X. Current and non-current classification**

The company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- i. Expected to be realized or intended to be sold or consumed in normal operating cycle;
- ii. Held primarily for the purpose of trading;
- iii. Expected to be realized within twelve months after the reporting period, or
- iv. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- i. It is expected to be settled in normal operating cycle;
- ii. It is held primarily for the purpose of trading;
- iii. It is due to be settled within twelve months after the reporting period, or
- iv. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The company has identified twelve months as its operating cycle.

### **Y. Foreign currency translation**

Items included in the financial statements of the entity are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is company's functional and presentation currency.

#### **Transactions and balances**

Transactions in foreign currencies are initially recorded by the company's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

## **Z. Fair value measurement**

The company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- i. In the principal market for the asset or liability, or
- ii. In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- i. Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or Liabilities.
- ii. Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- iii. Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The company's Valuation Committee determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations. The Valuation Committee comprises of the head of the investment properties segment, heads of the company's internal mergers and acquisitions team, the head of the risk management department, financial controllers and chief finance officer.

External valuers are involved for valuation of significant assets, such as unquoted financial assets. Involvement of external valuers is decided upon annually by the Valuation Committee after discussion with and approval by the management. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. Valuers are normally rotated every three years. The management decides, after discussions with the company's external valuers, which valuation techniques and inputs to use for each case.

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At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the company's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation.

The management, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

On an interim basis, the Valuation Committee and the Company's external valuers present the valuation results to the Audit Committee and the company's independent auditors. This includes a discussion of the major assumptions used in the valuations.

For the purpose of fair value disclosures, the company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- i. Disclosures for valuation methods, significant estimates and assumptions.
- ii. Quantitative disclosures of fair value measurement hierarchy.
- iii. Investment in unquoted equity shares (discontinued operations).
- iv. Financial instruments (including those carried at amortised cost).

### AA. Exceptional items

Certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the company is such that its disclosure improves the understanding of the performance of the company, such income or expense is classified as an exceptional item and accordingly, disclosed in the notes accompanying to the financial statements.

### BB. Rounding off

All amounts disclosed in the financial statements and notes have been rounded off to the nearest crores as per the requirements of Schedule III, unless otherwise stated.

### CC. Standards issued but not yet effective and have not been adopted early by the Company

#### i. Ind AS 116 'Leases' (Effective for annual periods beginning on or after 1 April 2019):

On 30th March 2019, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) Amendment Rules, 2019, notifying Ind AS 116 "Leases", which replaces Ind AS 17 "Leases". The new standard introduces a single on-balance sheet lease accounting model for lessee. This will result in the company recognising right of use assets & lease liability in the books. The Company is in the process of analyzing the impact of Ind AS 116 on its financials. The amendment will come into force from April 01, 2019.

#### ii. Amendment to existing issued Ind AS

The MCA has also carried out amendments of the following accounting standards:

- i. Ind AS 12 – Income Taxes
- ii. Ind AS 23 – Borrowing Costs
- iii. Ind AS 28 – Investment in Associates and Joint Ventures
- iv. Ind AS 103 – Business Combinations
- v. Ind AS 109 – Financial Instruments

**Note - 2 : PROPERTY, PLANT AND EQUIPMENT**

₹ in crore

PARTICULARS	GROSS BLOCK (At carrying amount)				ACCUMULATED DEPRECIATION				NET BLOCK	
	As at 01.04.2018	Additions during the year	Disposal/ Adjustment during the year	As at 31.03.2019	As at 01.04.2018	Charge for the year	Disposal/ Adjustment during the year	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
	1. Freehold land	156.43	1.54	Nil	157.97	Nil	Nil	Nil	Nil	157.97
2. Freehold mining Land	1.83	Nil	Nil	1.83	0.22	0.06	Nil	0.28	1.55	1.61
3. Leasehold land (permanent)	0.13	Nil	Nil	0.13	Nil	Nil	Nil	Nil	0.13	0.13
4. Leasehold land	0.55	Nil	Nil	0.55	0.02	Nil	Nil	0.02	0.53	0.53
5. Buildings	388.88	94.97	1.93	481.92	76.97	21.69	0.52	98.14	383.78	311.91
6. Plant & equipments	4,443.70	564.19	40.74	4,967.15	867.68	312.02	4.61	1,175.09	3,792.06	3,576.02
7. Furniture and fixtures	13.01	1.33	Nil	14.34	4.18	1.70	Nil	5.88	8.46	8.83
8. Vehicles	44.43	5.22	0.75	48.90	20.67	8.23	0.45	28.45	20.45	23.76
9. Office equipments	6.26	0.36	Nil	6.62	3.61	0.74	Nil	4.35	2.27	2.65
10. Helicopter	14.60	Nil	Nil	14.60	13.96	0.41	Nil	14.37	0.23	0.64
<b>Total</b>	5,069.82	667.61	43.42	5,694.01	987.31	344.85	5.58	1,326.58	4,367.43	4,082.51

₹ in crore

PARTICULARS	GROSS BLOCK (At carrying amount)				ACCUMULATED DEPRECIATION				NET BLOCK	
	As at 01.04.2017	Additions during the year	Disposal during the year	As at 31.03.2018	As at 01.04.2017	Charge for the year	Disposal during the year	As at 31.03.2018	As at 31.03.2018	As at 31.03.2017
	1. Freehold land	156.30	0.13	Nil	156.43	Nil	Nil	Nil	Nil	156.43
2. Freehold mining Land	1.83	Nil	Nil	1.83	0.16	0.06	Nil	0.22	1.61	1.67
3. Leasehold land (permanent)	0.13	Nil	Nil	0.13	Nil	Nil	Nil	Nil	0.13	0.13
4. Leasehold land	0.55	Nil	Nil	0.55	0.01	0.01	Nil	0.02	0.53	0.54
5. Buildings	355.44	33.45	0.01	388.88	56.76	20.21	Nil	76.97	311.91	298.68
6. Plant & equipments	4,163.74	284.74	4.78	4,443.70	453.40	414.86	0.58	867.68	3,576.02	3,710.34
7. Furniture and fixtures	10.26	2.75	Nil	13.01	2.69	1.49	Nil	4.18	8.83	7.57
8. Vehicles	39.19	5.65	0.41	44.43	11.98	8.99	0.30	20.67	23.76	27.21
9. Office equipments	5.12	1.14	Nil	6.26	2.42	1.19	Nil	3.61	2.65	2.70
10. Helicopter	14.60	Nil	Nil	14.60	12.79	1.17	Nil	13.96	0.64	1.81
<b>Total</b>	4,747.16	327.86	5.20	5,069.82	540.21	447.98	0.88	987.31	4,082.51	4,206.95

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### Note - 3 : CAPITAL WORK-IN-PROGRESS

₹ in crore

Particulars	As at 01.04.2018	Additions during the year	Transfer during the year	Written off during the year	As at 31.03.2019
Capital work-in-progress	533.58	730.44	512.67	2.67	748.68

  

Particulars	As at 01.04.2017	Additions during the year	Transfer during the year	Written off during the year	As at 31.03.2018
Capital work-in-progress	153.70	638.32	251.62	6.82	533.58

Notes : Pertains to Note no 2 and Note no. 3

- I. Building includes (₹ 1000) (p.y ₹ 1000) in respect of shares held in co-op housing society.
- II. Addition to block of Plant and equipments and others includes interest capitalised during the year ₹51.95 crore (p.y ₹34.13 crore ).
- III. The company has availed the deemed cost exemption in relation to the property plant and equipment on the date of transition i.e. April 1, 2015 and hence the net block carrying amount has been considered as the gross block carrying amount on that date.
- IV. Mining Land of ₹1.83 Crore (p.y. ₹1.83 Crore) acquired on amalgamation is yet to be transferred in the name of the company.
- V. Refer note no.41 for information on property, plant and equipment pledge as security by the Company.
- VI. Refer note no.42 for disclosure of contractual commitments for the acquisition of property, plant and equipment.
- VII. Refer note no.46 for capitalisation of expenses.
- VIII. Refer note no.61 for property, plant & equipment decapitalised due to damage.

**NOTE - 4 : INVESTMENT PROPERTY**

PARTICULARS	GROSS BLOCK (At carrying amount)			ACCUMULATED DEPRECIATION			NET BLOCK	
	As at 01.04.2018	Additions during the year	Disposal during the year	As at 31.03.2019	Charge for the year	Disposal during the year	As at 31.03.2019	As at 31.03.2018
Land	10.30	Nil	Nil	10.30	Nil	Nil	Nil	10.30
<b>Total</b>	10.30	Nil	Nil	10.30	Nil	Nil	Nil	10.30

₹ in crore

PARTICULARS	GROSS BLOCK (At carrying amount)			ACCUMULATED DEPRECIATION			NET BLOCK	
	As at 01.04.2017	Additions during the year	Disposal during the year	As at 31.03.2018	Charge for the year	Disposal during the year	As at 31.03.2018	As at 31.03.2017
Land	10.30	Nil	Nil	10.30	Nil	Nil	Nil	10.30
<b>Total</b>	10.30	Nil	Nil	10.30	Nil	Nil	Nil	10.30

₹ in crore

Notes :

I. Fair value of investment properties are ₹ 52.85 crore ( p.y. ₹ 50.34 crore).

II. The valuation is based on valuation performed and accredited by independent valuer. Fair valuation is based on replacement cost method. The fair value measurement is categorised in level 2 fair value hierarchy.

**NOTE - 5 : OTHER INTANGIBLE ASSETS**

PARTICULARS	GROSS BLOCK (At carrying amount)			ACCUMULATED DEPRECIATION			NET BLOCK	
	As at 01.04.2018	Additions during the year	Disposal during the year	As at 31.03.2019	Charge for the year	Disposal during the year	As at 31.03.2019	As at 31.03.2018
Mining rights	16.16	0.42	Nil	16.58	0.50	Nil	1.82	14.84
Lease and license rights	0.01	1.78	Nil	1.79	(₹ 2,682)	Nil	(₹ 10,728)	1.79
<b>Total</b>	16.17	2.20	Nil	18.37	0.50	Nil	1.82	16.55

₹ in crore

PARTICULARS	GROSS BLOCK (At carrying amount)			ACCUMULATED DEPRECIATION			NET BLOCK	
	As at 01.04.2017	Additions during the year	Disposal during the year	As at 31.03.2018	Charge for the year	Disposal during the year	As at 31.03.2018	As at 31.03.2017
Mining rights	15.63	0.53	Nil	16.16	0.51	Nil	1.32	14.82
Lease and license rights	0.01	Nil	Nil	0.01	(₹ 2,682)	Nil	(₹ 8,046)	0.01
<b>Total</b>	15.64	0.53	Nil	16.17	0.51	Nil	1.32	14.85

₹ in crore

Note :

The company has availed the deemed cost exemption in relation to other intangible assets on the date of transition i.e. April 1, 2015 and hence the net block carrying amount has been considered as the gross block carrying amount on that date.

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## Note - 6 : NON-CURRENT FINANCIAL ASSETS - INVESTMENTS IN SUBSIDIARIES

₹ in crore

Numbers		Particulars	As at 31.03.2019	As at 31.03.2018
31.03.2019	31.03.2018			
<b>(A) Investment in Equity instruments</b>				
<b>Investment in subsidiary at cost (fully paid up)</b>				
100,010	100,010	Karnavati Holdings Inc face value of US \$ 0.1 each (Refer note no.49)	533.38	533.38
200,000,000	150,000,000	Nuvoco Vistas Corporation Ltd. face value of ₹ 10 each (Refer note below, 41,43,47 ,49, 59 and 62 )	4,000.00	3,000.00
<b>Total - A</b>			<b>4,533.38</b>	3,533.38
<b>(B) Investment in Compulsory convertible debentures at fair value through profit and loss (fully paid up)</b>				
<b>Unsecured, Unquoted compulsory convertible debentures</b>				
Nil	100,000	Nuvoco Vistas Corporation Ltd. face value of ₹ 1,00,000 each (Refer note below, 47, 49 and 59 )	Nil	1,027.09
<b>Total - B</b>			<b>Nil</b>	1,027.09
<b>Total (A+B)</b>			<b>4,533.38</b>	4,560.47

Aggregate amount of quoted investments	Nil	Nil
Aggregate market value of quoted investments	Nil	Nil
Aggregate amount of unquoted investments	4,533.38	4,560.47
Aggregate amount of impairment in value of investments	Nil	Nil

Note :

During the year, Compulsory Convertible Debentures of ₹ 1000 crore issued by Nuvoco Vistas Corporation Ltd were converted into 5,00,00,000 equity shares of ₹10 each at a premium of ₹ 190 per share.

**Note - 7 : NON-CURRENT FINANCIAL ASSETS – INVESTMENTS**

₹ in crore

Numbers		Particulars	As at 31.03.2019	As at 31.03.2018
<b>(A) Investment in Quoted Equity instruments</b>				
Investments in fully paid up equity shares accounted through other comprehensive income				
<b>31.03.2019</b>	31.03.2018	<b>Quoted equity instruments</b>		
<b>7,090</b>	7,090	Reliance Industries Ltd. face value of ₹ 10 each	<b>0.97</b>	0.62
<b>353,053</b>	353,053	Gujarat Heavy Chemicals Ltd. face value of ₹ 10 each	<b>8.69</b>	9.12
<b>155,600</b>	155,600	Tamilnadu Petro Products Ltd. face value of ₹ 10 each	<b>0.54</b>	0.76
<b>32,535</b>	225,800	Torrent Pharmaceuticals Ltd. face value of ₹ 5 each	<b>6.34</b>	28.22
<b>Total - A</b>			<b>16.54</b>	38.72
<b>(B) Investment in Un-quoted Equity instruments</b>				
Investments in fully paid up un-quoted equity shares accounted through other comprehensive income				
<b>57,020</b>	57,020	The Kalupur Comm. Co.op. Bank Ltd. face value of ₹ 25 each	<b>0.14</b>	1.84
<b>Nil</b>	2,200,000	Gold Plus Glass Industry Ltd. face value of ₹ 10 each	<b>Nil</b>	5.06
<b>100,000</b>	100,000	Enviro Infrastructure Company Ltd. face value of ₹ 10 each	<b>0.79</b>	0.61
<b>1,000,000</b>	1,000,000	Inlac Granston Ltd. face value of ₹ 10 each	<b>1.00</b>	1.00
		Less : Provision for impairment in value	<b>1.00</b>	1.00
<b>Total - B</b>			<b>0.93</b>	7.51
<b>(C) Un-quoted government securities at amortised cost</b>				
		National savings certificates lodged with various authorities	<b>0.07</b>	0.07
		Kisan vikas patra lodged with various authorities (Refer Note No. 41)	<b>(₹ 48,297)</b>	(₹ 44,935)
<b>Total - C</b>			<b>0.07</b>	0.07
<b>Total (A+B+C)</b>			<b>17.54</b>	46.30
Aggregate amount of quoted investments			<b>16.54</b>	38.72
Aggregate market value of quoted investments			<b>16.54</b>	38.72
Aggregate amount of unquoted investments			<b>2.00</b>	8.58
Aggregate amount of impairment in value of investments			<b>1.00</b>	1.00

Note :

Investments at fair value through other comprehensive income reflect investment in quoted and unquoted equity securities. Refer note no. 50 for detailed disclosure on the fair values.

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## Note - 8 : NON-CURRENT FINANCIAL ASSETS - LOANS

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
<b>Unsecured, considered good</b>		
Inter corporate deposit to subsidiary company (Refer notes no.47,49,50 & 59)	402.22	333.72
Inter corporate deposit	0.74	1.57
<b>Total</b>	<b>402.96</b>	<b>335.29</b>

Notes:

- I. Refer note no. 41 for information on assets pledged as security by the Company.
- II. Refer note no.51 for credit risk, liquidity risk and market risk for non current financial assets-loans.

## Note - 9 : NON-CURRENT FINANCIAL ASSETS - OTHERS

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
Security deposits	1.54	1.62
Bank deposit with original maturity more than 12 months	1.56	1.50
<b>Total</b>	<b>3.10</b>	<b>3.12</b>

Notes :

I. Earmarked balances with various Statutory Authorities	1.56	1.50
II. Refer note no. 41 for information on assets pledged as security by the Company.		
III. Refer note no.51 for credit risk, liquidity risk and market risk for non current financial assets others.		

## Note - 10 : OTHER NON-CURRENT ASSETS

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
Capital advances	21.19	25.62
Prepaid expenses	0.62	0.03
<b>Total</b>	<b>21.81</b>	<b>25.65</b>

Note:

Refer note no. 41 for information on assets pledged as security by the Company.

**Note - 11: INVENTORIES**

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
Raw materials & Packaging materials	310.95	304.33
Raw materials & Packaging materials in transit	80.12	15.21
<b>Total-A</b>	<b>391.07</b>	319.54
Work-in-progress	<b>Total-B</b> 65.11	63.17
Finished goods	232.70	181.59
Finished goods in transit	26.65	29.87
<b>Total-C</b>	<b>259.35</b>	211.46
Stock-in-trade ( Traded Goods )	3.23	2.83
Stock-in-trade ( Traded Goods ) in transit	0.93	1.69
<b>Total-D</b>	<b>4.16</b>	4.52
Stores and spares	339.59	333.30
Stores and spares in transit	0.89	0.41
<b>Total-E</b>	<b>340.48</b>	333.71
Fuels	69.28	79.34
Fuels in transit	124.92	105.89
<b>Total-F</b>	<b>194.20</b>	185.23
<b>Total (A to F)</b>	<b>1,254.37</b>	1,117.63

Notes :

- I. Refer significant accounting policy Sr. no. 1 (III) (M) for inventory.
- II. Write-downs of inventories to net realisable value accounted as at March 31, 2019 ₹ 3.39 crore (p.y ₹ 1.25 crore) were recognised as an expense during the year and included in 'changes in value of inventories of work-in-progress, stock-in-trade and finished goods' in statement of profit and loss.
- III. Refer note no.41 for inventory pledged as security by the Company.

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## Note - 12 : CURRENT FINANCIAL ASSETS - TRADE RECEIVABLES

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
Secured, considered good	Nil	Nil
Unsecured, considered good	495.24	554.73
Unsecured, considered good from related parties (Refer note no.49)	37.42	13.34
Unsecured considered credit impaired	1.34	1.82
	<b>534.00</b>	569.89
Less: Impairment for Trade receivable	1.34	1.82
<b>Total</b>	<b>532.66</b>	568.07

Notes:

- I. Refer note no.41 for Trade Receivables pledged as security by the Company.
- II. Refer note no.51 for credit risk, liquidity risk and market risk for current financial assets.

## Note - 13 : CURRENT FINANCIAL ASSETS - CASH AND CASH EQUIVALENTS

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
<b>Cash and cash equivalents</b>		
Balance with banks		
- In current accounts	10.33	13.54
Cash on hand	1.07	0.52
<b>Total</b>	<b>11.40</b>	14.06

Note:

Refer note no.51 for credit risk, liquidity risk and market risk for current financial assets.

**Note - 14 : CURRENT FINANCIAL ASSETS - OTHER BANK BALANCES**

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
<b>Other bank balances</b>		
(a) In deposit accounts (with original maturity more than 3 months but less than 12 months)	21.29	20.56
(b) Secured premium notes money received and due for refund	0.14	0.14
(c) Equity share capital reduction balance	2.95	0.35
(d) Preference share capital redemption balance	0.33	0.32
<b>Total</b>	<b>24.71</b>	<b>21.37</b>

Notes :

I. Earmarked balances with banks	0.40	0.40
II. Earmarked balances with various Statutory authorities	20.89	20.12
III. Earmarked balances with various Tender authorities	Nil	0.04
IV. Refer note no. 41 for information on assets pledged as security by the Company.		
V. Refer note no.51 for credit risk, liquidity risk and market risk for current financial assets.		

**Note - 15 : CURRENT FINANCIAL ASSETS - LOANS**

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
<b>Secured, Considered good</b>		
Inter corporate deposit (Refer Note I below)	8.03	8.04
<b>Unsecured, Considered good</b>		
Loans & advances to employees	2.75	2.88
Loans & advances to others	26.90	34.90
<b>Unsecured, Considered credit impaired</b>		
Loans & advances to others	0.17	0.17
Less : Impairment for Loans and advances	0.17	0.17
	Nil	Nil
<b>Unsecured, Considered good</b>		
Inter corporate deposit to others	22.02	19.40
<b>Unsecured, Considered credit impaired</b>		
Inter corporate deposit to others	1.71	1.71
Less : Impairment for Loans and advances	1.71	1.71
	Nil	Nil
<b>Total</b>	<b>59.70</b>	<b>65.22</b>

Notes:

- I. Market value of security received for Inter corporate deposits ₹ 8.03 crore ( p.y ₹ 8.04 crore).
- II. Refer note no. 41 for information on assets pledged as security by the Company.
- III. Refer note no.51 for credit risk, liquidity risk and market risk for current financial assets.

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## Note - 16 : CURRENT FINANCIAL ASSETS - OTHERS

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
Security deposits	4.60	5.28
Income receivable	2.19	5.03
Sales Tax/GST incentive receivable	10.65	36.08
Other receivable	3.62	2.92
Other receivable from related parties (Refer note no.49)	0.34	1.08
<b>Total</b>	<b>21.40</b>	<b>50.39</b>

Notes:

- I. Refer note no.41 for information on assets pledged as security by the Company.
- II. Refer note no.51 for credit risk, liquidity risk and market risk for current financial assets.

## Note - 17 : OTHER CURRENT ASSETS

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
Advances to suppliers- related parties (Refer note no.49)	0.04	0.05
Advances to suppliers	30.34	34.08
Balance with statutory authorities	19.90	15.50
Prepaid expenses	29.37	20.84
<b>Total</b>	<b>79.65</b>	<b>70.47</b>

Note :

Refer note no.41 for information on assets pledged as security by the Company.

## Note - 18 : CURRENT TAX ASSETS (NET)

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
Current tax assets (Net)	Nil	48.41
<b>Total</b>	<b>Nil</b>	<b>48.41</b>

**Note - 19 : EQUITY SHARE CAPITAL**

₹ in crore

Particulars	As at 31.03.2019		As at 31.03.2018	
	Number of shares	₹	Number of shares	₹
<b>AUTHORISED</b>				
Equity shares of ₹ 5 each	1,461,000,000	730.50	1,461,000,000	730.50
6% Redeemable non cumulative non convertible preference shares of ₹ 100 each	1,000,000	10.00	1,000,000	10.00
6% Redeemable non cumulative non convertible preference shares of ₹ 1 each	250,000,000	25.00	250,000,000	25.00
5% Redeemable non cumulative non convertible preference shares of ₹ 1 each	100,000,000	10.00	100,000,000	10.00
<b>Total</b>		<b>775.50</b>		<b>775.50</b>
<b>ISSUED AND SUBSCRIBED</b>				
Equity shares of ₹ 5 each	146,075,130	73.04	146,075,130	73.04
<b>FULLY PAID UP</b>				
Equity shares of ₹ 5 each	146,075,130	73.04	146,075,130	73.04
<b>Total</b>		<b>73.04</b>		<b>73.04</b>

**Note - 19a : EQUITY SHARE CAPITAL**

I. The Reconciliation of Number of Equity Shares outstanding at the beginning and at the end of the year.

Particulars	As at 31.03.2019		As at 31.03.2018	
	Number of shares	₹ in crore	Number of shares	₹ in crore
Opening Balance	146,075,130	73.04	146,075,130	73.04
Closing Balance	146,075,130	73.04	146,075,130	73.04

**II. Rights, preferences and restrictions attached to equity shares**
**Equity Shares**

The Company has one class of equity shares having par value of ₹ 5 per share. Each member is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the members in the ensuing Annual General meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to their shareholding.

**III. The Company does not have any holding company.**

## Nirma Limited

### IV. The details of Shareholders holding more than 5 % of Shares

Particulars	As at 31.03.2019		As at 31.03.2018	
	No. of shares held *	% of Total paid up Equity Share Capital	No. of shares held*	% of Total paid up Equity Share Capital
<b>Equity shares</b>				
Dr. Karsanbhai K. Patel	<b>4,47,01,675</b>	<b>30.60</b>	5,67,65,225	38.86
Smt. Shantaben K. Patel	<b>4,14,51,261</b>	<b>28.38</b>	2,76,18,401	18.90
Shri Rakesh K. Patel	<b>2,86,68,905</b>	<b>19.63</b>	3,47,44,124	23.79
Shri Hiren K. Patel	<b>2,91,45,709</b>	<b>19.95</b>	2,69,47,180	18.45

\*Includes equity shares held jointly and/or as trustee of trust.

### V) Shares allotted as fully paid up without payment being received in cash during the period of five years immediately preceding 31.03.2019 being the date of Balance Sheet.

2,40,58,730 new equity shares of ₹ 5/- each allotted consequent upon sanction of Composite Scheme of Arrangement in the nature of Amalgamation and Demerger during FY 2015-16.

**Note - 20 : OTHER EQUITY**

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
<b>Capital Reserve</b>		
As per last year	328.17	328.17
<b>Equity Security Premium</b>		
As per last year	29.81	29.81
<b>Capital Redemption Reserve</b>		
As per last year	42.35	42.35
<b>Debenture Redemption Reserve</b>		
Opening balance	356.89	112.14
Add : Transferred from retained earnings	203.77	259.16
Less: Transfer to general reserve	262.50	14.41
Closing balance	298.16	356.89
<b>General Reserve</b>		
Opening balance	1,954.45	1,940.04
Add : Transferred from debenture redemption reserve	262.50	14.41
Closing balance	2,216.95	1,954.45
<b>Other Comprehensive Income</b>		
Opening balance	42.60	55.44
Add : Equity instruments through other comprehensive income	17.67	(11.88)
Less : Remeasurement of defined benefit plans	1.56	0.96
Less : Transferred to retained earnings on sale of shares	21.34	Nil
Closing balance	37.37	42.60
<b>Retained Earnings</b>		
Opening balance	1,816.18	1,655.74
Add : Retained earnings during the year	621.43	419.60
Add: Transfer from Other comprehensive income on sale of shares	21.34	Nil
Less: Transferred to debenture redemption reserve	203.77	259.16
Closing balance	2,255.18	1,816.18
<b>Total</b>	<b>5,207.99</b>	<b>4,570.45</b>

Notes:

**Description of nature and purpose of each Reserve:**
**I. Capital Reserve**

The excess of net assets taken over the cost of consideration paid is treated as capital reserve at time of amalgamation/demerger.

**II. Equity Security Premium**

The amount received in excess of face value of the equity shares is recognised in equity security premium.

## Nirma Limited

### III. Capital Redemption Reserve

It represents reserve created on buy back of equity shares and redemption of preference shares. It is a non distributable reserve.

### IV. Debenture Redemption Reserve

The company is required to create a debenture redemption reserve out of the profits for redemption of debentures.

### V. General Reserve

General reserve is created from time to time by way of transfer of profits from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

### VI. Other Comprehensive income

- The fair value change of the equity instruments measured at fair value through other comprehensive income is recognised in equity instruments through Other Comprehensive Income.
- The remeasurement gain/(loss) on net defined benefit plans is recognised in Other Comprehensive Income net of tax.

### VII. Retained Earnings

Retained earnings are the profits that the Company has earned till date less transfer to other reserves, dividends or other distributions to shareholders.

### Note - 21 : NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS

Particulars	₹ in crore	
	As at 31.03.2019	As at 31.03.2018
<b>Secured</b>		
<b>Debentures</b>		
Non-convertible debentures (Refer note no. I below)	Nil	1,059.59
	Nil	1,059.59
<b>Term Loans from Bank</b>		
Term Loans from Banks (Refer note no. II & III below)	1,596.65	1,317.16
<b>Term Loan from Other</b>		
Loan from Gujarat Housing Board (Refer note no. IV below)	Nil	(₹ 8,083)
<b>Unsecured</b>		
Non-convertible debentures (Refer note no. V below)	1,487.41	1,486.60
Non-convertible debentures held by related Parties (Refer note no. V below & 49)	1.08	Nil
Loan from directors -related parties (Refer notes no. VI below & 49)	10.00	10.00
<b>Total</b>	<b>3,095.14</b>	<b>3,873.35</b>

Notes:

**Note - 21 : NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS**

₹ in crore

Sr. No.	Particulars	As at 31.03.2019		As at 31.03.2018	
		Non Current	Current	Non Current	Current
I.(A)	7.90 % Secured Listed Rated Redeemable Non Convertible Debentures Series III of face value of ₹ 10 lacs each	Nil	1006.52	999.61	6.71
	(a) It is redeemable at par on 28.02.2020. Effective interest rate is 7.92%.				
	(b) It is secured by first pari-passu charge by way of hypothecation on whole of movable plant and machineries and first ranking pari passu charge by way of mortgage on immovable property including all plants, machineries and buildings fixed to the land, both situated at Mandali Ta. & Dist : Mehsana , Alindra Ta. Savli, Dist. Vadodara and Cement division at Nimbol. Ta : Jaitaran, Dist: Pali, Rajasthan .				
(B)	(a) 8.95 % Secured Redeemable Non Convertible Non Cumulative Debentures Series E of face value of ₹ 10 lacs each. It is redeemable at par on 28.05.2019.Effective interest rate is 8.98 %.	Nil	64.53	59.98	4.53
	(b) 8.92 % Secured Redeemable Non Convertible Non Cumulative Debentures Series D of face value of ₹ 10 lacs each is redeemable at par on 28.05.2018. Effective interest rate is 8.95%.	Nil	Nil	Nil	64.51
	(c) The Secured Redeemable Non-Convertible Non-Cumulative Debentures Series D and E are secured by first pari-passu charge on building and specified immovable plant and machineries of the Company both present and future situated at Alindra, District Vadodara, Gujarat.				
(C)	(a) 7.95 % Secured Listed Rated Redeemable Non Convertible Debentures Series II of face value of ₹ 10 lacs each is redeemable at par on 09.09.2018.Effective interest rate is 8.22%.	Nil	Nil	Nil	516.45
	(b) 7.95 % Secured Listed Rated Redeemable Non Convertible debentures Series I of face value of ₹ 10 lacs each is redeemable at par on 07.09.2018. Effective interest rate is 8.31%.	Nil	Nil	Nil	516.50
	(c) The Secured Listed Rated - NCD Series-I and Series-II as above are secured by first pari-passu charge by way of (i) hypothecation of whole of the movable plant and machinery of the Company's cement division situated at Village Nimbol, Rajasthan and (ii) Mortgage of immovable property including all plants, machineries and buildings fixed to the land (immovable property) situated, lying and being at Mouje: Nimbol, Dungarnagar, Sinla, Jaitaran Taluka : Jaitaran, in the state of Rajasthan.				
II.	Term loan is repayable in 10 years starting from 30.09.2016 on quarterly basis. During first & second year 3 % , third & fourth year 8% and fifth to tenth year 13% of term loan amount. Effective interest rate is 1 year MCLR+0.20%	1,197.39	129.73	1,317.16	101.25
	The Term loan from bank are secured by (a) First Pari-passu charge on the whole of the movable plant and machinery of the Company be brought into or upon or be stored or be in or about of the Company's factories, premises and godowns situate at: (i) Mandali (including Ambaliyasan and Baliyasan), District: Mehsana, Gujarat, (ii) Chhatral, District: Gandhinagar, Gujarat, (iii) Moraiya, District: Ahmedabad, Gujarat, (iv) Alindra unit including Bhadarva and Chandranagar assets both situated at Taluka: Savli, District: Vadodara, Gujarat, (v) Dhank, District Rajkot, Gujarat. (vi) Kalatalav, District: Bhavnagar, Gujarat, (vii) Nandasan, Mahesana, Gujarat, (viii) Porbandar, District: Porbandar, Gujarat. All above plants located in the State of Gujarat and; (ix) cement division at Village Nimbol, Taluka: Jaitaran, District: Pali located in the State of Rajasthan. (b) first pari-passu charge on immovable properties including all plants, machineries and buildings fixed to the land (immovable property) of various plants at Mandali incl. Ambaliyasan and Baliyasan, Dhank, Chhatral, Moraiya, Alindra (incl. Bhadarva, Chandranagar and Khokhar), Bhavnagar (incl. Kalatalav, Narmad & Vartej), Porbandar, Nandasan all located in the State of Gujarat and Cement division at Village Nimbol, Taluka Jaitaran in the State of Rajasthan.				

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₹ in crore

Sr. No.	Particulars	As at 31.03.2019		As at 31.03.2018	
		Non Current	Current	Non Current	Current
	Term loan of is repayable from December, 2020 in 20 quarterly installments. Starting from Second Year 10%, Third to Sixth Year 20% and Seventh Year 10% of term loan. Effective interest rate is 6 months MCLR+0.20%.	99.26	0.60	Nil	Nil
	The Term loan from bank is secured by (a) First Pari-passu charge on the whole of the movable plant and machinery of the Company be brought into or upon or be stored or be in or about of the Company's factories, premises situate at: (i) Mandali, District: Mehsana, Gujarat, (ii) Chhatral, District: Gandhinagar, Gujarat, (iii) Moraiya, District: Ahmedabad, Gujarat, (iv) Dhank, District Rajkot, Gujarat, (v) Kalatalav, District: Bhavnagar, Gujarat, (vi) Porbandar, District: Porbandar, Gujarat. All above plants located in the State of Gujarat and; (b) first pari-passu charge on immovable properties including all plants, machineries and buildings fixed to the land of various plants at Mandali, Dhank, Chhatral, Moraiya, Bhavnagar, Porbandar, all located in the State of Gujarat. The creation of Charge with Registrar of Companies, Gujarat is under process.				
III.	Term loan is repayable in 21 equal quarterly installments starting from 24th month from the date of first withdrawal i.e 30.09.2020. Effective interest rate is 1 month MCLR+0.30%.	300.00	Nil	Nil	Nil
	The Term loan from bank is secured by (a) First Pari-passu charge on the whole of the movable plant and machinery of the Company be brought into or upon or be stored or be in or about of the Company's factories, premises situate at: (i) Mandali, District: Mehsana, Gujarat, (ii) Chhatral, District: Gandhinagar, Gujarat, (iii) Moraiya, District: Ahmedabad, Gujarat, (iv) Dhank, District Rajkot, Gujarat, (v) Kalatalav, District: Bhavnagar, Gujarat, (vi) Porbandar, District: Porbandar, Gujarat. All above plants located in the State of Gujarat and; (b) first pari-passu charge on immovable properties including all plants, machineries and buildings fixed to the land of various plants at Mandali, Dhank, Chhatral, Moraiya, Bhavnagar, Porbandar, all located in the State of Gujarat. The creation of Charge with Registrar of Companies, Gujarat is under process.				
IV	Loan from Gujarat Housing Board is secured by mortgage of related tenaments and will be paid as per existing terms and conditions.	Nil	Nil	(₹8,083)	Nil
V	(a) 9.50 % Unsecured Subordinated, Rated, Listed Non Convertible Debentures Series- IV Tranche 1 redeemable at par on 06-07-2077 with call option can be exercised by the Company at the end of call tenor i.e. 5 years from 06-07-2017 and annually every year thereafter with the maximum additional interest cost of 2% p.a.. Effective interest rate is 9.70%.	895.17	63.01	893.95	63.01
	(b) 9.65 % Unsecured Subordinated, Rated, Listed Non Convertible Debentures Series- IV Tranche 2 redeemable at par on 06-07-2077 with call option can be exercised by the Company at the end of call tenor i.e. 7 years from 06-07-2017 and annually every year thereafter with the maximum additional interest cost of 2% p.a.. Effective interest rate is 9.87%.	297.40	21.34	297.04	21.34
	(c) 10.15 % Unsecured Subordinated, Rated, Listed Non Convertible Debentures Series- IV Tranche 3 redeemable at par on 06-07-2077 with call option can be exercised by the Company at the end of call tenor i.e. 10 years from 06-07-2017 and annually every year thereafter with the maximum additional interest cost of 2% p.a.. Effective interest rate is 10.40%.	295.92	22.44	295.61	22.44
VI	Unsecured loan from directors-related parties carry interest @ 8 % p.a. (p.y. Interest @ 8% p.a). The loan is repayable after 1 year.	10.00	Nil	10.00	Nil
VII	The carrying amount of financial and non-financial assets pledge as security for secured borrowings are disclosed in note no.41				
VIII	Refer note no.51 for credit risk, liquidity risk and market risk for non-current financial liabilities.				
IX	The company has complied all covenants for loans.				

**Note - 22 : NON-CURRENT FINANCIAL LIABILITIES - OTHERS**

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
Deferred sales tax liability (Refer note no. I below)	0.01	0.01
Trade Deposits	78.40	147.25
<b>Total</b>	<b>78.41</b>	<b>147.26</b>

Notes :

- I. 0 % Deferred sales tax loan is repayable in six yearly equal installments of ₹ 0.01 crore starting from 01.04.2015.
- II. Refer note no.51 for credit risk, liquidity risk and market risk for non-current financial liabilities.

**Note - 23 : NON-CURRENT PROVISIONS**

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
<b>Provisions</b>		
Provision for employee benefits (Refer note no.48)	75.65	66.55
Provision for mines reclamation expenses (Refer note below)	2.08	1.87
<b>Total</b>	<b>77.73</b>	<b>68.42</b>

Note:

₹ in crore

Movement during the year		
Opening Balance	1.87	1.67
Add : Provision made during the year	0.21	0.20
Less : Utilisation during the year	Nil	Nil
Closing Balance	2.08	1.87

**Note - 24 : DEFERRED TAX LIABILITIES (Net)**

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
<b>Deferred Tax Liabilities</b>		
Property, plant and equipment and investment property	687.21	686.99
Financial assets at fair value through profit or loss	1.68	2.93
	<b>688.89</b>	<b>689.92</b>
<b>Deferred Tax Assets</b>		
MAT credit	348.01	409.01
Financial assets at fair value through OCI	0.12	1.75
Others	44.25	6.55
	<b>392.38</b>	<b>417.31</b>
<b>Net deferred tax liabilities</b>	<b>296.51</b>	<b>272.61</b>

# Nirma Limited

## Movements in deferred tax liabilities

₹ in crore

Particulars	Property, plant and equipment and investment property	MAT	Financial assets at fair value through profit or loss	Financial assets at fair value through OCI	Other items	Total
At 1st April, 2018	686.99	(409.01)	2.93	(1.75)	(6.55)	272.61
Charged/(credited)						
To profit or loss	0.22	61.00	(1.25)	Nil	(36.87)	23.10
To other comprehensive income	Nil	Nil	Nil	1.63	(0.83)	0.80
<b>At 31st March, 2019</b>	<b>687.21</b>	<b>(348.01)</b>	<b>1.68</b>	<b>(0.12)</b>	<b>(44.25)</b>	<b>296.51</b>

₹ in crore

Particulars	Property, plant and equipment and investment property	MAT	Financial assets at fair value through profit or loss	Financial assets at fair value through OCI	Other items	Total
At 1st April, 2017	575.17	(324.67)	8.61	1.93	(22.48)	238.56
Charged/(credited)						
To profit or loss	111.82	(84.34)	(5.68)	Nil	12.43	34.23
To other comprehensive income	Nil	Nil	Nil	(3.68)	3.50	(0.18)
At 31st March, 2018	686.99	(409.01)	2.93	(1.75)	(6.55)	272.61

### Note - 25 : CURRENT FINANCIAL LIABILITIES - BORROWINGS

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
<b>Secured</b>		
Cash credit facility (Refer note no. I below)	472.90	326.11
Working Capital Demand Loan (Refer note no. I below)	435.00	30.00
<b>Total</b>	<b>907.90</b>	<b>356.11</b>

#### Notes :

- I. The credit facilities from banks ₹ 907.90 crore (P.Y ₹ 356.11 crore) are secured on (a) First pari-passu charge on stock, stock in process, semi finished and finished goods, book debts, current assets of the Company lying at (i) Mandali incl. Ambaliyasan, Baliyasan, dist. Mehsana, (ii) Chhatral, Dist. Gandhinagar, (iii) Trikampura, Dist. Ahmedabad, (iv) Soda ash project, Kalatalav, Bhavnagar, (v) Moraiya Dist. Ahmedabad, (vi) Alindra including Bhadarva, Dist. Baroda, (vii) Saurashtra Chemicals division of Nirma Limited, Birlasagar, Porbandar, salt works and lime stone mines at different site in Gujarat, (viii) depot at various places, (ix) Cement division at village Nimbol, Tal. Jaitaran, Dist. Pali, Rajasthan, (b) Second pari-passu charge on whole of movable plant & machinery situated at (i) Mandali (incl. Ambaliyasan, Baliyasan Dist. Mehsana), (ii) Chhatral, Dist. Gandhinagar, (iii) Moraiya Dist. Ahmedabad, (iv) Alindra including Bhadarva, Dist. Vadodara, (v) Dhank, Dis. Rajkot, (c) Second pari-passu charge on the immovable assets of the Company at, (i) Mandali (incl. Ambaliyasan, Baliyasan Dist. Mehsana), (ii) Chhatral, Dist. Gandhinagar, (iii) Moraiya Dist. Ahmedabad, (iv) Alindra including Bhadarva, Dist. Vadodara, (v) Dhank, Dis. Rajkot.

Effective cost is in the range of 8% to 10% p.a (p.y 8 % to 10 % p.a)

- II. The carrying amount of financial and non-financial assets pledge as security for secured borrowings are disclosed in Note no.41.
- III. Refer note no.51 for credit risk, liquidity risk and market risk for current financial liabilities.

**Note - 26 : CURRENT FINANCIAL LIABILITIES - TRADE PAYABLE**

₹ in crore

Particulars	₹ in crore	
	As at 31.03.2019	As at 31.03.2018
Trade payables		
Micro & Small Enterprise (Refer Note no. 56)	0.01	0.05
Other than Micro & Small Enterprise	404.82	285.12
<b>Total</b>	<b>404.83</b>	<b>285.17</b>

Note :

I. Details of Dues to Micro, Small &amp; Medium Enterprises as defined under MSMED Act, 2006

This information, as required to be disclosed under the Micro, Small and Medium Enterprises Development Act 2006, has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

II. Refer note no.51 for credit risk, liquidity risk and market risk for current financial liabilities.

**Note - 27 : CURRENT FINANCIAL LIABILITIES - OTHERS**

₹ in crore

Particulars	₹ in crore	
	As at 31.03.2019	As at 31.03.2018
<b>Secured</b>		
Current maturity of non-convertible debentures (Refer note no.21)	1,071.05	1,108.70
Current maturity of term loans from Bank (Refer note no.21)	130.33	101.25
<b>Unsecured</b>		
Current maturity of non-convertible debentures (Refer note no.21)	106.71	106.79
Current maturity of non-convertible debentures held by related Parties (Refer note no. 21 & 49)	0.08	Nil
Current maturity of deferred sales tax liability (Refer note no.22)	0.01	0.01
Unclaimed matured non convertible debentures /secured premium notes and interest thereon	0.14	0.14
Liability for equity share capital reduction (Refer note no.1 below)	0.65	0.65
Equity share capital reduction balance payable	2.95	0.35
Preference share capital redemption balance payable	0.33	0.32
Creditors for capital expenditure	49.13	47.01
Other payables	80.90	77.77
<b>Total</b>	<b>1,442.28</b>	<b>1,442.99</b>

Notes :

I. Balance payable on 32,584 equity shares kept in abeyance due to court matter.

II. Refer note no.51 for credit risk, liquidity risk and market risk for current financial liabilities.

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## Note - 28 : OTHER CURRENT LIABILITIES

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
Advance received from customers	42.56	25.64
Statutory liabilities	82.59	80.47
Deferred revenue	2.77	1.20
<b>Total</b>	<b>127.92</b>	<b>107.31</b>

## Note - 29 : CURRENT PROVISIONS

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
Provision for employee benefits (Refer note no.48)	21.17	17.64
Provision in respect of litigation relating to Income tax (Note I below )	330.00	330.00
Provision in respect of litigation relating to Excise duty (Note II below )	1.80	1.80
Provision for Renewable Power Obligations (Note III below)	26.97	21.54
<b>Total</b>	<b>379.94</b>	<b>370.98</b>

Note: I

₹ in crore

Movement of litigation in respect of Income tax during the year		
Opening Balance	330.00	330.00
Add : Provision made during the year	Nil	Nil
Less : Utilisation during the year	Nil	Nil
Closing Balance	330.00	330.00

Note: II

₹ in crore

Movement of litigation in respect of Excise duty during the year		
Opening Balance	1.80	1.91
Add : Provision made during the year	Nil	Nil
Less : Utilisation during the year	Nil	0.11
Closing Balance	1.80	1.80

Note: III

₹ in crore

Movement of Renewable Power Obligation during the year		
Opening Balance	21.54	Nil
Add : Provision made during the year	6.49	21.54
Less : Utilisation during the year	1.06	Nil
Closing Balance	26.97	21.54

## Note - 30 : CURRENT TAX LIABILITIES (NET)

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018
Income tax provision (net)	13.95	Nil
<b>Total</b>	<b>13.95</b>	<b>Nil</b>

**Note - 31 : REVENUE FROM OPERATIONS**

₹ in crore

Particulars	2018-2019	2017-2018
<b>Revenue from operations</b>		
<b>Sale of Products (including excise duty) (Refer Note below)</b>		
Finished goods	6,150.66	5,790.89
Stock in trade	40.85	23.59
<b>Total</b>	<b>6,191.51</b>	<b>5,814.48</b>
<b>Sale of Services</b>		
Processing charges	1.90	1.40
<b>Other operating revenues</b>		
Duty drawback & other export incentives	0.80	0.42
Investment Promotion Assistance	20.62	51.56
Scrap sales	22.74	11.64
<b>Total</b>	<b>6,237.57</b>	<b>5,879.50</b>

Notes :

(1) Sale of products for the current period are not comparable with previous period, since sales for the period 1st July 2017 to 31st March 2018 are net of Goods and Service Tax whereas excise duty formed part of expenses in the periods before transition to Goods and Service tax.

**(2) Revenue from contracts with customers**
**A) Disaggregated revenue information**

Set out below is the disaggregation of the company's revenue from contracts with customers:

₹ in crore

Segment	For the year ended March 31, 2019			Total
	Cement	Soaps & Surfactants	Others	
<b>Type of goods or service</b>				
<b>Sale of manufactured goods</b>				
Soda Ash	Nil	2,232.47	Nil	2,232.47
Detergents	Nil	1,062.05	Nil	1,062.05
Caustic Soda	Nil	640.67	Nil	640.67
Toilet Soap	Nil	548.11	Nil	548.11
Linear Alkyl Benzene	Nil	471.15	Nil	471.15
Cement	591.54	Nil	Nil	591.54
Others	Nil	235.71	368.96	604.67
<b>Total</b>	<b>591.54</b>	<b>5,190.16</b>	<b>368.96</b>	<b>6,150.66</b>
<b>Sale of traded products</b>				
Soda Ash	Nil	15.48	Nil	15.48
Cement	0.03	Nil	Nil	0.03
Others	Nil	Nil	25.34	25.34
<b>Total</b>	<b>0.03</b>	<b>15.48</b>	<b>25.34</b>	<b>40.85</b>

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₹ in crore

Segment	For the year ended March 31, 2019			Total
	Cement	Soaps & Surfactants	Others	
<b>Sale of Services</b>				
<b>Processing charges</b>				
Others	Nil	1.90	Nil	1.90
<b>Other operating revenues</b>	21.05	22.86	0.25	44.16
<b>Total revenue from contracts with customers</b>	<b>612.62</b>	<b>5,230.40</b>	<b>394.55</b>	<b>6,237.57</b>
India	612.62	5,122.70	367.90	6,103.22
Outside India	Nil	107.70	26.65	134.35
<b>Total revenue from contracts with customers</b>	<b>612.62</b>	<b>5,230.40</b>	<b>394.55</b>	<b>6,237.57</b>
<b>Timing of revenue recognition</b>				
Goods transferred at a point in time	612.62	5,230.40	394.55	6,237.57
<b>Total revenue from contracts with customers</b>	<b>612.62</b>	<b>5,230.40</b>	<b>394.55</b>	<b>6,237.57</b>

Set out below, is the reconciliation of the revenue from contracts with customers with the amounts disclosed in the segment information:

₹ in crore

Segment	For the year ended March 31, 2019			Total
	Cement	Soaps & Surfactants	Others	
<b>Revenue</b>				
External customer	612.62	5,230.40	394.55	6,237.57
Inter-segment	8.94	Nil	3.18	12.12
Inter-segment adjustment and elimination	(8.94)	Nil	(3.18)	(12.12)
<b>Total revenue from contracts with customers</b>	<b>612.62</b>	<b>5,230.40</b>	<b>394.55</b>	<b>6,237.57</b>

## B) Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contract with customers

₹ in crore

Particulars	As at March 31, 2019
Trade receivables*	532.66
Contract liabilities	20.62
Advances from customers (refer note no. 28)	42.56

\*Trade receivables are generally on terms upto 90 days.

## C) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

₹ in crore

Particulars	As at March 31, 2019
Revenue as per contracted price	6,447.81
<b>Adjustments</b>	
Discount	(210.24)
<b>Revenue from contract with customers</b>	<b>6,237.57</b>

## D) The transaction price allocated to the remaining performance obligation non-executed as at March 31, 2019 are as follows:

₹ in crore

Particulars	As at March 31, 2019
Advances from customers	42.56

Management expects that the entire transaction price allotted to the non-executed contract as at the end of the reporting period will be recognised as revenue during the next financial year.

**Note - 32 : OTHER INCOME**

₹ in crore

Particulars	2018-2019	2017-2018
Interest income	15.96	36.69
Interest income from financial assets at amortised cost	60.42	53.02
Dividend income from equity investments designated at fair value through other comprehensive income	0.36	0.44
Net gain on sale of current investments	3.95	5.65
Profit on sale of property, plant & equipment	0.50	0.48
Claims and Refunds	22.97	3.82
Government Grants	17.89	Nil
Provision no longer required written back	3.54	3.71
Others	8.65	4.29
<b>Total</b>	<b>134.24</b>	<b>108.10</b>

**Note - 33 : COST OF MATERIALS CONSUMED**

₹ in crore

Particulars	2018-2019	2017-2018
Raw material and Packing material at the beginning of the year	304.33	260.31
<b>Add: Purchases (net)</b>	<b>2,038.13</b>	<b>1,859.76</b>
<b>Total</b>	<b>2,342.46</b>	<b>2,120.07</b>
<b>Less : Raw material and Packing material at the end of the year</b>	<b>310.95</b>	<b>304.33</b>
<b>Cost of Raw material Consumed (Including Packaging Materials)</b>	<b>2,031.51</b>	<b>1,815.74</b>

**Note - 34 :**
**CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS**

₹ in crore

Particulars	2018-2019	2017-2018
<b>Inventories at the beginning of the year:</b>		
Finished goods	211.46	226.49
Stock-in-trade	4.52	12.75
Work-in-progress	63.17	87.24
<b>Total</b>	<b>279.15</b>	<b>326.48</b>
<b>Inventories at the end of the year:</b>		
Finished goods	259.35	211.46
Stock-in-trade	4.16	4.52
Work-in-progress	65.11	63.17
<b>Total</b>	<b>328.62</b>	<b>279.15</b>
<b>Changes in inventories of finished goods, stock-in-trade and work-in-progress</b>	<b>(49.47)</b>	<b>47.33</b>

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## Note - 35 : EMPLOYEE BENEFITS EXPENSES

₹ in crore

Particulars	2018-2019	2017-2018
Salaries and wages	288.31	269.43
Contributions to provident and other funds (Refer note no.48)	19.11	18.78
Gratuity (Refer note no.48)	9.34	8.74
Leave compensation (Refer note no.48)	19.89	17.35
Staff welfare expense	9.71	10.69
<b>Total</b>	<b>346.36</b>	<b>324.99</b>

## Note - 36 : FINANCE COSTS

₹ in crore

Particulars	2018-2019	2017-2018
Interest and finance charges on financial liabilities not at fair value through profit or loss	478.47	483.21
Other interest expense	0.44	0.80
<b>Less : Interest cost capitalised</b>	<b>51.95</b>	<b>34.13</b>
<b>Total</b>	<b>426.96</b>	<b>449.88</b>

Notes :

- I. The capitalisation rate used to determine the amount of borrowing cost to be capitalised is 8.65% (p.y 8.35%) the weighted average interest rate applicable to the entity's general borrowing during the year.
- II. Refer note no.46 for capitalisation of expenses.

## Note - 37 : DEPRECIATION AND AMORTISATION EXPENSES

₹ in crore

Particulars	2018-2019	2017-2018
Depreciation of property, plant and equipment (Refer note no.2)	344.35	447.98
Amortisation of intangible assets (Refer note no.5)	0.50	0.51
<b>Total</b>	<b>344.85</b>	<b>448.49</b>

**Note - 38 : OTHER EXPENSES**

₹ in crore

Particulars	2018-2019	2017-2018
Consumption of stores and spare parts	191.95	177.67
Power and fuel expenses	1,378.28	1,130.55
Excise duty provided on stocks	Nil	(30.33)
Processing charges	21.93	28.53
Rent expenses	13.71	12.68
Repairs		
To building	7.65	7.46
To plant and machinery	32.27	36.60
To others	5.13	5.04
	<b>45.05</b>	49.10
Insurance expenses	9.75	9.87
Rates and taxes	5.51	16.49
Payments to auditors (Refer note no.57)	0.78	0.78
Directors' fees	0.08	0.07
Discount on sales	16.29	14.60
Commission on sales	20.53	20.36
Freight and transportation expenses	461.68	487.30
Sales tax / GST expenses	7.42	7.36
Advertisement expenses	67.90	56.33
Exchange fluctuation loss (net)	1.67	0.85
Loss on sale of property, plant & equipment	0.13	0.12
Donation (Refer note no.II below)	10.91	3.98
De capitalisation of property, plant & equipment (Refer note no.61)	35.40	4.10
Sales promotion expenses	2.04	1.78
Bad debts & doubtful advances written off	1.94	Nil
Provision for doubtful debts	0.59	0.02
Corporate social responsibility expenses (Refer note no.58)	8.07	7.66
Other expenses [Net of Transport Income ₹0.18 crore (p.y. ₹ 0.50 crore)] (Refer note no.I below)	102.29	132.78
<b>Total</b>	<b>2,403.90</b>	<b>2,132.65</b>

**Notes :**

- I. Includes prior period adjustments(net) ₹ (1.32) crore (p.y. ₹ 0.73 crore).
- II. Donation includes donation to political parties ₹ 7.5 crore (p.y ₹ 3 crore)

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## Note - 39 : TAX EXPENSES

₹ in crore

Particulars	2018-2019	2017-2018
Current tax	188.00	124.00
Tax expenses relating to earlier year	0.01	(4.81)
MAT credit utilised/(entitlement)	61.00	(42.75)
MAT credit entitlement relating to earlier year	NIL	(41.59)
Deferred tax (credit)/charge	(37.90)	118.57
<b>Total</b>	<b>211.11</b>	<b>153.42</b>

Reconciliation of the income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income tax is summarised below:

Particulars	2018-2019	2017-2018
<b>Enacted income tax rate in India applicable to the Company</b>	<b>34.94%</b>	34.61%
<b>Profit before tax</b>	<b>832.54</b>	573.02
Current tax expenses on Profit before tax expenses at the enacted income tax rate in India	290.92	198.31
<b>Tax effect of the amounts which are not deductible/ (taxable) in calculating taxable income</b>		
Permanent disallowances	18.07	4.44
Other deductible expenses	(46.60)	(104.94)
MAT credit entitlement/ (utilization)	NIL	42.75
Tax exempted income	(0.32)	(0.25)
Deduction claimed under Income tax act	(15.99)	(59.11)
Adjustment related to earlier years	0.01	(46.40)
Deferred tax Expense (net)	(37.90)	118.57
Other Items	2.92	0.05
<b>Total tax expenses</b>	<b>211.11</b>	153.42
<b>Effective tax rate</b>	<b>25.36%</b>	26.77%

Note:

In calculation of tax expense for the current year and earlier years, the company had claimed certain deductions as allowable under Income Tax Act, which were disputed by the department and the matter is pending before tax authorities.

**Note - 40 : STATEMENT OF OTHER COMPREHENSIVE INCOME**

₹ in crore

Particulars	2018-2019	2017-2018
<b>(i) Items that will not be reclassified to profit or loss</b>		
Equity Instruments through Other Comprehensive Income	<b>19.30</b>	(15.21)
Remeasurement of defined benefit plans	<b>(2.39)</b>	2.19
<b>Total (i)</b>	<b>16.91</b>	(13.02)
<b>(ii) Income tax relating to these items that will not be reclassified to profit or loss</b>		
Deferred Tax impact on Equity Instruments through Other Comprehensive Income	<b>(1.63)</b>	3.33
Deferred Tax impact on actuarial gains and losses	<b>0.83</b>	(3.15)
<b>Total (ii)</b>	<b>(0.80)</b>	0.18
<b>Total (i+ii)</b>	<b>16.11</b>	(12.84)

# Nirma Limited

## Notes to the standalone financial statements

### Note - 41 : Assets pledged as security

The carrying amount of assets pledged as security for current and non-current borrowings are:

₹ in crore

	Assets description	31.03.2019	31.03.2018
<b>I.</b>	<b>Current Financial Assets</b>		
	<i>First charge</i>		
	A. Trade receivables	532.04	565.53
	B. Other current financial assets	19.70	9.89
	C. Bank deposits (lien with statutory authorities)	21.28	20.56
<b>II.</b>	<b>Current Assets</b>		
	<i>First charge</i>		
	A. Inventories	1,241.78	1,107.28
	B. Other current assets	79.00	106.51
	<b>Total current assets pledged as security</b>	<b>1,893.80</b>	<b>1,809.77</b>
<b>III.</b>	<b>Non-Current Financial Assets</b>		
	A. Shares of Nuvoco Vistas Corporation Ltd. (Refer note below)	4,000.00	3,000.00
	B. National savings certificate	0.07	0.07
	C. Kisan Vikas Patra	(₹ 48,297)	(₹ 44,935)
	D. Bank deposits (lien with statutory authorities)	1.56	1.50
	E. Capital advances	21.19	25.62
	F. Prepaid expenses	0.62	Nil
<b>IV.</b>	<b>Property, Plant and Equipment</b>		
	<i>First and / or Second charge</i>		
	A. Plant and equipments	3,792.01	3,575.96
	B. Freehold land	132.84	131.32
	C. Buildings	380.48	310.21
<b>V.</b>	<b>Capital work in progress</b>	747.28	529.87
	<b>Total non-current assets pledged as security</b>	<b>9,076.05</b>	<b>7,574.55</b>
	<b>Total assets pledged as security</b>	<b>10,969.85</b>	<b>9,384.32</b>

Note:

Shares are pledged for borrowings by Nuvoco Vistas Corporation Ltd.

## Notes to the standalone financial statements

### Note - 42 : Contingent liabilities not provided for in accounts :

₹ in crore

	Particulars	As at	
		31.03.2019	31.03.2018
<b>A.</b>	Claims against the company not acknowledged as debts		
1	For custom duty	23.42	22.67
2	For direct tax*	2,256.00	2,350.00
3	For sales tax	99.73	89.53
4	For excise duty and service tax [Appeals decided in favour of the company ₹ 0.95 crore] (p.y. ₹ 4.20 crore)	30.60	19.30
5	Others	89.37	69.99
	<b>Total</b>	<b>2,499.12</b>	<b>2,551.49</b>
	*Income tax department has raised demands by making various additions / disallowances. The company is contesting demand, in appeals, at various levels. However, based on legal advice, the company does not expect any liability in this regard.		
<b>B.</b>	Estimated amount of contracts, remaining to be executed, on capital account (net of payment)	318.66	308.75
<b>C.</b>	For letters of credit	67.95	56.45
<b>D.</b>	For bank guarantee	124.41	78.77
<b>E.</b>	Corporate guarantee of ₹ 95 crore (p.y. ₹ 95 crore) given by the company. Liability to the extent of outstanding balance	48.03	66.84
<b>F.</b>	Undertaking given to Hon'ble High court of Gujarat for dues payable to HDFC Bank regarding its claim against healthcare division, now demerged from the company and transferred to Aculife Healthcare Pvt. Ltd.	Not ascertainable	Not ascertainable
<b>G.</b>	Claims against the company not acknowledged as debt-relating to land of Cement Plant	Not ascertainable	Not ascertainable

#### Note:

The company has reviewed all its pending litigations and proceedings and has adequately provided where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. The company does not expect the outcome of these proceedings to have materially adverse effect on its financial position. The company does not expect any reimbursement in respect of the above contingent liabilities.

#### Note 43

Equity shares of ₹ 4,000 crore of Nuvoco Vistas Corporation Limited held by the company, are pledged in favour of IDBI Trusteeship Services Pvt. Ltd. to secure debt of ₹ 2,850 crore of Nuvoco Vistas Corporation Limited.

# Nirma Limited

## Notes to the standalone financial statements

### Note - 44 : Operating lease:

The break-up of total minimum lease payments for operating lease due as on 31.03.2019, entered into by the company are as follows:

Particulars	₹ in crore	
	31.03.2019	31.03.2018
Not later than one year	0.89	0.87
Later than one year and not later than five years	1.90	2.82
Later than five years	0.82	1.28
Lease payment recognised in Statement of Profit and Loss	11.85	5.62

### Note - 45

The company has presented segment information in its Consolidated Financial Statements which are part of the same annual report. Accordingly, in terms of provisions of Accounting Standard on Segment Reporting (Ind AS-108), no disclosure related to the segment is presented in the Standalone Financial Statements.

### Note - 46

The following expenditures have been capitalised as part of fixed assets:

Particulars	₹ in crore	
	2018-19	2017-18
Employee cost	1.28	1.44
Power and fuel expenses	0.44	0.98
Finance Cost	51.95	34.13
Others	0.49	0.77
<b>Total</b>	<b>54.16</b>	<b>37.32</b>

### Note - 47

Disclosure as required under section 186(4) of the Companies Act, 2013

I.	Particulars	Rate of interest	₹ in crore	
			31.03.2019	31.03.2018
	<b>Loans given for short term business requirement</b>			
	Avichal Infracon*	9%	0.32	0.08
	<b>Loan given for principal business activities</b>			
	Nuvoco Vistas Corporation Ltd.*	8%	44.47	Nil
	<b>Loan given for personal use</b>			
	Devang Motibhai Patel*	9%	0.15	Nil
	Binaben Ashish Desai*	8%	0.75	Nil
	<b>Conversion of Compulsory Convertible Debentures to Equity</b>			
	Nuvoco Vistas Corporation Ltd.		1,000.00	Nil

\*includes accrued interest

II. The company pledged shares of Nuvoco Vistas Corporation Ltd. for loan taken by Nuvoco Vistas Corporation Ltd. The outstanding loan by Nuvoco Vistas Corporation Ltd. as on 31.03.2019 was ₹ 2,850 crore.

## Notes to the standalone financial statements

### Note - 48 : Gratuity and other post employment benefit plans

The company operates post employment and other long term employee benefits defined plans as follows:

#### I. Defined Contribution plan

Contribution to Defined Contribution Plan, recognised as expenses for the year are as under:

Particulars	₹ in crore	
	2018-19	2017-18
Employer's Contribution to Provident Fund	17.14	16.55
Employer's Contribution to Superannuation Fund	Nil	Nil

#### II. Defined Benefit Plan

The employee's gratuity fund scheme managed by a Trust is defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service to build up the final obligation. The obligation for leave encashment is recognised in the same manner as for gratuity.

Description	₹ in crore			
	31.03.2019		31.03.2018	
	Gratuity	Leave Encashment	Gratuity	Leave Encashment
<b>A. Reconciliation of opening and closing balances of Defined Benefit obligation</b>				
a. Obligation as at the beginning of the year	62.77	34.84	59.20	31.72
b. Transfer in/(out) obligation	(0.21)	Nil	Nil	Nil
c. Current Service Cost	5.86	12.05	5.62	9.94
d. Interest Cost	4.43	2.17	4.06	2.26
e. Actuarial Gain/(Loss)	2.08	5.67	(1.64)	5.15
f. Benefits Paid	(4.86)	(15.38)	(4.46)	(14.23)
g. Obligation as at the end of the year	70.07	39.35	62.77	34.84
<b>B. Reconciliation of opening and closing balances of fair value of plan assets</b>				
a. Fair Value of Plan Assets as at the beginning of the year	13.43	Nil	13.30	Nil
b. Transfer in/(out) obligation	(0.21)	Nil	Nil	Nil
c. Expected return on Plan Assets	0.95	Nil	0.94	Nil
d. Actuarial Gain/(Loss)	(0.31)	Nil	0.56	Nil
e. Employer's Contributions	2.68	Nil	1.62	Nil
f. Benefits Paid	(3.93)	Nil	(2.98)	Nil
g. Fair Value of Plan Assets as at the end of the year	12.61	Nil	13.43	Nil
<b>C. Reconciliation of fair value of assets and obligation</b>				
a. Fair Value of Plan Assets as at the end of the year	12.61	Nil	13.43	Nil
b. Present Value of Obligation as at the end of the year	(70.07)	(39.35)	(62.77)	(34.84)
c. Amount recognised in the Balance Sheet	(57.47)	(39.35)	(49.35)	(34.84)
<b>D. Investment Details of Plan Assets</b>				
Bank balance	10%	Nil	6%	Nil
Invested with Life Insurance Corporation of India	90%	Nil	94%	Nil
<b>E. Actuarial Assumptions</b>				
a. Discount Rate (per annum)	7.50%	7.50%	7.50%	7.50%
b. Estimated Rate of return on Plan Assets (per annum)	7.50%	Nil	7.50%	Nil
c. Rate of escalation in salary (per annum)	6.00%	6.00%	6.00%	6.00%

# Nirma Limited

## Notes to the standalone financial statements

### F. Expenses recognised during the year

₹ in crore

Description	2018-19		2017-18	
	Gratuity	Leave Encashment	Gratuity	Leave Encashment
<b>Expenses recognised during the year</b>				
(i) Current Service Cost	5.86	12.05	5.62	9.94
(ii) Interest Cost	4.43	2.17	4.06	2.26
(iii) Expected return on Plan Assets	(0.95)	Nil	(0.94)	Nil
(iv) Actuarial Gain/(Loss)	2.39	5.67	(2.19)	5.15
(v) Expense recognised during the year	11.73	19.89	6.55	17.35

Notes:

- The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.
- The expected rate of return on plan assets is determined considering several applicable factors, mainly the composition of plan assets held, assessed risks, historical results of return on plan assets and the company's policy for management of plan assets.

### G. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

₹ in crore

Particulars	31.03.2019			
	Increase		Decrease	
	Gratuity	Leave Encashment	Gratuity	Leave Encashment
Discount rate (0.5% movement)	(6.96)	(4.44)	(7.67)	(4.60)
Salary growth rate (0.5% movement)	(7.65)	(4.61)	(6.97)	(4.44)

₹ in crore

Particulars	31.03.2018			
	Increase		Decrease	
	Gratuity	Leave Encashment	Gratuity	Leave Encashment
Discount rate (0.5% movement)	(3.51)	(3.29)	(3.64)	(2.92)
Salary growth rate (0.5% movement)	(3.65)	(2.92)	(3.50)	(3.29)

Note:

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

## Notes to the standalone financial statements

### Note - 49 : Related party disclosures as per Ind AS 24

The names of related parties with relationship and transactions with them:

#### I. Relationship:

##### A. Promoters having control over the company

Shri Karsanbhai K. Patel, Smt. Shantaben K. Patel, Shri Rakesh K. Patel and Shri Hiren K. Patel are directly and indirectly having control / joint control over the company.

##### B. Subsidiaries of the company: (wholly owned)

Sr. No.	Name of the entity	Country	Nature of holding	Onwership interest held
1	Karnavati Holdings Inc.	USA	Direct	100%
2	Nuvoco Vistas Corporation Ltd. (earlier known as "Lafarge India Ltd.")	India	Direct	100%
3	Rima Eastern Cement Ltd. (formerly known as "Lafarge Eastern India Ltd.") (Wholly owned by Nuvoco Vistas Corporation Ltd.) (Strike off w.e.f 05.12.2018)	India	Indirect	100%
4	Searles Valley Minerals Inc. (SVM), USA (Wholly Owned subsidiary of Karnavati Holding Inc. USA)	USA	Indirect	100%
5	Searles Domestic Water Company LLC, USA (Wholly Owned by SVM)	USA	Indirect	100%
6	Trona Railway Company LLC, USA (Wholly Owned by SVM)	USA	Indirect	100%
7	Searles Valley Minerals Europe, France (Wholly Owned by SVM)	France	Indirect	100%

##### C. Joint Venture

Name of the entity	Country	Nature of holding	Onwership interest held
Wardha Valley Coal Field Pvt. Ltd. (Joint venture of Nuvoco Vistas Corporation Ltd.)	India	Indirect	19.14%

##### D. Associate

Name of the entity	Country	Nature of holding	Onwership interest held
FRM Trona fuels LLC	USA	Indirect	49%
Trona Exports Terminals LLC*	USA	Indirect	
The above two entities are associate of SVM			

\*Carrying value of investment is Nil.

##### E. Entities over which Promoters exercise control

Sr.no.	Name of the entity
1	Nirma Credit and Capital Pvt. Ltd.
2	Nirma Chemical Works Pvt. Ltd.
3	Navin Overseas FZC, UAE
4	Aculife Healthcare Pvt. Ltd.
5	Niyogi Enterprise Private Limited (w.e.f. 22.01.2019)

# Nirma Limited

## Notes to the standalone financial statements

### F. Entities over which Promoters has significant influence

Sr.no.	Name of the entity
1	Shree Rama Multi-Tech Ltd.
2	Nirma Education and Research Foundation
3	Manjar Discretionary Trust
4	Nirma University
5	S K Patel Family Trust

### G. Key Management Personnel:

Particulars	Designation
<b>Executive Directors</b>	
Shri Hiren K. Patel	Managing Director
Shri Shailesh V. Sonara	Director (Environment and Safety)
<b>Non Executive Directors</b>	
Dr. Karsanbhai K. Patel	Chairman
Shri Rakesh K. Patel	Vice Chairman
Shri Pankaj R. Patel	Director
Shri Chinubhai R. Shah	Director (ceased w.e.f. 06.06.2018 due to death)
Shri Kaushik N. Patel	Director
Shri Vijay R. Shah	Director
Smt. Purvi A. Pokhariyal	Director
<b>Other Key Management Personnel</b>	
Shri Manan Shah (w.e.f. 20.08.2018)	Chief Financial Officer
Shri Satish Shah (upto 20.08.2018)	Chief Financial Officer
Shri Paresh Sheth	Company Secretary

### H. Relatives of Key Management Personnel with whom transactions done during the said financial year:

Dr. Karsanbhai K. Patel

Shri Rakesh K. Patel

Smt. Jyotsana N. Shah

### I. Relatives / Entities over which Director have significant influence with whom transactions done during the said financial year:

Smt. Toralben K. Patel

Kamlaben Trust

Sarvamangal Trust

Vimlaben Trust

Kaushikbhai Nandubhai Patel H.U.F.

## Notes to the standalone financial statements

### J. Key Management Personnel compensation:

Particulars	₹ in crore	
	2018-19	2017-18
Short-term employee benefits	4.64	3.75
Long-term post employment benefits	0.13	0.12
<b>Total compensation</b>	<b>4.77</b>	<b>3.87</b>

### II. The following transactions were carried out with the related parties referred in above in the ordinary course of business (excluding reimbursement):

		₹ in crore	
A.	Subsidiary Companies:	31.03.2019	31.03.2018
1	Purchase of finished goods / Materials	0.28	0.61
	Searles Valley Minerals Inc. USA	0.28	0.61
2	Sale of finished goods	155.46	63.82
	Nuvoco Vistas Corporation Ltd.	155.46	63.82
3	Purchase of materials	2.88	Nil
	Nuvoco Vistas Corporation Ltd.	2.88	Nil
4	Sale of materials	Nil	1.61
	Nuvoco Vistas Corporation Ltd.	Nil	1.61
5	Interest income	27.08	24.90
	Nuvoco Vistas Corporation Ltd.	27.08	24.90
6	Rent Income	Nil	0.01
	Nuvoco Vistas Corporation Ltd.	Nil	0.01
7	Interest income on Compulsory Convertible Debentures	18.78	19.45
	Nuvoco Vistas Corporation Ltd.	18.78	19.45
8	Conversion of Compulsory Convertible Debentures to Equity	1,000.00	Nil
	Nuvoco Vistas Corporation Ltd.	1,000.00	Nil
9	ICD Given	44.09	Nil
	Nuvoco Vistas Corporation Ltd.	44.09	Nil
10	Closing balance - Debit	435.96	346.99

# Nirma Limited

## Notes to the standalone financial statements

₹ in crore

B.	Entities over which Promoters exercise control	31.03.2019	31.03.2018
1	Sale of finished goods/services	<b>0.34</b>	0.67
	Navin Overseas FZC, UAE	<b>Nil</b>	0.13
	Aculife Healthcare Pvt. Ltd.	<b>0.34</b>	0.41
	Nirma Chemical Works Pvt. Ltd.	<b>Nil</b>	0.13
2	Purchase of materials	<b>198.90</b>	138.93
	Navin Overseas FZC, UAE	<b>198.70</b>	138.73
3	Interest expenses	<b>Nil</b>	11.56
	Nirma Credit and Capital Pvt. Ltd.	<b>Nil</b>	7.43
	Nirma Chemical Works Pvt. Ltd.	<b>Nil</b>	4.13
4	ICD - taken	<b>Nil</b>	20.00
	Nirma Chemical Works Pvt. Ltd.	<b>Nil</b>	20.00
5	ICD - repaid	<b>Nil</b>	566.58
	Nirma Chemical Works Pvt. Ltd.	<b>Nil</b>	216.00
	Nirma Credit and Capital Pvt. Ltd.	<b>Nil</b>	350.58
6	Royalty income	<b>0.11</b>	0.14
	Aculife Healthcare Pvt. Ltd.	<b>0.11</b>	0.14
7	Rent paid	<b>0.30</b>	0.23
	Nirma Credit and Capital Pvt. Ltd.	<b>0.30</b>	0.23
8	Rent income	<b>(₹ 9,032)</b>	Nil
	Niyogi Enterprise Private Ltd.	<b>(₹ 9,032)</b>	Nil
9	Net closing balance - debit	<b>0.16</b>	0.79
10	Net closing balance - credit	<b>6.43</b>	9.91

## Notes to the standalone financial statements

₹ in crore

<b>C.</b>	<b>Entities over which Promoters has significant influence</b>	<b>31.03.2019</b>	<b>31.03.2018</b>
1	Sale of finished goods	<b>0.46</b>	1.32
	Nirma Education and Research Foundation	<b>Nil</b>	0.10
	Nirma University	<b>0.46</b>	1.22
2	Sale of materials	<b>0.18</b>	0.19
	Shree Rama Multitech Ltd	<b>0.18</b>	0.19
3	Sale of services	<b>Nil</b>	0.09
	Nirma Education and Research Foundation	<b>Nil</b>	0.09
4	Purchase of materials/services	<b>0.15</b>	0.03
	Shree Rama Multi-Tech Ltd	<b>0.15</b>	0.03
5	Rent expense	<b>0.34</b>	0.32
	S K Patel Family Trust	<b>0.07</b>	0.05
	Manjar Discretionary Trust	<b>0.27</b>	0.27
6	Net closing balance - debit	<b>0.38</b>	0.41
7	Closing balance - Guarantee	<b>80.00</b>	80.00

₹ in crore

<b>D.</b>	<b>Key Management Personnel</b>	<b>31.03.2019</b>	<b>31.03.2018</b>
1	Remuneration	<b>3.40</b>	3.42
	Shri Hiren K. Patel	<b>2.27</b>	2.29
	Shri Rajendra J. Joshipara (as Chief Financial Officer upto 09.11.2017)	<b>Nil</b>	0.36
	Shri Paresh Sheth	<b>0.46</b>	0.38
2	Loan - taken	<b>11.20</b>	18.26
	Shri Hiren K. Patel	<b>11.20</b>	18.26
3	Loan - repaid	<b>11.20</b>	236.50
	Shri Hiren K. Patel	<b>11.20</b>	236.50
4	Interest expenses	<b>0.40</b>	4.90
	Shri Hiren K. Patel	<b>0.40</b>	4.90
5	Perquisites	<b>1.38</b>	0.45
	Shri Hiren K. Patel	<b>1.38</b>	0.45
6	Net closing balance - credit	<b>5.00</b>	5.00

# Nirma Limited

## Notes to the standalone financial statements

₹ in crore

E.	Relatives of Key Management Personnel	31.03.2019	31.03.2018
1	Directors' fees	0.02	0.02
	Dr. Karsanbhai K. Patel	0.01	0.01
	Shri Rakesh K. Patel	0.01	0.01
2	Directors' Remuneration	0.01	0.01
	Dr. Karsanbhai K. Patel	(₹ 43,001)	(₹ 16,105)
	Shri Rakesh K. Patel	(₹ 49,246)	(₹ 34,141)
3	Interest expenses	0.37	5.49
	Shri Rakesh K. Patel	0.37	5.49
4	Interest on Non Convertible Debentures	(₹ 24,471)	Nil
	Smt. Jyotsana N. Shah	(₹ 24,471)	Nil
5	Loan - taken	19.85	32.60
	Shri Rakesh K. Patel	19.85	32.60
6	Loan - repaid	19.85	283.35
	Shri Rakesh K. Patel	19.85	283.35
7	Closing balance - credit	5.11	5.00

₹ in crore

F.	Relatives / Entities over which Director have significant influence	31.03.2019	31.03.2018
1	Rent expense	0.24	0.24
	Smt. Toralben K. Patel	0.06	0.06
	Kamlaben Trust	0.03	0.03
	Sarvamangal Trust	0.06	0.06
	Vimlaben Trust	0.09	0.09
2	Interest on Non Convertible Debentures	0.04	Nil
	Kaushikbhai Nandubhai Patel HUF	0.02	Nil
	Vimlaben Trust	0.02	Nil
3	Closing balance - credit	1.06	Nil

₹ in crore

G.	Non-Executive Directors	31.03.2019	31.03.2018
1	Sitting Fees	0.06	0.04
	Shri Pankaj R. Patel	(₹ 50,000)	(₹ 50,000)
	Shri Chinubhai R. Shah	Nil	0.01
	Shri Kaushik N. Patel	0.01	(₹ 50,000)
	Shri Vijay R. Shah	0.02	0.01
	Smt. Purvi A. Pokhariyal	0.02	0.01

### III. Terms and conditions

- A. The loans from key management personnel are long term in nature and interest is payable at rate of 8% per annum. Goods were sold to associates during the year based on the price lists in force and terms that would be available to third parties. All other transactions were made on normal commercial terms and conditions at market rates. All outstanding balances are unsecured and are repayable in cash.
- B. Disclosure is made in respect of transactions which are more than 10% of the total transactions of the same type with related parties during the year.

## Notes to the standalone financial statements

### Note 50

#### Financial instruments – Fair values and risk management

##### I. Accounting classification and fair values

	Carrying amount				Fair value			Total
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1 Quoted price in active markets	Level 2 Significant observable inputs	Level 3 Significant unobservable inputs	
<b>31.03.2019</b>								
<b>Financial assets measured at each reporting date</b>								
<b>Investments</b>								
Listed equity instruments		16.54		16.54	16.54			16.54
Unquoted equity instruments		0.93		0.93			0.93	0.93
<b>Financial assets measured at amortised cost</b>								
Unquoted government securities			0.07	0.07				
Loans (non-current)			402.96	402.96				
Loans (current)			59.70	59.70				
Other non current financial assets			3.10	3.10				
Other current financial assets			21.40	21.40				
Trade receivables			532.66	532.66				
Cash and cash equivalents			11.40	11.40				
Other bank balances			24.71	24.71				
<b>Total Financial Assets</b>		<b>17.47</b>	<b>1,056.00</b>	<b>1,073.47</b>	<b>16.54</b>		<b>0.93</b>	<b>17.47</b>
<b>Financial liabilities measured at amortised cost</b>								
Non current borrowings			3,095.14	3,095.14				
Current borrowings			907.90	907.90				
Non current financial liabilities - Others			78.41	78.41				
Trade payables			404.83	404.83				
Other financial liabilities			1,442.28	1,442.28				
<b>Total Financial Liabilities</b>			<b>5,928.56</b>	<b>5,928.56</b>				

## Note 50

## Financial instruments – Fair values and risk management

	₹ in crore							
	Carrying amount			Fair value				
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1 Quoted price in active markets	Level 2 Significant observable inputs	Level 3 Significant unobservable inputs	Total
31.03.2018								
<b>Financial assets measured at each reporting date</b>								
<b>Investments</b>								
Listed equity instruments		38.72		38.72	38.72			38.72
Unquoted equity instruments		7.51		7.51			7.51	7.51
Investment in Compulsorily Convertible Debentures of the Subsidiary	1,027.09			1,027.09			1,027.09	1,027.09
<b>Financial assets measured at amortised cost</b>								
Unquoted government securities			0.07	0.07				
Loans (non-current)			335.29	335.29				
Loans (current)			65.22	65.22				
Other non current financial assets			3.12	3.12				
Other current financial assets			50.39	50.39				
Trade receivables			568.07	568.07				
Cash and cash equivalents			14.06	14.06				
Other bank balances			21.37	21.37				
<b>Total Financial Assets</b>	1,027.09	46.23	1,057.59	2,130.91	38.72		1,034.60	1,073.32
<b>Financial liabilities measured at amortised cost</b>								
Non current borrowings			3,873.35	3,873.35				
Current borrowings			356.11	356.11				
Non current financial liabilities - Others			147.26	147.26				
Trade payables			285.17	285.17				
Other financial liabilities			1,442.99	1,442.99				
<b>Total Financial Liabilities</b>			6104.88	6104.88				

## Notes to the standalone financial statements

### II. Fair value of financial assets and liabilities measure at amortised cost

₹ in crore

Particulars	31.03.2019		31.03.2018	
	Carrying amount	Fair value	Carrying amount	Fair value
<b>Financial assets</b>				
<b>Investments</b>				
Loans (non-current)	402.96	402.96	335.29	335.29
Unquoted government securities	0.07	0.07	0.07	0.07
Other non current financial assets	3.10	3.10	3.12	3.12
<b>Total financial assets</b>	<b>406.13</b>	<b>406.13</b>	<b>338.48</b>	<b>338.48</b>
<b>Financial liabilities</b>				
Non current borrowings	3,095.14	3,095.14	3,873.35	3,873.35
Non current financial liabilities- Others	78.41	78.41	147.26	147.26
<b>Total financial liabilities</b>	<b>3,173.55</b>	<b>3,173.55</b>	<b>4,020.61</b>	<b>4,020.61</b>

Notes:

The following methods and assumptions were used to estimate the fair values:

- The carrying amounts of trade receivables, trade payables, cash and cash equivalents, other bank balance, other current financial liability, loans and other current assets are considered to be the same as their fair values, due to their short-term nature.
- The fair values for loans and security deposits were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.
- The fair values of non-current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 2 fair values in the fair value hierarchy due to the use of significant observable inputs, including own credit risk.

### III. Measurement of fair values

#### A. Valuation techniques and significant unobservable inputs

The following tables show the valuation techniques used in measuring Level 2 and Level 3 fair values, as well as the significant unobservable inputs used.

#### Financial instruments measured at fair value

Type	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
FVTOCI in unquoted equity shares	<b>Market comparison technique:</b> The valuation model is based on two approaches: <b>1. Asset approach</b> - seek to determine the business value based on the value of its assets. The aim is to determine the business value based on the fair market value of its assets less its liabilities. The asset approach is based on the economic principle of substitution which adopts the approach of cost to create another business similar to one under consideration that will produce the same economic benefits for its owners.	Comparable unobservable entity has been taken as a base for the valuation of unquoted equity shares	The estimated fair value would increase (decrease) if: There is a change in pricing multiple owing to change in earnings of the entity.
	<b>2. Market approach</b> - relies on signs from the real market place to determine what a business is worth. The market approach based valuation methods establish the business value in comparison to similar businesses. The methods rely on the pricing multiples which determine a relationship between the business economic performance, such as its revenues or profits, and its potential selling price. The valuation has been made considering the following weightage to the above approaches: Asset approach : 70% Market approach : 30%		

# Nirma Limited

## Notes to the standalone financial statements

### B. Transfers between Levels 1 and 2

There have been no transfers between Level 1 and Level 2 during the reporting periods

### C. Level 3 fair values

#### 1. Movements in the values of unquoted equity instruments and Compulsorily Convertible Debentures for the period ended 31 March, 2019 is as below:

₹ in crore

Particulars	Equity Instruments	Compulsorily Convertible Debentures
<b>As at 01.04.2017</b>	16.78	1,009.64
Acquisitions/ (disposals)	Nil	Nil
Gains/ (losses) recognised in other comprehensive income	(9.28)	Nil
Gains/ (losses) recognised in statement of profit or loss	Nil	19.45
Adjustment for TDS	Nil	(2.00)
<b>As at 01.04.2018</b>	<b>7.50</b>	<b>1,027.09</b>
Acquisitions/ (disposals)	(13.50)	(1,000.00)
Gains/ (losses) recognised in other comprehensive income	(1.52)	Nil
Gains/ (losses) recognised in statement of profit or loss	8.45	18.78
Adjustment for TDS	Nil	(1.78)
Converted to ICD	Nil	(44.09)
<b>As at 31.03.2019</b>	<b>0.93</b>	<b>Nil</b>

#### 2. Sensitivity analysis

For the fair values of unquoted investments, reasonably possible changes at the reporting date to one of the significant observable inputs, holding other inputs constant, would have the following effects.

Significant observable inputs	31.03.2019		31.03.2018	
	Other Comprehensive Income		Other Comprehensive Income	
	Increase	Decrease	Increase	Decrease
<b>Unquoted equity instruments measured through OCI</b>				
5% movement	0.05	0.05	0.38	0.38

### Note 51 : Financial risk management

The company has exposure to the following risks arising from financial instruments:

- Credit risk;
- Liquidity risk ; and
- Market risk

#### I. Risk management framework

The company's board of directors has overall responsibility for the establishment and oversight of the company's risk management framework. The company manages market risk through a treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommends risk management objectives and policies, which are approved by Board of Directors. The activities of this department include management of cash resources, borrowing strategies, and ensuring compliance with market risk limits and policies.

The company's risk management policies are established to identify and analyse the risks faced by the company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk

## Notes to the standalone financial statements

management policies and systems are reviewed regularly to reflect changes in market conditions and the company's activities. The company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

### II. Credit risk

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the company's receivables from customers and investments in debt securities.

The carrying amount of following financial assets represents the maximum credit exposure.

#### A. Trade receivables

Trade receivables of the company are typically unsecured, except to the extent of the security deposits received from the customers or financial guarantees provided by the market organizers in the cement business. Credit risk is managed through credit approvals and periodic monitoring of the creditworthiness of customers to which company grants credit terms in the normal course of business. The company performs ongoing credit evaluations of its customers' financial condition and monitors the creditworthiness of its customers to which it grants credit terms in the normal course of business. The allowance for impairment of Trade receivables is created to the extent and as and when required, based upon the expected collectability of accounts receivables. The company has no concentration of credit risk as the customer base is geographically distributed in India.

At March 31, 2019, the maximum exposure to credit risk for trade receivables by geographic region was as follows:

Particulars	Carrying amount	
	31.03.2019	31.03.2018
Domestic	524.15	556.33
Other regions	8.51	11.74
<b>Total</b>	<b>532.66</b>	<b>568.07</b>

#### A.1. Impairment

At March 31, 2019, the ageing of trade and other receivables that were not impaired was as follows:

Particulars	Carrying amount					
	31.03.2019			31.03.2018		
	Gross	Provision	Net	Gross	Provision	Net
Upto 30 days	358.46	Nil	358.46	377.10	Nil	377.10
Between 31–90 days	152.61	Nil	152.61	170.43	Nil	170.43
More than 90 days	22.93	1.34	21.59	22.36	1.82	20.54
<b>Total</b>	<b>534.00</b>	<b>1.34</b>	<b>532.66</b>	<b>569.89</b>	<b>1.82</b>	<b>568.07</b>
<b>% of expected credit losses (More than 90 days)</b>		<b>0.25%</b>			<b>0.32%</b>	

The above receivables which are past due but not impaired are assessed on individual case to case basis and relate to a number of independent third party customers from whom there is no recent history of default. These financial assets were not impaired as there had not been a significant change in credit quality and the amounts were still considered recoverable based on the nature of the activity of the customer portfolio to which they belong and the type of customers. There are no other

# Nirma Limited

## Notes to the standalone financial statements

classes of financial assets that are past due but not impaired except for trade receivables as at 31.03.2019 and 31.03.2018.

### A.2. Movement in provision of doubtful debts

Particulars	₹ in crore	
	31.03.2019	31.03.2018
Opening provision	1.82	1.80
Additional provision made	0.59	0.02
Provision write off	Nil	Nil
Provision reversed	1.07	Nil
<b>Closing provisions</b>	<b>1.34</b>	<b>1.82</b>

### III. Liquidity risk

Liquidity risk is the risk that the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation.

#### A. The company maintains the following lines of credit:

Cash credit facility of ₹ 907.90 crore (p.y. ₹ 356.11 crore) that is secured through book debts and stock. Interest is payable at the rate of varying from 8% - 10% p.a.(p.y. 8% - 10% p.a)

#### B. The company had access to the following undrawn borrowing facilities at the end of the reporting period:

Particulars	₹ in crore	
	As At 31.03.2019	As At 31.03.2018
<b>Fund Base</b>		
Expiring within one year (bank overdraft and other facilities)	592.10	1,143.89
<b>Non Fund Base</b>		
Expiring within one year (bank overdraft and other facilities)	207.00	264.78

#### C. Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

31.03.2019	Contractual cash flows					Total
	Carrying amount	Less than 12 months	1-2 years	3-5 years	More than 5 years	
<b>Financial liabilities</b>						
Non current borrowings	3,095.14	144.90	477.00	1,357.89	2,192.77	4,172.56
Non current financial liabilities	78.41	Nil	0.01	Nil	78.40	78.41
Current financial liabilities	907.90	907.90	Nil	Nil	Nil	907.90
Trade and other payables	404.83	404.83	Nil	Nil	Nil	404.83
Other current financial liabilities	1,335.57	1,439.48	Nil	Nil	Nil	1,439.48

includes interest payable

## Notes to the standalone financial statements

₹ in crore

31.03.2018	Contractual cash flows					Total
	Carrying amount	Less than 12 months	1-2 years	3-5 years	More than 5 years	
<b>Financial liabilities</b>						
Non current borrowings	3,873.35	229.27	1,511.54	2,104.46	1,508.58	5,353.85
Non current financial liabilities	147.26	Nil	0.01	Nil	147.25	147.26
Current financial liabilities	356.11	356.11	Nil	Nil	Nil	356.11
Trade and other payables	285.17	285.17	Nil	Nil	Nil	285.17
Other current financial liabilities	1,442.99	1,591.63	Nil	Nil	Nil	1,591.63

includes interest payable

### IV. Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables, payables and long term debt. We are exposed to market risk primarily related to foreign exchange rate risk and the market value of our investments. Thus, our exposure to market risk is a function of investing and borrowing activities and revenue generating and operating activities in foreign currency. The objective of market risk management is to avoid excessive exposure in our foreign currency revenues and costs.

#### A. Currency risk

The functional currency of the company is Indian Rupee. The company is exposed to currency risk on account of payables and receivables in foreign currency. Since the average exports account only for 2.54% of total sales this is not perceived to be a major risk. The average imports account for 31.81% of total purchases. The company has formulated policy to meet the currency risk.

Company does not use derivative financial instruments for trading or speculative purposes.

#### A.1. Foreign Currency Exposure

Particulars	Currency	₹/FC in crore	
		31.03.2019	31.03.2018
a) Against export	USD	0.12	0.18
	INR	8.51	11.74
b) Against import (including capital import)	USD	1.76	0.16
	INR	11.79	10.43
	EURO	0.03	0.04
	INR	2.57	3.07
	YEN	Nil	0.18
	INR	Nil	0.11
c) Against reimbursement of expense	USD	(\$5,263)	(\$5,585)
	INR	0.04	0.04
<b>Net statement of financial exposure</b>	USD	(1.64)	0.02
	INR	(3.24)	1.35
	EURO	(0.03)	(0.04)
	INR	(2.57)	(3.07)
	YEN	Nil	(0.18)
	INR	Nil	(0.11)

# Nirma Limited

## Notes to the standalone financial statements

### A.2. Sensitivity

Profit or loss is sensitive to higher / lower changes in fluctuation currency rate:

₹ in crore

As on 31.03.2019	Impact on profit before tax	
	Increase	Decrease
Currency rates (5% increase/ decrease)		
USD	(0.16)	(0.16)
EURO	0.13	0.13

₹ in crore

As on 31.03.2018	Impact on profit before tax	
	Increase	Decrease
Currency rates (5% increase/ decrease)		
USD	0.07	0.07
EURO	0.15	0.15
YEN	0.01	0.01

### B. Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates. The company adopts a policy to ensure that maximum interest rate exposure is at a fixed rate. This is achieved by entering into fixed-rate instruments.

#### B.1. Exposure to interest rate risk

The exposure of the company's borrowing to interest rate changes at the end of the reporting period are as follows:

₹ in crore

Particulars	31.03.2019	31.03.2018
<b>Fixed-rate instruments</b>		
Financial assets	491.64	1,456.55
Financial liabilities	2,754.74	3,918.94
<b>Total</b>	<b>3,246.38</b>	5,375.49
<b>Variable-rate instruments</b>		
Financial liabilities	2,634.88	1,774.52
<b>Total</b>	<b>2,634.88</b>	1,774.52

As at the end of the reporting period, the company had the following variable rate borrowings outstanding:

As on 31.03.2019	
Weighted average interest rate	8.38%
Balance	2,634.88
% of total loans	48.89%

## Notes to the standalone financial statements

As on 31.03.2018	
Weighted average interest rate	8.16%
Balance	1,774.52
% of total loans	31.17%

### B.2. Sensitivity

Profit or loss is sensitive to higher / lower interest expense from borrowings as a result of changes in interest rates:

₹ in crore

As on 31.03.2019	Impact on profit before tax	
	Decrease	Increase
Particulars		
Interest rates (0.50% increase/ decrease)	13.17	13.17

₹ in crore

As on 31.03.2018		Impact on profit before tax		
Particulars	Decrease		Increase	
	Interest rates (0.50% increase/ decrease)	8.87		8.87

### B.3. Fair value sensitivity analysis for fixed-rate instruments

The company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss, and the Company does not have any designate derivatives (interest rate swaps). Therefore, a change in interest rates at the reporting date would not affect profit or loss.

### C. Price risk

The company is exposed to price risk, which arises from investments in FVOCI equity securities and mutual funds designated as FVTPL instruments. The management monitors the proportion of equity securities in its investment portfolio based on market price of equity securities. Material investments within the portfolio are managed on an individual basis and all buy and sell decisions are duly approved. The primary goal is to maximise investment returns.

#### C.1. Sensitivity

The table below summarizes the impact on account of changes in prices of FVOCI securities. The analysis below is based on the assumptions that the price has increased/decreased by 5% in case of quoted equity instruments with all the other variables held constant.

₹ in crore

As on 31.03.2019	Impact on profit before tax		Impact on other components of equity	
	Increase	Decrease	Increase	Decrease
Particulars				
Quoted Equity instruments (5% increase/ decrease)	Nil	Nil	0.83	0.83

₹ in crore

As on 31.03.2018		Impact on profit before tax		Impact on other components of equity	
Particulars	Increase		Decrease		
	Quoted Equity instruments (5% increase/ decrease)	Nil		Nil	

# Nirma Limited

## Notes to the standalone financial statements

### Note 52 : Capital management

The company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

The company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total liabilities, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity other than amounts accumulated in the hedging reserve.

The company's adjusted net debt to equity ratio at March 31, 2019 was as follows:

₹ in crore

Particulars	As at	
	31.03.2019	31.03.2018
Total liabilities	<b>6,824.61</b>	6,924.20
Less : Cash and bank balances	<b>36.11</b>	35.43
<b>Adjusted net debt</b>	<b>6,788.50</b>	6,888.77
Total equity	<b>5,281.03</b>	4,643.49
Adjusted net debt to adjusted equity ratio	<b>1.29</b>	1.48

### Note 53 : Earnings per share

(Number of Shares)

Particulars	31.03.2019	31.03.2018
Issued equity shares	<b>146,075,130</b>	146,075,130
<b>Weighted average shares outstanding - Basic and Diluted - A</b>	<b>146,075,130</b>	146,075,130

Net profit available to equity holders of the Company used in the basic and diluted earnings per share was determined as follows:

₹ in crore

Particulars	31.03.2019	31.03.2018
Profit and loss after tax	<b>621.43</b>	419.60
<b>Profit and loss after tax for EPS - B</b>	<b>621.43</b>	419.60
Basic Earnings per share [B/A] [₹ ]	<b>42.54</b>	28.72
Diluted Earnings per share [B/A] [₹ ]	<b>42.54</b>	28.72

The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year. The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effects of potential dilutive equity.

### Note 54

The Composite Scheme of Compromise and Arrangement between Core Healthcare Limited (CHL), the Demerged Company, its Lenders and Shareholders and Nirma Limited, the Resulting Company and its Shareholders (the Scheme) under Sections 78, 100, 391 to 394 of the Companies Act, 1956, has been sanctioned by Hon'ble High Court of Gujarat vide an Order dated 01.03.2007. The Scheme has become effective with effect from 07.03.2007. Three parties have filed appeals before the Division Bench of Hon'ble High Court of Gujarat. The Scheme is subject to the result of the said appeal. The demerged undertaking i.e. healthcare division has been transferred to Aculife Healthcare Private Ltd. from 01.10.2014.

## Notes to the standalone financial statements

### Note 55

The Ministry of Environmental & Forests, the Government of India cancelled the Environment Clearance granted to the cement project at Mahuva, Gujarat. Pursuant to which, the company has filed an appeal before the National Green Tribunal (NGT). The company's appeal was allowed by NGT. Against this order of NGT, appeal was preferred before Hon'ble Supreme Court which is pending.

### Note 56 : Due to micro, small and medium enterprises:

Under the Micro Small and Medium Enterprises Development Act, 2006, (MSMED) which came in to force from 02.10.2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with management, outstanding dues to the Micro and Small enterprise as defined in the MSMED Act, 2006 are disclosed as below:

Particulars	₹ in crore	
	31.03.2019	31.03.2018
Principal amount remaining unpaid to any supplier as at the year end.	0.01	0.05
Interest due thereon	Nil	Nil
Amount of interest paid by the Company in terms of section 16 of the MSMED, along with the amount of the payment made to the supplier beyond the appointed day during year.	Nil	Nil
Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED.	Nil	Nil
Amount of interest accrued and remaining unpaid at the end of accounting year.	Nil	Nil

### Note 57 : Other disclosures

Particulars	₹ in crore	
	2018-19	2017-18
<b>I. Payment to Auditors</b>		
<b>A. Statutory Auditors</b>		
(1) For Statutory Audit	0.50	0.50
(2) For Limited Review	0.25	0.25
<b>Total</b>	<b>0.75</b>	<b>0.75</b>
<b>B. Cost Auditors</b>		
Audit Fee	0.03	0.03
<b>Total</b>	<b>0.03</b>	<b>0.03</b>

### Note 58 : Expenditure on corporate social responsibility activities

I. Gross amount required to be spent by the company during the year ₹ 13.35 crore (p.y. ₹ 11.35 crore)

II. Amount spent during the year:

Particulars	₹ in crore		
	In Cash	Yet to be paid in cash	Total
A. Construction of an asset	6.43 (p.y. 2.65)	Nil (p.y. Nil)	6.43 (p.y. 2.65)
B. On purpose other than (A) above	1.64 (p.y. 5.01)	Nil (p.y. Nil)	1.64 (p.y. 5.01)
<b>Total</b>	<b>8.07</b> <b>(p.y. 7.66)</b>	<b>Nil</b> <b>(p.y. Nil)</b>	<b>8.07</b> <b>(p.y. 7.66)</b>

# Nirma Limited

## Notes to the standalone financial statements

### Note 59

Disclosures pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

₹ in crore

Particulars	31.03.2019	31.03.2018
<b>Nuvoco Vistas Corporation Ltd.</b>		
<b>Loan</b>		
Balance as at the year end	402.22	333.72
Maximum amount outstanding at any time during the year	402.22	333.72
<b>Compulsorily Convertible Debentures</b>		
Balance as at the year end	Nil	1,027.09
Maximum amount outstanding at any time during the year	1,044.08	1,027.09
<b>Investment by Nuvoco Vistas Corporation Ltd. In Subsidiaries</b>		
<b>Name of the company</b>	<b>No. of Shares</b>	
Rima Eastern Cement Ltd. (formerly known as "Lafarge Eastern India Ltd.") (Strike off w.e.f 05.12.2018)	50,000	
[Loan given to Nuvoco Vistas Corporation Ltd. is long term in nature and repayable after one year subject to renewal. It carries an average rate of interest at 8% p.a.(p.y. 8% p.a.)]		

### Note 60

The company has proposed to demerge its Cement manufacturing undertaking and merge it with Nuvoco Vistas Corporation Limited ("Nuvoco") having its registered office in Mumbai in the state of Maharashtra, in pursuance of Section 230 to 232 and other applicable provisions of the Companies Act, 2013, subject to requisite approvals. The Board of Directors of the company has approved the draft scheme of arrangement at its meeting held on 29th April, 2019 with an appointed date of 1st June, 2019, subject to requisite approvals. The company will file the scheme before National Company Law Tribunal, Ahmedabad in the due course. The necessary accounting effect will be given on the sanction of the scheme by appropriate authorities.

### Note 61

The company has decapitalised property, plant & equipment having written down value of ₹ 35.40 crore due to damage. The company has insurance cover for the damage. It is probable that insurance claim will get settled. Income towards insurance claim will be recognised when receipt of the insurance claim becomes virtually certain.

### Note 62

On 30th April, 2019, the company has sold 70% equity shares in its wholly owned subsidiary Nuvoco Vistas Corporation Limited to Niyogi Enterprise Private Limited.

### Note 63

The financial statements are approved for issue by the Audit Committee as at its meeting and by the Board of Directors on 22.05.2019.

### Note 64

Disclosure pursuant to Ind AS-8 "Accounting policies, change in accounting estimates and errors" (specified under section 133 of the Companies Act 2013, read with rule 7 of Companies (Accounts) Rules, 2015) are given below:

## Notes to the standalone financial statements

Following are the restatement made in the current year's financial statements pertaining to previous year:

₹ in crore

	As at 31st March, 2018 (Published)	As at 31st March, 2018 (Restated)	Nature
<b>ASSETS</b>			
<b>Current Assets</b>			
Other financial assets	14.31	50.39	Reclassification items
Other current assets	106.55	70.47	Reclassification items
<b>LIABILITIES</b>			
<b>Current Liabilities</b>			
Trade payables	306.71	285.17	Reclassification items
Current provisions	19.44	370.98	Reclassification items
Current tax liabilities	330.00	Nil	Reclassification items

\* The above reclassifications in the prior year's published numbers have been made for better presentation in the financial statements and to conform to the current year's classification/disclosure. This does not have any impact on the profit and hence no change in the basic and diluted earnings per share of previous year.

\* The above restatements does not have any impact at the beginning of the previous year i.e. 1st April, 2017.

### Note 65

Figures have been presented in 'crore' of rupees with two decimals. Figures less than ₹ 50,000 have been shown at actual in brackets. Previous year's figures have been regrouped wherever necessary.

As per our report of even date  
**For Rajendra D. Shah & Co**  
 Chartered Accountants  
 Firm Registration No 108363W

**RAJENDRA D. SHAH**  
 Proprietor  
 Membership No 4844

Place : Ahmedabad  
 Date : May 22, 2019

For and on behalf of the Board

**HIREN K. PATEL**  
 Managing Director  
 (DIN: 00145149)

**PARESH SHETH**  
 Company Secretary

Place : Ahmedabad  
 Date : May 22, 2019

**Dr. K. K. PATEL**  
 Chairman  
 (DIN: 00404099)

**MANAN SHAH**  
 Chief Financial Officer

**AOC I**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)  
**Salient features of Financial Statements of Subsidiaries / Associates / Joint Venture as per the Companies Act, 2013**

**A. Subsidiaries**

Sr. No.	Name of the Subsidiary	The date since when Subsidiary was acquired	Reporting period	Reporting currency	Share capital***	Reserves & surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit / (Loss) before Taxation	Provision for Taxation	Profit / (loss) after Taxation	Proposed dividend	% of holding
1	Karnavati Holdings Inc., USA	20.11.2007	31.03.2019	USD	0.07	2,441.10	2,442.27	1.10	1,380.06	NIL	203.04	(3.79)	199.25	NIL	100
2	Searles Valley Minerals Inc*	27.12.2007	31.03.2019	USD	1,168.73	449.35	2,748.92	1,130.84	2.06	2,742.73	264.87	(16.11)	248.76	NIL	100
3	Trona Railway Company LLC	27.12.2007	31.03.2019	USD	203.61	278.14	483.53	1.78	NIL	72.67	21.38	NIL	21.38	NIL	100
4	Searles Domestic Water Company LLC	24.06.2008	31.03.2019	USD	2.57	3.70	6.52	0.25	NIL	4.16	0.68	NIL	0.68	NIL	100
5	Searles Valley Minerals Europe	04.11.2008	31.03.2019	USD	5.14	(1.68)	3.46	NIL	NIL	13.77	(0.97)	0.21	(0.75)	NIL	100
6	Nuvoco Vistas Corporation Ltd. (formerly known as Lafarge India Ltd.)****	04.10.2016	31.03.2019	INR	200.00	4,062.41	11,571.92	7,309.51	455.60	6,560.26	163.64	(38.05)	125.59	NIL	100
7	Rima Eastern Cement Ltd. (erstwhile Lafarge Eastern India Ltd.)**	04.10.2016	31.03.2019	INR	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	100

\* Includes its subsidiaries - Searles Valley Minerals Europe, Searles Domestic Water Company LLC, Trona Railway Company LLC

\*\* Wholly owned subsidiary of Nuvoco Vistas Corporation Ltd. (stake off w.e.f 05.12.2018)

\*\*\* Including additional paid in capital.

\*\*\*\* Ceased as subsidiary w.e.f from 30.04.2019

1. Exchange rates as of 31.03.2019 in case of foreign subsidiaries are given below:

Currency	USD
Exchange Rate	69.17

2. There is no subsidiary which has been liquidated or sold during the year. After the closure of the financial year 2018-19, the company has in first tranche sold 70% equity shares of Nuvoco Vistas Corporation Ltd. to Niyogi Enterprise Pvt. Ltd., a promoter group company, on 30<sup>th</sup> April, 2019 and consequently Nuvoco Vistas Corporation Ltd. and Wardha Vaaley India Pvt. Ltd. ceased to be a wholly owned subsidiary / subsidiaries and joint venture of the company respectively from that date.

**B. Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

(₹ in crore)

Sr. No.	Name of Associates / Joint Ventures	The date on which the Associate / Joint Venture was associated or acquired	Latest audited Balance Sheet Date*	Shares of Associates / Joint Venture held by the company on the year end			Description of how there is significant influence	Reason why the associate / joint venture is not consolidated	Network attributable to Shareholding as per latest audited Balance Sheet	Profit/ (Loss) for the year	
				No.	Amount of investment in Associates	Extend of Holding %				Considered in Consolidation	Not Considered in Consolidation
1	FRM Trona Fuels LLC*	26.10.2011	31.12.2018**	-	2.06	49	N.A.	N.A.	2.06	(1.98)	(2.06)
2	Wardha Vaalley Coal Field Pvt. Ltd.***	04.10.2016	31.03.2019	861,300	0.86#	19.14	N.A.	N.A.	NIL	NIL	NIL

\* Associate

\*\* Unaudited

\*\*\* Joint venture of Nuvooco Vistas Corporation Ltd.

# Provision for diminution in value of investment is made for ₹ 0.86 crore.

For and on behalf of the board

**HIREN K. PATEL**  
Managing Director  
(DIN: 00145149)

**Dr. K.K. PATEL**  
Chairman  
(DIN: 00404099)

Place: Ahmedabad  
Date: May 22, 2019

**PARESH SHETH**  
Company Secretary

**MANAN SHAH**  
Chief Financial Officer

*In accordance with section 136 of the Companies Act, 2013, the Annual Accounts of each of the subsidiaries shall be made available to the shareholders of the Company seeking such information at any point in time. Further, the Audited Financial Statement, including the Consolidated Financial Statement and related information of the Company and accounts of each of its subsidiaries, are available on the website of the Company. These documents will also be available for inspection at our registered office during business hours (11.00 a.m. to 5.00 p.m.) on working days, except Saturday up to and including the date of Annual General Meeting of the Company.*



# Nirma Limited - Consolidated

## INDEPENDENT AUDITOR'S REPORT

To

The Members  
Nirma Limited  
Ahmedabad

### Report on the Audit of the Consolidated Financial Statements

#### Opinion

We have audited the accompanying consolidated financial statements of Nirma Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its associates and jointly controlled entity, which comprise the consolidated Balance Sheet as at March 31, 2019, and the Consolidated Statement of Profit and Loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the report of the other auditors on the separate financial statements of such subsidiaries jointly controlled entity and its associate as were audited by the other auditors, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 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, its associates and jointly controlled entities as at March 31, 2019, of consolidated profit and other comprehensive income, consolidated changes in equity and its consolidated cash flows for the year then ended.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, its associates and jointly controlled entities in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by ICAI and the relevant provisions of the Companies Act, 2013, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Emphasis of Matters

- 1) We draw attention to the following matter Note No. 55 to the Consolidated Ind AS financial statements.

The Composite Scheme of Compromise and Arrangement between Core Health Care Limited (CHL), the Demerged Company, its Lenders and Shareholders and Nirma Limited, the Resulting Company and its Shareholders (the Scheme) under sections 78, 100, 391 to 394 of Companies Act, 1956 has been sanctioned by the Hon'ble High Court of Gujarat vide an order dated 1st March, 2007.

The Scheme has become effective from 7th March, 2007. Three parties have filed appeal against this order before the Division Bench of Hon'ble High Court of Gujarat. The Scheme is subject to the result of the said appeal. The Demerged Undertaking i.e. healthcare division has been transferred to Aculife Healthcare Private Limited from 1st October 2014.

- 2) We draw attention to note no 69 in respect of restatement of financials for the year ended on 31.3.2018 and as at 1.4.2017 due to adjustments of Deferred Tax.

Our opinion is not modified in respect of these matters.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matter	How Our Audit Addressed the Key Audit Matter
<b>Adoption of Ind AS 115 – Revenue from Contracts with Customers</b>	
<p>Revenue is measured net of discounts, rebates and incentives earned by customers on the group's sales.</p> <p>Due to the group's presence across different marketing regions within the country and the competitive business environment, the estimation of the various types of discounts, rebates and incentives to be recognised based on sales made during the year is material and considered to be judgemental.</p> <p>Revenue from contract with customers is recognised when control of the goods or services are transferred to the customers at an amount that reflects the consideration to which the group expects to be entitled in exchange for those goods or services. The group has generally concluded that as principal, it typically controls the goods or services before transferring them to the customer.</p> <p>Revenue is also an important element of how the group measures its performance. The group focuses on revenue as a key performance measure, which could create an incentive for revenue to be recognised before the risk and rewards have been transferred.</p> <p>Accordingly, due to the significant risk associated with revenue recognition in accordance with terms of Ind AS 115 "Revenue from contract with customer", it was determined to be Key Audit matter in our audit of the Consolidated financial statement.</p>	<ul style="list-style-type: none"> <li>• Assessed the group's revenue recognition policy prepared as per Ind AS 115 'Revenue from contracts with customers'.</li> <li>• Assessed design and tested the operating effectiveness of internal controls related to revenue recognition, discounts and rebates.</li> <li>• Performing substantive testing (including year- end cut-off testing) by selecting samples of revenue transactions recorded during the year (and before and after the financial year end) by verifying the underlying documents, which included sales invoices/contracts and shipping documents.</li> <li>• Comparing the historical discounts, rebates and incentives to current payment trends. We also considered the historical accuracy of the group's estimates in previous year.</li> <li>• Assessing manual journals posted to revenue to identify unusual items.</li> <li>• Obtained confirmations from customers on sample basis to support existence assertion of trade receivables and assessed the relevant disclosures made in the financial statement; to ensure revenue from contracts with customers are in accordance with the requirements of relevant accounting standards.</li> </ul>

**Information other than the Consolidated Financial Statements and Auditors' Report thereon.**

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Holding Company's Annual Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, and in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed and based on the work done/audit reports of other auditors, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

## **Nirma Limited - Consolidated**

### **Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 (the Act) that give a true and fair view of the consolidated state of affairs, consolidated profit and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group including its associates and jointly controlled entities in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards(Ind AS) specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entity are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the each company 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 accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entity are responsible for assessing the ability of the each company and of its associates and jointly controlled entity to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entity is responsible for overseeing the financial reporting process of each company and of its associates and jointly controlled entities.

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the holding company and such companies incorporated in India which are its subsidiaries company and jointly controlled entity have adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates and jointly

controlled entity to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates and jointly controlled entity to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates and jointly controlled entity to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further describe in the section titled "Other Matters" in the audit report.

We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

We communicate with those charged with governance of the Holding Company of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **Other Matters**

We did not audit the financial statements / financial information of seven subsidiaries, and one jointly controlled entities, whose financial statements / financial information reflect total assets of ₹ 14,654.28 crore as at 31st March, 2019, total revenues of ₹ 9,375.19 crore and net cash flows amounting to ₹ 91.10 crore for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss and other comprehensive income of ₹ 1.98 crore for the year ended 31st March, 2019, as considered in the consolidated financial statements, in respect of one associate, whose financial statements / financial information have not been audited by us. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Holding company's Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, jointly controlled entity and associates, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, jointly controlled entity and associates, is based solely on the reports of the other auditors.

Certain of these subsidiaries and associate are located outside India whose financial statements/consolidated financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial statements/consolidated financial statements of such subsidiaries

## Nirma Limited - Consolidated

and associate located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries and associate located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

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 with respect to our reliance on the work done and the reports of the other auditors.

### Report on Other Legal and Regulatory Requirements

- A) As required by Section 143(3) of the Act, based on our audit and the consideration of the reports of the other auditors' on separate/consolidated financial statements of such subsidiaries as were audited by other auditors, as noted in other matters paragraph, we report, to the extent applicable, that:
- I) 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.
  - II) 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 auditors.
  - III) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss( including other comprehensive income), the consolidated Statement of Changes in Equity 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.
  - IV) In our opinion, the aforesaid consolidated financial statements comply with the India Accounting Standards specified under Section 133 of the Act read with Companies (Indian Accounting Standard) Rules, 2014, as amended.
  - V) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2019 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary company incorporated in India, none of the directors of the Group companies, is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164(2) of the Act.
  - VI) With respect to the adequacy of internal financial controls with reference to financial statements of the holding company, its subsidiary company and jointly controlled entity, incorporated in India and operating effectiveness of such controls, refer to our separate report in "Annexure A".
  - VII) 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 based on the consideration of the reports of other auditors on separate financial statements of the subsidiaries as noted in the "other matters" paragraph:
    - a) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associates and jointly controlled entities – Refer Note 45 to the consolidated financial statements.
    - b) Provision has been made in the consolidated financial statements, as required under the applicable law or Indian Accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
    - c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, its subsidiary company and jointly controlled companies incorporated in India.
- B) With respect to the matter to be included in the Auditors' report under Section 197(16) of the Act:

In our opinion and according to the information and explanation given to us and based on the reports of the Statutory auditors of such subsidiary companies and jointly controlled entity incorporated in India



which were not audited by us, the remuneration paid during the current year by the Holding Company and its subsidiary and jointly controlled entity which are incorporated in India is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company and its subsidiaries and jointly controlled entities which are incorporated in India, is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For Rajendra D. Shah & Co.  
Chartered Accountants  
Firm Registration No.108363W

Place: Ahmedabad  
Date: May 22, 2019

**(Rajendra D. Shah)**  
Proprietor  
Membership No. 4844

## **Nirma Limited - Consolidated**

**Annexure - A to the Independent Auditors' report on the consolidated financial statements of Nirma limited for the year ended on March 31, 2019**

**(Refer to paragraph A(VI) on other Legal and Regulatory Requirements of our report of even date.)**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

### **Opinion**

In conjunction with our audit of the consolidated financial statements of the Nirma limited (here in after referred to as "the Holding Company") as of and for the year ended 31st March 2019, we have audited the internal financial controls over financial reporting of the Holding Company and its subsidiary company and jointly controlled entity which are companies incorporated in India, as of that date.

In our opinion, the Holding Company, its subsidiary and jointly controlled entity which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2019, based on the internal control over financial reporting criteria established by such Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

### **Management's Responsibility for Internal Financial Controls**

The Respective Board of Directors of the Holding Company, its subsidiary companies and jointly controlled entity which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors' of the relevant subsidiary company and jointly controlled entity incorporated in India in terms of their reports referred to in the other matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

### **Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Other Matters**

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates subsidiary company and one jointly controlled entity which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For Rajendra D. Shah & Co.  
Chartered Accountants  
Firm Registration No.108363W

Place: Ahmedabad  
Date: May 22, 2019

**(Rajendra D. Shah)**  
Proprietor  
Membership No. 4844

# Nirma Limited - Consolidated

## CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2019

₹ in crore

Particulars	Note No	As at 31.03.2019	As at 31.03.2018*	As at 1.04.2017*
<b>I ASSETS</b>				
<b>1 Non Current Assets</b>				
(a) Property, Plant and Equipment	2	10,048.75	9,874.78	10,151.05
(b) Capital work-in-progress	2	1,730.73	868.72	336.70
(c) Investment Property	3	11.57	11.65	11.73
(d) Goodwill	4	6,539.10	6,527.68	6,527.10
(e) Other Intangible assets	5	1,283.86	1,354.62	1,403.59
(f) Intangible assets under development	5	Nil	3.16	13.48
(g) Investment in associate & joint venture	6	2.06	2.26	2.43
(h) Financial assets				
(i) Investments	7	17.54	46.30	64.17
(ii) Loans	8	0.94	1.78	2.19
(iii) Other financial assets	9	588.09	520.26	360.72
(i) Income tax Assets (Net)	10	113.03	159.79	146.53
(j) Other non current assets	11	83.32	132.91	86.36
<b>Total non current assets</b>		<b>20,418.99</b>	<b>19,503.91</b>	<b>19,106.05</b>
<b>2 Current Assets</b>				
(a) Inventories	12	2,042.02	1,929.53	1,835.70
(b) Financial assets				
(i) Investments	13	455.60	844.37	412.19
(ii) Trade receivables	14	1,387.16	1,309.11	1,260.03
(iii) Cash and cash equivalents	15	319.88	231.44	733.63
(iv) Bank balances other than (iii) above	16	589.05	547.63	25.60
(v) Loans	17	63.98	67.92	77.21
(vi) Other financial assets	18	171.01	185.58	231.97
(c) Other current assets	19	221.39	201.35	364.13
(d) Current tax Assets (Net)	20	21.58	56.40	44.52
<b>Total current assets</b>		<b>5,271.67</b>	<b>5,373.33</b>	<b>4,984.98</b>
<b>TOTAL ASSETS</b>		<b>25,690.66</b>	<b>24,877.24</b>	<b>24,091.03</b>
<b>II EQUITY AND LIABILITIES</b>				
<b>EQUITY</b>				
(a) Equity share capital	21	73.04	73.04	73.04
(b) Other equity	22	11,203.35	10,083.20	9,314.23
<b>Total Equity</b>		<b>11,276.39</b>	<b>10,156.24</b>	<b>9,387.27</b>
<b>LIABILITIES</b>				
<b>1 Non Current Liabilities</b>				
(a) Financial liabilities				
(i) Borrowings	23	5,658.30	6,673.05	8,599.17
(ii) Other financial liabilities	24	131.17	198.23	139.23
(b) Provisions	25	218.24	200.62	179.99
(c) Deferred tax liabilities (Net)	26	1,535.09	1,519.72	1,589.00
(d) Other non current liabilities	27	9.78	11.28	13.31
<b>Total non current liabilities</b>		<b>7,552.58</b>	<b>8,602.90</b>	<b>10,520.70</b>
<b>2 Current Liabilities</b>				
(a) Financial liabilities				
(i) Borrowings	28	907.90	360.50	1,041.40
(ii) Trade payables due to	29			
-Micro & Small Enterprise		5.34	6.00	5.72
-Other than Micro & Small Enterprise		1,419.16	1,255.31	1,261.79
(iii) Other financial liabilities	30	3,258.66	3,307.62	822.47
(b) Other current liabilities	31	550.30	504.28	399.17
(c) Provisions	32	706.38	684.29	652.51
(d) Current tax liabilities (Net)	33	13.95	0.10	Nil
<b>Total current liabilities</b>		<b>6,861.69</b>	<b>6,118.10</b>	<b>4,183.06</b>
<b>Total liabilities</b>		<b>14,414.27</b>	<b>14,721.00</b>	<b>14,703.76</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>25,690.66</b>	<b>24,877.24</b>	<b>24,091.03</b>
* Restated (Refer Note No.69)				
Significant Accounting Policies	1			
The accompanying Notes 2 to 71 are an integral part of the Consolidated Financial Statements.				

As per our report of even date  
**For Rajendra D. Shah & Co**  
Chartered Accountants  
Firm Registration No 108363W

**RAJENDRA D. SHAH**  
Proprietor  
Membership No 4844

Place : Ahmedabad  
Date : May 22, 2019

For and on behalf of the Board

**HIREN K. PATEL**  
Managing Director  
(DIN: 00145149)

**PARESH SHETH**  
Company Secretary

Place : Ahmedabad  
Date : May 22, 2019

**Dr. K. K. PATEL**  
Chairman  
(DIN: 00404099)

**MANAN SHAH**  
Chief Financial Officer

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH 2019**

₹ in crore

Particulars		Note No	2018-19	2017-18*
I	Revenue from operations	34	15,334.58	14,480.01
II	Other income	35	208.29	180.79
III	<b>Total Income (I+II)</b>		<b>15,542.87</b>	<b>14,660.80</b>
IV	<b>Expenses</b>			
	(a) Cost of materials consumed	36	3,719.28	3,367.69
	(b) Purchases of stock in trade		47.43	29.60
	(c) Changes in inventories of finished goods, stock in trade and work-in-progress	37	(12.56)	20.51
	(d) Excise duty		Nil	383.45
	(e) Employee benefits expenses	38	1,190.62	1,113.64
	(f) Finance costs	39	787.56	850.89
	(g) Depreciation and amortisation expenses	40	856.24	946.24
	(h) Other expenses	41	7,689.54	7,001.93
	<b>Total Expenses (IV)</b>		<b>14,278.11</b>	<b>13,713.95</b>
V	<b>Profit before share in net profit (Loss) of associate (III-IV)</b>		<b>1,264.76</b>	946.85
	Add : Share in net profit / (Loss) of associate		(1.98)	(1.63)
VI	<b>Profit before tax</b>		<b>1,262.78</b>	945.22
VII	<b>Tax expense</b>	42		
	(a) Current tax		258.40	220.64
	(b) Tax expenses relating to earlier year		(19.97)	(49.19)
	(c) MAT credit utilised/(entitlement)		51.60	(54.04)
	(d) MAT credit entitlement relating to earlier year		Nil	(41.59)
	(e) Deferred tax (credit)/charge		(20.97)	81.31
	<b>Total Tax Expense</b>		<b>269.06</b>	157.13
VIII	<b>Profit for the year from continuing operations (VI-VII)</b>		<b>993.72</b>	788.09
IX	<b>Other comprehensive income</b>	43		
	(a) Items that will not be reclassified to profit or loss		14.52	(11.51)
	(b) Income tax relating to Items that will not be reclassified to profit or loss		0.04	(0.34)
	(c) Items that will be reclassified to profit or loss		111.87	6.29
	(d) Income tax relating to Items that will be reclassified to profit or loss		Nil	(0.03)
	<b>Total Other comprehensive income</b>		<b>126.43</b>	(5.59)
X	<b>Total comprehensive income for the year (VIII+IX)</b>		<b>1,120.15</b>	782.50
	<b>Profit attributable to :</b>			
	Owners		993.72	788.09
	Non-controlling interests		Nil	Nil
	<b>Other comprehensive income attributable to :</b>			
	Owners		126.43	(5.59)
	Non-controlling interests		Nil	Nil
	<b>Total comprehensive income attributable to :</b>			
	Owners		1,120.15	782.50
	Non-controlling interests		Nil	Nil
XI	<b>Earnings per equity share</b>	54		
	(i) Basic (in ₹)		68.03	53.95
	(ii) Diluted (in ₹)		68.03	53.95
<b>* Restated (Refer Note No.69)</b>				
Significant Accounting Policies		1		
The accompanying Notes 2 to 71 are an integral part of the Consolidated Financial Statements.				

 As per our report of even date  
**For Rajendra D. Shah & Co**  
 Chartered Accountants  
 Firm Registration No 108363W

For and on behalf of the Board

**HIREN K. PATEL**  
 Managing Director  
 (DIN: 00145149)

**Dr. K. K. PATEL**  
 Chairman  
 (DIN: 00404099)

**RAJENDRA D. SHAH**  
 Proprietor  
 Membership No 4844

**PARESH SHETH**  
 Company Secretary

**MANAN SHAH**  
 Chief Financial Officer

 Place : Ahmedabad  
 Date : May 22, 2019

 Place : Ahmedabad  
 Date : May 22, 2019

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 ST MARCH, 2019

**A. Equity share capital**

Equity shares of ₹ 5 each

Particulars	₹ in crore			
	As at 1st April, 2017	Changes in equity share capital during 2017-2018	As at 31st March, 2018	Changes in equity share capital during 2018-2019
	73.04	Nil	73.04	Nil
				As at 31st March, 2019
				73.04

**B. Other equity**

Particulars	₹ in crore							Total					
	Items of Other comprehensive income												
Particulars	Reserves & Surplus							Total					
	Capital Reserve	Security Premium	Capital Redemption Reserve	Debt Redemption Reserve	Amalgamation Reserves	General Reserve	Retained Earnings		Statutory Reserves				
<b>Balance at April 1, 2017*</b>	365.50	1,356.37	65.68	295.14	2.53	2,019.42	4,884.44	0.01	(4.40)	59.96	(0.06)	269.64	9,314.23
Restated Retained earning during the year	Nil	Nil	Nil	Nil	Nil	Nil	788.09	Nil	Nil	Nil	Nil	Nil	788.09
Other comprehensive income for the year	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	0.03	(11.88)	0.06	6.20	(5.59)
<b>Restated Total comprehensive income for the year</b>	Nil	Nil	Nil	Nil	Nil	Nil	788.09	Nil	0.03	(11.88)	0.06	6.20	782.50
Transfer of Debt Redemption Reserve to General Reserve on redemption of debenture	Nil	Nil	Nil	(14.41)	Nil	14.41	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Creation of Debt Redemption Reserve from Retained earnings	Nil	Nil	Nil	597.11	Nil	Nil	(597.11)	Nil	Nil	Nil	Nil	Nil	Nil
Share issue expense**	Nil	(13.53)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	(13.53)
<b>Restated Balance at March 31, 2018*</b>	365.50	1,342.84	65.68	877.84	2.53	2,033.83	5,075.42	0.01	(4.37)	48.08	Nil	275.84	10,083.20

₹ in crore

Particulars	Reserves & Surplus								Items of Other comprehensive income				Total
	Capital Reserve	Security Premium	Capital Redemption Reserve	Debenture Redemption Reserve	Amalgamation Reserves	General Reserve	Retained Earnings	Statutory Reserves	Remeasurement of defined benefit plans	Equity instruments through other comprehensive income	Cash Flow Hedge Reserve	Currency Fluctuation Reserve	
<b>Restated Balance at April 1, 2018*</b>	365.50	1,342.84	65.68	877.84	2.53	2,033.83	5,075.42	0.01	(4.37)	48.08	Nil	275.84	10,083.20
Retained eaming during the year	Nil	Nil	Nil	Nil	Nil	Nil	993.72	Nil	Nil	Nil	Nil	Nil	993.72
Other comprehensive income for the year	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	(3.11)	17.67	Nil	111.87	126.43
<b>Total comprehensive income for the year</b>	Nil	Nil	Nil	Nil	Nil	Nil	993.72	Nil	(3.11)	17.67	Nil	111.87	1,120.15
Transfer to retained earning from Debenture redemption reserve	Nil	Nil	Nil	(287.50)	Nil	Nil	287.50	Nil	Nil	Nil	Nil	Nil	Nil
Transfer of Debenture Redemption Reserve to General Reserve on redemption of debenture	Nil	Nil	Nil	(262.50)	Nil	262.50	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Creation of Debenture Redemption Reserve from Retained earnings	Nil	Nil	Nil	463.82	Nil	Nil	(463.82)	Nil	Nil	Nil	Nil	Nil	Nil
Transfer of realised gain on sale of quoted and unquoted equity shares to Retained earnings	Nil	Nil	Nil	Nil	Nil	Nil	21.34	Nil	Nil	(21.34)	Nil	Nil	Nil
<b>Balance at March 31, 2019</b>	365.50	1,342.84	65.68	791.66	2.53	2,296.33	5,914.16	0.01	(7.48)	44.41	Nil	387.71	11,203.35

\* Restated (Refer Note No.69)

\*\*Share issue expense is related to stamp duty charge on new equity shares issued by Indian Subsidiary on amalgamation in Financial Year 2016-17

The accompanying Notes 1 to 71 are an integral part of the Financial Statements.

As per our report of even date

**For Rajendra D. Shah & Co**  
Chartered Accountants  
Firm Registration No 108363W

**RAJENDRA D. SHAH**  
Proprietor  
Membership No 4844

Place : Ahmedabad  
Date : May 22, 2019

For and on behalf of the Board

**HIREN K. PATEL**  
Managing Director  
(DIN: 00145149)

**Dr. K. K. PATEL**  
Chairman  
(DIN: 00404099)

**PARESH SHETH**  
Company Secretary

**MANAN SHAH**  
Chief Financial Officer

# Nirma Limited - Consolidated

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2019

₹ in crore

Particulars		2018-2019	2017-2018
<b>Cash flow from continuing operations</b>			
<b>A</b>	<b>Cash flow from operating activities :</b>		
	Profit before tax	1262.78	945.22
	Adjustments for :		
	Property, Plant & Equipment/CWIP written off	3.14	7.64
	Loss of Asset due to damages	35.40	4.10
	Depreciation and amortisation	856.24	946.24
	Interest Income	(60.47)	(55.10)
	Finance Cost - net of capitalization	787.56	850.89
	Exchange fluctuation gain/ loss (Net)	34.71	(0.34)
	Profit/Loss on sale of Property Plant and equipment (Net)	(0.37)	(0.36)
	Dividend on non current investment	(0.36)	(0.44)
	Provision for doubtful debts & loans and advances	12.88	10.97
	Provision/Liabilities no longer required written back	(51.26)	(52.11)
	Non Cash Provision	13.11	10.48
	Share of Profit/Loss in associate	1.98	1.63
	Fair value gain on financial instruments at fair value through profit and loss	(3.20)	(13.90)
	Bad debts Written off	1.94	0.02
	Sundry balance Written off	(2.12)	(1.27)
	Net gain on sale of current investment	(30.22)	(32.53)
		1,598.96	1,675.92
	Operating profit before working capital changes	2,861.74	2,621.14
	Adjustments for :		
	(Increase)/ Decrease in trade and other receivables	(209.20)	(528.31)
	(Increase)/ Decrease in inventories	(112.48)	(93.83)
	Increase in trade/ other payables, provisions and other liability	221.76	258.22
		(99.92)	(363.92)
	Cash generated from operations	2,761.82	2,257.22
	Direct tax paid( net of refund)	(161.45)	(219.03)
	Net cash from operating activities	2,600.37	2,038.19
<b>B</b>	<b>Cash flow generated from investing activities :</b>		
	Purchase of Property Plant and equipment	(1,630.90)	(1,181.38)
	Sale of Property Plant and equipment	0.94	0.58
	Sale of current Investments	4,498.19	5,207.22
	Sale of non current Investments	48.05	2.66
	Purchase of current investments	(4,076.00)	(5,592.97)
	Investment in Associates	(1.78)	(1.46)
	Interest received	58.95	20.45
	Dividend on non current investments	0.36	0.44
		(1,102.19)	(1,544.46)
	Net cash used in investing activities	1,498.18	493.73
<b>C</b>	<b>Cash flow generated from financing activities :</b>		
	Change in loans and advances	8.92	10.22
	Stamp Duty on issue of shares	Nil	(20.79)
	Proceeds from Short Term borrowings	5,791.79	117.92
	Repayment of Short Term borrowings	(5,244.39)	(709.41)
	Proceeds from Long Term borrowings	1,421.36	1,561.22
	Repayment of Long Term borrowings	(350.02)	(1097.37)
	Increase in Equity share capital reduction balance payable	2.60	Nil
	Interest paid	(840.00)	(798.64)

Particulars		2018-2019	2017-2018
Redemption of Debentures	(2,200.00)		(60.00)
Unclaimed Dividend paid	Nil		(0.07)
Net cash used in financing activities		(1,409.74)	(995.92)
<b>Net increase in cash and cash equivalents</b>		<b>88.44</b>	(502.19)
Net increase (decrease) in cash and cash equivalents		88.44	(502.19)
Cash and cash equivalents at the beginning of the year (Refer Note No. 15)		231.44	733.63
<b>Cash and cash equivalents at end of the year (Refer Note No. 15)</b>		<b>319.88</b>	231.44

**Notes :**

- (1) The above Cash Flow statement has been prepared under the "Indirect Method" as set out in the Accounting Standard (IND AS) 7- "Cash Flow Statements".
- (2) Previous year's figures have been regrouped, wherever necessary.
- (3) Disclosure as required by (IND AS) 7 - "Cash Flow Statements" - Changes in liabilities arising from financing activities:

Particulars	₹ in crore	
	2018-2019	2017-2018
Opening Balance	9,731.33	9,837.03
<b><u>Non Cash Movement</u></b>		
Accrual of Interest	811.69	788.04
<b><u>Cash Movement</u></b>		
Proceeds from Borrowings	7,213.15	1,683.53
Principal Repayment	(7,794.41)	(1,870.17)
Interest Repayment	(823.21)	(707.10)
<b>Closing Balance</b>	<b>9,138.55</b>	<b>9,731.33</b>

- (4) The accompanying Notes 2 to 71 are an integral part of the Financial Statements.

As per our report of even date

For and on behalf of the Board

**For Rajendra D. Shah & Co**  
Chartered Accountants  
Firm Registration No 108363W

**HIREN K. PATEL**  
Managing Director  
(DIN: 00145149)

**Dr. K. K. PATEL**  
Chairman  
(DIN: 00404099)

**RAJENDRA D. SHAH**  
Proprietor  
Membership No 4844

**PARESH SHETH**  
Company Secretary

**MANAN SHAH**  
Chief Financial Officer

Place : Ahmedabad  
Date : May 22, 2019

Place : Ahmedabad  
Date : May 22, 2019

# Nirma Limited - Consolidated

## Notes to consolidated financial statements for the year ended 31st March, 19

### Note 1

#### I. Group Information

The consolidated financial statements comprise financial statements of Nirma Limited (the parent), its subsidiaries, joint venture and associate (collectively, the group) for the year ended 31 March, 2019. The parent is a company domiciled in India and incorporated under the provisions of Companies Act, 1956 of India as a Private Limited Company. The group has its registered office at Nirma House, Ashram Road, Ahmedabad- 380009, Gujarat, India. The group is engaged in manufacturing and selling of various products as mentioned below:

- A. Industrial chemicals like Soda Ash, Linear Alkyl Benzene, Caustic Soda, etc.
- B. Consumer products like Detergents, Toilet Soaps, Salt, etc.
- C. Cement, Clinker and Aggregates.

#### II. Basis of preparation

- A. The consolidated financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.
- B. The financial statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value:
  1. Financial instruments measured at fair value through profit or loss (refer note 51)
  2. Financial instruments measured at fair value through other comprehensive income (refer note 51)
  3. Defined benefit plans – plan assets measured at fair value (refer note 49)

#### C. Principles of Consolidation

1. The Consolidated Financial Statements comprises the financial statements of the Company, its subsidiaries, associate and its joint controlled entity (together “the Group”) have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 (the Act) and other relevant provisions of the Act.

The list of companies which are included in consolidation and the Parent company’s holdings therein are as under:

	Name of the Company	Country	Percentage Holding March 31, 2019
<b>a)</b>	<b>Subsidiaries</b>		
1)	Karnavati Holdings Inc.	USA	100%
2)	Nuvoco Vistas Corporation Ltd. (formerly known as Lafarge India Ltd.)	India	100%
3)	Rima Eastern Cement Ltd. (Strike off w.e.f.12.2018)	India	-
4)	Searles Valley Minerals Inc.	USA	100%
5)	Searles Domestic Water Company	USA	100%
6)	Trona Railway Company	USA	100%
7)	Searles Valley Minerals Europe	France	100%
<b>b)</b>	<b>Joint Venture</b>		
1)	Wardha Vaalley Coal Field Private Ltd.	India	19.14%
<b>c)</b>	<b>Associate</b>		
1)	FRM Trona Fuels LLC	USA	49%

## Notes to consolidated financial statements for the year ended 31st March, 19

The financial statements of each of the above companies are drawn up to the same reporting date as that of the parent Company i.e. March 31, 2019 except FRM Trona Fuels LLC whose financial statements are drawn upto December 31, 2018.

### Subsidiaries

2. The consolidated financial statements of the Company and its subsidiary companies have been prepared in accordance with the Ind AS 110 "Consolidated Financial Statements". The intra-group balances, intra-group transactions and unrealised profits/losses if any are fully eliminated.
3. 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 Company's separate financial statements.
4. The excess cost of the parent company of its investment in the subsidiary, on the acquisition dates over and above the parent company's share of fair value of net identifiable assets acquired and liability assumed in the subsidiary, is recognised in the Consolidated Financial Statements as Goodwill. On the other hand, where the share of fair value of net identifiable assets acquired and liability assumed as on the date of investment is in excess of cost of investments of the parent company, it is recognised as "Capital Reserve".

### Associates

5. Associates are all entities over which the group has significant influence but not control or joint control. This is generally the case where the group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting, after initially being recognised at cost.

### Joint ventures

6. Interests in joint ventures are accounted for using the equity method, after initially being recognised at cost in the consolidated balance sheet.

### Equity Method

7. Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the group's share of the post-acquisition profits or losses of the investee in profit and loss, and the group's share of other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment.

When the group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of other entity.

Unrealised gains on transactions between the group and its associates and joint ventures are eliminated to the extent of the group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the group.

The carrying amount of equity accounted investments are tested for impairment in accordance with the policy.

## III. Significant accounting policies

### A. Revenue recognition

#### 1. Sale of goods

Revenue is recognized on the basis of approved contracts regarding the transfer of goods or services to a customer for an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. It is measured at the fair value of the consideration received or receivable, net of returns and allowances, related discounts, incentives

## Nirma Limited - Consolidated

### Notes to consolidated financial statements for the year ended 31st March, 19

and volume rebates. Revenue for the period 1 April 2017 to 30 June 2017 includes excise duty and excludes value added tax/ sales tax. Revenue for the period 1 July 2017 to 31 March 2019 excludes goods and service tax. Ind AS 115 - "Revenue from Contracts with Customers" which is mandatory w.e.f. 1st April 2018 has replaced existing revenue recognition requirements. The Company has applied the modified retrospective approach on transition. There were no significant impact on the retained earnings as at 1 April 2018.

#### 2. Sale of goods – non-cash incentive schemes (deferred revenue)

The group operates a non-cash incentive scheme programme where dealers / agents are entitled to non-cash incentives on achievement of sales targets. Revenue related to the non-cash schemes is deferred and recognised when the targets are achieved. The amount of revenue is based on the realisation of the sales targets to the period of scheme defined.

#### 3. Interest income

For all financial instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR), which is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. Interest income is included in other income in the statement of profit and loss.

#### 4. Dividends

Dividend income is accounted for when the right to receive the same is established, which is generally when shareholders approve the dividend.

### B. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that a group incurs in connection with the borrowing of funds.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying asset is deducted from the borrowing costs eligible for capitalization.

### C. Government Grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. All the grants related to an expense item are recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.

### D. Export Benefits

Duty free imports of raw materials under advance license for imports, as per the Foreign Trade Policy, are matched with the exports made against the said licenses and the net benefits / obligations are accounted by making suitable adjustments in raw material consumption.

### E. Taxes

#### 1. Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on the rates and tax laws enacted or substantively enacted, at the reporting date in the country where the entity operates and generates taxable income.

Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

## Notes to consolidated financial statements for the year ended 31st March, 19

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and established provisions where appropriate.

### 2. Deferred tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their corresponding carrying amounts for the financial reporting purposes.

Deferred tax assets are the amounts of income taxes recoverable in future periods in respect of:

- i. deductible temporary differences;
- ii. the carry forward of unused tax losses; and
- iii. the carry forward of unused tax credits.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum Alternative Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the group will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognised an asset in accordance with recommendations contained in Guidance Note issued by ICAI, the said asset is created by way of a credit to the consolidated statement of profit and loss and shown as MAT Credit Entitlement. The group reviews the same at each Balance Sheet date and writes down the carrying amount of MAT Credit Entitlement to an extent there is no longer convincing evidence to the effect that the group will pay normal Income Tax during the specified period.

### 3. Discontinued operations

Assets and Liabilities of discontinued operations are assessed at each Balance Sheet date. Impacts of any impairment and write-backs are dealt with in the consolidated statement of profit and loss. Impacts of discontinued operations are distinguished from the ongoing operations of the group, so that their impact on the consolidated statement of profit and loss for the year can be perceived.

## F. Leases

### 1. Group as a lessee

Leases of property, plant and equipment where the group, as lessee, has substantially transferred all the risks and rewards incidental to ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is

## Nirma Limited - Consolidated

### Notes to consolidated financial statements for the year ended 31st March, 19

charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the group as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

#### 2. Group as a lessor

Lease income from operating leases where the group is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

#### G. Employee Benefits

All employee benefits payable wholly within twelve months of rendering services are classified as short term employee benefits. Benefits such as salaries, wages, short-term compensated absences, performance incentives etc., and the expected cost of bonus, ex-gratia are recognised during the period in which the employee renders related service.

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered the service entitling them to the contribution.

The group operates a defined benefit gratuity plan in India, which requires contributions to be made to a LIC.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method. Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- i. The date of the plan amendment or curtailment, and
- ii. The date that the group recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset.

The group recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

1. Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
2. Net interest expense or income

#### 1. Long-term employee benefits

Post-employment and other employee benefits are recognised as an expense in the statement of profit and loss for the period in which the employee has rendered services. The expenses are recognised at the present value of the amount payable determined using actuarial valuation techniques. Actuarial gains and loss in respect of post-employment and other long term benefits are charged to the statement of other comprehensive income.

## Notes to consolidated financial statements for the year ended 31st March, 19

### 2. Defined contribution plans

The group pays provident fund contributions to publicly administered provident funds as per local regulations. The group has no further payment obligations once the contributions have been paid.

### H. Non-current assets held for sale

The group classifies non-current assets and disposal group's as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale is regarded met only when the assets are available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets, its sale is highly probable; and it will genuinely be sold, not abandoned. The group treats sale of the asset to be highly probable when:

1. The appropriate level of management is committed to a plan to sell the asset.
2. An active program to locate a buyer and complete the plan has been initiated,
3. The asset is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
4. The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and
5. Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet.

Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised.

### I. Property, plant and equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at acquisition cost of the items. Acquisition cost includes expenditure that is directly attributable to getting the asset ready for intended use. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Items of spare parts that meets the definition of 'property, plant and equipment' is recognised as property, plant and equipment. The depreciation on such an item of spare part will begin when the asset is available for use i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. In case of a spare part, as it may be readily available for use, it may be depreciated from the date of purchase of the spare part.

Capital work in progress is stated at cost and net of accumulated impairment losses, if any. All the direct expenditure related to implementation including incidental expenditure incurred during the period of implementation of a project, till it is commissioned, is accounted as Capital work in progress (CWIP) and after commissioning the same is transferred / allocated to the respective item of property, plant and equipment.

## Nirma Limited - Consolidated

### Notes to consolidated financial statements for the year ended 31st March, 19

Pre-operating costs, being indirect in nature, are expensed to the statement of profit and loss as and when incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Property, plant and equipment are eliminated from financial statement, either on disposal or when retired from active use. Losses arising in the case of retirement of property, plant and equipment are recognised in the statement of profit and loss in the year of occurrence.

#### Depreciation methods, estimated useful lives and residual value

Depreciation is calculated to allocate the cost of assets, net of their residual values, over their estimated useful lives. Components having value significant to the total cost of the asset and life different from that of the main asset are depreciated over its useful life. However, land is not depreciated. The useful lives so determined are as follows:

Assets	Estimated useful life
Freehold mining Land	Amortised on unit of production method based on extraction of limestone from mines
Leasehold Land	Over the lease period
Buildings	5 to 60 years
Plant and machinery	1 to 40 years
Furniture and fixtures	5 to 10 years
Office equipment	5 to 10 years
Vehicles	5 to 10 years
Helicopter	20 years
Mineral reserves	200 years

Depreciation on fixed assets has been provided in the accounts based on useful life of the assets prescribed in Schedule II to the companies Act, 2013

Depreciation on fixed assets is provided on Straight Line Method except assets located at Mandali, Dhank, Chhatral, Trikampura, Caustic Soda Plant at Bhavnagar, Castor Oil Plant at Nandasan, at Igoor Coffee estate and at corporate office of parent company.

Depreciation on additions is calculated on pro rata basis with reference to the date of addition.

Depreciation on assets sold/ discarded, during the period, has been provided up to the preceding month of sale / discarded.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains / (losses).

#### J. Impairment of goodwill

Goodwill is tested for impairment on an annual basis and whenever there is an indication that the recoverable amount of a cash generating unit is less than its carrying amount based on a number of factors including operating results, business plans, future cash flows and economic conditions. The recoverable amount of cash generating units is determined based on higher of value-in-use and fair value less cost to sell. The goodwill impairment test is performed at the level of the cash generating unit or groups of cash-generating units which are benefitting from the synergies of the acquisition and which represents the lowest level at which goodwill is monitored for internal management purposes. Market related information and estimates are used to determine the recoverable amount. Key assumptions on which management has based its determination of recoverable amount include estimated long term growth rates, weighted average cost of capital and estimated operating margins.

## Notes to consolidated financial statements for the year ended 31st March, 19

Cash flow projections take into account past experience and represent management's best estimate about future developments.

### K. Investment properties

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the group, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the group and the cost of the item can be measure reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognized.

### L. Intangibles

Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the assets will flow to the group and the cost of the asset can be measured reliably.

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

#### Amortization methods, estimated useful lives and residual value

Intangible assets are amortised on a straight line basis over their estimated useful lives based on underlying contracts where applicable. The useful lives of intangible assets are assessed as either finite or indefinite. The useful life so determined are as follows:

Assets	Amortisation period
Lease and license rights	(Finite) 60 years
Mining rights	Amortised on unit of production method based on extraction of limestone from mines
Supplier Agreement	(Finite) upto the validity of the contract
Trademark	(Finite) 10 years
Computer Software	(Finite) 5 years
Customer Relationships	(Finite) 10 years

The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period.

### M. Impairment

Assets that have an indefinite useful life, for example goodwill, are not subject to amortization and are tested for impairment annually and whenever there is an indication that the asset may be impaired. Assets that are subject to depreciation and amortization are reviewed for impairment, whenever events or changes in circumstances indicate that carrying amount may not be recoverable. Such circumstances include, though are not limited to, significant or sustained decline in revenues or earnings and material adverse changes in the economic environment. An impairment loss is recognized whenever the carrying amount of an asset or its cash generating unit (CGU) exceeds its recoverable amount. The recoverable amount of an asset is the greater of its fair value less cost to sell and value in use. To calculate value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market rates and the risk specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the asset belongs. Fair value less cos to sell is the best estimate of the amount obtainable from the sale of an asset in an arm's length transaction between knowledgeable, willing parties, less the cost of disposal. Impairment losses, if any, are recognized in the consolidated Statement of Profit and Loss and included in depreciation and

## Nirma Limited - Consolidated

### Notes to consolidated financial statements for the year ended 31st March, 19

amortization expenses. Impairment losses are reversed in the consolidated Statement of Profit and Loss only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognized.

#### N. Inventories

Inventories are valued at the lower of cost and net realizable value.

1. **Raw materials:** cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.
2. **Finished goods and work in progress:** cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on lower of cost or net realizable value.
3. **Stores and spares:** cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis. Items of spare parts that does not meet the definition of 'property, plant and equipment' has to be recognised as a part of inventories.
4. **Fuel:** cost includes cost of purchase and other cost incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

#### O. Financial Instruments

##### 1. Financial assets

###### i. Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Financial assets are classified, at initial recognition, as financial assets measured at fair value or as financial assets measured at amortised cost.

###### ii. Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- a. Debt instruments at amortised cost
- b. Debt instruments at fair value through other comprehensive income (FVTOCI)
- c. Financial assets at fair value through profit or loss (FVTPL)
- d. Equity instruments measured at fair value through other comprehensive income (FVTOCI)

###### iii. Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a. The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b. Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral

## Notes to consolidated financial statements for the year ended 31st March, 19

part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

### iv. Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a. The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b. The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI).

### v. Financial instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the group may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The group has not designated any debt instrument as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

### vi. Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The group makes such election on an instrument by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

### vii. Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the group's balance sheet) when:

- a. The rights to receive cash flows from the asset have expired, or
- b. The group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either
  - i) the group has transferred substantially all the risks and rewards of the asset, or
  - ii) the group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

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### Notes to consolidated financial statements for the year ended 31st March, 19

When the group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the group continues to recognize the transferred asset to the extent of the group's continuing involvement. In that case, the group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the group has retained.

#### viii. Impairment of financial assets

The group assesses impairment based on expected credit loss (ECL) model to the following:

- a. Financial assets measured at amortised cost;
- b. Financial assets measured at fair value through other comprehensive income (FVTOCI);

Expected credit losses are measured through a loss allowance at an amount equal to:

- a. The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- b. Full time expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

The group follows 'simplified approach' for recognition of impairment loss allowance on:

- a. Trade receivables or contract revenue receivables; and
- b. All lease receivables resulting from transactions within the scope of Ind AS 17

Under the simplified approach, the group does not track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

The group uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

For recognition of impairment loss on other financial assets and risk exposure, the group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

#### ix. Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables

ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset

## Notes to consolidated financial statements for the year ended 31st March, 19

meets write-off criteria, the group does not reduce impairment allowance from the gross carrying amount.

For assessing increase in credit risk and impairment loss, the group combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

The group does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

### 2. Financial liabilities

#### i. Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

#### ii. Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

- a. Financial liabilities at fair value through profit or loss
- b. Loans and borrowings
- c. Financial guarantee contracts

#### iii. Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit and loss. The group has not designated any financial liability as at fair value through profit and loss.

#### iv. Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

#### v. Financial guarantee contracts

Financial guarantee contracts issued by the group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance

## Nirma Limited - Consolidated

### Notes to consolidated financial statements for the year ended 31st March, 19

determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

The fair value of financial guarantees is determined as the present value of the difference in net cash flows between the contractual payments under the debt instrument and the payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligations.

When guarantees in relation to loans or other payables of associates are provided for no compensation the fair values are accounted for as contributions and recognised as part of the cost of the investment.

#### vi. Preference shares

Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities. The dividends on these preference shares are recognised in profit or loss as finance costs.

#### vii. Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

### 3. Off-setting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the standalone balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

### P. Impairment of non-financial assets

The group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Recoverable amount is determined:

1. In case of individual asset, at higher of the fair value less cost to sell and value in use; and
2. In case of cash-generating unit (a group of assets that generates identified, independent cash flows), at the higher of the cash-generating unit's fair value less cost to sell and the value in use.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year.

## Notes to consolidated financial statements for the year ended 31st March, 19

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

### **Q. Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the group's cash management.

### **R. Cash dividend and non-cash distribution to equity holders of the parent**

The group recognises a liability to make cash or non-cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the group. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

Non-cash distributions are measured at the fair value of the assets to be distributed with fair value re-measurement recognised directly in equity. Upon distribution of non-cash assets, any difference between the carrying amount of the liability and the carrying amount of the assets distributed is recognised in the statement of profit and loss.

### **S. Segment accounting**

The Chief Operational Decision Maker monitors the operating results of its business Segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements.

The Operating segments have been identified on the basis of the nature of products/services.

The accounting policies adopted for segment reporting are in line with the accounting policies of the group. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter Segment revenue is accounted on the basis of transactions which are primarily determined based on market/fair value factors. Revenue, expenses, assets and liabilities which relate to the group as a whole and are not allocated to segments on a reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".

### **T. Provisions, Contingent liabilities, Contingent assets and Commitments**

#### **General**

Provisions are recognised when the group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liability is disclosed in the case of:

1. A present obligation arising from the past events, when it is not probable that an outflow of resources will be required to settle the obligation;
2. A present obligation arising from the past events, when no reliable estimate is possible;

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### Notes to consolidated financial statements for the year ended 31st March, 19

3. A possible obligation arising from the past events, unless the probability of outflow of resources is remote.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

The group provides for the expenses to reclaim the quarries used for mining. The total estimate of reclamation expenses is apportioned over the estimate of mineral reserves and a provision is made based on the minerals extracted during the year. Mines reclamation expenses are incurred on an ongoing basis and until the closure of the mine. The actual expenses may vary based on the nature of reclamation and the estimate of reclamation expenditure.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

#### U. Dividend

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

#### V. Earnings per share

Basic earnings per share are calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the group's earnings per share is the net profit for the period after deducting preference dividends and any attributable tax thereto for the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

#### W. Use of estimates and judgements

The presentation of the financial statements is in conformity with the Ind AS which requires the management to make estimates, judgments and assumptions that affect the reported amounts of assets and liabilities, revenues and expenses and disclosure of contingent liabilities. Such estimates and assumptions are based on management's evaluation of relevant facts and circumstances as on the date of financial statements. The actual outcome may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year are included in the following notes:

Note 42 - Current tax

Note 49 - Measurement of defined benefit obligations

Note 51 - Fair valuation of unlisted securities

Note 52 - Expected credit loss for receivables

#### X. Statement of cash flows

Cash flow are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals of accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and finance activities of the group are segregated.

## Notes to consolidated financial statements for the year ended 31st March, 19

### Y. Current and non-current classification

The group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

1. Expected to be realized or intended to be sold or consumed in normal operating cycle;
2. Held primarily for the purpose of trading;
3. Expected to be realized within twelve months after the reporting period, or
4. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

1. It is expected to be settled in normal operating cycle;
2. It is held primarily for the purpose of trading;
3. It is due to be settled within twelve months after the reporting period, or
4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The group has identified twelve months as its operating cycle.

### Z. Foreign currency translation

Items included in the financial statements of the entity are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is group's functional and presentation currency.

#### 1. Transactions and balances

Transactions in foreign currencies are initially recorded by the group's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

The results and financial position of foreign operations that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

1. Assets and liabilities are translated at the closing rate at the date of that balance sheet
2. Income and expenses are translated at average exchange rate (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions), On consolidation, exchange differences arising from the translation of any net investment in foreign entities are recognised in other comprehensive income and all resulting exchange differences are recognised in other comprehensive income.

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## Notes to consolidated financial statements for the year ended 31st March, 19

### 2. Translation of financial statements of foreign entities

On consolidation, the assets and liabilities of foreign operations are translated into ₹ (Indian Rupees) at the exchange rate prevailing at the reporting date and their statements of profit and loss are translated at exchange rates prevailing at the dates of the transactions. For practical reasons, the group uses an average rate to translate income and expense items, if the average rate approximates the exchange rates at the dates of the transactions. The exchange differences arising on translation for consolidation are recognised in Consolidated Statement of OCI. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is reclassified to Consolidated Statement of Profit and Loss.

Any goodwill arising in the acquisition/ business combination of a foreign operation on or after adoption of Ind AS 103– Business Combination, and any fair value adjustments to the carrying amounts of assets and liabilities arising on the acquisition are treated as assets and liabilities of the foreign operation and translated at the spot rate of exchange at the reporting date. Any goodwill or fair value adjustments arising in business combinations/ acquisitions, which occurred before the date of adoption of Ind AS 103 – Business Combination, are treated as assets and liabilities of the entity rather than as assets and liabilities of the foreign operation. Therefore, those assets and liabilities are non-monetary items already expressed in the functional currency of the parent and no further translation differences occur.

### AA. Fair value measurement

The group measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

1. In the principal market for the asset or liability, or
2. In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

1. Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or Liabilities.
2. Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
3. Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The group's valuation committee determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value,

## Notes to consolidated financial statements for the year ended 31st March, 19

and for non-recurring measurement, such as assets held for distribution in discontinued operations. The Valuation Committee comprises of the head of the investment properties segment, heads of the group's internal mergers and acquisitions team, the head of the risk management department, financial controllers and chief finance officer.

External valuers are involved for valuation of significant assets, such as unquoted financial assets. Involvement of external valuers is decided upon annually by the Valuation Committee after discussion with and approval by the management. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. Valuers are normally rotated every three years. The management decides, after discussions with the group's external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the group's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation.

The management, in conjunction with the group's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

On an interim basis, the Valuation Committee and the group's external valuers present the valuation results to the Audit Committee and the group's independent auditors. This includes a discussion of the major assumptions used in the valuations.

For the purpose of fair value disclosures, the group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

1. Disclosures for valuation methods, significant estimates and assumptions.
2. Quantitative disclosures of fair value measurement hierarchy.
3. Investment in unquoted equity shares (discontinued operations).
4. Financial instruments (including those carried at amortised cost).

### BB. Exceptional items

Certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the group is such that its disclosure improves the understanding of the performance of the group, such income or expense is classified as an exceptional item and accordingly, disclosed in the notes accompanying to the financial statements.

### CC. Rounding off

All amounts disclosed in the financial statements and notes have been rounded off to the nearest crores as per the requirements of Schedule III, unless otherwise stated.

### DD. Standards issued but not yet effective and have not been adopted early by the Company

#### i. Ind AS 116 'Leases' (Effective for annual periods beginning on or after 1 April 2019):

On 30th March 2019, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) Amendment Rules, 2019, notifying Ind AS 116 "Leases", which replaces Ind AS 17 "Leases". The new standard introduces a single on-balance sheet lease accounting model for lessee. This will result in the company recognising right of use assets & lease liability in the books. The Company is in the process of analyzing the impact of Ind AS 116 on its financials. The amendment will come into force from April 01, 2019.

#### ii. Amendment to existing issued Ind AS

The MCA has also carried out amendments of the following accounting standards:

## **Nirma Limited - Consolidated**

### **Notes to consolidated financial statements for the year ended 31st March, 19**

- i. Ind AS 12 – Income Taxes
- ii. Ind AS 23 – Borrowing Costs
- iii. Ind AS 28 – Investment in Associates and Joint Ventures
- iv. Ind AS 103 – Business Combinations
- v. Ind AS 109 – Financial Instruments

"Leases". The new standard introduces a single on-balance sheet lease accounting model for lessee. This will result in the company recognising right of use assets & lease liability in the books. The Company is in the process of analyzing the impact of Ind AS 116 on its financials. The amendment will come into force from April 01, 2019.

**Note - 2 A : PROPERTY, PLANT AND EQUIPMENT**

₹ in crore

PARTICULARS	GROSS BLOCK (At carrying amount)				ACCUMULATED DEPRECIATION				NET BLOCK		
	As at 01.04.2018	Additions/ Adjustment during the year	Disposal/ Adjustment during the year	Translation Adjustments	As at 31.03.2019	Translation Adjustments	Charge for the Year	Disposal/ Adjustment during the year	Translation Adjustments	As at 31.03.2019	As at 31.03.2018
1. Freehold land	773.22	48.14	Nil	Nil	821.36	11.87	8.00	Nil	Nil	19.87	761.35
2. Freehold mining Land	1.83	Nil	Nil	Nil	1.83	0.22	0.06	Nil	Nil	0.28	1.61
3. Leasehold land (permanent)	0.13	Nil	Nil	Nil	0.13	Nil	Nil	Nil	Nil	Nil	0.13
4. Leasehold land	94.94	Nil	32.08	Nil	62.86	3.41	2.08	Nil	Nil	5.49	91.53
5. Buildings	1,621.25	106.44	1.94	5.84	1,731.59	411.11	80.18	0.53	2.36	493.12	1,238.47
6. Plant & equipments	9,937.46	802.70	43.17	51.92	10,748.91	2,396.65	667.88	6.57	13.25	3,071.21	7,677.70
7. Furniture and fixtures	15.70	1.92	Nil	0.01	17.63	3.61	2.53	Nil	(0.02)	6.12	11.51
8. Vehicles	77.09	6.44	0.75	1.93	84.71	38.38	13.28	0.45	1.01	52.22	32.49
9. Office equipments	13.49	1.37	0.06	Nil	14.80	4.80	3.43	0.06	Nil	8.17	6.63
10. Helicopter	14.60	Nil	Nil	Nil	14.60	13.96	0.41	Nil	Nil	14.37	0.23
11. Mineral Reserves	212.40	Nil	Nil	13.48	225.88	3.32	1.18	Nil	0.20	4.70	221.18
<b>Total</b>	<b>12,762.11</b>	<b>997.01</b>	<b>78.00</b>	<b>73.18</b>	<b>13,724.30</b>	<b>2,887.33</b>	<b>779.03</b>	<b>7.61</b>	<b>16.80</b>	<b>3,675.55</b>	<b>9,874.78</b>

₹ in crore

PARTICULARS	GROSS BLOCK (At carrying amount)				ACCUMULATED DEPRECIATION				NET BLOCK		
	As at 01.04.2017	Additions/ Adjustment during the year	Disposal/ Adjustment during the year	Translation Adjustments	As at 31.03.2018	Translation Adjustments	Charge for the Year	Disposal/ Adjustment during the year	Translation Adjustments	As at 31.03.2018	As at 1.04.2017
1. Freehold land	748.15	25.07	Nil	Nil	773.22	2.47	9.40	Nil	Nil	11.87	745.68
2. Freehold mining Land	1.83	Nil	Nil	Nil	1.83	0.16	0.06	Nil	Nil	0.22	1.61
3. Leasehold land (permanent)	0.13	Nil	Nil	Nil	0.13	Nil	Nil	Nil	Nil	Nil	0.13
4. Leasehold land	96.33	0.86	2.25	Nil	94.94	1.21	2.20	Nil	Nil	3.41	91.53
5. Buildings	1,545.65	84.30	9.26	0.56	1,621.25	348.27	71.04	9.25	1.05	411.11	1,197.38
6. Plant & equipments	9,470.16	472.29	8.15	3.16	9,937.46	1,636.78	761.67	3.13	1.33	2,396.65	7,540.81
7. Furniture and fixtures	12.59	3.12	0.01	Nil	15.70	1.32	2.29	Nil	Nil	3.61	12.09
8. Vehicles	68.43	8.91	0.41	0.16	77.09	24.58	13.97	0.30	0.13	38.38	38.71
9. Office equipments	12.06	1.63	0.20	Nil	13.49	0.82	4.17	0.19	Nil	4.80	8.69
10. Helicopter	14.60	Nil	Nil	Nil	14.60	12.79	1.17	Nil	Nil	13.96	0.64
11. Mineral Reserves	211.74	Nil	Nil	0.66	212.40	2.22	1.10	Nil	Nil	3.32	209.08
<b>Total</b>	<b>12,181.67</b>	<b>596.18</b>	<b>20.28</b>	<b>4.54</b>	<b>12,762.11</b>	<b>2,030.62</b>	<b>867.07</b>	<b>12.87</b>	<b>2.51</b>	<b>2,887.33</b>	<b>9,874.78</b>

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### Note - 2 B : CAPITAL WORK-IN-PROGRESS

₹ in crore

Particulars	As at 01.04.2018	Additions during the year	Transfer during the year	Translation Adjustments	Written off during the year	As at 31.03.2019
Capital work-in-progress	868.72	1,543.30	689.17	10.55	2.67	1,730.73

₹ in crore

Particulars	As at 01.04.2017	Additions during the year	Transfer during the year	Translation Adjustments	Written off during the year	As at 31.03.2018
Capital work-in-progress	336.70	945.38	408.01	1.47	6.82	868.72

Notes : Pertains to Note no 2

- I. Building includes (₹ 1000) (₹ 1000 as at March 31, 2018, ₹ 1000 as at April 01, 2017) in respect of shares held in co-op housing society.
- II. Addition to block of Plant and equipments and others includes interest capitalised during the year ₹ 75.41 crore (₹ 35.42 crore as at March 31, 2018, ₹ 81.56 crore as at April 1, 2017).
- III. The group has availed the deemed cost exemption in relation to the property plant and equipment on the date of transition i.e. April 1, 2015 and hence the net block carrying amount has been considered as the gross block carrying amount on that date.
- IV. Mining Land of ₹ 1.83 crore (₹ 1.83 crore as at March 31, 2018, ₹ 1.83 crore as at April 01, 2017) acquired on amalgamation is yet to be transferred in the name of the parent company.
- V. Refer note no.44 for information on property, plant and equipment pledge as security by the group.
- VI. Refer note no.45 for disclosure of contractual commitments for the acquisition of property, plant and equipment.
- VII. Refer note no.48 for capitalisation of expenses.
- VIII. Refer note no. 58 for property, plant & equipment decapitalised due to damage.
- IX. Freehold land includes ₹ 2.11 crore (₹ 2.11 crore as at March 31, 2018, ₹ 2.11 crore as at April 01, 2017) being used by third party.

**NOTE - 3 : INVESTMENT PROPERTY**

₹ in crore

PARTICULARS	GROSS BLOCK (At carrying amount)					ACCUMULATED DEPRECIATION					NET BLOCK	
	As at 01.04.2018	Additions during the year	Disposal during the year	Translation Adjustments	As at 31.03.2019	As at 01.04.2018	Charge for the year	Disposal during the year	Translation Adjustments	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
Land	10.30	Nil	Nil	Nil	10.30	Nil	Nil	Nil	Nil	Nil	10.30	10.30
Building	1.51	Nil	Nil	Nil	1.51	0.16	0.08	Nil	Nil	0.24	1.27	1.35
<b>Total</b>	11.81	Nil	Nil	Nil	11.81	0.16	0.08	Nil	Nil	0.24	11.57	11.65

PARTICULARS	GROSS BLOCK (At carrying amount)					ACCUMULATED DEPRECIATION					NET BLOCK	
	As at 01.04.2017	Additions during the year	Disposal during the year	Translation Adjustments	As at 31.03.2018	As at 01.04.2017	Charge for the year	Disposal during the year	Translation Adjustments	As at 31.03.2018	As at 31.03.2018	As at 31.03.2017
Land	10.30	Nil	Nil	Nil	10.30	Nil	Nil	Nil	Nil	Nil	10.30	10.30
Building	1.51	Nil	Nil	Nil	1.51	0.08	0.08	Nil	Nil	0.16	1.35	1.43
<b>Total</b>	11.81	Nil	Nil	Nil	11.81	0.08	0.08	Nil	Nil	0.16	11.65	11.73

Notes :

- I. Fair value of investment properties are ₹ 54.44 crore (₹ 51.93 crore as at March 31, 2018, ₹ 51.93 crore as at April 1, 2017).
- II. The valuation of land is based on valuation performed and accredited by independent valuer and the valuation of building is based on independent broker's quote for purchase of building. Fair valuation is based on replacement cost method. The fair value measurement is categorised in level 2 and 3 fair value hierarchy.

**NOTE - 4 : GOODWILL**

PARTICULARS	GROSS BLOCK (At carrying amount)				ACCUMULATED DEPRECIATION				NET BLOCK		
	As at 01.04.2018	Additions during the year	Disposal during the year	Translation Adjustments	As at 31.03.2019	Charge for the year	Disposal during the year	Translation Adjustments	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
Goodwill	549.59	Nil	Nil	Nil	549.59	Nil	Nil	Nil	Nil	549.59	549.59
Goodwill on Consolidation	5,978.09	Nil	Nil	11.42	5,989.51	Nil	Nil	Nil	Nil	5,989.51	5,978.09
<b>Total</b>	6,527.68	Nil	Nil	11.42	6,539.10	Nil	Nil	Nil	Nil	6,539.10	6,527.68

PARTICULARS	GROSS BLOCK (At carrying amount)				ACCUMULATED DEPRECIATION				NET BLOCK		
	As at 01.04.2017	Additions during the year	Disposal during the year	Translation Adjustments	As at 31.03.2018	Charge for the year	Disposal during the year	Translation Adjustments	As at 31.03.2018	As at 31.03.2018	As at 31.03.2017
Goodwill	549.59	Nil	Nil	Nil	549.59	Nil	Nil	Nil	Nil	549.59	549.59
Goodwill on Consolidation	5,977.51	Nil	Nil	0.58	5,978.09	Nil	Nil	Nil	Nil	5,978.09	5,977.51
<b>Total</b>	6,527.10	Nil	Nil	0.58	6,527.68	Nil	Nil	Nil	Nil	6,527.68	6,527.10

**Notes :**

- I. The group has availed the deemed cost exemption in relation to the intangible assets on the date of transition i.e. April 1, 2015 and hence the net block carrying amount has been considered as the gross block carrying amount on that date.
- II. The group's goodwill on consolidation and 'goodwill acquired separately' are tested for impairment annually or more frequently if there are indications that goodwill might be impaired. The recoverable amounts of the CGUs are determined from value-in-use calculations. The key assumptions for the value-in-use calculations are those regarding the discount rates, growth rates and expected changes to selling prices and direct costs during the year. Management estimates discount rates using pre-tax rates that reflect current market assessments of the time value of money and the risks specific to the CGUs. The growth rates are based on industry growth forecasts. Changes in selling prices and direct costs are based on past practices and expectations of future changes in the market.

**NOTE - 5 A : OTHER INTANGIBLE ASSETS**

₹ in crore

PARTICULARS	GROSS BLOCK (At carrying amount)				ACCUMULATED AMORTISATION				NET BLOCK	
	As at 01.04.2018	Additions during the year	Disposal during the year	Translation Adjustments	As at 31.03.2019	Charge for the year	Disposal during the year	Translation Adjustments	As at 31.03.2019	As at 31.03.2018
1. Trademarks	499.26	Nil	Nil	0.17	499.43	49.62	Nil	Nil	124.07	424.81
2. Computer software	26.95	4.40	Nil	0.15	31.50	4.75	Nil	0.03	16.13	15.37
3. Mining rights	934.63	0.42	Nil	Nil	935.05	18.83	Nil	Nil	50.42	884.63
4. Lease and license rights	0.01	1.78	Nil	Nil	1.79	(₹ 2,682)	Nil	Nil	(₹ 10,728)	1.79
5. Customer Relationship	7.10	Nil	Nil	0.45	7.55	Nil	Nil	0.47	7.54	0.01
6. Suppliers Agreement	17.78	Nil	Nil	Nil	17.78	4.43	Nil	Nil	11.08	6.70
<b>Total</b>	1,485.73	6.60	Nil	0.77	1,493.10	77.63	Nil	0.50	209.24	1,283.86

₹ in crore

PARTICULARS	GROSS BLOCK (At carrying amount)				ACCUMULATED AMORTISATION				NET BLOCK	
	As at 01.04.2017	Additions during the year	Disposal during the year	Translation Adjustments	As at 31.03.2018	Charge for the year	Disposal during the year	Translation Adjustments	As at 31.03.2018	As at 31.03.2017
1. Trademarks	499.25	Nil	Nil	0.01	499.26	49.62	Nil	Nil	74.45	424.81
2. Computer software	25.42	1.51	Nil	0.02	26.95	4.17	Nil	0.02	11.35	15.60
3. Mining rights	906.05	28.58	Nil	Nil	934.63	19.13	Nil	Nil	31.59	903.04
4. Lease and license rights	0.01	Nil	Nil	Nil	0.01	(₹ 2,682)	Nil	Nil	(₹ 8,046)	0.01
5. Customer Relationship	7.03	Nil	Nil	0.07	7.10	1.74	Nil	0.05	7.07	0.03
6. Suppliers Agreement	17.78	Nil	Nil	Nil	17.78	4.43	Nil	Nil	6.65	11.13
<b>Total</b>	1,455.54	30.09	Nil	0.10	1,485.73	79.09	Nil	0.07	131.11	1,354.62

Notes :

- I. The group has availed the deemed cost exemption in relation to the intangible assets on the date of transition i.e. April 1, 2015 and hence the net block carrying amount has been considered as the gross block carrying amount on that date.
- II. Refer note no.44 for information on other Intangible Assets pledge as security by the group.

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## Note - 5 B : INTANGIBLE ASSETS UNDER DEVELOPMENT

₹ in crore

Particulars	As at 01.04.2018	Additions during the year	Transfer during the year	As at 31.03.2019
Intangible assets under development	3.16	Nil	3.16	Nil

₹ in crore

Particulars	As at 01.04.2017	Additions during the year	Transfer during the year	As at 31.03.2018
Intangible assets under development	13.48	5.24	15.56	3.16

## Note - 6 : NON-CURRENT FINANCIAL ASSETS - INVESTMENTS IN ASSOCIATE & JOINT VENTURE

₹ in crore

Numbers			Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
<b>Investment in associate at cost</b>						
31.03.2019	31.03.2018	1.04.2017	<b>Investment in equity instruments - Unquoted - fully paid</b>			
49% Share	49% Share	49% Share	Investment in FRM Trona Fuels LLC (Refer note no. 50 and 66)	2.06	2.26	2.43
<b>Total - A</b>				<b>2.06</b>	2.26	2.43
<b>Investment in joint venture at cost</b>						
<b>Investment in equity instruments - Unquoted - fully paid</b>						
861,300	861,300	861,300	Wardha Vaalley Coal Field Private Limited face value of ₹ 10 each (Refer notes no.II,III below, 50 and 66)	0.86	0.86	0.86
				Less : Provision for impairment	0.86	0.86
<b>Total - B</b>				<b>Nil</b>	Nil	Nil
<b>Total (A+B)</b>				<b>2.06</b>	2.26	2.43
Aggregate amount of quoted investments				Nil	Nil	Nil
Aggregate market value of quoted investments				Nil	Nil	Nil
Aggregate amount of unquoted investments				2.92	3.12	3.29
Aggregate amount of impairment in value of investments				0.86	0.86	0.86

### Notes:

- I. Investments at fair value through OCI (fully paid) reflect investment in unquoted equity securities. Refer note no.51 for detailed disclosure on the fair values.
- II. The Ministry of Coal had allotted a coal block in the state of Maharashtra to a consortium in which the Indian subsidiary is a member. The Indian Subsidiary plans to carry out mining activities through Wardha Vaalley Coal Field Private Limited, a joint venture Company incorporated in India as a special purpose vehicle. The Indian subsidiary's ownership in the jointly controlled entity is 19.14%. The other owners in the joint venture being IST Steel & Power Limited (53.59%) and Ambuja Cements Limited (27.27%).
- III. In prior years, the allotment of the coal block has been cancelled and the Joint Venture (JV) Company has been show caused for allegedly not achieving the progress milestones in the development of the mine. Deallocation of the coal block has been challenged before the Hon'ble Delhi High Court and the matter is sub-judice. The guarantees given by the JV has also been sought to be invoked but the same has been stayed by the Hon'ble Delhi High Court subject to the guarantee being kept alive. Subsequently such guarantee furnished by the Indian subsidiary has been cancelled (Refer note no. 45)

**Note – 7 : NON-CURRENT FINANCIAL ASSETS - INVESTMENTS**

₹ in crore

Numbers			Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
<b>(A) Investment in Quoted Equity instruments</b>						
<b>Investments in fully paid up equity shares accounted through other comprehensive income</b>						
<b>31.03.2019</b>	<b>31.03.2018</b>	<b>1.04.2017</b>	<b>Quoted equity instruments</b>			
<b>7,090</b>	7,090	9,985	Reliance Industries Ltd. face value of ₹ 10 each	<b>0.97</b>	0.62	1.32
<b>353,053</b>	353,053	353,053	Gujarat Heavy Chemicals Ltd. face value of ₹ 10 each	<b>8.69</b>	9.12	9.37
<b>155,600</b>	155,600	429,794	Tamilnadu Petro Products Ltd. face value of ₹ 10 each	<b>0.54</b>	0.76	1.58
<b>32,535</b>	225,800	225,800	Torrent Pharmaceuticals Ltd. face value of ₹ 5 each	<b>6.34</b>	28.22	35.06
<b>Total - A</b>				<b>16.54</b>	38.72	47.33
<b>(B) Investment in un-quoted Equity instruments</b>						
<b>Investments in fully paid up un-quoted equity shares accounted through other comprehensive income</b>						
<b>57,020</b>	57,020	57,020	The Kalupur Comm.Co.op.Bank Ltd. face value of ₹ 25 each	<b>0.14</b>	1.84	1.88
<b>Nil</b>	2,200,000	2,200,000	Gold Plus Glass Industry Ltd. face value of ₹ 10 each	<b>Nil</b>	5.06	13.97
<b>100,000</b>	100,000	100,000	Enviro Infrastructure Company Ltd. face value of ₹ 10 each	<b>0.79</b>	0.61	0.93
<b>1,000,000</b>	1,000,000	1,000,000	Inlac Granston Ltd. face value of ₹ 10 each	<b>1.00</b>	1.00	1.00
			Less : Provision for impairment in value	<b>1.00</b>	1.00	1.00
<b>1,925,924</b>	1,925,924	1,925,924	VS Lignite Power Private Ltd. face value of ₹ 10 each	<b>1.93</b>	1.93	1.93
			Less : Provision for impairment in value	<b>1.93</b>	1.93	1.93
<b>Total - B</b>				<b>0.93</b>	7.51	16.78
<b>(C) Un-quoted debt instruments through Profit &amp; Loss</b>						
<b>4,828,298</b>	4,828,298	4,828,298	VS Lignite Power Private Ltd. face value of ₹ 10 each	<b>4.83</b>	4.83	4.83
			Less : Provision for impairment in value	<b>4.83</b>	4.83	4.83
<b>Total - C</b>				<b>Nil</b>	Nil	Nil
<b>(D) Un-quoted government securities at amortised cost</b>						
			National savings certificates lodged with various authorities	<b>0.07</b>	0.07	0.06
			Kisan vikas patra lodged with various authorities (Refer note no.44)	<b>(₹ 48297)</b>	(₹ 44,935)	(₹ 41,447)
<b>Total - D</b>				<b>0.07</b>	0.07	0.06
<b>Total (A+B+C+D)</b>				<b>17.54</b>	46.30	64.17
Aggregate amount of quoted investments				16.54	38.72	47.33
Aggregate market value of quoted investments				16.54	38.72	47.33
Aggregate amount of unquoted investments				8.76	15.34	24.60
Aggregate amount of impairment in value of investments				7.76	7.76	7.76

Note :

Investments at fair value through other comprehensive income reflect investment in quoted and unquoted equity securities. Refer note no. 51 for detailed disclosure on the fair values.

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### Note – 8 : NON-CURRENT FINANCIAL ASSETS - LOANS

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
<b>Unsecured, considered good</b>			
Loans / advances to employees	0.20	0.21	Nil
Inter corporate deposit	0.74	1.57	2.19
	<b>0.94</b>	1.78	2.19
<b>Considered good Credit impaired</b>			
Loans to related party (Refer note no.II below and 50)	1.11	1.11	1.07
Less: Provision for impairment	1.11	1.11	1.07
	Nil	Nil	Nil
<b>Total</b>	<b>0.94</b>	1.78	2.19

#### Notes:

- I. Refer note no. 44 for information on assets pledged as security by the group.
- II. Represents intercorporate loan given to Wardha Vaalley Coal Field Private Limited for working capital requirements.
- III. Refer note no.52 for credit risk, liquidity risk and market risk for non current financial assets-loans.

### Note – 9 : NON-CURRENT FINANCIAL ASSETS - OTHERS

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
Security deposits	1.54	1.62	1.73
Bank deposit with original maturity more than 12 months	1.56	1.50	1.40
	<b>3.10</b>	3.12	3.13
<b>Unsecured, considered good</b>			
Industrial promotional assistance (Refer note no. III below)	427.14	380.75	228.78
Deposits with Govt. authorities and Others	157.85	136.39	128.81
	<b>584.99</b>	517.14	357.59
<b>Doubtful</b>			
Deposits with Govt. authorities and Others	4.90	4.90	4.72
Less: Provision for doubtful deposits	4.90	4.90	4.72
	Nil	Nil	Nil
<b>Total</b>	<b>588.09</b>	520.26	360.72

#### Notes :

I. Earmarked balances with various Statutory Authorities	1.56	1.50	1.40
II. Refer note no. 44 for information on assets pledged as security by the group.			
III. The Indian Subsidiary is entitled to Industrial Promotional Assistance related to the Mejja Cement Plant (MCP) of 75% of the VAT and CST paid by it, for a period of 12 years, from the Government of West Bengal under the West Bengal Incentive Scheme 2004 with effect from April 23, 2008. The Indian Subsidiary continues to accrue such fiscal incentive in its books (outstanding claim balance as of balance sheet date is ₹ 427.14 crore. However, no disbursements have been made after FY 2010-11 as the authorities contend that the Indian subsidiary's claim per the scheme is restricted maximum to the amount of fixed capital investment. The Indian Subsidiary has filed a writ petition against the Government of West Bengal during the year 2017-18 in the Honourable High Court of Kolkata (High Court). The High Court passed an order on June 27, 2018 directing Principal Secretary (PS) of the State of West Bengal to re-consider the claim and contention lodged by the Indian Subsidiary. The Additional Chief Secretary to the Government of West Bengal has rejected the Indian Subsidiary's claim for incentive in excess of Fixed Capital Investment vide its order dated March 18, 2019 against which the Indian Subsidiary is in process of filing writ petition in the High Court. However, the Indian Subsidiary based on the advice of external legal counsel believes that it has a strong ground and is confident of its ultimate recovery.			
IV. Refer Note No.52 for credit risk, liquidity risk and market risk for non current financial assets-others.			

**Note – 10 : NON CURRENT TAX ASSETS (Net)**

₹ in crore

Particulars	As at	As at	As at
	31.03.2019	31.03.2018	1.04.2017
Income tax Assets (Net)	113.03	159.79	146.53
<b>Total</b>	<b>113.03</b>	<b>159.79</b>	<b>146.53</b>

**Note – 11 : OTHER NON CURRENT ASSETS**

₹ in crore

Particulars	As at	As at	As at
	31.03.2019	31.03.2018	1.04.2017
<b>Unsecured, considered good</b>			
Capital advances	80.92	132.17	83.94
Balance with statutory authorities	Nil	Nil	0.81
Advances recoverable	Nil	Nil	0.33
Prepaid expenses	2.40	0.74	1.28
	<b>83.32</b>	<b>132.91</b>	<b>86.36</b>
<b>Doubtful</b>			
Capital advances	1.26	1.26	1.26
Less: Provision for doubtful advances	1.26	1.26	1.26
	Nil	Nil	Nil
<b>Total</b>	<b>83.32</b>	<b>132.91</b>	<b>86.36</b>

Note :

Refer note no. 44 for information on assets pledged as security by the group.

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## Note – 12 : INVENTORIES

₹ in crore

Particulars	₹ in crore		
	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
Raw materials & Packaging materials (includes stock with third party)	383.73	366.69	311.50
Raw materials & Packaging materials in transit	80.67	26.64	142.32
<b>Total - A</b>	<b>464.40</b>	<b>393.33</b>	<b>453.82</b>
Work-in-progress	150.03	193.17	211.90
Work-in-progress in transit	7.13	11.30	8.55
<b>Total - B</b>	<b>157.16</b>	<b>204.47</b>	<b>220.45</b>
Finished goods	467.31	413.70	414.50
Finished goods in transit	58.11	51.29	47.60
<b>Total - C</b>	<b>525.42</b>	<b>464.99</b>	<b>462.10</b>
Stock-in-trade (Traded Goods)	3.19	2.99	12.10
Stock-in-trade (Traded Goods) in transit	0.93	1.69	Nil
<b>Total - D</b>	<b>4.12</b>	<b>4.68</b>	<b>12.10</b>
Stores and spares (includes stock with third party)	564.43	552.34	499.37
Stores and spares in transit	0.89	0.41	2.33
<b>Total - E</b>	<b>565.32</b>	<b>552.75</b>	<b>501.70</b>
Fuels	183.64	185.24	135.05
Fuels in transit	141.96	124.07	50.48
<b>Total - F</b>	<b>325.60</b>	<b>309.31</b>	<b>185.53</b>
<b>Total (A to F)</b>	<b>2,042.02</b>	<b>1,929.53</b>	<b>1,835.70</b>

### Notes :

- I. Refer significant accounting policy Sr. no. 1 (III) (N) for inventory.
- II. Write-downs of inventories to net realisable value accounted as at March 31, 2019 ₹ 27.18 crore (₹ 19.06 crore as at March 31, 2018, ₹ 21.47 crore as at April 1, 2017) were recognised as an expense during the year and included in 'changes in value of inventories of work-in-progress, stock-in-trade and finished goods' in consolidated statement of profit and loss.
- III. The Indian Subsidiary has provided for Write down to the value of stores and spare parts in the statement of profit and loss of ₹ 0.28 crore (₹ 0.38 crore as at March 31, 2018, Nil as at April 1, 2017)
- IV. The Foreign Subsidiary has charged to Statement of Profit and Loss on account of slow moving inventory of ₹ 9.94 crore (Nil as at March 31, 2018 Nil as at April 1, 2017)
- V. Refer note no. 44 for information on inventory pledged as security by the group.

**Note – 13 : CURRENT FINANCIAL ASSETS - INVESTMENTS**

₹ in crore

Units			Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
<b>Investment in mutual fund at fair value through profit and loss</b>						
<b>31.03.2019</b>	31.03.2018	1.04.2017	<b>Unquoted mutual funds</b>			
391,166	Nil	Nil	SBI Liquid Fund face value of ₹ 1000 each	114.56	Nil	Nil
312,276	Nil	Nil	HDFC Liquid Fund face value of ₹ 1000 each	114.86	Nil	Nil
67,597	Nil	Nil	Kotak Liquid Fund face value of ₹ 1000 each	25.58	Nil	Nil
123,500	Nil	1,779	Reliance Liquid Fund face value of ₹ 1000 each	56.34	Nil	0.70
629,632	Nil	Nil	DHFL Pramerica Insta Cash Fund face value of ₹ 100 each	15.30	Nil	Nil
112,328	Nil	Nil	Axis Liquid Fund face value of ₹ 1000 each	23.29	Nil	Nil
Nil	253,817	2,167	SBI Premier Liquid Fund face value of ₹ 1000 each	Nil	69.15	0.55
147,910	395,047	176,894	DSP Blackrock Liquidity Fund- face value of ₹ 1000 each	39.54	98.18	41.01
2,209,294	2,337,516	Nil	ICICI Prudential Liquid Plan - Dir Growth face value of ₹ 100 each	61.07	60.11	Nil
Nil	Nil	3,783,533	ICICI Pru Institutional Liquid Plan - SI Growth face value of ₹ 100 each	Nil	Nil	90.86
Nil	2,925,157	Nil	ICICI Prudential Savings Fund - Dir - Growth face value of ₹ 100 each	Nil	79.03	Nil
Nil	39,173,235	Nil	HDFC F R I F - STF - WP - Dir - Growth face value of ₹ 10 each	Nil	119.02	Nil
Nil	Nil	190,682	HDFC Liquid Fund - Growth face value of ₹ 1000 each	Nil	Nil	61.01
Nil	Nil	230,761	Tata Liquid Fund - Regular Plan - Growth face value of ₹ 1000 each	Nil	Nil	68.99
Nil	74,406	Nil	Tata Ultra Short Term Fund - Dir - Growth face value of ₹ 1000 each	Nil	19.77	Nil
Nil	583,637	Nil	Aditya Birla Sun Life Savings Fund - Dir - Growth face value of ₹ 100 each	Nil	20.07	Nil
Nil	Nil	1,542,456	Birla Cash Plus- IP - Growth face value of ₹ 100 each	Nil	Nil	40.18
Nil	Nil	154,759	SBI Premier Liquid Fund - Super Institutional - Growth face value of ₹ 1000 each	Nil	Nil	39.40
Nil	324,828	Nil	SBI Treasury Advantage Fund - Dir - Growth face value of ₹ 1000 each	Nil	64.26	Nil
Nil	26,297	Nil	UTI Floating Rate Fund - STP - Dir - Growth face value of ₹ 1000 each	Nil	7.65	Nil
Nil	Nil	382,461	UTI Money Market - IP - Growth face value of ₹ 1000 each	Nil	Nil	69.49
Nil	670,591	Nil	Kotak Low Duration Fund - Dir - Growth face value of ₹ 1000 each	Nil	146.92	Nil
Nil	32,212,680	Nil	Reliance Medium Term Fund - Dir - Growth face value of ₹ 10 each	Nil	119.84	Nil
19,668	221,883	Nil	Invesco India Medium Term Bond Fund-Dir-Gr face value of ₹ 1000 each	5.06	40.37	Nil
<b>Total of Unquoted mutual funds</b>				<b>455.60</b>	<b>844.37</b>	<b>412.19</b>

Aggregate amount of unquoted investments	455.60	844.37	412.19
Aggregate amount of impairment in value of investments	Nil	Nil	Nil

Notes :

- I. Refer note no. 44 for information on assets pledged as security by the group.
- II. Refer note no.52 for credit risk, liquidity risk and market risk for current financial assets.

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### Note – 14 : CURRENT FINANCIAL ASSETS - TRADE RECEIVABLES

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
Secured considered good	211.45	189.45	134.90
Unsecured, considered good from related parties (Refer note no.50)	0.20	5.54	21.91
Unsecured, considered good	1,167.93	1,104.13	1,103.22
Which have significant increase in credit risk	7.58	9.99	Nil
Unsecured, considered Credit impaired	75.94	67.46	58.05
	1,251.65	1,187.12	1,183.18
Less: Impairment for Trade receivable	75.94	67.46	58.05
<b>Total</b>	<b>1,387.16</b>	<b>1,309.11</b>	<b>1,260.03</b>

Note:

- I. Refer note no.44 for Trade Receivables pledged as security by the group.
- II. Refer note no.52 for credit risk, liquidity risk and market risk for current financial assets.

### Note – 15 : CURRENT FINANCIAL ASSETS - CASH AND CASH EQUIVALENTS

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
<b>Cash and cash equivalents</b>			
Balance with banks			
- In current accounts	262.33	215.27	625.67
- In deposits with original maturity of less than three months	50.00	10.00	21.61
Cheques, drafts on hand	6.44	5.59	85.61
Cash on hand	1.11	0.58	0.74
<b>Total</b>	<b>319.88</b>	<b>231.44</b>	<b>733.63</b>

Note:

Refer note no.52 for credit risk, liquidity risk and market risk for current financial assets.

**Note – 16 : CURRENT FINANCIAL ASSETS - OTHER BANK BALANCES**

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
<b>Other bank balances</b>			
(a) In deposit accounts (with original maturity more than 3 months but less than 12 months)	<b>580.45</b>	541.64	19.54
(b) Secured premium notes money received and due for refund	<b>0.14</b>	0.14	0.14
(c) Equity share capital reduction balance	<b>2.95</b>	0.35	0.35
(d) Preference share capital redemption balance	<b>0.33</b>	0.32	0.32
(e) Balance with bank - Collateral for disputed indirect tax cases	<b>5.18</b>	5.18	5.18
(f) Unclaimed dividend account	<b>Nil</b>	Nil	0.07
<b>Total</b>	<b>589.05</b>	547.63	25.60

Notes :

I. Earmarked balances with Banks	<b>0.40</b>	0.40	0.40
II. Earmarked balances with various Statutory Authorities	<b>26.07</b>	25.30	24.24
III. Earmarked balances with various Tender Authorities	<b>Nil</b>	0.04	0.08
IV. Refer note no. 44 for information on assets pledged as security by the group.			
V. Refer note no.52 for credit risk, liquidity risk and market risk for current financial assets.			

**Note – 17 : CURRENT FINANCIAL ASSETS - LOANS**

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
<b>Secured, Considered good</b>			
Inter corporate deposit (Refer Note I below)	<b>8.03</b>	8.04	17.83
<b>Unsecured, Considered good</b>			
Loans and advances to employees	<b>4.11</b>	3.68	4.78
Loans & advances to others	<b>29.82</b>	36.80	47.64
<b>Unsecured, Considered credit impaired</b>			
Loans & advances to others	<b>0.17</b>	0.17	0.17
Less : Impairment for Loans and Advances	<b>0.17</b>	0.17	0.17
	<b>Nil</b>	Nil	Nil
<b>Unsecured, Considered good</b>			
Inter corporate deposit to others	<b>22.02</b>	19.40	6.96
<b>Unsecured, Considered credit impaired</b>			
Inter corporate deposit to others	<b>1.71</b>	1.71	1.71
Less : Impairment for Loans and Advances	<b>1.71</b>	1.71	1.71
	<b>Nil</b>	Nil	Nil
<b>Total</b>	<b>63.98</b>	67.92	77.21

Notes :

- I. Market value of security received for Inter corporate deposits as at ₹ 8.03 crore (₹ 8.04 crore as at March 31, 2018, ₹ 23.97 crore as at April 1, 2017).
- II. Refer note no. 44 for information on assets pledged as security by the group.
- III. Refer note no.52 for credit risk, liquidity risk and market risk for current financial assets.

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### Note – 18 : CURRENT FINANCIAL ASSETS - OTHERS

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
<b>Unsecured, Considered good</b>			
Security deposits	5.75	6.35	6.44
Deposits with Govt. authorities and others	114.66	105.80	99.48
Industrial promotional assistance	33.05	27.74	120.36
Sales Tax/GST Incentive Receivable	10.65	36.08	Nil
Income receivable	2.19	5.03	1.32
Interest accrued	0.75	0.58	0.83
Other receivable	3.62	2.92	2.34
Other receivable from related parties (Refer note no.50)	0.34	1.08	1.20
<b>Total</b>	<b>171.01</b>	<b>185.58</b>	<b>231.97</b>

Notes:

- I. Refer note no. 44 for information on assets pledged as security by the group.
- II. Refer note no.52 for credit risk, liquidity risk and market risk for current financial assets.

### Note – 19 : OTHER CURRENT ASSETS

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
Advances to suppliers - related parties (Refer note no.50)	Nil	Nil	3.89
Advances to suppliers	108.63	121.30	160.73
Balance with statutory authorities	52.31	41.60	163.77
Prepaid expenses	56.19	34.91	30.08
Other receivables	4.26	3.54	5.66
<b>Total</b>	<b>221.39</b>	<b>201.35</b>	<b>364.13</b>

Note:

Refer note no. 44 for information on assets pledged as security by the group.

### Note – 20 : CURRENT TAX ASSETS (NET)

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
Current tax Assets (Net)	21.58	56.40	44.52
<b>Total</b>	<b>21.58</b>	<b>56.40</b>	<b>44.52</b>

**Note – 21 : EQUITY SHARE CAPITAL**

Particulars	As at 31.03.2019		As at 31.03.2018		As at 1.04.2017	
	Number of shares	₹ in crore	Number of shares	₹ in crore	Number of shares	₹ in crore
<b>AUTHORISED</b>						
Equity shares of ₹ 5 each	1,461,000,000	730.50	1,461,000,000	730.50	1,461,000,000	730.50
6% Redeemable non cumulative non convertible preference shares of ₹ 100 each	1,000,000	10.00	1,000,000	10.00	1,000,000	10.00
6% Redeemable non cumulative non convertible preference shares of ₹ 1 each	250,000,000	25.00	250,000,000	25.00	250,000,000	25.00
5% Redeemable non cumulative non convertible preference shares of ₹ 1 each	100,000,000	10.00	100,000,000	10.00	100,000,000	10.00
		775.50		775.50		775.50
<b>ISSUED AND SUBSCRIBED</b>						
Equity shares of ₹ 5 each	146,075,130	73.04	146,075,130	73.04	146,075,130	73.04
<b>FULLY PAID UP</b>						
Equity shares of ₹ 5 each	146,075,130	73.04	146,075,130	73.04	146,075,130	73.04
<b>Total</b>	<b>146,075,130</b>	<b>73.04</b>	<b>146,075,130</b>	<b>73.04</b>	<b>146,075,130</b>	<b>73.04</b>

**Note – 21a : EQUITY SHARE CAPITAL**

I. The Reconciliation of Number of Equity Shares outstanding at the beginning and at the end of the year.

Particulars	As at 31.03.2019		As at 31.03.2018		As at 1.4.2017	
	Number of shares	₹ in crore	Number of shares	₹ in crore	Number of shares	₹ in crore
Opening Balance	146,075,130	73.04	146,075,130	73.04	146,075,130	73.04
Closing Balance	146,075,130	73.04	146,075,130	73.04	146,075,130	73.04

**II. Rights, preferences and restrictions attached to equity shares**

The Parent Company has one class of equity shares having par value of ₹ 5 per share. Each member is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the members in the ensuing Annual General meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Parent Company after distribution of all preferential amount, in proportion to their shareholding.

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### III. The details of Shareholders of Parent company holding more than 5 % of Shares

Particulars	As at 31.03.2019		As at 31.03.2018		As at 1.4.2017	
	No. of shares held*	% of Total paid up Equity Share Capital	No. of shares held*	% of Total paid up Equity Share Capital	No. of shares held*	% of Total paid up Equity Share Capital
<b>Equity shares</b>						
Dr. Karsanbhai K. Patel	<b>4,47,01,675</b>	<b>30.60</b>	5,67,65,225	38.86	5,67,65,225	38.86
Smt. Shantaben K. Patel	<b>4,14,51,261</b>	<b>28.38</b>	2,76,18,401	18.90	2,76,18,401	18.90
Shri Rakesh K. Patel	<b>2,86,68,905</b>	<b>19.63</b>	3,47,44,124	23.79	3,47,44,224	23.79
Shri Hiren K. Patel	<b>2,91,45,709</b>	<b>19.95</b>	2,69,47,180	18.45	2,69,47,280	18.45

\*Includes equity shares held jointly and/or as trustee of trust.

### IV) Shares allotted as fully paid up without payment being received in cash during the period of five years immediately preceding 31.03.2019 being the date of Balance Sheet.

2,40,58,730 new equity shares of ₹ 5/- each allotted consequent upon sanction of Composite Scheme of Arrangement in the nature of Amalgamation and Demerger during FY 2015-16.

**Note - 22 : OTHER EQUITY**

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
<b>Capital Reserve</b>			
As per last year	365.50	365.50	365.50
<b>Equity Security Premium</b>			
Opening balance	1,342.84	1,356.37	1,356.37
Less: Share issue expense*	Nil	13.53	Nil
Closing balance	1,342.84	1,342.84	1,356.37
<b>Capital Redemption Reserve</b>			
As per last year	65.68	65.68	65.68
<b>Debenture Redemption Reserve</b>			
Opening balance	877.84	295.14	295.14
Add : Transferred from retained earnings	463.82	597.11	Nil
Less: Transfer to retained earnings	287.50	Nil	Nil
Less: Transfer to general reserve	262.50	14.41	Nil
Closing balance	791.66	877.84	295.14
<b>Amalgamation Reserve</b>			
As per last year	2.53	2.53	2.53
<b>General reserve</b>			
Opening balance	2,033.83	2,019.42	2,019.42
Add : Transferred from debenture redemption reserve	262.50	14.41	Nil
Closing balance	2,296.33	2,033.83	2,019.42
Statutory Reserve			
As per last year	0.01	0.01	0.01
<b>Other Comprehensive Income</b>			
Opening balance	43.71	55.56	55.56
Add/(Less) : Equity instruments through other comprehensive income	17.67	(11.88)	Nil
Less : Transferred to retained earnings on sale of shares	21.34	Nil	Nil
Add/(Less) : Remeasurement of defined benefit plans	(3.11)	0.03	Nil
Closing balance	36.93	43.71	55.56
<b>Currency Fluctuation Reserve</b>			
Opening balance	275.84	269.64	269.64
Add : Addition during the year	111.87	6.20	Nil
Closing balance	387.71	275.84	269.64
<b>Cash Flow Hedge Reserve</b>			
Opening balance	Nil	(0.06)	(0.06)
Add : Addition during the year	Nil	0.06	Nil
Closing balance	Nil	Nil	(0.06)

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## Note - 22 : OTHER EQUITY

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
<b>Retained Earnings</b>			
Opening balance	5,075.42	4,884.44	4,884.44
Add : Retained earnings during the year	993.72	788.09	Nil
Add : Transfer from Other comprehensive income on sale of shares	21.34	Nil	Nil
Add : Transferred from debenture redemption reserve	287.50	Nil	Nil
Less: Transfer to debenture redemption reserve	463.82	597.11	Nil
Closing balance	5,914.16	5,075.42	4,884.44
<b>Total</b>	<b>11,203.35</b>	10,083.20	9,314.23

Notes :

- I. Refer Note No.69 for Restatements of Financials
- II. Share issue expense is related to stamp duty charge on new equity shares issued by Indian Subsidiary on amalgamation in Financial Year 2016-17.

Notes :

### Description of nature and purpose of each reserve:

#### I. Capital Reserve/ Amalgamation Reserve

The excess of net assets taken over the cost of consideration paid is treated as capital reserve at time of amalgamation/demerger.

#### II. Equity security premium

The amount received in excess of face value of the equity shares is recognised in equity security premium.

#### III. Capital Redemption Reserve

It represents reserve created on buy back of equity shares and redemption of preference shares. It is a non distributable reserve.

#### IV. Debenture Redemption Reserve

The group is required to create a debenture redemption reserve out of the profits for redemption of debentures.

#### V. General reserve

General reserve is created from time to time by way of transfer of profits from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

#### VI. Statutory reserve

It represents transfer of profits in accordance with RBI Act for NBFC companies. These companies were amalgamated with the parent company. The same is transferred to general reserve.

#### VII. Other comprehensive income

- a) The fair value change of the equity instruments measured at fair value through other comprehensive income is recognised in equity instruments through Other Comprehensive Income.
- b) The remeasurement gain/(loss) on net defined benefit plans is recognised in Other Comprehensive Income net of tax.

#### VIII. Currency Fluctuation Reserve

Exchange differences relating to the translation of the results and net assets of the Group's foreign operations from their functional currencies to the Group's presentation currency (i.e. '₹') are recognised directly in other comprehensive income and accumulated in the Currency Fluctuation Reserve

**IX. Cash Flow Hedge Reserve**

The group uses hedging instruments as part of its management of foreign currency risk associated with its highly probable forecast purchase. For hedging foreign currency risk, the group uses foreign currency forward contracts which are designated as cash flow hedges. To the extent these hedge are effective; the change in fair value of hedging instrument is recognised in the cash flow hedging reserve. Amount recognised in the cash flow hedging reserve is reclassified to profit or loss when hedged item affects profit or loss.

**X. Retained earnings**

Retained earnings are the profits that the group has earned till date less any transfer to other reserves, dividends or other distributions to shareholders.

**Note - 23 : NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS**

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
<b>Secured</b>			
<b>Debentures</b>			
Non-convertible debentures (Refer note no. I below)	1,574.85	3,859.29	6,025.11
	<b>1,574.85</b>	3,859.29	6,025.11
<b>Term Loans from Banks</b>			
Term Loans from Banks (Refer note no. II below)	2,584.96	1,317.16	1,548.49
	<b>2,584.96</b>	1,317.16	1,548.49
<b>Term Loan from Other</b>			
Loan from Gujarat Housing Board (Refer note no. III below)	Nil	(₹ 8,083)	(₹ 8,083)
<b>Unsecured</b>			
Non-convertible debentures (Refer note no. IV below)	1,487.41	1,486.60	Nil
Non-convertible debentures held by related parties (Refer note no.IV below & 50)	1.08	Nil	Nil
Loan from directors -related parties (Refer note no. V below & 50)	10.00	10.00	478.99
Inter corporate deposit from related parties (Refer note no. VI below & 50)	Nil	Nil	546.58
<b>Total</b>	<b>5,658.30</b>	6,673.05	8,599.17

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## Note - 23 : NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS

Notes:

₹ in crore

Sr. No.	Particulars	As at 31.03.2019		As at 31.03.2018		As at 1.04.2017	
		Non Current	Current	Non Current	Current	Non Current	Current
I.(A)	8.66 % Secured Listed Non Convertible Debentures Series D of face value of ₹ 10 lacs each.	784.22	3.49	778.77	3.47	774.02	3.24
	(a) It is redeemable at par on 14.09.2021. Effective interest rate is 9.58%.						
	(b) The Secured Rated Listed - NCD Series D is secured by first ranking exclusive charge in favour of the debenture trustee over all rights, title, interest and benefit of the Indian Subsidiary in respect of and over the fixed assets including plant and machinery, equipments, land, immovable properties, mining leases (to the extent permitted under the applicable law), investments, its intellectual properties (other than the excluded intellectual properties) and a second pari-passu charge over the current assets including cash, receivables, stocks and bank accounts.						
(B)	7.90 % Secured Listed Rated Redeemable Non Convertible Debentures Series III of face value of ₹ 10 lacs each.	Nil	1006.52	999.61	6.71	999.43	6.71
	(a) It is redeemable at par on 28.02.2020. Effective interest rate is 7.92%.						
	(b) It is secured by first pari-passu charge by way of hypothecation on whole of movable plant and machineries and first ranking pari-passu charge by way of mortgage on immovable property including all plants, machineries and buildings fixed to the land of Parent company's division at Mandali Ta. & Dist: Mehsana, Alindra Ta. Savli, Dist. Vadodara and Cement division at Nimbol. Ta : Jaitaran, Dist : Pali, Rajasthan						
(C)	8.57 % Secured Listed Non Convertible Debentures Series C of face value of ₹ 10 lacs each.	790.63	3.47	784.91	3.44	779.90	3.21
	(a) It is redeemable at par on 14.09.2020. Effective interest rate is 9.45%.						
	(b) The Secured Rated Listed - NCD Series C is secured by first ranking exclusive charge in favour of the debenture trustee over all rights, title, interest and benefit of the Indian Subsidiary in respect of and over the fixed assets including plant and machinery, equipments, land, immovable properties, mining leases (to the extent permitted under the applicable law), investments, its intellectual properties (other than the excluded intellectual properties) and a second pari-passu charge over the current assets including cash, receivables, stocks and bank accounts.						
(D)	(a) 8.95 % Secured Redeemable Non Convertible Non Cumulative Debentures series E of face value of ₹ 10 lacs each. It is redeemable at par on 28.05.2019. Effective interest rate is 8.98 %.	Nil	64.53	59.98	4.53	59.97	4.53
	(b) 8.92 % Secured Redeemable Non Convertible Non Cumulative Debentures series D of face value of ₹ 10 lacs each is redeemable at par on 28.05.2018. Effective interest rate is 8.95%.	Nil	Nil	Nil	64.51	59.98	4.52
	(c) 8.90 % Secured Redeemable Non Convertible Non Cumulative Debentures series C of face value of ₹ 10 lacs each is redeemable at par on 28.05.2017. Effective interest rate is 8.93%.	Nil	Nil	Nil	Nil	Nil	64.50
	(d) The Secured Redeemable Non-Convertible Non-Cumulative Debentures Series C, D and E are secured by first pari-passu charge on building and specified immovable plant and machineries of the Parent Company both present and future situated at Alindra, District Vadodara, Gujarat .						
(E)	8.47 % Secured Listed Non Convertible Debentures Series B of face value of ₹ 10 lacs each.	Nil	1,250.79	1,236.02	5.34	1,227.80	4.96
	(a) It is redeemable at par on 14.09.2019. Effective interest rate is 9.31%.						
	(b) The Secured Rated Listed - NCD Series B is secured by first ranking exclusive charge in favour of the debenture trustee over all rights, title, interest and benefit of the Indian Subsidiary in respect of and over the fixed assets including plant and machinery, equipments, land, immovable properties, mining leases (to the extent permitted under the applicable law), investments, its intellectual properties (other than the excluded intellectual properties) and a second pari-passu charge over the current assets including cash, receivables, stocks and bank accounts.						
(F)	8.37 % Secured Listed Non Convertible Debentures Series A of face value of ₹ 10 lacs each.	Nil	Nil	Nil	1,150.86	1,138.04	4.51
	(a) It is redeemable at par on 14.09.2018. Effective interest rate is 9.18%.						

**Note - 23 : NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS**

₹ in crore

Sr. No.	Particulars	As at 31.03.2019		As at 31.03.2018		As at 1.04.2017	
		Non Current	Current	Non Current	Current	Non Current	Current
(F)	(b) The Secured Rated Listed - NCD Series A is secured by first ranking exclusive charge in favour of the debenture trustee over all rights, title, interest and benefit of the Indian Subsidiary in respect of and over the fixed assets including plant and machinery, equipments, land, immovable properties, mining leases (to the extent permitted under the applicable law), investments, its intellectual properties (other than the excluded intellectual properties) and a second pari-passu charge over the current assets including cash, receivables, stocks and bank accounts.						
(G)	(a) 7.95 % Secured Listed Rated Redeemable Non Convertible Debentures Series II of face value of ₹ 10 lacs each is redeemable at par on 09.09.2018. Effective interest rate is 8.22%.	Nil	Nil	Nil	516.45	493.27	21.74
	(b) 7.95 % Secured Listed Rated Redeemable Non Convertible Debentures Series I of face value of ₹ 10 lacs each is redeemable at par on 07.09.2018. Effective interest rate is 8.31%.	Nil	Nil	Nil	516.50	492.70	22.21
	(c) The Secured Listed Rated - NCD Series-I and Series-II as above are secured by first pari-passu charge by way of (i) hypothecation of whole of the movable plant and machinery of the Parent Company's cement division situated at Village Nimbol, Rajasthan and (ii) Mortgage of immovable property including all plants, machineries and buildings fixed to the land (immovable property) situated, lying and being at Mouje: Nimbol, Dungarnagar, Sinla, Jaitaran Taluka : Jaitaran, in the state of Rajasthan.						
II.(A)	Term loan is repayable in 10 years starting from 30.09.2016 on quarterly basis. During first & second year 3 %, third & fourth year 8% and fifth to tenth year 13% of term loan amount. Effective interest rate is 1 year MCLR+0.20%.	1,197.39	129.73	1,317.16	101.25	1,418.48	56.32
	The Term loan from bank are secured by (a) First pari-passu charge on the whole of the movable plant and machinery of the Parent Company be brought into or upon or be stored or be in or about of the Parent companies factories, premises and godowns situate at: (i) Mandali (including Ambaliyasan and Balyasan), District: Mehsana, Gujarat, (ii) Chhatral, District: Gandhinagar, Gujarat, (iii) Moraiya, District: Ahmedabad, Gujarat, (iv) Alindra unit including Bhadarva and Chandranagar assets both situated at Taluka: Savli, District: Vadodara, Gujarat, (v) Dhank, District Rajkot, Gujarat, (vi) Kalatalav, District: Bhavnagar, Gujarat, (vii) Nandasan, Mahesana, Gujarat, (viii) Porbandar, District: Porbandar, Gujarat. All above plants located in the State of Gujarat and; (ix) cement division at Village Nimbol, Taluka: Jaitaran, District: Pali located in the State of Rajasthan. (b) first pari-passu charge on immovable properties including all plants, machineries and buildings fixed to the land (immovable property) of various plants at Mandali incl. Ambaliyasan and Balyasan, Dhank, Chhatral, Moraiya, Alindra (incl. Bhadarva, Chandranagar and Khokhar), Bhavnagar (incl. Kalatalav, Narmad & Vartej), Porbandar, Nandasan all located in the State of Gujarat and Cement division at Village Nimbol, Taluka Jaitaran in the State of Rajasthan.						
	Term loan is repayable from December, 2020 on 20 quarterly installments starting from Second Year 10%, Third to Sixth Year 20% and Seventh Year 10% of term loan. Effective interest rate is 6 months MCLR+0.20%.	99.26	0.60	Nil	Nil	Nil	Nil
	The Term loan from bank are secured by (a) First Pari-passu charge on the whole of the movable plant and machinery of the Parent Company be brought into or upon or be stored or be in or about of the Parent Companies factories, premises situate at: (i) Mandali, District: Mehsana, Gujarat, (ii) Chhatral, District: Gandhinagar, Gujarat, (iii) Moraiya, District: Ahmedabad, Gujarat, (iv) Dhank, District Rajkot, Gujarat, (v) Kalatalav, District: Bhavnagar, Gujarat, (vi) Porbandar, District: Porbandar, Gujarat. All above plants located in the State of Gujarat and; (b) first pari-passu charge on immovable properties including all plants, machineries and buildings fixed to the land (immovable property) of various plants at Mandali, Dhank, Chhatral, Moraiya, Bhavnagar, Porbandar, all located in the State of Gujarat. The creation of Charge with Registrar of Companies, Gujarat is under process.						
(B)	(a) On 1st March 2019 the Foreign Subsidiary terminated the former credit facility and entered into a New Revolving Credit Facility. The new revolving credit facility expires on February 28, 2022. The Foreign Subsidiary can borrow ₹ 449.61 crore less outstanding letters of credit subject to certain financial covenants. The former revolving credit facility, via a lender associated with both credit facilities, will continue to secure the existing letters of credit as of March 31, 2019 until expiration. The new revolving credit facility will secure all	239.86	Nil	Nil	217.93	130.01	Nil

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## Note - 23 : NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS

₹ in crore

Sr. No.	Particulars	As at 31.03.2019		As at 31.03.2018		As at 1.04.2017	
		Non Current	Current	Non Current	Current	Non Current	Current
	new letters of credit initiated after March 31, 2019. The Foreign Subsidiaries had outstanding letters of credit totaling ₹ 49.53 crore (₹ 46.58 crore as at 31st March 2018, ₹ 46.43 crore as at 1st April 2017). Available borrowings ₹ 160.22 crore (₹ 158.94 crore as at March 31,2018, ₹ 244.67 crore as at 1st April 2017)						
	(b) Second revolving credit facility, secured by accounts receivable, inventory and property, plant, and equipment of Foreign subsidiaries,						
(C)	(a) The Indian Subsidiary has taken term loan from banks, the said term loan is repayable in 20 equal quarterly installments starting from the quarter following the expiry of moratorium period of 24 month from the date of first disbursement with carrying interest of 1M MCLR + 0.25% and 6M MCLR + 0.20%.	748.45	5.53	Nil	Nil	Nil	Nil
	(b) The Term Loan is secured by first pari passu charge to be shared with other term lenders and debenture holders on all rights, title, interest and benefits of the borrower pertaining to all existing and future moveable fixed assets and immovable properties.						
(D)	Term loan is repayable in 21 equal quarterly installments starting from 24th month from the date of first withdrawal i.e 30.09.2020. Effective interest rate is 1 month MCLR+0.30%.	300.00	Nil	Nil	Nil	Nil	Nil
	The Term loan from bank are secured by (a) First Pari-passu charge on the whole of the movable plant and machinery of the Parent Company be brought into or upon or be stored or be in or about of the Parent companies factories, premises situate at: (i) Mandali, District: Mehsana, Gujarat, (ii) Chhatral, District: Gandhinagar, Gujarat, (iii) Moraiya, District: Ahmedabad, Gujarat, (iv) Dhank District Rajkot, Gujarat, (v) Kalatalav, District: Bhavnagar, Gujarat, (vi) Porbandar, District: Porbandar, Gujarat. All above plants located in the State of Gujarat and; (b) first pari-passu charge on immovable properties including all plants, machineries and buildings fixed to the land of various plants at Mandali, Dhank, Chhatral, Moraiya, Bhavnagar, Porbandar, all located in the State of Gujarat. The creation of Charge with Registrar of Companies, Gujarat is under process.						
III.	Loan from Gujarat Housing Board is secured by mortgage of related tenements and will be paid as per existing terms and conditions.	Nil	Nil	(₹ 8,083)	Nil	(₹ 8,083)	Nil
IV.	(a) 9.50 % Unsecured Subordinated, Rated, Listed Non-Convertible Debentures Series- IV Tranche 1 redeemable at par on 06-07-2077 with call option can be exercised by the Parent Company at the end of call tenor i.e. 5 years from 06-07-2017 and annually every year thereafter with the maximum additional interest cost of 2% p.a.. Effective interest rate is 9.70%.	895.17	63.01	893.95	63.01	Nil	Nil
	(b) 9.65 % Unsecured Subordinated, Rated, Listed Non-Convertible Debentures Series- IV Tranche 2 redeemable at par on 06-07-2077 with call option can be exercised by the Parent Company at the end of call tenor i.e. 7 years from 06-07-2017 and annually every year thereafter with the maximum additional interest cost of 2% p.a.. Effective interest rate is 9.87%.	297.40	21.34	297.04	21.34	Nil	Nil
	(c) 10.15 % Unsecured Subordinated, Rated, Listed Non-Convertible Debentures Series- IV Tranche 3 redeemable at par on 06-07-2077 with call option can be exercised by the Parent Company at the end of call tenor i.e. 10 years from 06-07-2017 and annually every year thereafter with the maximum additional interest cost of 2% p.a.. Effective interest rate is 10.40%.	295.92	22.44	295.61	22.44	Nil	Nil
V.	Unsecured loan from directors-related parties carry interest @ 8 % p.a.(p.y. Interest @ 8% p.a.). The loan is repayable after 1 year	10.00	Nil	10.00	Nil	478.99	Nil
VI.	Unsecured inter corporate deposit from related parties (p.y. Interest @ 8% p.a.) The inter corporate deposit is repayable after 1 year	Nil	Nil	Nil	Nil	546.58	Nil
VII.	The carrying amount of financial and non-financial assets pledge as security for secured borrowings are disclosed in Note no.44.						
VIII.	Refer note no.52 for credit risk, liquidity risk and market risk for non-current financial liabilities.						
VIII.	The group has complied all covenants for loans.						

**Note - 24 : NON-CURRENT FINANCIAL LIABILITIES - OTHERS**

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
Deferred sales tax liability (Refer note no. I below)	0.01	0.01	0.02
Trade Deposits	78.40	147.25	138.45
Liability for employee related expenses	Nil	Nil	0.75
Other liabilities	52.76	50.97	0.01
<b>Total</b>	<b>131.17</b>	<b>198.23</b>	<b>139.23</b>

Notes :

- I. 0 % Deferred sales tax loan is repayable in six yearly equal instalments of ₹ 0.01 crore starting from 01.04.2015.
- II. Refer note no.52 for credit risk, liquidity risk and market risk for non-current financial liabilities.

**Note - 25 : NON-CURRENT PROVISIONS**

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
<b>Provisions</b>			
Provision for employee benefits (Refer note no.49)	140.66	126.80	110.08
Decommissioning liability on mine reclamation (Refer note no.65)	0.34	0.30	1.71
Provision for death benefit (Refer note no.49)	3.41	3.51	3.50
Provision for contractor's charges (Refer note no.65)	25.75	23.72	21.34
Provision for environmental cleanup expenses (Refer note no.65)	18.24	17.15	17.88
Provision for mines reclamation expenses (Refer note no. 65)	29.84	29.14	25.48
<b>Total</b>	<b>218.24</b>	<b>200.62</b>	<b>179.99</b>

**Note - 26 : DEFERRED TAX LIABILITIES (Net)**

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
<b>Deferred Tax Liabilities</b>			
Property, plant and equipment and investment property	1,466.63	1,445.73	1,567.60
Intangible assets	0.68	0.68	1.92
Deferred tax liability on acquisition of subsidiary	907.81	964.62	1,009.81
Financial assets at fair value through OCI	Nil	Nil	1.93
Financial assets at fair value through profit or loss	1.68	2.93	10.57
Others	9.43	6.44	Nil
	<b>2,386.23</b>	<b>2,420.40</b>	<b>2,591.83</b>
<b>Deferred Tax Assets</b>			
MAT credit	580.73	613.68	520.22
Financial assets at fair value through OCI	0.12	1.75	Nil
Reversal of Deferred tax on reversal of Fair valued Assets	85.04	95.99	172.32
Others	185.25	189.26	310.29
	<b>851.14</b>	<b>900.68</b>	<b>1,002.83</b>
<b>Net deferred tax liabilities</b>	<b>1,535.09</b>	<b>1,519.72</b>	<b>1,589.00</b>

**Note - 26 : DEFERRED TAX LIABILITIES (Net)**  
**Movements in deferred tax liabilities**

₹ in crore

Particulars	Property, plant and equipment and investment property	Intangible assets	MAT	Financial assets at fair value through profit or loss	Deferred tax liability on acquisition of subsidiary	Reversal of Deferred tax on reversal of Fair valued Assets	Financial assets at fair value through OCI	Other items	Total
At 1st April, 2018	1,445.73	0.68	(613.68)	2.93	964.62	(95.99)	(1.75)	(182.82)	1,519.72
<b>Charged/(credited)</b>									
To profit or loss	20.90	Nil	32.95	(1.25)	(56.81)	10.95	Nil	5.22	11.96
To other comprehensive income	Nil	Nil	Nil	Nil	Nil	Nil	1.63	1.78	3.41
<b>At 31st March, 2019</b>	<b>1,466.63</b>	<b>0.68</b>	<b>(580.73)</b>	<b>1.68</b>	<b>907.81</b>	<b>(85.04)</b>	<b>(0.12)</b>	<b>(175.82)</b>	<b>1,535.09</b>
At 1st April, 2017	1,567.60	1.92	(520.22)	10.57	1,009.81	(172.32)	1.93	(310.29)	1,589.00
<b>Charged/(credited)</b>									
To profit or loss	(121.87)	(1.24)	(93.46)	(7.64)	(45.19)	76.33	Nil	129.54	(63.53)
To Equity	Nil	Nil	Nil	Nil	Nil	Nil	Nil	(5.81)	(5.81)
To other comprehensive income	Nil	Nil	Nil	Nil	Nil	Nil	(3.68)	3.74	0.06
At 31st March, 2018	1,445.73	0.68	(613.68)	2.93	964.62	(95.99)	(1.75)	(182.82)	1,519.72

Notes :

- I. The group offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.
- II. Refer Note No.69 for Restatements of Financials

**Note - 27 : OTHER NON CURRENT LIABILITIES**

₹ in crore

Particulars	As at	As at	As at
	31.03.2019	31.03.2018	1.04.2017
Deferred revenue - Long term	9.78	11.28	13.31
<b>Total</b>	<b>9.78</b>	<b>11.28</b>	<b>13.31</b>

**Note - 28 : CURRENT FINANCIAL LIABILITIES - BORROWINGS**

₹ in crore

Particulars	As at	As at	As at
	31.03.2019	31.03.2018	1.04.2017
<b>Secured</b>			
Cash credit facility (Refer note no. I & III below)	472.90	330.50	383.16
Working Capital Demand Loan (Refer note no.I below)	435.00	30.00	Nil
<b>Unsecured</b>			
Commercial Paper (Refer note no. II below)	Nil	Nil	658.24
<b>Total</b>	<b>907.90</b>	<b>360.50</b>	<b>1,041.40</b>

**Notes:**

- I. The credit facilities from banks ₹ 907.90 crore (₹ 356.11 crore as at March 31,2018, ₹ 383.16 crore as at April 1,2017) are secured on (a) First pari-passu charge on stock, stock in process, semi finished and finished goods, book debts, current assets of the Parent company's divisions at (i) Mandali incl. Ambaliyasan, Baliyasan, dist. Mehsana, (ii) Chhatral, Dist. Gandhinagar, (iii) Trikampura, Dist. Ahmedabad, (iv) Soda ash project, Kalatalav, Bhavnagar, (v) Moraiya Dist. Ahmedabad, (vi) Alindra including Bhadarva, Dist. Baroda, (vii) Saurashtra Chemicals division of Nirma Limited, Birlasagar, Porbandar, salt works and lime stone mines at different site in Gujarat, (viii) depot at various places, (ix) Cement division at village Nimbol, Tal. Jaitaran, Dist. Pali, Rajasthan, (b) Second pari-passu charge on whole of movable plant & machinery situated at (i) Mandali (incl. Ambaliyasan, Baliyasan Dist. Mehsana), (ii) Chhatral, Dist. Gandhinagar, (iii) Moraiya Dist. Ahmedabad, (iv) Alindra including Bhadarva, Dist. Vadodara, (v) Dhank, Dis. Rajkot, (c) second pari-passu charge on the immovable assets at, (i) Mandali (incl. Ambaliyasan, Baliyasan Dist. Mehsana), (ii) Chhatral, Dist. Gandhinagar, (iii) Moraiya Dist. Ahmedabad, (iv) Alindra including Bhadarva, Dist. Vadodara, (v) Dhank, Dis. Rajkot.  
Effective cost is in the range of 8% to 10% p.a. (8 % to 10 % p.a as at March 31, 2018, 8 % to 10 % p.a as at April 1,2017).
- II. Effective cost of commercial paper is Nil.(6.36% p.a as at March 31, 2018, 6.52% p.a as at April 1, 2017).
- III. The credit facilities for Indian subsidiary from banks Nil (₹ 4.39 crore as at March 31, 2018, Nil as at April 1, 2017) secure by Hypothecation of Stocks and Book Debts.
- IV. The carrying amount of financial and non-financial assets pledge as security for secured borrowings are disclosed in Note no.44.
- V. Refer note no.52 for credit risk, liquidity risk and market risk for current financial liabilities.

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### Note - 29 : CURRENT FINANCIAL LIABILITIES - TRADE PAYABLES

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
<b>Trade payables</b>			
Micro & Small Enterprise (Refer Note no. 57)	5.34	6.00	5.72
Other than Micro & Small Enterprise	1,419.16	1,255.31	1,261.79
<b>Total</b>	<b>1,424.50</b>	1,261.31	1,267.51

Notes :

I. Details of Dues to Micro, Small & Medium Enterprises as defined under MSMED Act, 2006

This information, as required to be disclosed under the Micro, Small and Medium Enterprises Development Act 2006, has been determined to the extent such parties have been identified on the basis of information available with the group. This has been relied upon by the auditors.

II. Refer note no.52 for credit risk, liquidity risk and market risk for current financial liabilities.

### Note - 30 : CURRENT FINANCIAL LIABILITIES - OTHERS

₹ in crore

Particulars	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
<b>Secured</b>			
Current maturity of non-convertible debentures (Refer note no.23)	2,328.80	2,271.81	140.13
Current maturity of term loans from Bank (Refer note no.23)	135.86	101.25	56.32
Current maturity of Long term debt (Refer note no.23)	Nil	217.93	Nil
<b>Unsecured</b>			
Current maturity of non-convertible debentures (Refer note no.23)	106.71	106.79	Nil
Current maturity of non-convertible debentures held by related Parties (Refer note no.23)	0.08	Nil	Nil
Current maturity of deferred sales tax liability (Refer note no.23)	0.01	0.01	0.01
Interest accrued but not due	0.89	2.10	2.79
Unpaid dividends	Nil	Nil	0.07
Unclaimed matured non convertible debentures /secured premium notes and interest thereon	0.14	0.14	0.14
Liability for equity share capital reduction (Refer note no. I below)	0.65	0.65	0.65
Equity share capital reduction balance payable	2.95	0.35	0.35
Preference share capital redemption balance payable	0.33	0.32	0.32
Security deposits from dealers, transporters and others	411.96	384.22	368.86
Derivative Liabilities	Nil	Nil	0.08
Creditors for capital expenditure	131.45	87.54	106.99
Other payables	138.83	134.51	145.76
<b>Total</b>	<b>3,258.66</b>	3,307.62	822.47

Notes :

I. Balance payable on 32,584 equity shares kept in abeyance due to court matter.

II. Refer note no.52 for credit risk, liquidity risk and market risk for current financial liabilities.

**Note - 31 : OTHER CURRENT LIABILITIES**

₹ in crore

Particulars	₹ in crore		
	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
Advance received from customers	98.73	77.50	99.46
Statutory liabilities	230.88	218.87	172.67
Deferred revenue	4.98	3.28	4.18
Liability towards discount to dealers	208.28	204.56	115.18
Others	7.43	0.07	7.68
<b>Total</b>	<b>550.30</b>	<b>504.28</b>	<b>399.17</b>

**Note - 32 : CURRENT PROVISIONS**

₹ in crore

Particulars	₹ in crore		
	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
Provision for employee benefits (Refer note no.49)	55.61	48.16	56.42
Provision for death benefit (Refer note no.49)	0.52	0.46	Nil
Provision for Renewable Power Obligations (Refer note no.65)	26.97	21.54	0.46
Provision in respect of litigation relating to Indirect taxes (Refer note no.65)	179.80	186.86	194.96
Provision in respect of litigation relating to Income tax (Refer note no.65)	330.00	330.00	330.00
Provision for mines reclamation expenses (Refer note no.65)	2.24	1.94	3.45
Decommissioning liability on mine reclamation (Refer note no.65)	1.66	1.48	Nil
Provision for dealer's discounts (Refer note no.65)	106.61	91.21	64.80
Provision for contractor's charges (Refer note no.65)	2.42	2.12	1.90
Provision for environmental cleanup expenses (Refer note no.65)	0.55	0.52	0.52
<b>Total</b>	<b>706.38</b>	<b>684.29</b>	<b>652.51</b>

**Note - 33 : CURRENT TAX LIABILITIES (NET)**

₹ in crore

Particulars	₹ in crore		
	As at 31.03.2019	As at 31.03.2018	As at 1.04.2017
Income tax provision (net)	13.95	0.10	Nil
<b>Total</b>	<b>13.95</b>	<b>0.10</b>	<b>Nil</b>

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## Note - 34 : REVENUE FROM OPERATIONS

₹ in crore

Particulars	2018-19	2017-18
<b>Revenue from operations</b>		
<b>Sale of Products (including excise duty)</b> (Refer Note I below)		
Finished goods	15,154.71	14,257.87
Stock in trade	60.80	43.13
	<b>15,215.51</b>	<b>14,301.00</b>
<b>Sale of Services</b>		
Processing charges	1.90	1.40
<b>Other operating revenues</b>		
Duty drawback & other export incentives	0.80	0.42
Income from services	Nil	30.00
Investment Promotion Assistance	20.62	51.56
Recoveries of shortages & damaged cement	2.02	1.25
Industrial promotional assistance - fiscal incentive (Refer note II. below)	60.66	75.37
Scrap sales	33.07	19.01
<b>Total</b>	<b>15,334.58</b>	<b>14,480.01</b>

### Notes :

- I. Sale of products for the current period are not comparable with previous period, since sales for the period 1st July 2017 to 31st March 2018 are net of Goods and Service Tax whereas excise duty formed part of expenses in the periods before transition to Goods and Service tax.
- II. The Indian Subsidiary has recognized as other operating revenue Industrial Promotional Assistance (IPA) of ₹ 46.39 Crore (p.y ₹ 49.58 Crore) related to Mejia Cement Plant, from the Government of West Bengal under the West Bengal Incentive Scheme 2004. Similarly, IPA of ₹ 14.27 Crore (p.y ₹ 25.79 Crore) has been recognised related to Chittorgarh Cement Plant, from the Government of Rajasthan under the Rajasthan Investment Promotion Scheme 2010.

### III. Revenue from contracts with customers

#### A) Disaggregated revenue information

Set out below is the disaggregation of the group's revenue from contracts with customers:

₹ in crore

Segment	For the year ended March 31, 2019				Total
	Cement	Soaps & Surfactants	Processed Minerals	Others	
<b>Type of goods or service</b>					
<b>Sale of manufactured goods</b>					
Soda Ash	Nil	2,232.47	1,660.35	Nil	3,892.82
Detergents	Nil	1,062.05	Nil	Nil	1,062.05
Caustic Soda	Nil	640.67	Nil	Nil	640.67
Toilet Soap	Nil	548.11	Nil	Nil	548.11
Linear Alkyl Benzene	Nil	471.15	Nil	Nil	471.15
Cement	6,852.92	Nil	Nil	Nil	6,852.92
Others	Nil	235.71	1,082.32	368.96	1,686.99
<b>Total</b>	<b>6,852.92</b>	<b>5,190.16</b>	<b>2,742.67</b>	<b>368.96</b>	<b>15,154.71</b>
<b>Sale of traded products</b>					
Soda Ash	Nil	15.48	Nil	Nil	15.48
Cement	0.03	Nil	Nil	Nil	0.03
Others	20.18	Nil	Nil	25.11	45.29
<b>Total</b>	<b>20.21</b>	<b>15.48</b>	<b>Nil</b>	<b>25.11</b>	<b>60.80</b>
<b>Sale of Services</b>					
<b>Processing charges</b>					
Others	Nil	1.90	Nil	Nil	1.90
<b>Other operating revenues</b>					
	94.05	22.86	Nil	0.26	117.17
<b>Total revenue from contracts with customers</b>	<b>6,967.18</b>	<b>5,230.40</b>	<b>2,742.67</b>	<b>394.33</b>	<b>15,334.58</b>
India	6,967.18	5,122.92	Nil	367.68	12,457.78
USA	Nil	Nil	1,248.14	Nil	1,248.14
Rest of the world	Nil	107.48	1,494.53	26.65	1,628.66
<b>Total revenue from contracts with customers</b>	<b>6,967.18</b>	<b>5,230.40</b>	<b>2,742.67</b>	<b>394.33</b>	<b>15,334.58</b>
<b>Timing of revenue recognition</b>					
Goods transferred at a point in time	6,967.18	5,230.40	2,742.67	394.33	15,334.58
<b>Total revenue from contracts with customers</b>	<b>6,967.18</b>	<b>5,230.40</b>	<b>2,742.67</b>	<b>394.33</b>	<b>15,334.58</b>

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Set out below, is the reconciliation of the revenue from contracts with customers with the amounts disclosed in the segment information:

₹ in crore

Segment	For the year ended March 31, 2019				Total
	Cement	Soaps & Surfactants	Processed Minerals	Others	
<b>Revenue</b>					
External customer	6,967.18	5,230.40	2,742.67	394.33	15,334.58
Inter-segment	8.94	Nil	Nil	3.18	12.12
Inter-segment adjustment and elimination	(8.94)	Nil	Nil	(3.18)	(12.12)
<b>Total revenue from contracts with customers</b>	<b>6,967.18</b>	<b>5,230.40</b>	<b>2,742.67</b>	<b>394.33</b>	<b>15,334.58</b>

### B) Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contract with customers

₹ in crore

Particulars	As at March 31, 2019
Trade receivables*	1,387.16
Contract liabilities	335.52
Advances from customers (Refer note no. 31)	98.73

\*Trade receivables are generally on terms upto 90 days.

### C) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

₹ in crore

Particulars	As at March 31, 2019
Revenue as per contracted price	16,100.18
<b>Adjustments</b>	
Discount	(764.77)
Rebates / refunds	(0.83)
<b>Revenue from contract with customers</b>	<b>15,334.58</b>

### D) The transaction price allocated to the remaining performance obligation non-executed as at March 31, 2019 are as follows:

₹ in crore

Particulars	As at March 31, 2019
Advances from customers	98.73

Management expects that the entire transaction price allotted to the non executed contract as at the end of the reporting period will be recognised as revenue during the next financial year.

**Note - 35 : OTHER INCOME**

₹ in crore

Particulars	2018-19	2017-18
Interest income	45.92	46.44
Interest income from financial assets at amortised cost	14.55	8.67
Dividend income from equity investments designated at fair value through other comprehensive income	0.36	0.44
Net gain on sale of current investments	30.22	32.53
Net gain on financial assets designated at fair value through profit or loss	3.20	13.90
Profit on Sale of property, plant & equipment	0.50	0.48
Claims and Refunds	22.97	3.82
Government Grants	17.89	Nil
Provision no longer required written back	51.26	51.45
Others	21.42	23.06
<b>Total</b>	<b>208.29</b>	<b>180.79</b>

**Note - 36 : COST OF MATERIALS CONSUMED**

₹ in crore

Particulars	2018-19	2017-18
Raw material and Packing material at the beginning of the year	366.69	311.50
<b>Add:</b> Purchases (net)	3,736.32	3,422.88
<b>Total</b>	<b>4,103.01</b>	<b>3,734.38</b>
<b>Less :</b> Raw material and Packing material at the end of the year	383.73	366.69
<b>Cost of Raw material Consumed (Including Packaging Materials)</b>	<b>3,719.28</b>	<b>3,367.69</b>

**Note - 37 :**
**CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS**

₹ in crore

Particulars	2018-19	2017-18
<b>Inventories at the beginning of the year:</b>		
Finished goods	464.99	462.10
Stock-in-trade	4.68	12.10
Work-in-progress	204.47	220.45
<b>Total</b>	<b>674.14</b>	<b>694.65</b>
<b>Inventories at the end of the year:</b>		
Finished goods	525.42	464.99
Stock-in-trade	4.12	4.68
Work-in-progress	157.16	204.47
<b>Total</b>	<b>686.70</b>	<b>674.14</b>
<b>Changes in inventories of finished goods, stock-in-trade and work-in-progress</b>	<b>(12.56)</b>	<b>20.51</b>

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### Note - 38 : EMPLOYEE BENEFITS EXPENSES

₹ in crore

Particulars	2018-19	2017-18
Salaries and wages	973.86	911.47
Contributions to provident and other funds (Refer note no.49)	62.51	61.47
Gratuity (Refer note no.49)	20.21	19.31
Death Retirement (Refer note no.49)	0.41	0.43
Leave compensation (Refer note no.49)	56.61	29.28
Staff welfare expense	77.02	91.68
<b>Total</b>	<b>1,190.62</b>	<b>1,113.64</b>

### Note - 39 : FINANCE COSTS

₹ in crore

Particulars	2018-19	2017-18
Interest and finance charges on financial liabilities not at fair value through profit or loss	851.69	879.70
Other interest expense	11.28	6.61
<b>Less : Interest cost capitalised</b>	<b>75.41</b>	<b>35.42</b>
<b>Total</b>	<b>787.56</b>	<b>850.89</b>

Note:

- I. The capitalisation rate used to determine the amount of borrowing cost to be capitalised is 8.40 % (p.y. 8.35%) the weighted average interest rate applicable to the group's general borrowing during the year.
- II. Refer note no.48 for capitalisation of expenses.

### Note - 40 : DEPRECIATION AND AMORTISATION EXPENSES

₹ in crore

Particulars	2018-19	2017-18
Depreciation of property, plant and equipment (Refer note no.2)	778.53	867.07
Amortisation of intangible assets (Refer note no.5)	77.63	79.09
Depreciation on investment property (Refer note no.3)	0.08	0.08
<b>Total</b>	<b>856.24</b>	<b>946.24</b>

**Note - 41 : OTHER EXPENSES**

₹ in crore

Particulars	2018-19	2017-18
Consumption of stores and spare parts	500.42	455.14
Power and fuel expenses	2,995.87	2,592.97
Excise duty provided on stocks	Nil	(51.94)
Processing charges	21.93	28.53
Rent expenses/ Lease Rent (Refer note no.47)	149.30	142.12
Repairs		
To building and roads	22.00	22.61
To plant and machinery	138.93	154.24
To others	24.03	27.60
	184.96	204.45
Insurance expenses	41.10	36.73
Rates and taxes	73.22	91.21
Payments to auditors (Refer note no.61)	5.73	3.69
Directors' fees	0.08	0.07
Discount on sales	16.29	14.60
Commission on sales	240.79	210.03
Freight and transportation expenses	2,707.74	2,550.45
Sales tax / GST expenses	7.42	7.36
Advertisement expenses	104.11	109.99
Exchange fluctuation loss (net)	0.45	0.24
Loss on sale of property,plant & equipment	0.13	0.12
Donation (Refer note no.II below)	11.07	8.99
De capitalisation of property,plant & equipment (Refer note no.58)	35.40	4.10
Sales promotion expenses	50.67	34.18
Property,plant & equipment written off	0.47	0.82
Provision for doubtful debts & loans and advances	12.88	10.99
Bad debts & doubtful advances written off	1.94	Nil
Corporate social responsibility expenses	11.02	13.59
Other expenses [Net of Transport Income ₹ 0.18 crore (p.y. ₹ 0.50 crore)] (Refer note no.I below)	516.55	533.50
<b>Total</b>	<b>7,689.54</b>	<b>7,001.93</b>

Note :

- I. Includes prior period adjustments(net) ₹ (1.32) crore (p.y. ₹ 0.73 crore).
- II. Donation includes donation to political parties ₹ 7.5 crore (p.y ₹ 3 crore)

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## Note - 42 : TAX EXPENSES

₹ in crore

Particulars	2018-19	2017-18
Current tax	258.40	220.64
Tax expenses relating to earlier year	(19.97)	(49.19)
MAT credit utilised/(entitlement)	51.60	(54.04)
MAT credit entitlement relating to earlier year	Nil	(41.59)
Deferred tax (credit)/charge	(20.97)	81.31
<b>Total</b>	<b>269.06</b>	<b>157.13</b>

Reconciliation of the income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income tax is summarised below:

Particulars	2018-19	2017-18
<b>Enacted income tax rate in India</b>	<b>34.94%</b>	34.61%
<b>Profit before tax</b>	<b>1,262.78</b>	945.22
Current tax expenses on Profit before tax expenses at the enacted income tax rate in India	441.25	327.14
<b>Tax effect of the amounts which are not deductible/ (taxable) in calculating taxable income</b>		
Permanent disallowances	18.07	4.44
Deduction claimed under Income tax act	(15.99)	(59.11)
Other deductible expenses	(46.60)	(104.94)
MAT credit entitlement/ (utilization)	Nil	42.75
Temporary differences having deferred tax consequences	(16.85)	(144.40)
Adjustment related to earlier years	(19.97)	(72.27)
Diff in book value of assets and tax base assets and liabilities	2.85	0.58
Effect of tax rate in USA	(24.49)	(13.40)
Tax exempted income	(25.63)	(47.20)
Deferred tax Expense (net)	(37.90)	118.57
Change in deferred tax rate	Nil	13.33
Other items	(5.68)	91.64
<b>Total tax expense</b>	<b>269.06</b>	<b>157.13</b>
<b>Effective tax rate</b>	<b>21.31%</b>	<b>16.62%</b>

Notes :

- I. For Foreign Subsidiaries the provisions for income taxes are different than expected from applying statutory rates to pre tax income. The difference is predominately due to the impact resulting from the enactment of the Tax Cuts and Jobs Act (the "Tax Act") USA and permanent tax difference, primarily depletion and domestic production deduction.
- II. In calculation of tax expense for the current year and earlier years, the company had claimed certain deductions as allowable under Income Tax Act, which were disputed by the department and the matter is pending before tax authorities.
- III. Refer Note No.69 for Restatements of Financials

**Note - 43 : STATEMENT OF OTHER COMPREHENSIVE INCOME**

₹ in crore

Particulars	2018-19	2017-18
<b>I. Items that will not be reclassified to profit or loss</b>		
Equity instruments through Other Comprehensive Income	19.30	(15.21)
Remeasurement of defined benefit plans	(4.78)	3.70
<b>Total (i)</b>	<b>14.52</b>	<b>(11.51)</b>
<b>II. Income tax relating to these items that will not be reclassified to profit or loss</b>		
Deferred Tax impact on Equity Instruments through Other Comprehensive Income	(1.63)	3.33
Deferred Tax impact on actuarial gains and losses	1.67	(3.67)
<b>Total (ii)</b>	<b>0.04</b>	<b>(0.34)</b>
<b>III. Items that will be reclassified to profit or loss</b>		
Exchange differences in translating the financial statements of a foreign operation	111.87	6.20
Deferred gain on cash flow hedge	Nil	0.09
<b>Total (iii)</b>	<b>111.87</b>	<b>6.29</b>
<b>IV. Income tax relating to these items that will be reclassified to profit or loss</b>		
Tax impact on cash flow hedge	Nil	(0.03)
<b>Total (iv)</b>	<b>Nil</b>	<b>(0.03)</b>
<b>Total (i + ii + iii + iv)</b>	<b>126.43</b>	<b>(5.59)</b>

Note :

Refer Note No.69 for Restatements of Financials

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## Notes to the consolidated financial statements

### Note - 44 :

#### A. Assets Pledged as Security

The carrying amount of assets pledged as security for current and non-current borrowings are:

₹ in crore

	Assets description	31.03.2019	31.03.2018	01.4.2017
<b>I.</b>	<b>Current Financial Assets</b>			
	<i>First charge</i>			
	A. Trade receivables	1,386.54	1,306.57	817.25
	B. Investment in mutual funds	455.60	844.37	412.19
	C. Other Current Financial Assets	20.85	9.89	6.21
	D. Bank deposits (lien with statutory authorities)	37.59	20.56	19.54
<b>II.</b>	<b>Current Assets</b>			
	<i>First &amp; Second charge</i>			
	A. Inventories	2,029.43	1,919.18	1,443.73
	B. Other Current Assets	78.96	106.46	213.46
	C. Cash and cash equivalents	98.11	37.90	Nil
	<b>Total current assets pledged as security</b>	<b>4,107.08</b>	<b>4,244.93</b>	<b>2,912.38</b>
<b>III.</b>	<b>Non-Current Financial Assets</b>			
	A. National savings certificate	0.07	0.07	0.06
	B. Kisan Vikas Patra	(₹ 48,297)	(₹44,935)	(₹ 41,447)
	C. Bank deposits (lien with statutory authorities)	1.56	1.50	1.40
	D. Capital Advances	21.19	25.62	37.72
	E. Prepaid Expenses	0.62	Nil	0.01
	F. Other non financial current assets	Nil	Nil	Nil
<b>IV.</b>	<b>Property, Plant and Equipment</b>			
	<i>First &amp; Second charge</i>			
	A. Plant and equipments	7,677.65	7,540.75	7,816.81
	B. Freehold land	776.36	736.24	720.59
	C. Buildings	1,233.97	1,207.61	1,190.83
	D. Mineral Reserves	221.18	209.08	209.52
	E. Other moveable assets	20.65	25.09	29.88
<b>V.</b>	<b>Capital work in progress</b>	<b>747.28</b>	<b>724.37</b>	<b>204.58</b>
<b>VI.</b>	<b>Intellectual Property Right</b>			
	Trade mark	372.59	422.21	471.80
	<b>Total non-current assets pledged as security</b>	<b>11,073.12</b>	<b>10,892.54</b>	<b>10,683.20</b>
	<b>Total assets pledged as security</b>	<b>15,180.20</b>	<b>15,137.47</b>	<b>13,595.58</b>

B. Equity shares of ₹4,000 crore of Nuvoco Vistas Corporation Limited held by the parent company are pledged in favour of IDBI Trusteeship Services Pvt. Ltd. to secure debt of ₹2,850 crore of Nuvoco Vistas Corporation Limited.

## Notes to the consolidated financial statements

### Note - 45 : Contingent liabilities not provided for in accounts :

#### Contingent liabilities :

₹ in crore

	Particulars	As at		
		31.03.2019	31.03.2018	01.4.2017
<b>A.</b>	Claims against the group not acknowledged as debts			
1	For custom duty	37.86	37.11	35.19
2	For direct tax*	2,534.42	2,570.65	2,537.95
3	For sales tax	150.63	120.58	123.04
4	For excise duty and service tax [Appeals decided in favour of the group ₹0.95 crore] (p.y. : ₹4.20 crore, as on 1.4.2017 ₹1.11 crore )	226.89	194.34	177.54
5	For Entry Tax	54.50	42.82	36.98
6	Others	116.30	94.70	93.22
	<b>Total</b>	<b>3,120.60</b>	3,060.20	3,003.92
	*Income tax department has raised demands by making various additions / disallowances. The group is contesting demand, in appeals, at various levels. However, based on legal advice, the group does not expect any liability in this regard.			
7	Estimated amount of contracts, remaining to be executed, on capital account (Net of payment)	639.06	778.29	207.36
8	For letters of credit	140.61	106.12	160.78
9	For bank guarantee	207.36	150.03	171.99
10	Corporate guarantee of ₹ 95 crore (p.y ₹ 95 crore as on 1.4.2017 ₹ 95 crore) given by the group (refer note 1 below). Liability to the extent of outstanding balance.	48.03	66.84	78.63
11	Undertaking given to Hon'ble High court of Gujarat for dues payable to HDFC Bank regarding its claim against healthcare division, now demerged from the group and transferred to Aculife Healthcare Pvt. Ltd.	Not ascertainable	Not ascertainable	Not ascertainable
12	Claims against the group not acknowledged as debt-relating to land of cement plant.	Not ascertainable	Not ascertainable	Not ascertainable
13	The State of Chhattisgarh has filed a Revision Application challenging the adjudication order of the District Registrar and Collector of Stamps; Janjgir -Champa for alleged undervaluation of the properties, which the Indian subsidiary acquired from Raymond Ltd. Against this, Raymond Ltd. has filed a Special Leave Petition before the Hon'ble Supreme Court, which has stayed the proceedings before the Board of Revenue.	Not ascertainable	Not ascertainable	Not ascertainable
14	The Collector of Stamps, Raipur has commenced enquiry proceedings under Section 47 (A)(3) of the Indian Stamp Act, 1899 questioning the amount of stamp duty paid by The Tata Iron and Steel Company Ltd. (TISCO) on transfer of the immovable properties at Sonadih from TISCO to the Indian subsidiary. The Indian subsidiary has filed a Writ Petition in the Hon'ble High Court of Bilaspur, Chhattisgarh challenging the enquiry commenced by the Collector of Stamps. The matter is pending before the High Court.	Not ascertainable	Not ascertainable	Not ascertainable
	The Indian subsidiary's liability, if at all arises, in both the above cases, is restricted to 50% by virtue of business transfer agreement between Nuvoco Vistas Corporation Ltd formerly known as "Lafarge India Ltd." and Raymond Ltd/TISCO.			

#### Notes:

- The foreign subsidiaries shipments through the San Diego and Long Beach, California ports require a minimum annual guaranty (MAG). The Port of San Diego requires that the foreign subsidiary ship a minimum amount of tons at a fixed wharfage charge through the port on an annual basis through expiration of the agreement. The Port of Long Beach requires that the group ship an annual minimum tonnage through the port at the basis rates. The San Diego port agreement expires in February 2020 and the Long Beach port agreement expires in May 2020. The foreign subsidiaries recorded ₹5.76 crore, ₹10.81 crore and ₹10.69 crore in unfulfilled MAG commitments as of March 31, 2019, 2018 and as on 1.4.2017, respectively, which is included in accounts

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payable. Future MAG commitments on the San Diego and Long Beach ports through the respective contract expiration dates are ₹ 3.98 crore, ₹ 8.77 crore and ₹ 62.01 crore, respectively.

- 2 The foreign subsidiaries have various agreements with customs to sell specified amounts of sodium sulfate, soda ash, salt, and boron products over a period of 1 to 3 years at fixed sales prices and minimum quantities. Management does not anticipate any significant losses from these contracts.
- 3 In June 2012, the Competition Commission of India (CCI) passed an Order levying a penalty of ₹ 490 crore on the Indian subsidiary in connection with a complaint filed by the Builders Association of India against leading cement companies (including the Indian subsidiary) for alleged violation of certain provisions of the Competition Act, 2002. The Indian subsidiary filed an appeal before the Competition Appellate Tribunal (COMPAT) for setting aside the said Order of CCI. The COMPAT granted stay on levying the penalty imposed on the Indian subsidiary by CCI against deposit of 10% of the penalty amount. In December 2015, the COMPAT finally set aside the said Order of CCI and remanded back to CCI for fresh adjudication of the issues and passing of fresh Order. However, in August 2016 the case was reheard by CCI and it passed an Order levying a penalty of ₹ 490 crore on the Indian subsidiary. The Indian subsidiary had filed an appeal against the Order before the COMPAT. The COMPAT has granted a stay with a condition to deposit 10% of the penalty amount, which was deposited and levy of interest of 12% p.a. in case the appeal is decided against the appellant (the "Interim order"). COMPAT was replaced by the National Company Law Appellate Tribunal (NCLAT) effective May 26, 2017, who vide its judgment dated July 25, 2018, dismissed the Indian subsidiary's appeal and upheld the CCI's order. Against the above judgment of NCLAT, the Indian subsidiary appealed before the Hon'ble Supreme Court, which by its order dated October 5, 2018 had admitted the appeal of the Indian subsidiary and directed that the interim order passed by the tribunal in this case will continue in the meantime. Based on the reimbursable rights available with the Indian subsidiary backed by legal opinion, no provision is considered necessary.
- 4 Vide letter F.No.13016/49/2008-CA-I dated 15th/16th November, 2012, Ministry of Coal had de-allocated the Dahegaon Makardhokra IV Coal Block allocated to the Joint Venture Partner and had ordered invocation of bank guarantee of ₹2.56 crore. The said order was challenged by all joint venture partner including Indian subsidiary, through separate writ petitions before Hon'ble High Court of Delhi and a stay was granted against invocation of bank guarantee. However, in view of Supreme Court order dated 25th August, 2014 and 24th September, 2014 in WP (CrI) No. 120/2012, the Hon'ble High Court of Delhi through its judgement dated 30th October, 2014, did not provide relief of cancellation of de-allocation of coal block and disposed of the all the three writ petitions of JV partner with a direction to Ministry of Coal to take a decision in respect of each individual case whether bank guarantees ought to be invoked or released. In pursuance, Ministry of Coal vide its letter F.No.13016/17/2014-CA-I (VOL. III) dated 4th August, 2015 ordered invocation of Bank Guarantee of ₹2.56 crore, which has been challenged by all JV partner through separate writ petitions before Hon'ble High Court of Delhi. High Court of Delhi through its order dated October 16, 2015 and October 20, 2015 was pleased to grant stay against any coercive steps subject to Bank Guarantee being kept alive.
- 5 As of March 31, 2017, the foreign subsidiaries have entered into supply contracts to purchase coal. The purchase commitments have been for amounts to be consumed within the normal production process, and thus, the foreign subsidiaries have determined that these contracts meet normal purchases and sales exceptions as defined under U.S. generally accepted accounting principles. As such, these contracts have been excluded from recognition within these financial statements until the actual contracts are physically settled. The purchase commitments for coal are with two supplier for each and require the foreign subsidiaries to purchase a minimum usage. Future minimum purchases remaining under the coal agreement are ₹121.15 crore through December 31, 2020.
- 6 The group has reviewed all its pending litigations and proceedings and has adequately provided where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. The group does not expect the outcome of these proceedings to have materially adverse effect on its financial position. The group does not expect any reimbursements in respect of the above contingent liabilities.
- 7 In the ordinary course of business, the foreign subsidiaries are involved in various legal and administrative proceedings. The foreign subsidiaries establishes reserves for specific legal matter when it determines that the likelihood of an unfavourable outcome is probable and the loss is reasonably estimable. Management currently believes that resolving claims against us will not have a material impact on the liquidity, results of operations, or financial condition of the group. However, these matter are subject to inherent uncertainties and management's view of these matter may change in the future.

## Notes to the consolidated financial statements

8 The foreign subsidiaries are self-insured for certain employee health benefits (₹1.73 crore annually per employee with no annual aggregate) and workers compensation (₹5.19 crore per accident). Self-insurance costs are accrued based upon the aggregate of the liability for reported claims and an estimated liability for claims incurred but not reported. The liability is included in current other accrued liabilities and other non current liabilities.

At March 31, 2019, March 31, 2018 and as at 1.4.2017, the foreign subsidiaries recorded a liability of ₹8.56 crore, ₹8.13 crore ₹4.98 crore, respectively, in other accrued liabilities for self-insured medical costs. At March 31, 2019, March 31, 2018 and as at 1.4.2017, the foreign subsidiaries recorded a liability of ₹41.41 crore (₹7.64 crore classified in other accrued liabilities and ₹33.77 crore in other non current liabilities), ₹41.75 crore (₹7.76 crore classified in other accrued liabilities and ₹33.99 crore in other non current liabilities) and ₹47.98 crore (₹9.11 crore classified in other accrued liabilities and ₹38.87 crore in other non current liabilities), respectively, for self-insured worker's compensation costs.

9 A substantial portion of the land used in the foreign subsidiaries operations in Searles Valley, California is owned by the U.S. government. The foreign subsidiaries paid a royalty to the U.S. government of 5% on the net sales value of the minerals extracted from government land. The leases generally have a term of 10 years with preferential renewal options. Royalty expense was ₹ 68.60 crore, ₹ 62.91 crore and ₹Nil for the years ended March 31, 2019, March 31, 2018 and as at 1.4.2017 respectively.

10 At March 31, 2019 and 2018, the foreign subsidiaries recorded accruals of ₹ 18.79 crore (₹ 0.55 crore classified in current Provision and ₹ 18.23 crore in non current provisions) and ₹ 17.67 crore (₹ 0.52 crore classified in current provisions and ₹ 17.15 crore in non current provisions) respectively for future costs associated with environmental matters.

### Note 46

During the year 2017-18, foreign subsidiaries revised its threshold limit for capitalisation of major spares. The impact of the same is not material.

### Note 47 : Operating lease

The break-up of total minimum lease payments for operating lease due as on 31.03.2019, entered into by the group are as follows:

Particulars	₹ in crore	
	31.03.2019	31.03.2018
Not later than one year	81.25	80.61
Later than one year and not later than five years	128.20	116.27
Later than five years	35.39	34.71
Lease payment recognised in Statement of Profit and Loss	125.50	118.50

### Notes:

- 1 The Indian subsidiary have taken various residential and commercial premises under operating leases. Further, certain arrangements entered by the Indian subsidiary meet criteria specified in Appendix C of Ind AS 17 and are classified as embedded operating leases.
- 2 A minimum of once during the life of the agreement, the foreign subsidiaries railcar lease agreements require the foreign subsidiaries to maintain their leased railcars by abrasive blasting and subsequently painting the exterior. The agreements mature between 2019 and 2021, and the estimated remaining obligation as of March 31, 2019 to fulfill this requirement is ₹8.40 crore. ( as of 31st March 2018 ₹ 11.77 crore.)

## Nirma Limited - Consolidated

### Notes to the consolidated financial statements

#### Note 48

The following expenditures have been capitalised as part of fixed assets:

₹ in crore

Particulars	2018-19	2017-18
Employee cost	5.27	7.35
Power and fuel expenses	0.44	0.98
Finance Cost	75.41	35.42
Consultancy expenses	Nil	6.22
Other	2.03	6.58
<b>Total</b>	<b>83.15</b>	<b>56.55</b>

#### Note 49 : Gratuity and other post-employment benefit plans

The group operates post-employment and other long term employee benefits defined plans as follows:

##### I. Defined Contribution plan

Contribution to Defined Contribution Plan, recognised as expenses for the year are as under:

₹ in crore

Particulars	2018-19	2017-18
Employer's Contribution to Provident Fund	26.23	24.72
Employer's Contribution to Superannuation Fund	12.39	11.01

## Notes to the consolidated financial statements

### II. Defined Benefit Plan

The employee's gratuity fund scheme managed by a Trust is defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service to build up the final obligation. The obligation for leave encashment is recognised in the same manner as for gratuity.

Description	₹ in crore											
	31.03.2019				31.03.2018				1.4.2017			
	Gratuity* (India)	Leave Encashment (Unfunded) (India)	Death Retirement (Unfunded) (India)	Employee Benefits (Unfunded) (Foreign)	Gratuity (India)	Leave Encashment (Unfunded) (India)	Death Retirement (Unfunded) (India)	Employee Benefits (Unfunded) (Foreign)	Gratuity (India)	Leave Encashment (Unfunded) (India)	Death Retirement (Unfunded) (India)	Employee Benefits (Unfunded) (Foreign)
<b>A. Reconciliation of opening and closing balances of Defined Benefit obligation</b>												
a. Obligation as at the beginning of the year	123.07	34.84	3.97	32.08	113.56	31.72	3.91	27.75	113.56	31.72	3.91	27.75
b. Transfer in/(out) obligation	(0.21)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c. Current Service Cost	9.89	12.05	0.09	21.67	9.04	9.94	0.09	17.44	Nil	Nil	Nil	Nil
d. Past Service Cost	Nil	Nil	Nil	Nil	5.23	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e. Interest Cost	8.79	2.17	0.28	0.87	7.75	2.26	0.26	0.17	Nil	Nil	Nil	Nil
f. Actuarial Gain/(Loss)	4.59	5.67	0.04	(18.17)	(3.40)	5.15	0.07	(9.74)	Nil	Nil	Nil	Nil
g. Benefits Paid	(10.67)	(15.38)	(0.45)	(0.92)	(9.11)	(14.23)	(0.36)	(3.67)	Nil	Nil	Nil	Nil
h. Exchange rate difference	Nil	Nil	Nil	2.00	Nil	Nil	Nil	0.13	Nil	Nil	Nil	Nil
i. Obligation as at the end of the year	135.46	39.35	3.93	37.53	123.07	34.84	3.97	32.08	113.56	31.72	3.91	27.75
<b>B. Reconciliation of opening and closing balances of fair value of plan assets</b>												
a. Fair Value of Plan Assets as at the beginning of the year	72.45	Nil	Nil	Nil	68.58	Nil	Nil	Nil	68.58	Nil	Nil	Nil
Balance acquired on acquisition of subsidiary	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b. Transfer in/(out) obligation	(0.21)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c. Interest Income	4.49	Nil	Nil	Nil	3.91	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d. Expected return on Plan Assets	0.95	Nil	Nil	Nil	0.94	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e. Actuarial Gain/(Loss)	(0.15)	Nil	Nil	Nil	0.38	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f. Employer's Contributions	8.49	Nil	Nil	Nil	6.27	Nil	Nil	Nil	Nil	Nil	Nil	Nil
g. Benefits Paid	(9.74)	Nil	Nil	Nil	(7.63)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
h. Fair Value of Plan Assets as at the end of the year	76.28	Nil	Nil	Nil	72.45	Nil	Nil	Nil	68.58	Nil	Nil	Nil

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## Notes to the consolidated financial statements

₹ in crore

Description	31.03.2019				31.03.2018				1.4.2017			
	Gratuity*	Leave Encashment (Unfunded)	Death Retirement (Unfunded)	Employee Benefits (Unfunded)	Gratuity	Leave Encashment (Unfunded)	Death Retirement (Unfunded)	Employee Benefits (Unfunded)	Gratuity	Leave Encashment (Unfunded)	Death Retirement (Unfunded)	Employee Benefits (Unfunded)
	(India)	(India)	(India)	(Foreign)	(India)	(India)	(India)	(Foreign)	(India)	(India)	(India)	(Foreign)
<b>C. Reconciliation of fair value of assets and obligation</b>												
a. Fair Value of Plan Assets as at the end of the year	76.28	Nil	Nil	Nil	72.45	Nil	Nil	Nil	68.58	Nil	Nil	Nil
b. Present Value of Obligation as at the end of the year	(135.46)	(39.35)	Nil	(37.53)	(123.07)	(34.84)	Nil	(32.08)	(113.56)	(31.72)	Nil	(27.75)
c. Amount recognised in the Balance Sheet	(59.18)	(39.35)	Nil	(37.53)	(50.62)	(34.84)	Nil	(32.08)	(44.98)	(31.72)	Nil	(27.75)
<b>D. Investment Details of Plan Assets</b>												
a. Bank balance	10%	Nil	Nil	Nil	Nil	Nil	Nil	Nil	2%	Nil	Nil	Nil
b. Invested with Scheme of Insurance	90% to 100%	Nil	Nil	Nil	100%	Nil	Nil	Nil	98%	Nil	Nil	Nil
<b>E. Actuarial Assumptions</b>												
a. Discount Rate (per annum)	7.20% to 7.50%	7.50%	7.20%	2.35%	7.50% to 7.60%	7.50%	7.60%	2.85%	7.10% to 7.25%	7.25%	7.10%	1.01%
b. Estimated Rate of return on Plan Assets (per annum)	7.50% to 8.00%	Nil	8.00%	Nil	7.50% to 8.00%	Nil	8.00%	Nil	7.25% to 8.00%	Nil	8.00%	Nil
c. Rate of escalation in salary (per annum)	6.00% to 8.00%	6.00%	8.00%	4.00%	6.00% to 8.00%	6.00%	8.00%	4.00%	6.00% to 8.00%	6.00%	8.00%	4.00%

## Notes to the consolidated financial statements

### F. Expenses recognised during the year

Description	₹ in crore											
	31.03.2019				31.03.2018				1.4.2017			
	Gratuity* (India)	Leave Encashment (Unfunded) (India)	Death Retirement (Unfunded) (India)	Employee Benefits (Unfunded) (Foreign)	Gratuity (India)	Leave Encashment (Unfunded) (India)	Death Retirement (Unfunded) (India)	Employee Benefits (Unfunded) (Foreign)	Gratuity (India)	Leave Encashment (Unfunded) (India)	Death Retirement (Unfunded) (India)	Employee Benefits (Unfunded) (Foreign)
<b>Expense recognised during the year</b>												
(i) Current Service Cost	9.89	12.05	0.09	21.67	9.04	9.94	0.09	17.44	Nil	Nil	Nil	Nil
(ii) Interest Cost	8.79	2.17	0.28	0.87	7.75	2.26	0.26	0.17	Nil	Nil	Nil	Nil
(iii) Expected return on Plan Assets	(0.95)	Nil	Nil	Nil	(0.94)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
(iv) Actuarial (Gain)/Loss	4.44	5.67	0.04	(18.17)	(3.78)	5.15	0.07	(9.74)	Nil	Nil	Nil	Nil
(v) Expense recognised during the year	22.17	19.89	0.41	4.37	12.07	17.35	0.42	7.87	Nil	Nil	Nil	Nil

#### Notes:

- I. The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.
- II. The expected rate of return on plan assets is determined considering several applicable factors, mainly the composition of plan assets held, assessed risks, historical results of return on plan assets and the group's policy for management of plan assets, market prices prevailing on that date, applicable to the period over which the obligation is to be set.

### G. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

Particulars	31.03.2019									
	Increase					Decrease				
	Gratuity*	Leave Encashment (Unfunded)	Death Retirement (Unfunded)	Employee Benefits (Unfunded)	Gratuity	Leave Encashment (Unfunded)	Death Retirement (Unfunded)	Employee Benefits (Unfunded)	Gratuity	Employee Benefits (Unfunded)
	(India)	(India)	(India)	(Foreign)	(India)	(India)	(India)	(Foreign)	(India)	(Foreign)
Discount rate (0.5% to 1% movement)	(10.27)	(4.44)	(0.15)	1.35	(4.00)	0.16	(1.47)	(4.60)	0.16	(1.47)
Salary growth rate (0.5% to 1% movement)	(4.55)	(4.61)	0.06	(1.44)	(9.92)	(0.06)	1.34	(4.44)	(0.06)	1.34
Employee Turnover rate (1 % movement)	0.08	Nil	(0.06)	Nil	(0.08)	0.07	Nil	Nil	0.07	Nil
Mortality pre Retirement	Nil	Nil	(0.17)	Nil	Nil	0.18	Nil	Nil	0.18	Nil
	₹ in crore									
Particulars	31.03.2018									
	Increase					Decrease				
	Gratuity*	Leave Encashment (Unfunded)	Death Retirement (Unfunded)	Employee Benefits (Unfunded)	Gratuity	Leave Encashment (Unfunded)	Death Retirement (Unfunded)	Employee Benefits (Unfunded)	Gratuity	Employee Benefits (Unfunded)

  

Particulars	1.04.2017									
	Increase					Decrease				
	Gratuity*	Leave Encashment (Unfunded)	Death Retirement (Unfunded)	Employee Benefits (Unfunded)	Gratuity	Leave Encashment (Unfunded)	Death Retirement (Unfunded)	Employee Benefits (Unfunded)	Gratuity	Employee Benefits (Unfunded)
	(India)	(India)	(India)	(Foreign)	(India)	(India)	(India)	(Foreign)	(India)	(Foreign)
Discount rate (0.5% to 1% movement)	(6.56)	(3.29)	(0.16)	1.06	(0.26)	0.17	(1.14)	(2.92)	0.17	(1.14)
Salary growth rate (0.5% to 1% movement)	(0.74)	(2.92)	0.06	(1.12)	(6.26)	(0.06)	1.05	(3.29)	(0.06)	1.05
Employee Turnover rate (1 % movement)	Nil	Nil	(0.07)	Nil	Nil	0.07	Nil	Nil	0.07	Nil
Mortality pre Retirement	Nil	Nil	(0.18)	Nil	Nil	0.19	Nil	Nil	0.19	Nil
	₹ in crore									
Particulars	1.04.2017									
	Increase					Decrease				
	Gratuity*	Leave Encashment (Unfunded)	Death Retirement (Unfunded)	Employee Benefits (Unfunded)	Gratuity	Leave Encashment (Unfunded)	Death Retirement (Unfunded)	Employee Benefits (Unfunded)	Gratuity	Employee Benefits (Unfunded)

\*Partially Funded

Note:

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

## Notes to the consolidated financial statements

### Note 50 : Related party disclosures as per Ind AS 24

The names of related parties with relationship and transactions with them:

#### I. Relationship:

##### A. Promoters having Control over the group

Shri Karsanbhai K. Patel, Smt. Shantaben K. Patel, Shri Rakesh K. Patel and Shri Hiren K. Patel are directly and indirectly having control/ joint control over the parent company.

##### B. Entities over which Promoters exercise control

Sr. No.	Name of the entity
1	Nirma Credit and Capital Pvt. Ltd
2	Nirma Chemical Works Pvt. Ltd
3	Navin Overseas FZC, UAE
4	Aculife Healthcare Pvt. Ltd.
5	Niyogi Enterprise Private Limited (w.e.f. 22.1.2019)

##### C. Joint Venture

Name of the entity	Country	Nature of holding	Ownership interest held
Wardha Vaalley Coal Field Private Ltd.	India	Indirect	19.14%

##### D. Associate

Name of the entity	Country	Nature of holding	Ownership interest held
FRM Trona Fuels LLC	USA	Indirect	49%
Trona Exports Terminals LLC*	USA	Indirect	

\*Carrying value of investment is Nil

##### E. Entities over which Promoter has Significant Influence

Sr. No.	Name of the entity
1	Shree Rama Multi-Tech Ltd.
2	Nirma Education and Research Foundation
3	Manjar Discretionary Trust
4	Nirma University
5	S K Patel Family Trust

##### F. Key Management Personnel:

Particulars	Designation
<b>Executive Directors</b>	
Shri Hiren K. Patel	Managing Director
Shri Shailesh V. Sonara	Director (Environment and Safety)
<b>Non Executive Directors</b>	
Dr. Karsanbhai K. Patel	Chairman
Shri Rakesh K. Patel	Vice Chairman
Shri Pankaj R. Patel	Director
Shri Chinubhai R. Shah	Director (ceased w.e.f 6.6.2018 due to death)
Shri Kaushik N. Patel	Director
Shri Vijay R. Shah	Director
Smt. Purvi A. Pokhariyal	Director
<b>Other Key Management Personnel</b>	
Shri Manan Shah (w.e.f. 20.08.2018)	Chief Financial Officer
Shri Satish Shah (up to 20.8.2018)	Chief Financial Officer
Shri Paresh Sheth	Company Secretary

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## Notes to the consolidated financial statements

**G. Relatives of Key Management Personnel with whom transactions done during the said financial year :**

Dr. Karsanbhai K. Patel

Shri Rakesh K. Patel

Smt. Jyotsana N. Shah

**H. Relatives / Entities over which Directors have significant influence with whom transactions done during the said financial year:**

Smt. Toralben K. Patel

Kamlaben Trust

Sarvamangal Trust

Vimlaben Trust

Kaushikbhai Nandubhai Patel H.U.F

**I. Key Management Personnel compensation:**

Particulars	₹ in crore	
	2018-19	2017-18
Short-term employee benefits	4.64	3.75
Long Term Post-employment benefits	0.13	0.12
<b>Total compensation</b>	<b>4.77</b>	<b>3.87</b>

## Notes to the consolidated financial statements

### II. The following transactions were carried out with the related parties referred in above in the ordinary course of business (excluding reimbursement):

		₹ in crore		
A.	Entities over which promoters exercise control	31.03.2019	31.03.2018	1.4.2017
1	Sale of finished goods/ services	0.34	29.35	85.40
	Navin Overseas FZC, UAE	Nil	28.81	13.70
	Aculife Healthcare Pvt. Ltd.	0.34	0.41	0.87
	Nirma Chemical Works Pvt. Ltd	Nil	0.13	70.83
2	Purchase of materials	198.90	138.93	113.37
	Navin Overseas FZC, UAE	198.70	138.73	113.14
3	Redemption of Preference shares	Nil	Nil	10.00
	Nirma Chemical Works Pvt. Ltd	Nil	Nil	10.00
4	Repayment of non convertible debentures	Nil	Nil	45.00
	Nirma Chemical Works Pvt. Ltd	Nil	Nil	45.00
5	Interest expenses	Nil	11.56	60.61
	Nirma Credit and Capital Pvt. Ltd.	Nil	7.43	16.55
	Nirma Chemical Works Pvt. Ltd.	Nil	4.13	44.06
6	ICD - taken	Nil	20.00	1,028.93
	Nirma Credit and Capital Pvt. Ltd	Nil	Nil	378.77
	Nirma Chemical Works Pvt. Ltd.	Nil	20.00	650.16
7	ICD - repaid	Nil	566.58	926.12
	Nirma Chemical Works Pvt. Ltd	Nil	216.00	864.59
	Nirma Credit and Capital Pvt. Ltd	Nil	350.58	61.53
8	Royalty Income	0.11	0.14	0.72
	Aculife Healthcare Pvt. Ltd.	0.11	0.14	0.72
9	Rent paid	0.30	0.23	Nil
	Nirma Credit and Capital Pvt. Ltd	0.30	0.23	Nil
10	Rent Income	(₹ 9,032)	Nil	Nil
	Niyogi Enterprise Private Ltd.	(₹ 9,032)	Nil	Nil
11	Net closing balance - debit	0.16	6.22	4.34
12	Net closing balance - credit	6.43	0.05	525.78

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## Notes to the consolidated financial statements

₹ in crore

<b>B.</b>	<b>Joint Venture</b>	<b>31.03.2019</b>	31.03.2018	1.4.2017
	<b>Wardha Vaalley Coal Field Private Ltd.</b>			
1	Interest Income	<b>0.19</b>	0.18	Nil
2	Loans given	<b>Nil</b>	0.04	Nil
3	Net closing balance - debit	<b>1.48</b>	1.29	1.07

₹ in crore

<b>C.</b>	<b>Entities over which Promotor have Significant Influence</b>	<b>31.03.2019</b>	31.03.2018	1.4.2017
1	Sale of finished goods	<b>0.46</b>	1.32	3.82
	Nirma Education and Research Foundation	<b>Nil</b>	0.10	0.04
	Nirma University	<b>0.46</b>	1.22	3.78
2	Sale of materials	<b>0.18</b>	0.19	0.24
	Shree Rama Multi-Tech Limited	<b>0.18</b>	0.19	0.24
3	Sale of services	<b>Nil</b>	0.09	0.85
	Nirma Education and Research Foundation	<b>Nil</b>	0.09	0.85
4	Purchase of materials/Services	<b>0.15</b>	0.03	0.16
	Shree Rama Multi-Tech Limited	<b>0.15</b>	0.03	0.16
5	Rent Expense	<b>0.34</b>	0.32	0.27
	S K Patel Family Trust	<b>0.07</b>	0.05	Nil
	Manjar Discretionary Trust	<b>0.27</b>	0.27	0.27
6	Net closing balance - debit	<b>0.38</b>	0.41	1.86
7	Closing balance - Guarantee	<b>80.00</b>	80.00	80.00

₹ in crore

<b>D.</b>	<b>Key Management Personnel</b>	<b>31.03.2019</b>	31.03.2018	1.4.2017
1	Remuneration	<b>3.40</b>	3.42	3.82
	Shri Hiren K. Patel	<b>2.27</b>	2.29	2.78
	Shri Rajendra J. Joshipara (as Chief Financial Officer upto 09.11.2017)	<b>Nil</b>	0.36	0.57
	Shri Paresh Sheth	<b>0.46</b>	0.38	0.31
2	Loan - taken	<b>11.20</b>	18.26	261.68
	Shri Hiren K. Patel	<b>11.20</b>	18.26	261.68
3	Loan - repaid	<b>11.20</b>	236.50	150.81
	Shri Hiren K. Patel	<b>11.20</b>	236.50	150.81
4	Interest expenses	<b>0.40</b>	4.90	4.31
	Shri Hiren K. Patel	<b>0.40</b>	4.90	4.31
5	Perquisites	<b>1.38</b>	0.45	0.69
	Shri Hiren K. Patel	<b>1.38</b>	0.45	0.69
6	Net Closing balance - credit	<b>5.00</b>	5.00	223.24

## Notes to the consolidated financial statements

₹ in crore

<b>E.</b>	<b>Relatives of Key Management Personnel</b>	<b>31.03.2019</b>	31.03.2018	1.4.2017
1	Directors' fees	<b>0.02</b>	0.02	0.02
	Dr. Karsanbhai K. Patel	<b>0.01</b>	0.01	0.01
	Shri Rakesh K. Patel	<b>0.01</b>	0.01	0.01
2	Directors' Remuneration	<b>0.01</b>	0.01	0.02
	Dr. Karsanbhai K. Patel	<b>(₹ 43,001)</b>	(₹16,105)	0.01
	Shri Rakesh K. Patel	<b>(₹ 49,246)</b>	(₹34,141)	0.01
3	Interest expenses	<b>0.37</b>	5.49	4.39
	Shri Rakesh K. Patel	<b>0.37</b>	5.49	4.39
4	Interest on Non Convertible Debentures	<b>(₹ 24,471)</b>	Nil	Nil
	Smt. Jyotsana N. Shah	<b>(₹ 24,471)</b>	Nil	Nil
5	Loan - taken	<b>19.85</b>	32.60	258.10
	Shri Rakesh K. Patel	<b>19.85</b>	32.60	258.10
6	Loan - repaid	<b>19.85</b>	283.35	145.87
	Shri Rakesh K. Patel	<b>19.85</b>	283.35	145.87
7	Closing balance - credit	<b>5.11</b>	5.00	255.75

₹ in crore

<b>F.</b>	<b>Relatives / Entities over which Director have significant influence</b>	<b>31.03.2019</b>	31.03.2018	1.4.2017
1	Rent Expense	<b>0.24</b>	0.24	0.12
	Smt. Toralben K. Patel	<b>0.06</b>	0.06	0.05
	Kamlaben Trust	<b>0.03</b>	0.03	0.02
	Sarvamangal Trust	<b>0.06</b>	0.06	0.05
	Vimlaben Trust	<b>0.09</b>	0.09	Nil
2	Interest on Non Convertible Debentures	<b>0.04</b>	Nil	Nil
	Kaushikbhai Nandubhai Patel HUF	<b>0.02</b>	Nil	Nil
	Vimlaben Trust	<b>0.02</b>	Nil	Nil
3	Closing balance - credit	<b>1.06</b>	Nil	Nil

₹ in crore

<b>G.</b>	<b>Non-Executive Directors</b>	<b>31.03.2019</b>	31.03.2018	1.4.2017
1	Sitting Fees	<b>0.06</b>	0.04	0.05
	Shri Pankaj R. Patel	<b>(₹50,000)</b>	(₹50,000)	0.01
	Shri Rajendra D. Shah	<b>Nil</b>	Nil	(₹50,000)
	Shri Chinubhai R. Shah	<b>Nil</b>	0.01	0.01
	Shri Kaushik N. Patel	<b>0.01</b>	(₹50,000)	0.01
	Shri Vijay R. Shah	<b>0.02</b>	0.01	0.01
	Smt. Purvi A. Pokhariyal	<b>0.02</b>	0.01	0.01

### III. Terms and conditions

- A. The loans from key management personnel are long term in nature and interest is payable at rate of 8% per annum. Goods were sold to associates during the year based on the price lists in force and terms that would be available to third parties. All other transactions were made on normal commercial terms and conditions at market rates. All outstanding balances are unsecured and are repayable in cash.
- B. Disclosure is made in respect of transactions which are more than 10% of the total transactions of the same type with related parties during the year.

**Note 51 Financial instruments – Fair values and risk management**

**I. Accounting classification and fair values**

	Carrying amount				Fair value			Total
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	
<b>31.03.2019</b>								
<b>Financial assets measured at each reporting date</b>								
Mutual funds - Liquid funds	455.60			455.60	455.60			455.60
Listed equity instruments		16.54		16.54	16.54			16.54
Unquoted equity instruments		0.93		0.93			0.93	0.93
<b>Financial assets measured at amortised cost</b>								
Unquoted government securities			0.07	0.07				
Loans (non-current)			0.94	0.94				
Loans (current)			63.98	63.98				
Other non current financial assets			588.09	588.09				
Other current financial assets			171.01	171.01				
Trade receivables			1,387.16	1,387.16				
Cash and cash equivalents			319.88	319.88				
Other bank balances			589.05	589.05				
<b>Total Financial Assets</b>	<b>455.60</b>	<b>17.47</b>	<b>3,120.18</b>	<b>3,593.25</b>	<b>472.14</b>		<b>0.93</b>	<b>473.07</b>
<b>Financial liabilities measured at amortised cost</b>								
Non current borrowings			5,658.30	5,658.30				
Current borrowings			907.90	907.90				
Non current financial liabilities- Others			131.17	131.17				
Trade payables			1,424.50	1,424.50				
Other financial liabilities			3,258.66	3,258.66				
<b>Total Financial Liabilities</b>			<b>11,380.53</b>	<b>11,380.53</b>				

₹ in crore

**Notes to the consolidated financial statements**

	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	Total
31.03.2018								
<b>Financial assets measured at each reporting date</b>								
Mutual funds - Liquid funds	844.37			844.37	844.37			844.37
Listed equity instruments		38.72		38.72	38.72			38.72
Unquoted equity instruments		7.51		7.51			7.51	7.51
<b>Financial assets measured at amortised cost</b>								
Unquoted government securities			0.07	0.07				
Loans (non-current)			1.78	1.78				
Loans (current)			67.92	67.92				
Other non current financial assets			520.26	520.26				
Other current financial assets			185.58	185.58				
Trade receivables			1,309.11	1,309.11				
Cash and cash equivalents			231.44	231.44				
Other bank balances			547.63	547.63				
<b>Total Financial Assets</b>	844.37	46.23	2,863.79	3,754.39	883.09		7.51	890.60
<b>Financial liabilities measured at amortised cost</b>								
Non current borrowings			6,673.05	6,673.05				
Current borrowings			360.50	360.50				
Non current financial liabilities- Others			198.23	198.23				
Trade payables			1,261.31	1,261.31				
Other financial liabilities			3,307.62	3,307.62				
<b>Total Financial Liabilities</b>			11,800.71	11,800.71				

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## Notes to the consolidated financial statements

₹ in crore

	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	Total
<b>1.4.2017</b>								
<b>Financial assets measured at each reporting date</b>								
Mutual funds - Liquid funds	412.19			412.19	412.19			412.19
Listed equity instruments		47.33		47.33	47.33			47.33
Unquoted equity instruments		16.78		16.78			16.78	16.78
<b>Financial assets measured at amortised cost</b>								
Unquoted government securities			0.06	0.06				
Loans (non-current)			2.19	2.19				
Loans (current)			77.21	77.21				
Other non current financial assets			360.72	360.72				
Other current financial assets			231.97	231.97				
Trade receivables			1,260.03	1,260.03				
Cash and cash equivalents			733.63	733.63				
Other bank balances			25.60	25.60				
<b>Total Financial Assets</b>	412.19	64.11	2,691.41	3,167.71	459.52		16.78	476.30
<b>Financial liabilities measured at amortised cost</b>								
Non current borrowings			8,599.17	8,599.17				
Current borrowings			1,041.40	1,041.40				
Non current financial liabilities- Others			139.23	139.23				
Trade payables			1,267.51	1,267.51				
Other financial liabilities			822.47	822.47				
Derivative liability	0.08		Nil	0.08				
<b>Total Financial Liabilities</b>	0.08		11,869.78	11,869.86				

## Notes to the consolidated financial statements

### II. Fair value of financial assets and liabilities measure at amortised cost

₹ in crore

Particulars	31.03.2019		31.03.2018		1.4.2017	
	Carrying amount	Fair value	Carrying amount	Fair value	Carrying amount	Fair value
<b>Financial assets</b>						
<b>Investments</b>						
Loans (non-current)	0.93	0.93	1.78	1.78	2.19	2.19
Unquoted government securities	0.07	0.07	0.07	0.07	0.06	0.06
Other non current financial assets	588.09	588.09	520.26	520.26	360.72	360.72
<b>Total financial assets</b>	<b>589.09</b>	<b>589.09</b>	<b>522.11</b>	<b>522.11</b>	<b>362.97</b>	<b>362.97</b>
<b>Financial liabilities</b>						
Non current borrowings	5,658.30	5,658.30	6,673.05	6,673.05	8,599.17	8,599.17
Non current financial liabilities- Others	131.17	131.17	198.23	198.23	139.23	139.23
<b>Total financial liabilities</b>	<b>5,789.47</b>	<b>5,789.47</b>	<b>6,871.28</b>	<b>6,871.28</b>	<b>8,738.40</b>	<b>8,738.40</b>

Notes:

The following methods and assumptions were used to estimate the fair values:

- I. The carrying amounts of trade receivables, trade payables, cash and cash equivalents, other bank balance, other current financial liability, loans and other current assets are considered to be the same as their fair values, due to their short-term nature.
- II. The fair values for loans and security deposits were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.
- III. The fair values of non-current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 2 fair values in the fair value hierarchy due to the use of significant observable inputs, including own credit risk.

### III. Measurement of fair values

#### A. Valuation techniques and significant unobservable inputs

The following tables show the valuation techniques used in measuring Level 2 and Level 3 fair values, as well as the significant unobservable inputs used.

#### Financial Instruments measured at fair value.

Type	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
FVTOCI in unquoted equity shares	<b>Market comparison technique:</b> The valuation model is based on two approaches : <b>1. Asset approach</b> - seek to determine the business value based on the value of its assets. The aim is to determine the business value based on the fair market value of its assets less its liabilities. The asset approach is based on the economic principle of substitution which adopts the approach of cost to create another business similar to one under consideration that will produce the same economic benefits for its owners.	Comparable unobservable entity has been taken as a base for the valuation of unquoted equity shares	The estimated fair value would increase (decrease) if: There is a change in pricing multiple owing to change in earnings of the entity.
	<b>2. Market approach</b> - relies on signs from the real market place to determine what a business is worth. The market approach based valuation methods establish the business value in comparison to similar businesses. The methods rely on the pricing multiples which determine a relationship between the business economic performance, such as its revenues or profits, and its potential selling price. The valuation has been made considering the following weightage to the above approaches: Asset approach : 70% Market approach : 30%		

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## Notes to the consolidated financial statements

### B. Transfers between Levels 1 and 2

There is no transfer between Level 1 and Level 2 during the reporting periods

### C. Level 3 fair values

1. **Movements in the values of unquoted equity instruments for the period ended March 31, 2019 and March 31, 2018 is as below:**

₹ in crore	
Particulars	Equity Instruments
<b>As at 01.04.2017</b>	16.78
Gains/ (losses) recognised in other comprehensive income	(9.28)
<b>As at 31.03.2018</b>	<b>7.50</b>
Acquisitions/ (disposals)	<b>(13.50)</b>
Gains/ (losses) recognised in other comprehensive income	<b>(1.52)</b>
Gains/ (losses) recognised in statement of profit or loss	<b>8.45</b>
<b>As at 31.03.2019</b>	<b>0.93</b>

### 2. Sensitivity analysis

For the fair values of unquoted investments, reasonably possible changes at the reporting date to one of the significant observable inputs, holding other inputs constant, would have the following effects.

Significant observable inputs	31.03.2019		31.03.2018		1.4.2017	
	Other Comprehensive Income		Other Comprehensive Income		Other Comprehensive Income	
	Increase	Decrease	Increase	Decrease	Increase	Decrease
<b>Unquoted equity instruments measured through OCI</b>						
5% movement	<b>0.05</b>	<b>0.05</b>	0.38	0.38	0.84	0.84

### Note 52 : Financial risk management

The group has exposure to the following risks arising from financial instruments:

- Credit risk;
- Liquidity risk; and
- Market risk

#### I. Risk management framework

The group's board of directors has overall responsibility for the establishment and oversight of the group's risk management framework. The group manages market risk through a treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommends risk management objectives and policies, which are approved by Board of Directors. The activities of this department include management of cash resources, borrowing strategies, and ensuring compliance with market risk limits and policies.

The group's risk management policies are established to identify and analyse the risks faced by the group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the group's activities. The group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

## Notes to the consolidated financial statements

The audit committee oversees how management monitors compliance with the group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the group. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

### II. Credit risk

Credit risk is the risk of financial loss to the group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the group's receivables from customers and investments in debt securities.

The carrying amount of following financial assets represents the maximum credit exposure:

#### A. Trade receivables

Trade receivables of the group are typically unsecured, except to the extent of the security deposits received from the customers or financial guarantees provided by the market organizers in the cement business. Credit risk is managed through credit approvals and periodic monitoring of the creditworthiness of customers to which group grants credit terms in the normal course of business. The group performs ongoing credit evaluations of its customers' financial condition and monitors the creditworthiness of its customers to which it grants credit terms in the normal course of business. The allowance for impairment of Trade receivables is created to the extent and as and when required, based upon the expected collectability of accounts receivables. The group has no concentration of credit risk as the customer base is geographically distributed in India.

At March 31, 2019, the maximum exposure to credit risk for trade receivables by geographic region was as follows:

₹ in crore

Particulars	Carrying amount		
	31.03.2019	31.03.2018	1.4.2017
Domestic	985.32	948.39	891.15
Other regions	401.84	360.72	368.88
<b>Total</b>	<b>1,387.16</b>	1,309.11	1,260.03

#### A.1. Impairment

At March 31, 2019, the ageing of trade and other receivables that were not impaired was as follows.

₹ in crore

Particulars	Carrying amount								
	31.03.2019			31.03.2018			1.4.2017		
	Gross	Provision	Net	Gross	Provision	Net	Gross	Provision	Net
Neither past due nor impaired	632.90	Nil	632.90	546.07	Nil	546.07	198.99	Nil	198.99
Upto 30 days	420.41	Nil	420.41	372.94	Nil	372.94	727.67	0.69	726.98
Between 31-90 days	246.81	3.29	243.52	169.57	Nil	169.57	194.14	0.72	193.42
More than 90 days	162.98	72.65	90.33	287.99	67.46	220.53	197.28	56.64	140.64
<b>Total</b>	<b>1,463.10</b>	<b>75.94</b>	<b>1,387.16</b>	1,376.57	67.46	1,309.11	1,318.08	58.05	1,260.03
% of expected credit losses (More than 90 days)		5.19%			4.90%			4.40%	

Note :

The above receivables which are past due but not impaired are assessed on individual case to case basis and relate to a number of independent third party customers from whom there is no recent history of default. These financial assets were not impaired as there had not been a significant change in credit quality and the amounts were still considered recoverable based on the nature of the activity of the customer portfolio to which they belong and the type of customers. There are no other classes of financial assets that are past due but not impaired except for trade receivables as at 31.03.2019, 31.03.2018 and 1.4.2017.

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## Notes to the consolidated financial statements

### A.2. Movement in provision of doubtful debts

₹ in crore

Particulars	31.03.2019	31.03.2018
Opening provision	67.46	58.05
Additional provision made	9.55	9.41
Provision reversed	(1.07)	Nil
<b>Closing provision</b>	<b>75.94</b>	<b>67.46</b>

### III. Liquidity risk

Liquidity risk is the risk that the group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the group's reputation.

#### A. The group maintains the following lines of credit:

- (1) Cash credit facility of ₹ 907.90 crore (p.y. ₹356.11 crore, as on 1.4.2017, ₹383.16 crore) that is secured through book debts and stock. Interest would be payable at the rate of varying from 8% - 10% p.a. (p.y. 8% -10% p.a.).

#### B. The group had access to the following undrawn borrowing facilities at the end of the reporting period:

₹ in crore

Particulars	As at		
	31.03.2019	31.03.2018	1.4.2017
<b>Floating rate</b>			
<b>Fund Base</b>			
Expiring within one year (bank overdraft and other facilities)	795.36	1,329.89	2,241.84
<b>Non Fund Base</b>			
Expiring within one year (bank overdraft and other facilities)	290.84	450.36	1,347.19

#### C. Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted and include estimated interest payments and exclude the impact of netting agreements.

₹ in crore

As on 31.03.2019	Contractual cash flows					
	Carrying amount	Less than 12 months	1-2 years	3-5 years	More than 5 years	Total
<b>Non-derivative financial liabilities</b>						
Non current borrowings	5,765.02	387.50	1,501.20	3,008.62	2,456.33	7,353.65
Non current financial liabilities	131.17	Nil	52.77	Nil	78.40	131.17
Current financial liabilities	907.90	907.90	Nil	Nil	Nil	907.90
Trade and other payables	1,424.50	1,424.50	Nil	Nil	Nil	1,424.50
Other current financial liabilities	3,155.46	3,155.46	Nil	Nil	Nil	3,155.46

Includes interest payable

₹ in crore

As on 31.03.2018	Contractual cash flows					
	Carrying amount	Less than 12 months	1-2 years	3-5 years	More than 5 years	Total
<b>Non-derivative financial liabilities</b>						
Non current borrowings	6,673.05	508.42	2,952.75	3,872.62	1,508.58	8,842.37
Non current financial liabilities	198.23	Nil	50.98	Nil	147.25	198.23
Current financial liabilities	360.50	356.11	Nil	Nil	Nil	356.11
Trade and other payables	1,261.31	1,261.31	Nil	Nil	Nil	1,261.31
Other current financial liabilities	3,307.62	3,307.62	Nil	Nil	Nil	3,307.62

Includes interest payable

## Notes to the consolidated financial statements

₹ in crore

As on 1.4.2017	Contractual cash flows					Total
	Carrying amount	Less than 12 months	1-2 years	3-5 years	More than 5 years	
Non-derivative financial liabilities						
Non current borrowings	8,599.17	622.54	3,848.07	5,112.41	977.94	10,560.96
Non current financial liabilities	139.23	Nil	0.78	Nil	138.45	139.23
Current financial liabilities	1,041.40	1,041.40	Nil	Nil	Nil	1,041.40
Trade and other payables	1,267.51	1,267.51	Nil	Nil	Nil	1,267.51
Other current financial liabilities	822.47	822.47	Nil	Nil	Nil	822.47
Derivative financial liabilities						
Derivative contracts used for hedging						
- Inflow	0.08	0.08	Nil	Nil	Nil	0.08

Includes interest payable

### IV. Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the group's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long term debt. We are exposed to market risk primarily related to foreign exchange rate risk and the market value of our investments. Thus, our exposure to market risk is a function of investing and borrowing activities and revenue generating and operating activities in foreign currency. The objective of market risk management is to avoid excessive exposure in our foreign currency revenues and costs.

#### A. Currency risk

The functional currency of the group is Indian Rupee. The group is exposed to currency risk on account of payables and receivables in foreign currency. Since the average exports account only for 1.05% of total sales this is not perceived to be a major risk. The average imports account for 17.43% of total purchases. The group, as per its risk management policy, uses foreign exchange forward contracts to hedge foreign exchange exposure. The group has formulated policy to meet the currency risk.

Group does not use derivative financial instruments for trading or speculative purposes.

#### A.1. Foreign Currency Exposure

₹/FC in crore

Particulars	Currency	31.03.2019	31.03.2018	1.4.2017
a) Against export	USD	0.12	0.18	0.09
	INR	8.51	11.74	5.66
b) Against import (including capital import)	USD	1.78	0.17	0.12
	INR	13.00	11.48	8.21
	EURO	0.06	0.07	0.02
	INR	5.09	5.60	1.51
	YEN	Nil	0.18	Nil
	INR	Nil	0.11	Nil
c) Against reimbursement of expense	USD	(\$5,263)	(\$5,585)	(\$5,764)
	INR	0.04	0.04	0.03
	EURO	(9,888.02)	Nil	Nil
	INR	0.08	Nil	Nil
Net statement of financial exposure	USD	(1.66)	0.01	(0.03)
	INR	(4.45)	0.26	(2.55)
	EURO	(0.06)	(0.07)	(0.02)
	INR	(5.09)	(5.60)	(1.51)
	YEN	Nil	(0.18)	Nil
	INR	Nil	(0.11)	Nil

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## Notes to the consolidated financial statements

### A.2. Sensitivity

Profit or loss is sensitive to higher / lower interest expense from borrowings as a result of changes in interest rate:

₹ in crore

As on 31.03.2019	Impact on profit before tax	
	Increase	Decrease
Particulars		
Currency rates (5% increase/ decrease)		
USD	(0.22)	(0.22)
EURO	0.25	0.25
YEN	Nil	Nil

₹ in crore

As on 31.03.2018	Impact on profit before tax	
	Increase	Decrease
Particulars		
Currency rates (5% increase/ decrease)		
USD	0.01	0.01
EURO	0.28	0.28
YEN	0.01	0.01

₹ in crore

As on 1.4.2017	Impact on profit before tax	
	Increase	Decrease
Particulars		
Currency rates (5% increase/ decrease)		
USD	0.13	0.13
EURO	0.08	0.08

### B. Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates. The group adopts a policy to ensure that maximum interest rate exposure is at a fixed rate. This is achieved by entering into fixed-rate instruments.

#### B.1. Exposure to interest rate risk

The exposure of the group's borrowing to interest rate changes at the end of the reporting period are as follows:

₹ in crore

Particulars	31.03.2019	31.03.2018	1.4.2017
<b>Fixed-rate instruments</b>			
Financial assets	812.07	757.20	237.32
Financial liabilities	5,592.87	7,825.93	8,371.44
<b>Total</b>	<b>6,404.94</b>	<b>8,583.13</b>	<b>8,608.76</b>
<b>Variable-rate instruments</b>			
Financial liabilities	3,623.19	1,996.84	1,604.81
<b>Total</b>	<b>3,623.19</b>	<b>1,996.84</b>	<b>1,604.81</b>

## Notes to the consolidated financial statements

As at the end of the reporting period, the group had the following variable rate borrowings outstanding:

<b>As on 31.03.2019</b>	
Weighted average interest rate	<b>8.12%</b>
Balance	<b>3,623.19</b>
% of total loans	<b>39.31%</b>
<b>As on 31.03.2018</b>	
Weighted average interest rate	7.59%
Balance	1,996.84
% of total loans	20.33%
<b>As on 1.4.2017</b>	
Weighted average interest rate	9.45%
Balance	1,604.81
% of total loans	16.09%

### B.2. Sensitivity

Profit or loss is sensitive to higher / lower interest expense from borrowings as a result of changes in interest rates:

₹ in crore

<b>As on 31.03.2019</b>	<b>Impact on profit before tax</b>	
<b>Particulars</b>	<b>Decrease</b>	<b>Increase</b>
Interest rates (0.50% increase/ decrease)	<b>15.87</b>	<b>15.87</b>

₹ in crore

<b>As on 31.03.2018</b>	<b>Impact on profit before tax</b>	
<b>Particulars</b>	<b>Decrease</b>	<b>Increase</b>
Interest rates (0.50% increase/ decrease)	9.96	9.96

₹ in crore

<b>As on 1.4.2017</b>	<b>Impact on profit before tax</b>	
<b>Particulars</b>	<b>Decrease</b>	<b>Increase</b>
Interest rates (0.50% increase/ decrease)	7.51	7.51

### B.3. Fair value sensitivity analysis for fixed-rate instruments

The group does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss, and the group does not have any designate derivatives (interest rate swaps). Therefore, a change in interest rates at the reporting date would not affect profit or loss.

### C. Price risk

The group is exposed to price risk, which arises from investments in FVOCI equity securities and mutual funds designated as FVTPL instruments. The management monitors the proportion of equity securities in its investment portfolio based on market price of equity securities. Material investments within the portfolio are managed on an individual basis and all buy and sell decisions are duly approved. The primary goal is to maximise investment returns.

#### C.1. Sensitivity

The table below summarises the impact on account of changes in prices of FVOCI securities and mutual funds designated at FVTPL. The analysis below is based on the assumptions that the price

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has increased/decreased by 5% in case of quoted equity instruments and 1% in case of unquoted mutual funds with all the other variables held constant.

₹ in crore

As on 31.03.2019	Impact on profit before tax		Impact on other components of equity	
	Increase	Decrease	Increase	Decrease
Particulars				
Quoted Equity instruments (5% increase/ decrease)	Nil	Nil	0.83	0.83
Un-quoted Mutual Fund instruments (1% increase/ decrease)	4.55	4.55	Nil	Nil

₹ in crore

As on 31.03.2018	Impact on profit before tax		Impact on other components of equity	
	Increase	Decrease	Increase	Decrease
Particulars				
Quoted Equity instruments (5% increase/ decrease)	Nil	Nil	1.94	1.94
Un-quoted Mutual Fund instruments (1% increase/ decrease)	8.44	8.44	Nil	Nil

₹ in crore

As on 1.4.2017	Impact on profit before tax		Impact on other components of equity	
	Increase	Decrease	Increase	Decrease
Particulars				
Quoted Equity instruments (5% increase/ decrease)	Nil	Nil	2.37	2.37
Un-quoted Mutual Fund instruments (1% increase/ decrease)	4.12	4.12	Nil	Nil

### Note 53 : Capital Management

The group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

The group monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total liabilities, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity other than amounts accumulated in the hedging reserve.

The group's adjusted net debt to equity ratio is as follows:

₹ in crore

Particulars	As at		
	31.03.2019	31.03.2018	1.4.2017
Total liabilities	14,414.27	14,721.00	14,703.76
Less : Cash and bank balances	908.93	779.07	759.23
<b>Adjusted net debt</b>	<b>13,505.34</b>	13,941.93	13,944.53
Total equity	11,276.39	10,156.24	9,387.27
<b>Adjusted net debt to adjusted equity ratio</b>	<b>1.20</b>	1.37	1.49

### Note 54 : Earnings per share

[Number of shares]

Particulars	31-Mar-19	31-Mar-18
Issued equity shares	146,075,130	146,075,130
<b>Weighted average shares outstanding - Basic and Diluted - A</b>	<b>146,075,130</b>	146,075,130

## Notes to the consolidated financial statements

Net profit available to equity holders of the parent company used in the basic and diluted earnings per share was determined as follows:

₹ in crore

Particulars	31-Mar-19	* 31-Mar-18
Profit and loss after tax	993.72	788.09
<b>Profit and loss after tax for EPS - B</b>	<b>993.72</b>	788.09
Basic Earnings per share [B/A] [₹]	68.03	53.95
Diluted Earnings per share [B/A] [₹]	68.03	53.95

\* Refer Note No: 69 for Restated of Financials

The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year. The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effects of potential dilutive equity.

### Note 55

The Composite Scheme of Compromise and Arrangement between Core Healthcare Limited (CHL), the Demerged Company, its Lenders and Shareholders and Nirma Limited, the Resulting Company and its Shareholders (the Scheme) under Sections 78, 100, 391 to 394 of the Companies Act, 1956, has been sanctioned by Hon'ble High Court of Gujarat vide an Order dated 01.03.2007. The Scheme has become effective with effect from 07.03.2007. Three parties have filed appeals before the Division Bench of Hon'ble High Court of Gujarat. The Scheme is subject to the result of the said appeal. The demerged undertaking i.e. healthcare division has been transferred to Aculife Healthcare Private Ltd. from 01.10.2014

### Note 56

The Ministry of Environmental & Forests, the Government of India cancelled the Environment Clearance granted to the cement project at Mahuva, Gujarat. Pursuant to which, the company has filed an appeal before the National Green Tribunal (NGT). The company's appeal was allowed by NGT. Against this order of NGT, appeal was preferred before Hon'ble Supreme Court which is pending.

### Note 57 : Due to micro, small and medium enterprises

Under the Micro Small and Medium Enterprises Development Act, 2006, (MSMED) which came in to force from 02.10.2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with management, outstanding dues to the Micro and Small enterprise as defined in the MSMED Act, 2006 are disclosed as below:

₹ in crore

Sr. No.	Particulars	31.03.2019	31.03.2018	1.4.2017
i.	Principal amount remaining unpaid to any supplier as at the year end and Interest thereon.			
	Principal amount due to micro and small enterprises	6.12	6.00	5.72
	Interest due on above	0.13	0.22	Nil
ii.	Amount of interest paid by the Company in terms of section 16 of the MSMED, along with the amount of the payment made to the supplier beyond the appointed day during year.			
	Principal amount	60.76	0.78	0.07
	Interest due on above	Nil	0.01	Nil
iii.	Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED.	0.86	0.22	0.07
iv.	Amount of interest accrued and remaining unpaid at the end of accounting year.	0.99	0.23	0.25

# Nirma Limited - Consolidated

## Notes to the consolidated financial statements

### Note 58

The Parent company has decapitalised property, plant & equipment having written down value of ₹ 35.40 crore due to damage. The parent company has insurance cover for the damage. It is probable that insurance claim will get settled. Income towards insurance claim will be recognised when receipt of the insurance claim becomes virtually certain.

### Note 59

On 30th April, 2019, the Parent company has sold 70% stake in its wholly owned subsidiary Nuvoco Vistas Corporation Limited to Niyogi Enterprise Private Limited.

### Note 60 : Hedge Accounting

Indian subsidiary performs hedging on its forecasted / firm foreign currency exposure in respect of import of goods and services from time to time on in 12 months rolling basis. The group uses mainly forward exchange contracts to hedge its currency risk. Hedging instruments are denominated in the same currency in which currency the imports are made. Maturity of hedging instruments are mainly less than 12 months.

The foreign exchange forward contract balances vary with the level of expected foreign currency transactions and changes in foreign exchange forward rates.

₹ in crore

Particulars	31.03.2019		31.03.2018		1.04.2017	
	Assets	Liabilities	Assets	Liabilities	Assets	Liabilities
Fair value of foreign currency forward contracts designated as hedging instruments	Nil	Nil	Nil	Nil	Nil	0.08

There are no forward contracts outstanding as at 31 March 2018. The cash flow hedges of the firm commitments during the year ended 31 March 2017 were assessed to be highly effective.

### Note 61 :Other Disclosures

₹ in crore

Particulars	2018-19	2017-18
<b>I. Payment to Auditors</b>		
<b>A. Statutory Auditors</b>		
(1) For Statutory Audit	3.54	2.13
(2) For Tax Audit	0.11	0.10
(3) For Limited Review	0.30	0.25
(4) For Taxation Matters	1.69	1.08
(5) Out of pocket expenses	0.01	0.07
<b>Total</b>	<b>5.65</b>	<b>3.63</b>
<b>B. Cost Auditors</b>		
Audit Fee	0.08	0.06
<b>Total</b>	<b>0.08</b>	<b>0.06</b>

### Note 62

The Parent company has proposed to demerge its Cement manufacturing undertaking of parent company and merge it with Nuvoco Vistas Corporation Limited ("Nuvoco") having its registered office in Mumbai in the state of Maharashtra, in pursuance of Section 230 to 232 and other applicable provisions of the Companies Act, 2013, subject to requisite approvals. The Board of Directors of the company has approved the draft scheme of arrangement at its meeting held on 29th April, 2019 with an appointed date of 1st June, 2019, subject to requisite approvals. The company will file the scheme before National Company Law Tribunal, Ahmedabad in the due course. The necessary accounting effect will be given on the sanction of the scheme by appropriate authorities.

## Notes to the consolidated financial statements

### Note 63

Indian subsidiary had installed a Fly Ash classifier at its Mejia Cement Plant in earlier years and has a claim of ₹12.22 crore (as at 31.03.2018 ₹12.22 crore, as at 1.4.2017 ₹12.22 crore) on Damodar Valley Corporation (DVC) towards their share of the capital expenditure on such Fly Ash classifier in terms of the agreement, which along with certain operational settlements are currently under discussion with DVC. Pending resolution on the matters, the Indian subsidiary has not recognized the above claims in its books. Further, the management is confident that the use of the Fly Ash classifier and operational settlements shall be amicably resolved with the party.

### Note 64 : Netting Off Disclosure

Offsetting financial assets and financial liabilities:

₹ in crore

Particulars	31.03.2019		
	Effects of offsetting on balance sheet		
	Gross Amounts	Gross amount net off in balance sheet	Net amounts presented in financial statements
<b>Financial assets</b>			
Trade receivables	1,387.36	(0.20)	1,387.16
<b>Total</b>	<b>1,387.36</b>	<b>(0.20)</b>	<b>1,387.16</b>

₹ in crore

Particulars	31.03.2018		
	Effects of offsetting on balance sheet		
	Gross Amounts	Gross amount net off in balance sheet	Net amounts presented in financial statements
<b>Financial assets</b>			
Trade receivables	1,309.59	(0.48)	1,309.11
<b>Total</b>	<b>1,309.59</b>	<b>(0.48)</b>	<b>1,309.11</b>

₹ in crore

Particulars	1.4.2017		
	Effects of offsetting on balance sheet		
	Gross Amounts	Gross amount net off in balance sheet	Net amounts presented in financial statements
<b>Financial assets</b>			
Trade receivables	1,260.28	(0.25)	1,260.03
<b>Total</b>	<b>1,260.28</b>	<b>(0.25)</b>	<b>1,260.03</b>
<b>Financial Liabilities</b>			
Derivative Liabilities	0.08	Nil	0.08
<b>Total</b>	<b>0.08</b>	<b>Nil</b>	<b>0.08</b>

Note:

Offsetting arrangements - CFA agents

The group engages the services of CFA agents for selling the cement. As per the terms of the agreement, group has a right to offset balances with CFA against debtors balances if debtor has not paid for a period of 90 days. Hence such amounts have been offset in the balance sheet.

**Note 65 Disclosures as required by Indian Accounting Standard (Ind AS) 37 - Provisions**

Particulars	Mines reclamation expense		Dealer discount provisions		Indirect taxes & litigation	
	31.03.2019	31.03.2018	31.03.2019	31.03.2018	31.03.2019	31.03.2018
<b>Carrying amount at the beginning of the year #</b>	31.08	25.48	91.21	64.81	186.86	194.95
Additional provision made during the year	2.89	6.84	81.73	77.93	11.56	10.29
Amounts used during the year	(1.89)	(1.24)	(66.33)	(50.91)	(0.70)	(1.24)
Amounts written back during the year	Nil	Nil	Nil	(0.62)	(17.92)	(17.14)
<b>Carrying amount at the end of the year #</b>	32.08	31.08	106.61	91.21	179.80	186.86
Particulars	Provision for contractor's charges		Provision for decommissioning obligations		Provision for environment clean up expenses	
	31.03.2019	31.03.2018	31.03.2019	31.03.2018	31.03.2019	31.03.2018
<b>Carrying amount at the beginning of the year #</b>	25.84	23.24	1.78	1.71	17.67	18.40
Currency Translation	Nil	Nil	0.11	Nil	Nil	0.05
Additional provision made during the year	2.33	2.60	0.11	0.07	1.12	Nil
Amounts used during the year	Nil	Nil	Nil	Nil	Nil	(0.78)
<b>Carrying amount at the end of the year #</b>	28.17	25.84	2.00	1.78	18.79	17.67
Particulars	Provision for RPO Obligation		Income Tax Litigation			
	31.03.2019	31.03.2018	31.03.2019	31.03.2018	01.04.2017	01.04.2017
<b>Carrying amount at the beginning of the year #</b>	21.54	Nil	330.00	330.00	330.00	330.00
Additional provision made during the year	6.49	21.54	Nil	Nil	Nil	Nil
Amounts used during the year	(1.06)	Nil	Nil	Nil	Nil	Nil
<b>Carrying amount at the end of the year #</b>	26.97	21.54	330.00	330.00	330.00	330.00

# this includes current and non-current portion.

## Notes to the consolidated financial statements

### Note 66 : Interests in other entities

The Consolidated Financial Statements present the Consolidated Accounts of Nirma Limited with its following Subsidiaries, Joint Venture and Associate

#### A. Subsidiaries

Name of business	Place of Business / incorporation	Ownership interests held by group			Principal activities
		31.03.2019	31.03.2018	1.4.2017	
Karnavati Holdings Inc.	USA	100%	100%	100%	Wholly owned subsidiary (WOS) of Nirma Ltd. It does not have any operations of its own.
Searles Valley Minerals Inc.(SVM)	USA	100%	100%	100%	It is engaged in the business of mining and manufacturing of Soda ash, boron minerals and salts.
Searles Domestic Water Company LLC	USA	100%	100%	100%	It is engaged in the production of portable water which is majorly consumed captively by SVM for the production of soda ash.
Trona Railway Company LLC	USA	100%	100%	100%	It is engaged in the business of providing railway transportation services for SVM's products.
Searles Valley Minerals Europe	France	100%	100%	100%	It is engaged in the business of selling SVM's products in the European markets.
Nuvoco Vistas Corporation Ltd.	India	100%	100%	100%	It is engaged in the business of trading and manufacturing of cement, clinker and aggregates.
Rima Eastern Cement Ltd.(Strike off w.e.f 5.12.2018.)	India	-	100%	100%	It is engaged in the business of trading and manufacturing of cement, clinker and aggregates.

#### B. Associate

##### (i) Interest in Associate

Name of business	Place of Business / incorporation	Ownership interests held by group			Principal activities
		31.03.2019	31.03.2018	1.4.2017	
FRM Trona Fuels LLC	USA	49%	49%	49%	It is engaged in the business of fuel treatment

##### (ii) Commitments & contingent liabilities

There is no commitment or contingent liabilities as on the reporting date.

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## Notes to the consolidated financial statements

### (iii) Summarised financial information

Particulars	₹ in crore		
	31.3.2019	31.3.2018	1.4.2017
<b>Current Assets</b>			
Cash & cash equivalents	0.27	0.20	0.07
Other Assets	1.81	1.86	0.53
<b>Non Current Assets</b>			
Tangible assets	3.76	4.14	6.15
<b>Current Liabilities</b>			
Financial liabilities (excluding trade payables)	1.64	1.58	1.79

### (iv) Reconciliation to carrying amount

Particulars	₹ in crore		
	31.12.2019	31.12.2018	31.12.2017
Net assets	4.20	4.62	4.96
Group's share in %	49%	49%	49%
Group's share in ₹	2.06	2.26	2.43
<b>Carrying amount of investment</b>	<b>2.06</b>	2.26	2.43

### (v) Summarised performance

Particulars	₹ in crore	
	31.3.2019	31.3.2018
Revenue	169.09	159.19
Cost of goods sold	(168.67)	(158.82)
Other expenses	(4.46)	(3.69)
Profit/ (Loss) for the year	(4.04)	(3.32)
Group's share in %	49%	49%
Group's share in ₹	(1.98)	(1.63)

## C. Joint Venture

### (i) Interest in Joint Venture

Name of business	Place of Business / incorporation	Ownership interests held by group			Principal activities
		31.03.2019	31.03.2018	1.4.2017	
Wardha Vaalley Coal Field Pvt. Ltd.	India	19.14%	19.14%	19.14%	It is engaged in the business to explore, prospect, develop / exploit, mine, beneficiate coal from coal block

## Notes to the consolidated financial statements

### (ii) Summarised Financial Information

		₹ in crore
Particulars		31.03.2019
<b>Assets</b>		
Cash & cash equivalents		0.11
Other Assets		Nil
<b>Current Liabilities</b>		
Financial liabilities (excluding trade payables)		0.38
Other liabilities		0.24

### (iii) Summarised performance

		₹ in crore
Particulars		31.03.2019
Revenue		0.04
Expenses		(0.40)
Profit/ (Loss) for the year		(0.36)
% of share		19.14%
Profit/ (Loss) for the year		(0.07)

#### Note 67 : Basis of consolidation

The consolidated financial statements relate to Nirma Limited (the Company), its subsidiary companies and associate companies. The Company, its subsidiaries, Joint Controlled entity and associate companies constitute the Group.

#### I. The Subsidiary companies considered in the consolidated financial statements are as under:

Sr. No.	Name of the subsidiaries	Country of incorporation	Proportion of ownership interest
1	Nuvoco Vistas Corporation Ltd.	India	100%
2	Rima Eastern Cement Ltd. (Strike off w.e.f. 5.12.2018)	India	-
3	Karnavati Holdings Inc.	USA	100%
4	Searles Valley Minerals Inc.	USA	100%
5	Searles Valley Minerals Europe	France	100%
6	Searles Domestic Water Company LLC	USA	100%
7	Trona Railway Company LLC	USA	100%

#### II. The significant associate companies considered in the consolidated financial statements are as under:

Sr. No.	Name of the subsidiaries	Country of incorporation	Proportion of ownership interest
1	FRM Trona Fuels LLC	USA	49%

#### III. The significant joint venture companies considered in the consolidated financial statements are as under:

Sr. No.	Name of the subsidiaries	Country of incorporation	Proportion of ownership interest
1	Wardhaa Vaalley Coal Field Pvt. Ltd.	India	19.14%

# Nirma Limited - Consolidated

## Notes to the consolidated financial statements

### IV. Disclosure mandated by Schedule III of Companies Act, 2013 by way of additional information:

Name of the entities	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income									
	As % of consolidated net assets		As % of consolidated net profit		As % of consolidated other comprehensive income		As % of consolidated net profit total comprehensive income									
	As at 31.03.2019	As at 31.03.2018	As at 31.03.2019	As at 31.03.2018	As at 31.03.2019	As at 31.03.2018	As at 31.03.2019	As at 31.03.2018								
<b>Parent:</b>																
Nirma Limited	46.83%	45.72%	5,281.03	4,643.49	62.54%	53.24%	621.43	419.60	12.72%	287.87%	16.11	(12.84)	56.92%	45.47%	637.54	406.76
<b>Subsidiaries:</b>																
Nuvoco Vistas Corporation Ltd.	37.80%	40.54%	4,262.41	4,117.27	12.64%	20.06%	125.59	158.12	-1.23%	-23.54%	(1.55)	1.05	11.07%	17.79%	124.04	159.17
Rima Eastern Cement Ltd. (Strike off w.e.f. 5.12.2018)	0.00%	0.00%	Nil	Nil	0.00%	-0.01%	Nil	(0.05)	0.00%	0.00%	Nil	Nil	0.00%	-0.01%	Nil	(0.05)
Kamavati Holdings Inc.	21.65%	19.68%	2,441.17	1,998.54	20.05%	30.13%	199.25	237.48	39.48%	-61.43%	49.91	2.75	22.24%	26.85%	249.16	240.23
Searles Valley Minerals Inc.	14.24%	12.73%	1,605.45	1,293.10	24.91%	30.53%	247.49	240.64	11.36%	-31.84%	14.36	0.30	23.38%	39.46%	261.85	240.94
Searles Valley Minerals Europe	0.03%	0.04%	3.46	4.00	-0.08%	-0.03%	(0.75)	(0.23)	-0.06%	-0.22%	(0.08)	0.01	-0.07%	-0.02%	(0.83)	(0.22)
Searles Domestic Water Company LLC	0.06%	0.05%	6.27	5.26	0.07%	0.11%	0.68	0.86	0.09%	-0.22%	0.11	0.01	0.07%	0.10%	0.79	0.87
Trona Railway Company LLC	4.27%	4.26%	481.75	433.11	2.15%	2.73%	21.38	21.53	7.23%	-13.45%	9.14	0.60	2.72%	2.47%	30.52	22.13
<b>Associate:</b>																
<b>Foreign</b>																
FRM Trona LLC	0.02%	0.02%	2.06	2.26	-0.20%	-0.21%	(1.98)	(1.63)	0.00%	0.00%	Nil	Nil	-0.18%	-0.18%	(1.98)	(1.63)
<b>Joint Venture:</b>																
Wardha Vaalley Coal Field Pvt. Ltd.	0.00%	0.00%	(0.51)	(0.44)	Nil	Nil	(0.07)	(0.07)	0.00%	0.00%	Nil	Nil	-0.01%	0.00%	(0.07)	(0.07)
<b>Intercompany elimination and consolidation adjustments</b>	-24.90%	-23.05%	(2,806.70)	(2,340.35)	-22.08%	-36.57%	(219.30)	(288.16)	30.40%	-57.17%	38.43	2.53	-16.14%	-31.93%	(180.87)	(285.63)
<b>Grand Total</b>	<b>100.00%</b>	<b>100.00%</b>	<b>11,276.39</b>	<b>10,156.24</b>	<b>100.00%</b>	<b>100.00%</b>	<b>993.72</b>	<b>788.09</b>	<b>100.00%</b>	<b>100.00%</b>	<b>126.43</b>	<b>(5.59)</b>	<b>100.00%</b>	<b>100.00%</b>	<b>1,120.15</b>	<b>782.50</b>

₹ in crore

## Notes to the consolidated financial statements

### Note 68 : SEGMENT INFORMATION

#### (A) Description of segments and principal activities

The Group's management, consisting of the managing director, the chief financial officer and the manager for corporate planning, monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment and has identified three reportable segments of its business. Management monitors the performance of respective segments separately.

1. **Cement** - Group manufactures cement including ready mix concrete and clinker. This part of the business is seen as a potential growth segment which is expected to materially contribute to Group's revenue in the future.
2. **Soaps and surfactants** - Group manufactures various products like detergents, toilet soaps and its ingredients.
3. **Processed minerals** - Group manufactures inorganic chemicals.
4. **Others** - All the segments other than segments identified above are collectively included in this segment. These are not reportable operating segments, as they are not separately included in the reports provided by the management. The results of these operations are included in the 'Others' column.

**(B) Segment Revenue, Results, Assets and Liabilities include the respective amounts identifiable to each of the segment and amounts allocated on a reasonable basis.**

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## Notes to the consolidated financial statements

₹ in crore

### (C) Information about Primary Business Segment as at and for the year ended on 31st March, 2019 and 31st March, 2018

Particulars	Cement		Soaps & Surfactants		Processed Minerals		Other Businesses		Unallocated		Grand Total	
	2018-2019	2017-2018**	2018-2019	2017-2018**	2018-2019	2017-2018**	2018-2019	2017-2018**	2018-2019	2017-2018**	2018-2019	2017-2018**
<b>Segment revenue</b>												
External	6,967.18	6,787.47	5,230.40	4,898.97	2,742.67	2,417.64	394.33	375.93	Nil	Nil	15,334.58	14,480.01
Inter segment (*)	8.94	12.18	Nil	Nil	Nil	Nil	3.18	2.06	Nil	Nil	12.12	14.24
<b>Total revenue</b>	<b>6,967.18</b>	<b>6,787.47</b>	<b>5,230.40</b>	<b>4,898.97</b>	<b>2,742.67</b>	<b>2,417.64</b>	<b>394.33</b>	<b>375.93</b>	<b>Nil</b>	<b>Nil</b>	<b>15,334.58</b>	<b>14,480.01</b>
<b>Segment Result</b>												
Segment result	451.74	625.71	1273.32	949.63	271.80	167.29	73.79	66.63	Nil	Nil	2,070.65	1,809.26
Unallocated expenditure net of unallocated income	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	78.80	66.63	78.80	66.63
Interest expenses	358.94	394.94	15.38	16.44	2.85	7.38	1.29	0.05	409.10	432.08	787.56	850.89
Interest income	18.91	10.34	6.15	5.67	12.37	0.73	0.01	0.01	23.03	38.36	60.47	55.11
<b>Profit/(loss) before share of net profits of investments accounted for using equity method, exceptional items and tax</b>	<b>111.71</b>	<b>241.11</b>	<b>1,264.09</b>	<b>938.86</b>	<b>281.32</b>	<b>160.64</b>	<b>72.51</b>	<b>66.59</b>	<b>(464.87)</b>	<b>(460.35)</b>	<b>1,264.76</b>	<b>946.85</b>
Share of profits/(loss) in associate /Joint Venture	Nil	Nil	Nil	Nil	(1.98)	(1.63)	Nil	Nil	Nil	Nil	(1.98)	(1.63)
<b>Profit/(loss) exceptional items and tax</b>	<b>111.71</b>	<b>241.11</b>	<b>1,264.09</b>	<b>938.86</b>	<b>279.34</b>	<b>159.01</b>	<b>72.51</b>	<b>66.59</b>	<b>(464.87)</b>	<b>(460.35)</b>	<b>1,262.78</b>	<b>945.22</b>
Exceptional items	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Profit before tax</b>	<b>111.71</b>	<b>241.11</b>	<b>1,264.09</b>	<b>938.86</b>	<b>279.34</b>	<b>159.01</b>	<b>72.51</b>	<b>66.59</b>	<b>(464.87)</b>	<b>(460.35)</b>	<b>1,262.78</b>	<b>945.22</b>
<b>Tax Expenses</b>												
- Current tax	64.21	77.08	Nil	Nil	6.19	19.56	Nil	Nil	188.00	124.00	258.40	220.64
- Mat credit utilised/ (Entitlement)	(9.40)	(11.29)	Nil	Nil	Nil	Nil	Nil	Nil	61.00	(42.75)	51.60	(54.04)
- Deferred tax	3.22	46.17	Nil	Nil	13.71	(83.43)	Nil	Nil	(37.90)	118.57	(20.97)	81.31
- Tax expense relating to prior years	(19.98)	(44.38)	Nil	Nil	Nil	Nil	Nil	Nil	0.01	(4.81)	(19.97)	(49.19)
- Mat credit Entitlement related to earlier years	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	(41.59)	Nil	(41.59)
<b>Profit / ( Loss ) for the Year</b>	<b>73.66</b>	<b>173.53</b>	<b>1264.09</b>	<b>938.86</b>	<b>259.44</b>	<b>222.88</b>	<b>72.51</b>	<b>66.59</b>	<b>(675.98)</b>	<b>(613.77)</b>	<b>993.72</b>	<b>788.09</b>
<b>Net Profit</b>	<b>73.66</b>	<b>173.53</b>	<b>1264.09</b>	<b>938.86</b>	<b>259.44</b>	<b>222.88</b>	<b>72.51</b>	<b>66.59</b>	<b>(675.98)</b>	<b>(613.77)</b>	<b>993.72</b>	<b>788.09</b>
<b>Other information</b>												
Segment assets	17,117.51	17,178.62	5,098.01	4,527.35	3,080.54	2,687.64	274.73	278.36	117.81	203.01	25,688.60	24,874.98
Investment in Associate /Joint Venture	Nil	Nil	Nil	Nil	2.06	2.26	Nil	Nil	Nil	Nil	2.06	2.26
Segment liabilities	6,964.82	7,190.48	761.46	643.96	708.22	696.72	12.64	13.04	5,967.13	6,176.80	14,414.27	14,721.00
Capital expenditure	681.68	215.23	831.52	611.78	264.90	270.80	18.74	43.02	3.56	4.90	1,800.40	1,145.73
Depreciation and amortisation	485.11	475.00	235.40	341.17	111.95	106.12	21.05	19.68	2.73	4.27	856.24	946.24
Non-cash expenses other than depreciation and amortisation	12.76	11.79	41.53	3.83	0.19	Nil	Nil	Nil	Nil	Nil	54.48	15.62

## Notes to the consolidated financial statements

### Summary of Segment Assets and Liabilities as at 1st April, 2017 \*\*

Particulars	Cement	Soaps & Surfactants	Processed Minerals	Other Businesses	Unallocated	Grand Total
Segment assets	16,880.48	4,237.45	2,457.43	267.97	245.27	24,088.60
Investment in Associate /Joint Venture	Nil	Nil	2.43	Nil	Nil	2.43
Segment liabilities	7,067.25	587.49	684.42	9.92	6,354.68	14,703.76

\* Total Revenue is after elimination of inter segment turnover of ₹ 12.12 Crore. (Previous Year ₹ 14.24 Crore )

\*\* Refer Note No.69 for restatement of Financials.

### (D) Information about secondary geographic segment

Particulars	India		USA		Rest of the world		Total	
	2018-2019	2017-2018 #	2018-2019	2017-2018 #	2018-2019	2017-2018 #	2018-2019	2017-2018 #
	₹ in crore							
<b>Revenue*</b>								
External	12,503.31	11,888.07	1,279.22	1,206.62	1,552.05	1,385.32	15,334.58	14,480.01
Inter segment	0.28	0.61	Nil	Nil	Nil	Nil	0.28	0.61
<b>Total revenue</b>	<b>12,503.31</b>	<b>11,888.07</b>	<b>1,279.22</b>	<b>1,206.62</b>	<b>1,552.05</b>	<b>1,385.32</b>	<b>15,334.58</b>	<b>14,480.01</b>
<b>Other information**</b>								
Carrying cost of segment non current assets@	18,214.00	17,511.21	1,483.33	1,262.31	Nil	Nil	19,697.33	18,773.52
Carrying cost of Segment Assets	22,608.30	22,177.82	3,082.36	2,699.42	Nil	Nil	25,690.66	24,877.24
Addition to Property, Plant & Equipment including intangible Assets	1,535.50	874.93	264.90	270.80	Nil	Nil	1,800.40	1,145.73

## Nirma Limited - Consolidated

### Notes to the consolidated financial statements

#### Summary of Segment Assets and Liabilities as at 1st April, 2017 #

₹ in crore

Particulars	India	USA	Rest of the world	Grand Total
<b>Other information**</b>				
Carrying cost of segment non current assets@	17,435.02	1,094.99	Nil	18,530.01
Carrying cost of Segment Assets	21,633.11	2,457.92	Nil	24,091.03

\* Based on location of Customers

\*\* Based on location of Assets

@ Excluding Financial Assets, Investments accounted for using equity method and deferred tax asset

# Refer Note No.69 for restatement of Financials.

**(E) None of the entity's external customers account for 10 per cent or more of an entity's revenue.**

## Notes to the consolidated financial statements

Note - 69 (I) : Restated Consolidated Financial Statements for the year ended 31st March, 2018

### CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2018

₹ in crore

Particulars		Reported As at 31.03.2018	Reclassification	Restatement	Restated As at 31.03.2018
<b>I</b>	<b>ASSETS</b>				
<b>1</b>	<b>Non Current Assets</b>				
	(a) Property, Plant and Equipment	9,874.78			9,874.78
	(b) Capital work-in-progress	868.73	(0.01)		868.72
	(c) Investment Property	11.65			11.65
	(d) Goodwill	6,527.68			6,527.68
	(e) Other Intangible assets	1,354.62			1,354.62
	(f) Intangible assets under development	3.16			3.16
	(g) Investment in associate & joint venture	2.26			2.26
	(h) Financial assets				
	(i) Investments	46.30			46.30
	(ii) Loans	1.57	0.21		1.78
	(iii) Other financial assets	518.30	1.96		520.26
	(i) Income tax Assets (Net)	Nil	159.79		159.79
	(j) Other non current assets	292.91	(160.00)		132.91
	<b>Total non current assets</b>	<b>19,501.96</b>	<b>1.95</b>		<b>19,503.91</b>
<b>2</b>	<b>Current Assets</b>				
	(a) Inventories	1,929.53			1,929.53
	(b) Financial assets				
	(i) Investments	844.37			844.37
	(ii) Trade receivables	1,309.11			1,309.11
	(iii) Cash and cash equivalents	227.05	4.39		231.44
	(iv) Bank balances other than (iii) above	547.63			547.63
	(v) Loans	67.92			67.92
	(vi) Other financial assets	151.46	34.12		185.58
	(c) Other current assets	237.43	(36.08)		201.35
	(d) Current tax Assets (Net)	Nil	56.40		56.40
	<b>Total current assets</b>	<b>5,314.50</b>	<b>58.83</b>		<b>5,373.33</b>
	<b>TOTAL ASSETS</b>	<b>24,816.46</b>	<b>60.78</b>		<b>24,877.24</b>
<b>II</b>	<b>EQUITY AND LIABILITIES</b>				
	<b>EQUITY</b>				
	(a) Equity share capital	73.04			73.04
	(b) Other equity	10,223.08		(139.88)	10,083.20
	<b>Total Equity</b>	<b>10,296.12</b>		<b>(139.88)</b>	<b>10,156.24</b>
	<b>LIABILITIES</b>				
<b>1</b>	<b>Non Current Liabilities</b>				
	(a) Financial liabilities				
	(i) Borrowings	6,673.05			6,673.05
	(ii) Other financial liabilities	198.23			198.23
	(b) Provisions	161.94	38.68		200.62
	(c) Deferred tax liabilities (Net)	1,379.84		139.88	1,519.72
	(d) Other non current liabilities	11.28			11.28
	<b>Total non current liabilities</b>	<b>8,424.34</b>	<b>38.68</b>	<b>139.88</b>	<b>8,602.90</b>
<b>2</b>	<b>Current Liabilities</b>				
	(a) Financial liabilities				
	(i) Borrowings	356.11	4.39		360.50
	(ii) Trade payables due to				
	-Micro & Small Enterprise	6.00			6.00
	-Other than Micro & Small Enterprise	1,261.93	(6.62)		1,255.31
	(iii) Other financial liabilities	3,251.07	56.55		3,307.62
	(b) Other current liabilities	575.76	(71.48)		504.28
	(c) Provisions	371.43	312.86		684.29
	(d) Current tax liabilities (Net)	273.70	(273.60)		0.10
	<b>Total current liabilities</b>	<b>6,096.00</b>	<b>22.10</b>		<b>6,118.10</b>
	<b>Total liabilities</b>	<b>14,520.34</b>	<b>60.78</b>	<b>139.88</b>	<b>14,721.00</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>24,816.46</b>	<b>60.78</b>		<b>24,877.24</b>

# Nirma Limited - Consolidated

## Notes to the consolidated financial statements

Note - 69 (II) : Restated Consolidated Financial Statements for the year ended 1st April, 2017

### CONSOLIDATED BALANCE SHEET AS AT 1ST APRIL 2017

₹ in crore

Particulars		Reported As at 1.04.2017	Reclassification	Restatement	Restated As at 1.04.2017
<b>I</b>	<b>ASSETS</b>				
<b>1</b>	<b>Non Current Assets</b>				
	(a) Property, Plant and Equipment	10,151.05			10,151.05
	(b) Capital work-in-progress	336.70			336.70
	(c) Investment Property	11.73			11.73
	(d) Goodwill	6,527.10			6,527.10
	(e) Other Intangible assets	1,403.59			1,403.59
	(f) Intangible assets under development	13.48			13.48
	(g) Investment in associate & joint venture	2.43			2.43
	(h) Financial assets				
	(i) Investments	64.17			64.17
	(ii) Loans	2.19			2.19
	(iii) Other financial assets	360.72			360.72
	(i) Income tax Assets (Net)	Nil	146.53		146.53
	(j) Other non current assets	232.89	(146.53)		86.36
	<b>Total non current assets</b>	<b>19,106.05</b>			<b>19,106.05</b>
<b>2</b>	<b>Current Assets</b>				
	(a) Inventories	1,835.70			1,835.70
	(b) Financial assets				
	(i) Investments	412.19			412.19
	(ii) Trade receivables	1,260.03			1,260.03
	(iii) Cash and cash equivalents	733.63			733.63
	(iv) Bank balances other than (iii) above	25.60			25.60
	(v) Loans	77.21			77.21
	(vi) Other financial assets	231.97			231.97
	(c) Other current assets	364.13			364.13
	(d) Current tax Assets (Net)	Nil	44.52		44.52
	<b>Total current assets</b>	<b>4,940.46</b>	<b>44.52</b>		<b>4,984.98</b>
	<b>TOTAL ASSETS</b>	<b>24,046.51</b>	<b>44.52</b>		<b>24,091.03</b>
<b>II</b>	<b>EQUITY AND LIABILITIES</b>				
	<b>EQUITY</b>				
	(a) Equity share capital	73.04			73.04
	(b) Other equity	9,342.10		(27.87)	9,314.23
	<b>Total Equity</b>	<b>9,415.14</b>		<b>(27.87)</b>	<b>9,387.27</b>
	<b>LIABILITIES</b>				
<b>1</b>	<b>Non Current Liabilities</b>				
	(a) Financial liabilities				
	(i) Borrowings	8,599.17			8,599.17
	(ii) Other financial liabilities	139.23			139.23
	(b) Provisions	179.99			179.99
	(c) Deferred tax liabilities (Net)	1,561.13		27.87	1,589.00
	(d) Other non current liabilities	13.31			13.31
	<b>Total non current liabilities</b>	<b>10,492.83</b>		<b>27.87</b>	<b>10,520.70</b>
<b>2</b>	<b>Current Liabilities</b>				
	(a) Financial liabilities				
	(i) Borrowings	1,041.40			1,041.40
	(ii) Trade payables due to				
	-Micro & Small Enterprise	5.72			5.72
	-Other than Micro & Small Enterprise	1,262.25	(0.46)		1,261.79
	(iii) Other financial liabilities	758.23	64.24		822.47
	(b) Other current liabilities	463.41	(64.24)		399.17
	(c) Provisions	322.05	330.46		652.51
	(d) Current tax liabilities (Net)	285.48	(285.48)		Nil
	<b>Total current liabilities</b>	<b>4,138.54</b>	<b>44.52</b>	<b>Nil</b>	<b>4,183.06</b>
	<b>Total liabilities</b>	<b>14,631.37</b>	<b>44.52</b>	<b>27.87</b>	<b>14,703.76</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>24,046.51</b>	<b>44.52</b>	<b>Nil</b>	<b>24,091.03</b>

## Notes to the consolidated financial statements

### Note - 69 (III)

#### CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH 2018

₹ in crore

Particulars		Reported for the Year ended 31st March, 2018	Reclassification	Restatement	Restated for the Year ended 31st March, 2018
I	Revenue from operations	14,480.01			14,480.01
II	Other income	180.79			180.79
III	<b>Total Income (I+II)</b>	<b>14,660.80</b>			<b>14,660.80</b>
IV	<b>Expenses</b>				
	(a) Cost of materials consumed	3,363.20	4.49		3,367.69
	(b) Purchases of stock in trade	24.72	4.88		29.60
	(c) Changes in inventories of finished goods, stock in trade and work-in-progress	20.51			20.51
	(d) Excise duty	383.45			383.45
	(e) Employee benefits expenses	1,111.48	2.16		1,113.64
	(f) Finance costs	850.89			850.89
	(g) Depreciation and amortisation expenses	946.24			946.24
	(h) Other expenses	7,013.46	(11.53)		7,001.93
	<b>Total Expenses (IV)</b>	<b>13,713.95</b>			<b>13,713.95</b>
V	<b>Profit before share in net profit (Loss) of associate (III-IV)</b>	<b>946.85</b>			<b>946.85</b>
	Add : Share in net profit / (Loss) of associate	(1.63)			(1.63)
VI	<b>Profit before tax</b>	<b>945.22</b>			<b>945.22</b>
VII	<b>Tax expense</b>				
	(a) Current tax	220.64			220.64
	(b) Tax expenses relating to earlier year	(49.19)			(49.19)
	(c) MAT credit utilised/(entitlement)	(54.04)			(54.04)
	(d) MAT credit entitlement relating to earlier year	(41.59)			(41.59)
	(e) Deferred tax	(29.57)		110.88	81.31
	<b>Total Tax Expense</b>	<b>46.25</b>		<b>110.88</b>	<b>157.13</b>
VIII	<b>Profit for the year from continuing operations (VI-VII)</b>	<b>898.97</b>		<b>(110.88)</b>	<b>788.09</b>
IX	<b>Other comprehensive income</b>				
	(a) Items that will not be reclassified to profit or loss	(11.51)			(11.51)
	(b) Income tax relating to Items that will not be reclassified to profit or loss	(0.34)			(0.34)
	(c) Items that will be reclassified to profit or loss	7.42		(1.13)	6.29
	(d) Income tax relating to Items that will be reclassified to profit or loss	(0.03)			(0.03)
	<b>Total Other comprehensive income</b>	<b>(4.46)</b>		<b>(1.13)</b>	<b>(5.59)</b>
X	<b>Total comprehensive income for the year (VIII+IX)</b>	<b>894.51</b>		<b>(112.01)</b>	<b>782.50</b>
	<b>Profit attributable to :</b>				
	Owners	898.97	Nil	(110.88)	788.09
	Non-controlling interests	Nil	Nil	Nil	Nil
	<b>Other comprehensive income attributable to :</b>				
	Owners	(4.46)	Nil	(1.13)	(5.59)
	Non-controlling interests	Nil	Nil	Nil	Nil
	<b>Total comprehensive income attributable to :</b>				
	Owners	894.51	Nil	(112.01)	782.50
	Non-controlling interests	Nil	Nil	Nil	Nil

# Nirma Limited - Consolidated

## Notes to the consolidated financial statements

### Note - 69 (IV)

Restated Consolidated Financial Statements for the year ended 31st March 2018 and as at 1st April 2017

#### Reconciliation of Total Equity as at 31st March, 2018 and 1st April, 2017

₹ in crore

Particulars	As at 31.03.2018	As at 1.04.2017
Equity as per Reported Financial Statements		
Equity Share Capital	73.04	73.04
Other Equity	10,223.08	9,342.10
Total Equity	10,296.12	9,415.14
Adjustments relating to Deferred tax	(139.88)	(27.87)
Restated Balance at the beginning of the year	10,156.24	9,387.27

#### Reconciliation of Total Comprehensive income for the year ended 31st March 2018

₹ in crore

Total Comprehensive Income as per Reported Financial Statements	894.51
Adjustments relating to Deferred tax	(112.01)
Total Comprehensive Income as per Restated Financial Statements	782.50

### Note - 69 (V)

The Group has restated the financials of comparative periods as per Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors.

#### A) Details of the adjustments considered to correct the errors in calculation of deferred tax are provided below.

##### a. Deferred tax liability on Property Plant Equipment

The Fair value attributable to certain items of Property Plant and Equipment of foreign subsidiaries acquired as a part of unrestated business combination was not considered for the purposes of consolidation under the previous GAAP with the difference between consideration and net assets acquired being accounted as goodwill. On transition to Ind AS, the identifiable intangible assets were accounted separately from goodwill. Given that the fair value was not considered under Ind AS, the associated deferred tax liability was reversed on transition to Ind AS. The corresponding amount considered in the local GAAP for accounting periods subsequent to the year ended 31 March 2016 have been reversed in the respective period. The financial impact of correction of errors is summarized below:

- 1) The retained earnings as on 1 April 2017 decreased by ₹ 28.79 crore, Other Comprehensive Income increased by ₹ 0.95 crore with a corresponding increase in deferred tax liability by ₹ 27.84 crore.
- 2) The deferred tax expense for 2017-18 increased by ₹ 100.23 crore and Other Comprehensive Income decreased by ₹ 1.03 crore with a corresponding increase in the deferred tax liability balance as on 31 March 2018 by ₹ 101.26 crore. Further, there was reduction in total comprehensive income for 2017-18 as well by the same amount.

##### b. Deferred tax on Provision for Employee Benefits

The deferred tax liability of foreign subsidiaries is attributable to the temporary difference arising on account of valuation of accumulated leaves. The financial impact of correction of errors is summarized below:

The deferred tax expense for 2017-18 increased by ₹ 8.31 crore and Other Comprehensive Income decreased by ₹ 0.08 crore with a corresponding increase in the deferred tax liability balance as on 31

## Notes to the consolidated financial statements

March 2018 by ₹ 8.39 crore. Further, there was reduction in the total comprehensive income for 2017-18 as well by the same amount.

### c. Effect of tax rate changes

The tax rates considered for the purposes of computation of deferred taxes have been changed to in order to reflect the substantively enacted rates for the respective years. The financial impact on account of correction of errors in changes in tax rates are summarized below:

- 1) The retained earnings as on 1 April 2017 decrease by ₹ 0.03 crore with a corresponding increase in deferred tax liability.
- 2) The deferred tax expense for 2017-18 increased by ₹ 19.40 crore and Other Comprehensive Income decreased by ₹ 0.18 crore with a corresponding increase in the deferred tax liability balance as on 31 March 2018 by ₹ 19.58 crore. Further, there was decrease in total comprehensive income for 2017-18 as well by the same amount.

### d. Other Adjustment

Deferred Tax attributable to major maintenance is calculated on the written down value of the assets capitalised for correction of errors. The deferred tax expense for 2017-18 was decreased by ₹ 17.06 crore and Other Comprehensive Income increased by ₹ 0.16 crore with a corresponding decrease in the deferred tax liability balance as on 31 March 2018 by ₹ 17.22 crore attributable to major maintenance. Further, there was increase in total comprehensive income for 2017-18 as well by the same amount.

**B) These adjustments did not have any change in the cash flow statement. The changes in note on Effective Tax Rate and movement in Deferred tax Liability balances have also been appropriately updated.**

**C) The impact on EPS of this has been summarized in the note "Effects of Earning Per share" below.**

in ₹			
Earning per share (EPS) Basic and Diluted	Earlier presented amount	Restatement	Restated amount
EPS on Profit for the year ended 31.03.2018 (face value of ₹ 5 each)	61.54	(7.59)	53.95

### Note - 69 (VI)

The reclassifications in the prior year's published numbers have been made for better presentation in the financial statements and to confirm to the current year's classification/disclosure. This does not have any impact on the profit and hence no change in the basic and diluted earnings per share for 2017-18.

### Note - 70

Figures have been presented in 'crore' of rupees with two decimals. Figures less than ₹50,000 have been shown at actual in brackets.

### Note - 71

The financial statements are approved for issue by the Audit Committee as at its meeting on May 22, 2019 and by the Board of Directors on May 22, 2019.

As per our report of even date

**For Rajendra D. Shah & Co**  
Chartered Accountants  
Firm Registration No 108363W

**RAJENDRA D. SHAH**  
Proprietor  
Membership No 4844

Place : Ahmedabad  
Date : May 22, 2019

For and on behalf of the Board

**HIREN K. PATEL**  
Managing Director  
(DIN: 00145149)

**PARESH SHETH**  
Company Secretary

Place : Ahmedabad  
Date : May 22, 2019

**Dr. K. K. PATEL**  
Chairman  
(DIN: 00404099)

**MANAN SHAH**  
Chief Financial Officer

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