

July 6, 2021

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai – 400 001
Scrip Code - 526612To,
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G
Bandra Kurla Complex, Bandra East,
Mumbai – 400 051
NSE Symbol - BLUEDART**Sub: Notice of 30th Annual General Meeting (AGM) and Annual Report
2020-21**

Dear Sir/ Madam,

Pursuant to Regulation 34 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed herewith Notice of the ensuing 30th AGM and Annual Report of the Company for the financial year 2020-21 for your information and records. In compliance with the relevant Circulars issued by the Ministry of Corporate Affairs (MCA) and SEBI, the Notice of the 30th AGM and the Annual Report for FY 2020-21 are being circulated to the Members only through electronic mode.

Additionally, the same is also being hosted on the Company's website www.bluedart.com

Key information pertaining to the 30th AGM:

| | |
|------------------------------|---|
| Date and Time of AGM | Friday, July 30, 2021 at 4:00 p.m. (IST) |
| Mode | Video Conference (VC) / Other Audio Visual Means (OAVM) |
| Cut-off date for e-voting | Thursday, July 22, 2021 |
| e-voting start date and time | Saturday, July 24, 2021 (9:00 A.M. IST) |
| e-voting end date and time | Thursday, July 29, 2021 (5:00 P.M. IST) |

Thanking you.

Yours faithfully,
For **Blue Dart Express Limited**
Tushar Gunderia
Head (Legal & Compliance) &
Company Secretary

30th ANNUAL REPORT* **2020 - 2021**



**IF IT'S
IMPORTANT,
BLUE DART
IT.**

*All pictures pre-pandemic.



INDIA'S MOST INNOVATIVE & AWARDED EXPRESS LOGISTICS COMPANY

I  MY BLUE DART

CONTENTS

BLUE DART EXPRESS LIMITED

| | |
|---|-----|
| Our Vision | 02 |
| Guiding Principles | 04 |
| Board of Directors & Key Managerial Personnel | 06 |
| Executive Management | 07 |
| Chairman's Statement | 08 |
| Financial Summary | 10 |
| Awards & Accolades | 14 |
| Sustainability at Blue Dart | 16 |
| Business Responsibility Report | 18 |
| ESG Journey | 42 |
| Directors' Report | 48 |
| Corporate Governance Report | 75 |
| Auditors' Certificate on Corporate Governance Report | 96 |
| Management Discussion and Analysis | 98 |
| CEO and CFO Certification and Declaration regarding Blue Dart Code of Conduct | 115 |
| Auditors' Report | 116 |
| Balance Sheet | 124 |
| Profit and Loss Account | 125 |
| Cash Flow Statement | 126 |
| Schedules | 129 |

BLUE DART AVIATION LIMITED

| | |
|-------------------------|-----|
| Board of Directors | 164 |
| Directors' Report | 165 |
| Auditors' Report | 183 |
| Balance Sheet | 188 |
| Profit and Loss Account | 189 |
| Cash Flow Statement | 190 |
| Schedules | 193 |

CONCORDE AIR LOGISTICS LIMITED

| | |
|-------------------------|-----|
| Board of Directors | 224 |
| Directors' Report | 225 |
| Auditors' Report | 234 |
| Balance Sheet | 240 |
| Profit and Loss Account | 241 |
| Cash Flow Statement | 242 |
| Schedules | 244 |

CONSOLIDATED ACCOUNTS

| | |
|-------------------------|-----|
| Auditors' Report | 264 |
| Balance Sheet | 270 |
| Profit and Loss Account | 271 |
| Cash Flow Statement | 272 |
| Schedules | 275 |

OUR VISION

To be the best and set the pace in the express air and integrated transportation and distribution industry, with a business and human conscience.

We commit to develop, reward and recognise our people who, through high quality and professional service, and use of sophisticated technology, will meet and exceed customer and stakeholder expectations profitably.





OUR GUIDING PRINCIPLES

WE WILL:

- Treat each other fairly and with respect and dignity.
- Encourage freedom in communication of thoughts and ideas in all our interactions.
- Value integrity and be uncompromising in upholding it at all times.
- Give due importance to the health, safety and well-being of our people.
- Ensure that our 'People First' philosophy serves as a driving force behind the success of our organisation.
- Encourage and inculcate in all a winning attitude.
- Encourage learning, self-development and building effective leadership.
- Expect our people to be accountable for all their actions related to the company.



- Provide a workplace where each and every employee is nurtured and who, in turn, will nurture the organisation, thereby creating wealth for stakeholders.
- Drive the 'First Time Right' concept to achieve 100% Quality and Customer Satisfaction.
- Encourage passion and enthusiasm for Work, Service Quality and Customer Care.
- Project a positive, caring and professional image of ourselves and our service at all times.
- Avoid waste by being conscious of the impact of all our actions on the environment.
- Continue to be a law-abiding, apolitical and secular company.



BOARD OF DIRECTORS



Sharad Upasani
Chairman



Balfour Manuel
Managing Director



Narendra Sarda
Director



**Air Marshal
M. McMahon (Retd.)**
Director



**Tulsi Nowlakha
Mirchandaney**
Director



R.S. Subramanian
Director



Kavita Nair
Director



Florian Ulrich Bumberger
Additional Director



Sebastian Paeßens
Additional Director

KEY MANAGERIAL PERSONNEL



Aneel Gambhir
Chief Financial Officer



Tushar Gunderia
Head (Legal & Compliance) &
Company Secretary

EXECUTIVE MANAGEMENT



Rajendra Ghag
Chief Human Resource
Officer



Ketan Kulkarni
CMO & Head -
Business Development



Michael Pereira
National Operations Head



Manoj Madhavan
Chief Information Officer



V. N. Iyer
Head - Corporate Accounts



Sonia Nair
Head - Customer Service



Savio Vincent Mendonca
Head - Internal Audit



Nitin Varkey
Head - Strategic Project Mgmt.
& Organisation Excellence



Vinay Srivastava
Head - Admin, Procurement
& Real Estate



Mani Bhushan
Head - eCommerce



Sukhwinder Singh
Head - North Region



Russel De San Lazaro
Head - West 1 Region



K. Gopa Kumar
Head - South 1 Region



B. C. Kalappa
Head - South 2 Region



Sandeep Petkar
Head - West 2 Region



Subrata Biswas
Head - East Region

CHAIRMAN'S STATEMENT



Dear Shareholders,

It has been a year with unparalleled difficulties on a global scale which we all have witnessed and survived, but some of the difficulties still continue to affect us.

The year 2020 began with the lockdown and suddenly it was a whole new world, unprecedented and ambiguous. Overnight, the adaptability and the resilience of organizations and humans was tested. We witnessed great acceleration of phenomena like extensive 'work from home', virtual meetings, speedy adoption of digitization, innovative technology and content and character of customer demand.

These have now become the new normal and I believe that there is no certainty anymore. Expecting the unexpected and reacting to it with agility will be what we all need to be ready for.

Lockdowns changing to gradual unlocks by the Governments is a ray of hope in 2021 and with the vaccines, the World may possibly reach end game of the COVID-19 Pandemic or ultimately accept it as a permanent part of life and learn to live with it.

The Pandemic is estimated to have contracted the economy of India by 8% for FY 2020-21 and growth for next financial year (FY2021-22) is estimated to be between 9% and 11%.

Despite a Volatile, Uncertain, Complex and an Ambiguous environment, income from operations for the financial year ended March 31, 2021, stood at ₹ 3,27,970 lakhs. Your Company posted a profit after tax on a standalone basis of ₹ 9,631 lakhs for the financial year ended March 31, 2021. Your Company carried over 1,853.16 lakh domestic shipments and over 7.52 lakh international shipments weighing more than 7,18,548 tonnes during the financial year ended March 31, 2021.

As logistics came to a halt overnight, your Company understood the urgency for its express logistics services and made this performance possible. Using our market differentiator, our six Boeing 757-200 freighters, Blue Dart ensured that the essential supply chain, both domestically as well as internationally (Guangzhou, Shanghai, Hong Kong, Dhaka, Yangon and Hanoi), remained undisrupted by supporting the Government's 'Lifeline Udan' initiative. Your Company played an integral role in transporting PPE, testing kits, reagents, enzymes, medical equipment (ventilators), N95 respirators and surgical masks, gloves and other items requisitioned by the National and State Governments, research authorities, health authorities etc.

In line with your Company's philosophy on customer centricity, initiatives such as the Fight COVID-19 Price (FC19-P), delivering medicines to Non-Residential Indians (NRIs) away from family, 'the Contact Less Delivery' service as well as the ramp up of the Temperature Controlled Logistics (TCL) Solutions, were actioned keeping the customer at the centre of our business. The ESS – 'Emergency Situation Surcharge' enabled us to cover the increasing cost of operating during the Pandemic.

To boost the morale during challenging times, your Company launched several internal initiatives to appreciate Blue Darters with its 'People First' policy, including rewarding all Blue Darters with a special bonus for the outstanding work ethics practised during the lockdown. 'Diversity and Equality' continues to remain a focus within the organization and initiatives towards women empowerment.

Your Company derives its leadership through its market-leading technology, striving to make systems and processes user-friendly and efficient to drive results. Blue Dart ensured that all collections went 100% digital during the Pandemic. Blue Dart continues to lead digital transformation with analytics, automation, business intelligence, smart dashboards, API Solutions, auto-route applications, deployment of parcel lockers, electrical vehicles and investments in high-standard technology including the mobile application - 'My Blue Dart', the internal Knowledge, Engagement & Learning System – Blue Connect as well as pioneering the 'Contact Less Delivery' service.

To increase brand visibility, your Company launched the Blue Dart TVC Ad Campaign in record time across India's leading channels as well as on social media. Our slogan 'We Move So Your World Can Move | If Its Important, #BlueDartIT', encapsulate the essence of Blue Dart's premium services. Three advertisements were made to amplify the capabilities of Temperature Controlled Logistics, Secure/Critical Shipments as well as e-commerce packages. The campaign ran across India's leading television channels and was appreciated by customers.

Our corporate communication about the products and thought leadership of the Senior Management Team was strong with the highest Share of Voice (SOV) for the industry across leading newspapers and magazines. In addition, your Company continues to leverage the use of social media to address customer requirements through its official Facebook, Twitter, YouTube and LinkedIn pages to reach an extensive audience base and rapidly growing followers.

Blue Dart is certified to global ISO 9001-2015 standards. Your Company endeavours to comply with statutory requirements and follow the principles of good and effective corporate governance that lay down a strong emphasis on integrity, transparency and overall corporate accountability.

Corporate Responsibility has been an integral part of Blue Dart. Under the DPDHL Group credo of "Connecting People, Improving Lives", we focus our corporate responsibility on three pillars namely GoTeach (Championing education), GoGreen (Protecting the environment) and GoHelp (Disaster management response), successfully impacting communities and the environment. Blue Dart is committed to contributing to the Group's mission of 'Zero Emission by 2050'. DPDHL Group has set a target of 30% efficiency improvement over the base of 2008 by 2020 for all its group companies. Blue Dart has surpassed the target by achieving an efficiency improvement of 31% in 2019 itself.

Blue Dart successfully upgraded its 'Employee Satisfaction Survey' (ESS) to the DPDHL Group's Employee Opinion Survey (EOS) aligning ourselves with the Group's Strategy 2025 – 'Delivering Excellence in a Digital World'. In the year gone by, 93% of Blue Darters participated in the Annual Employee Opinion Survey (EOS). 'I am proud to work for my company' emerged as the highest scored item with a favourable score of 98%. I am proud to announce your Company's overall favourable score is 97%.

This was further validated as your Company was recognized amongst one of India's Top 50 Best Companies to Work For - 2020 by The Great Place to Work® Institute, India as well as voted a 'Superbrand' and a 'Reader's Digest Most Trusted Brand' in 2020. Mr. Balfour Manuel, Managing Director was also recognised as a 'Great People Manager' by 'The Great Manager Institute' and Forbes.

I would like to take this opportunity to welcome Mr. Florian Ulrich Bumberger, Chief Human Resource Officer, Chief of Staff & Programs, DHL eCommerce Solutions and Mr. Sebastian Paeßens, Chief Financial Officer, DHL eCommerce Solutions as an 'Additional Directors' on the Blue Dart Board of Directors.

Going forward in 2021, your Company will continue to practice what has worked well in the past and focus on agility and adaptability to continue to remain a 'Provider of Choice', an 'Employer of Choice' and an 'Investment of Choice'.

On behalf of the Board of Directors of the Company, I would like to take this opportunity to thank our customers, shareholders and Blue Darters for their continued commitment and support.

It gives me great pleasure to share with you the Annual Report of your Company for the year ended March 31, 2021.

I thank you, the shareholders, for your kind support and I thank the Board and all Blue Darters for their hard work and commitment to this great organisation.

Warm regards,

Mumbai
June 15, 2021

Sharad Upasani
Chairman

FINANCIAL SUMMARY

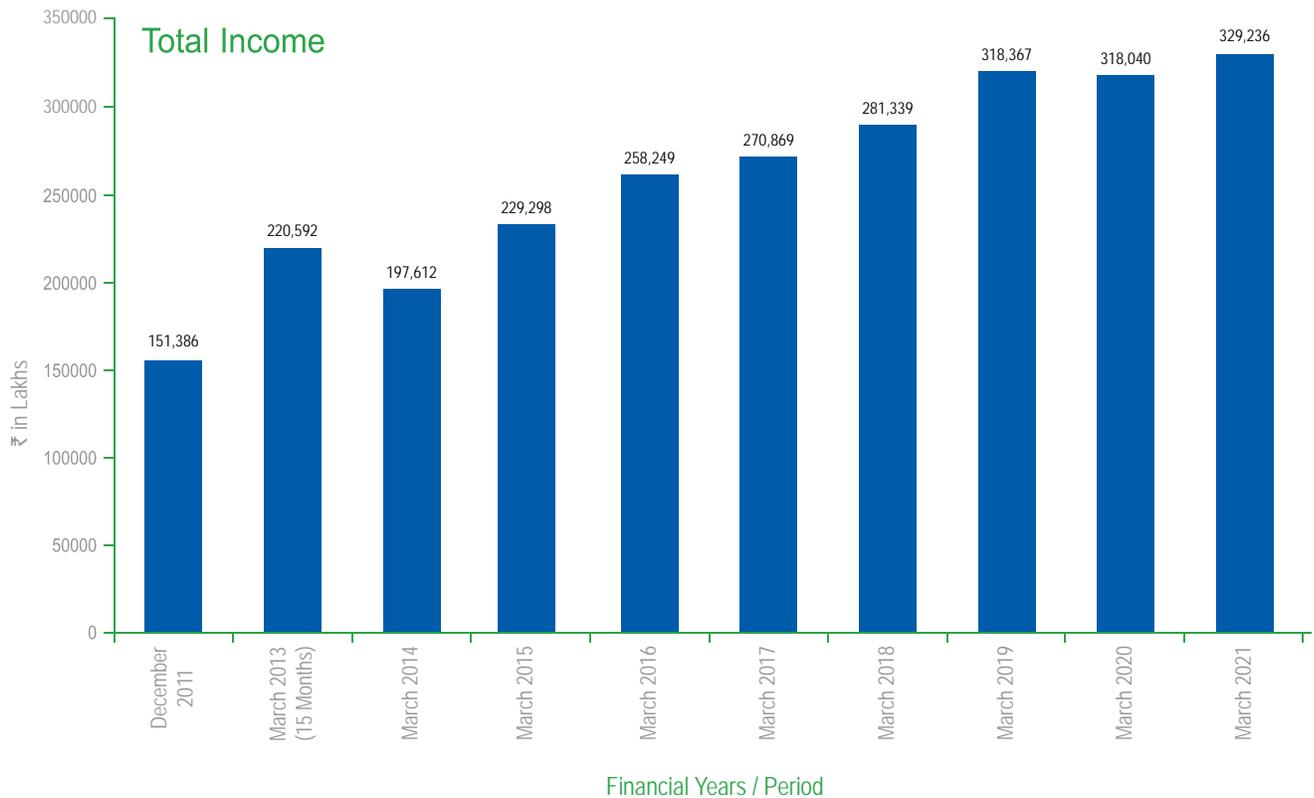
₹ in Lakhs
(Unless otherwise specified)

| Particulars | December 2011 | March 2013 (15 Months) | March 2014 | March 2015 | March 2016 | March 2017 | March 2018 | March 2019 | March 2020 | March 2021 |
|---|----------------|---------------------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|
| Income from Operations | 149,271 | 216,651 | 193,415 | 226,850 | 255,192 | 268,087 | 279,085 | 316,546 | 316,639 | 327,970 |
| Other Income | 2,115 | 3,941 | 4,197 | 2,448 | 3,057 | 2,782 | 2,254 | 1,821 | 1,401 | 1,266 |
| Total Income | 151,386 | 220,592 | 197,612 | 229,298 | 258,249 | 270,869 | 281,339 | 318,367 | 318,040 | 329,236 |
| Total Expenditure | 131,338 | 190,021 | 176,162 | 204,467 | 222,121 | 241,645 | 253,104 | 299,201 | 297,855 | 290,307 |
| Profit before Exceptional Items, Depreciation, Interest and Tax | 20,048 | 30,571 | 21,450 | 24,831 | 36,128 | 29,224 | 28,235 | 19,166 | 20,185 | 38,929 |
| Depreciation | 2,160 | 3,448 | 2,710 | 4,354 | 4,022 | 4,393 | 4,498 | 4,796 | 15,280 | 20,067 |
| Finance Cost | 0 | 1 | 3 | 1,121 | 3,114 | 3,125 | 2,559 | 1,535 | 3,214 | 3,172 |
| Profit Before Exceptional Items and Tax | 17,888 | 27,122 | 18,737 | 19,356 | 28,992 | 21,706 | 21,178 | 12,835 | 1,691 | 15,690 |
| Exceptional Items | - | - | - | - | - | - | - | - | 6,411 | 2,585 |
| Profit/(Loss) Before Tax | 17,888 | 27,122 | 18,737 | 19,356 | 28,992 | 21,706 | 21,178 | 12,835 | (4,720) | 13,105 |
| Income Tax expenses | 5,664 | 8,256 | 6,297 | 6,672 | 9,994 | 7,749 | 6,968 | 4,075 | (891) | 3,474 |
| Profit/(Loss) After Tax | 12,224 | 18,866 | 12,440 | 12,684 | 18,998 | 13,957 | 14,210 | 8,760 | (3,829) | 9,631 |
| Equity | 2,376 | 2,376 | 2,376 | 2,376 | 2,376 | 2,376 | 2,376 | 2,376 | 2,376 | 2,376 |
| Reserves | 63,437 | 62,593 | 61,153 | 27,334 | 44,686 | 49,796 | 59,749 | 64,101 | 55,974 | 65,542 |
| Networth | 65,813 | 64,969 | 63,529 | 29,710 | 47,062 | 52,172 | 62,125 | 66,477 | 58,350 | 67,918 |
| Debt (non current) | - | - | - | 33,219 | 33,219 | 16,609 | 7,118 | 7,500 | 5,250 | 2,250 |
| Fixed Assets (Net) | 23,273 | 22,018 | 22,772 | 21,538 | 24,334 | 23,422 | 21,946 | 24,722 | 56,155 | 49,442 |
| EPS Basic and Diluted (₹) | 51.5 | 79.5 | 52.4 | 53.5 | 80.1 | 58.8 | 59.9 | 36.9 | (16.1) | 40.6 |
| Book Value (₹) | 277.4 | 273.8 | 267.7 | 125.2 | 198.3 | 219.9 | 261.8 | 280.2 | 245.9 | 286.2 |
| ROCE (in percentage) | 29.8 | 41.5 | 29.2 | 32.4 | 44.8 | 33.3 | 34.4 | 20.1 | (2.2) | 24.3 |
| Net Debt/ Equity (in times)* | - | - | - | 0.7 | 0.2 | 0.3 | - | - | 0.1 | 0.2 |

Notes:

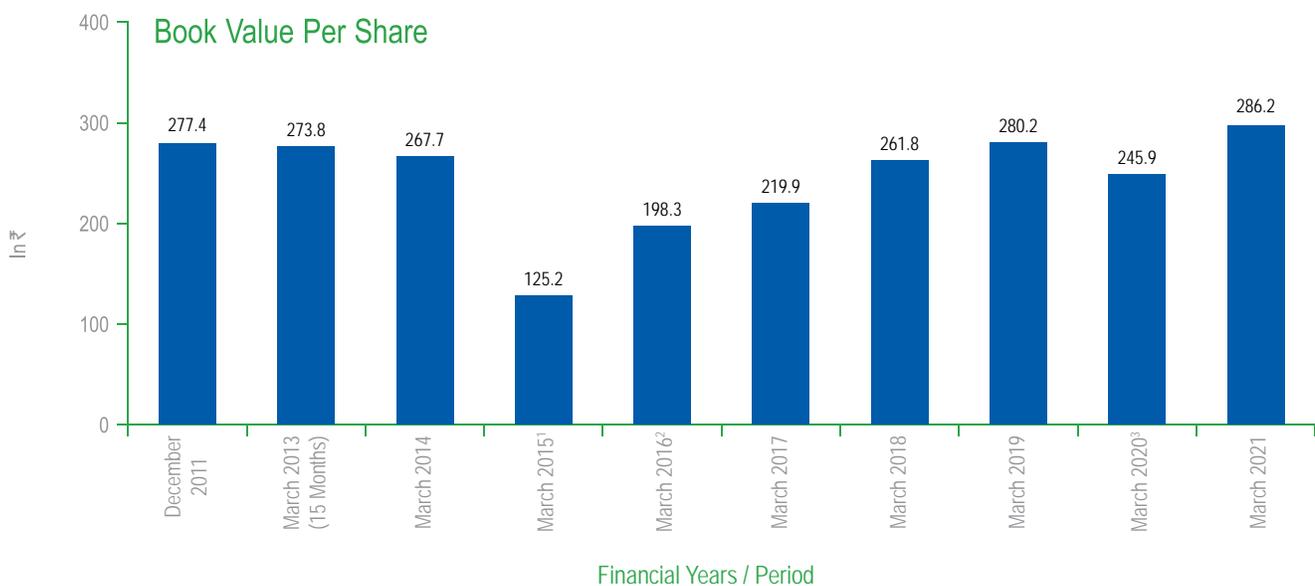
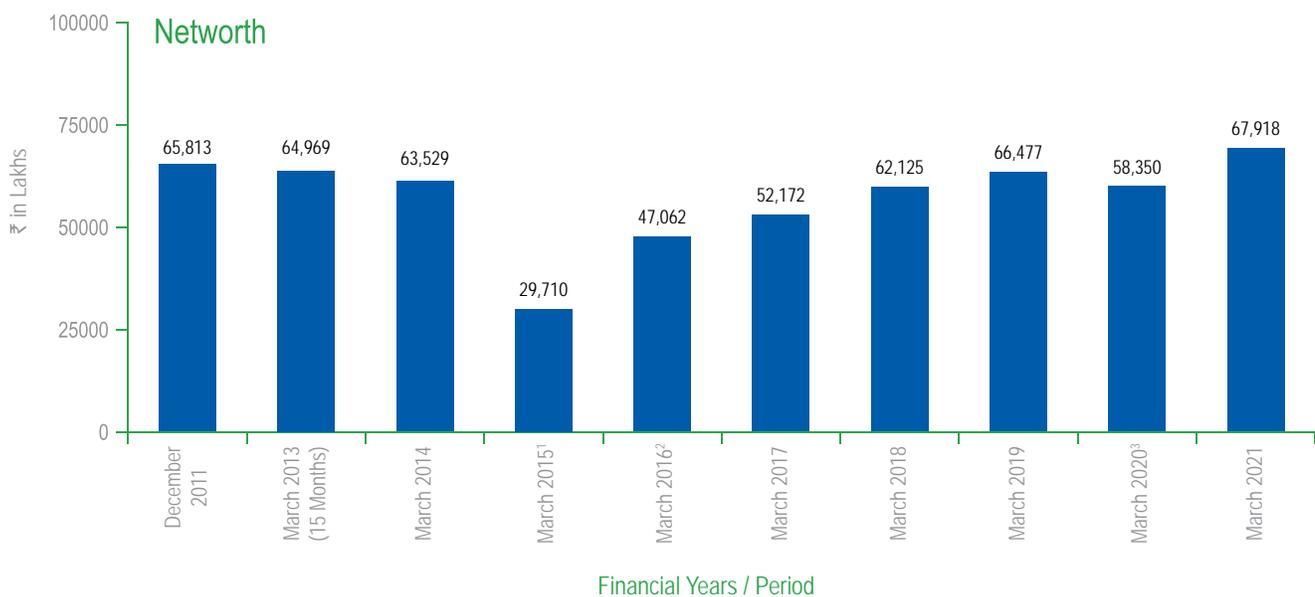
- The above numbers are on a standalone basis and not comparable due to adoption of Ind AS reporting effective April 1, 2016 and implementation of Ind AS 116 related to Lease Accounting effective April 1, 2019.
- During the year, there were multiple lock-downs declared by the Central Government to curb the spread of the Covid-19 Pandemic which had impact on the Revenues and Profitability of the Company for the financial years 2019-20 and 2020-21.
- Fixed assets (net) figure from Financial Year ended March 2020 onwards is inclusive of ROU asset as required by Ind AS 116 related to Lease Accounting.
- Net Debt = (Long term borrowing - Cash and Bank Balances excluding amounts held on behalf of customers and Dividend Accounts)
As at March 31, 2018 and March 31, 2019, the Cash and Bank Balances are more than Long Term Borrowing, hence Net Debt Equity Ratio has not been disclosed for both the years.

Ten years review



1. The figures from the Financial Year ended March 31, 2020 are not comparable with the previous years due to implementation of Ind AS 116 related to Lease Accounting effective 1st April 2019.
2. During the year, there were multiple lock-downs declared by the Central Government to curb the spread of the Covid-19 Pandemic which had impact on the Revenues and Profitability of the Company for the financial years 2019-20 and 2020-21.

FINANCIAL SUMMARY



Notes:

1. In November 2014, the Company issued Unsecured, Redeemable, Non Convertible Debentures by way of Bonus amounting to ₹ 33,219 Lakhs to the equity shareholders. The said amount along with Debenture related expenses including Dividend distribution tax aggregating to ₹ 40,487 Lakhs or ₹ 170.60 per equity share was carved out from Reserves of the Company.
2. Beginning April 1, 2016, the Company has adopted Ind AS for the first time with a transition date of April 1, 2015 and for the purpose of comparative financials, transition date has been taken as April 1, 2015. Accordingly, effective financial year ending March, 2016 onwards, the financials are prepared in accordance with the Companies (Indian Accounting Standards) Rules 2015 as amended (Ind AS) as prescribed under section 133 of the Companies Act, 2013 and other recognised accounting practices as applicable. For earlier years, the financials are as per the previous IGAAP.
3. The figures from Financial Year ended March 31, 2020 are not comparable with the previous years due to implementation of Ind AS 116 related to Lease Accounting effective 1st April 2019.
4. During the year, there were multiple lock-downs declared by the Central Government to curb the spread of the Covid-19 Pandemic which had impact on the Revenues and Profitability of the Company for the financial years 2019-20 and 2020-21.

LET'S HEAL THE PLANET, ONE SHIPMENT AT A TIME!

Choose Carbon Neutral Delivery,
an environmentally responsible
shipping service by Blue Dart.

To know more, call 1860 233 1234



AWARDS AND ACCOLADES

The list of the awards received for the year 2020-21.

Brand / Customer Service / Retail / Loyalty

- Blue Dart is pleased to win the 7th Edition of the 'Indian Risk Management Awards' hosted by ICICI Lombard and CNBC TV-18
- Blue Dart was recognised as one of India's Most Investable Companies by the Economic Times in the ET500 List.
- Blue Dart was recognised as one of India's Finest Companies by Financial Express on the FE1000 list.
- Blue Dart was recognised on the Business Standard BS1000 list of companies.
- Blue Dart was recognised as a Reader's Digest 'Most Trusted Brand' for the 14th Consecutive Year in a row.
- Blue Dart was recognised as a Superbrand for the 13th Year in a row.
- Blue Dart was nominated at the 7th Payload Asia Awards 2020.

Human Resources

- Blue Dart was certified as one of India's Best Companies to Work for – 2020 by the Great Place to Work® Institute India.
- Blue Dart was also recognised as a Company with Great People Managers by Great Manager Institute and Forbes.

Sustainability

- Blue Dart won Silver at the 9th ACEF Awards for its CSR initiative – Blue Homes, under the Category 'Best Public Health/Safety Initiative'.

Individual

- Balfour Manuel, Managing Director, Blue Dart was recognized in the list of India's Top 100 Great People Managers by Great Manager Institute and Forbes India.
- Aneel Gambhir, CFO, Blue Dart was recognized as one of India's Most Distinguished F&A Leaders and has been featured in 'The CFO Power List 2020' by the CORE Media Group.
- Aneel Gambhir, CFO, Blue Dart won the 'Top 100 CFO Role of Honour Award' organized by CFO India, under 'Digital Transformation' Category
- Aneel Gambhir, CFO, Blue Dart was a part of the prestigious jury committee for judging the Annual ICAI Awards for Excellence in Financial Reporting.
- Aneel Gambhir, CFO, Blue Dart was a speaker at the Bombay Chartered Accountants' Society.
- Aneel Gambhir, CFO, Blue Dart, participated as a speaker at the ETCFO Leadership 2.0 Virtual Summit.
- Aneel Gambhir, CFO, Blue Dart participated as a speaker at the 3rd Future of Finance Virtual Summit 2021.
- Aneel Gambhir, CFO, Blue Dart participated as a speaker at the CFO Roundtable Discussion at the ET DataCon Summit by the Times Group.
- Ketan Kulkarni, CMO & Head – Business Development, Blue Dart participated as a speaker at the Indian Brand Conclave.
- Ketan Kulkarni, CMO & Head – Business Development, Blue Dart was a jury member for the prestigious Indian Marketing Awards.
- Ketan Kulkarni, CMO & Head -Business Development, Blue Dart participated in a panel discussion at the 14th edition of The Customer Fest Show 2021.

- Ketan Kulkarni, CMO & Head – Business Development, Blue Dart, participated as a panelist on the Construction World Magazine jury.
- Ketan Kulkarni, CMO & Head – Business Development, Blue Dart, participated as a panelist and jury member at the Pitch Marketing 30 under 30 awards.
- Ketan Kulkarni, CMO & Head – Business Development, Blue Dart, participated as a panelist at the CII Logistics Summit 2021.
- Manoj Madhavan, CIO, Blue Dart participated as a panelist at the Indian Digital Enabler Awards.
- Prasanna Salvi, Head – Vaccine Task Force (TCL), Channels, Emerging Markets & SMEs, Blue Dart, participated as a speaker at the Global Vaccine Virtual Summit, 2020.
- Prasanna Salvi, Head – Vaccine Task Force (TCL), Channels, Emerging Markets & SMEs, Blue Dart, participated as a speaker at the Inflection Vaccine and Pharma Logistics Web Conference and Awards, 2021.
- Savio Mendonca, Vice President – Internal Audit, Blue Dart was a part of the live VCM on mentoring SMPs – Internal Audit hosted by ICAI.
- Tulsi Mirchandaney, Managing Director, Blue Dart Aviation, participated as a moderator on the ACFI Panel.



BLUE DART

MILESTONE ACHIEVED

Blue Dart Aviation celebrates its 25th Anniversary!



SUSTAINABILITY AT BLUE DART





BUSINESS RESPONSIBILITY REPORT

Vision

"To be the best and set the pace in the express air and integrated transportation and distribution industry, with a business and human conscience. We commit to develop, reward and recognise our people who, through high quality and professional service, and use of sophisticated technology will meet and exceed customer and stakeholder expectations profitably."

Guiding Principles

Blue Dart Express Limited's ("Blue Dart" / "Company") sustainability initiatives championed as 'Connecting People, Improving Lives' within the group are structured and inspired by the three pillars of GoTeach, GoGreen and GoHelp. These are created to enhance and maximize the impact of larger societal value.

The concerted efforts of the Company and its dedicated employees over several years had led to the improvement in the livelihood of the disadvantaged sections of the society.

The Company has done promising work in enabling young adults, differently-abled and disenfranchised women to maximize their potential and become confident and contributing members of the society.

The directors present the 'Business Responsibility Report' (BRR) of the Company for the financial year 2020-21, pursuant to Regulation 34(2)(f) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

| QUESTION | INFORMATION | GLOBAL REPORTING INITIATIVE (GRI) ¹ |
|--|---|--|
| 1. Corporate Identity Number (CIN) of the Company | L61074MH1991PLC061074 | NA |
| 2. Name of the Company | Blue Dart Express Limited | GRI 102 – 1 |
| 3. Registered address | Blue Dart Centre, Sahar Airport Road, Andheri (East), Mumbai - 400099 | GRI 102 – 3 |
| 4. Website | www.bluedart.com | NA |
| 5. E-mail id | communications@bluedart.com | GRI 102 – 53 |
| 6. Financial Year reported | 1 st April, 2020 to 31 st March, 2021 | GRI 102 – 50 |
| 7. Sector(s) that the Company is engaged in (industrial activity code-wise) | Courier and Express services (NIC : 5320) | GRI 102 – 6(ii) |
| 8. List three key products/services that the Company manufactures/provides (as in balance sheet) | Courier and Express services | GRI 102 – 2(b) |
| 9. Total number of locations where business activity is undertaken by the Company | Blue Dart is South Asia's premier courier, and integrated express package distribution company. We have the most extensive domestic network covering over 35,000+ locations and service more than 220 countries and territories worldwide through our group company DHL, the premier global brand name in express distribution services. Blue Dart has 2,113 offices across India. | GRI 102 - 4 |
| i. Number of International Locations (Provide details of major 5) | | |
| ii. Number of National Locations | | |
| 10. Markets served by the Company – Local/State/National/International | India | GRI 102 – 6 |

¹ Please refer to the Appendix stating mapping details of GRI with Sections A,B, C and D of the BRR report.

SECTION B: FINANCIAL DETAILS OF THE COMPANY

| QUESTION | INFORMATION | GRI |
|---|---|-------------------|
| 1. Paid up Capital (INR) | 2,376 Lakhs | GRI 102-7 (a-iv) |
| 2. Total Turnover (INR) | 3,27,970 Lakhs | GRI 102-7 (a-iii) |
| 3. Net Profit after tax (after Exceptional and/or Extraordinary items) (INR) | 9,631 Lakhs | NA |
| 4. Total Spending on Corporate Social Responsibility (CSR) as percentage of average Net Profit of the Company for last 3 Financial Year | 2% | NA |
| 5. List of activities in which expenditure in 4 above has been incurred:- | Refer 'Empowering Local Communities - Corporate Social Responsibility at Blue Dart' section of Business Responsibility Report | GRI 102-2 (a) |

SECTION C: OTHER DETAILS

| QUESTION | INFORMATION | GRI |
|---|--|------------|
| 1. Does the Company have any Subsidiary Company/ Companies? | Yes, the Company has two wholly owned subsidiary companies viz. Blue Dart Aviation Limited and Concorde Air Logistics Limited. | GRI 102-45 |
| 2. Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s) | There is no direct participation. | NA |
| 3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%] | No | NA |

SECTION D: BR INFORMATION

| QUESTION | INFORMATION | GRI |
|---|---|------------|
| 1. Details of director/directors responsible for BR | | |
| a) Details of the director/directors responsible for implementation of the BR policy/policies | <ul style="list-style-type: none"> • DIN Number – 01739334 • Name - Mr. Sharad Upasani • Designation – Chairman • DIN Number – 03480129 • Name - Mr. Narendra Sarda • Designation – Director • DIN Number – 01842520 • Name - Ms. Tulsi Nowlakha Mirchandaney • Designation – Director | GRI 102-20 |
| b) Details of the BR head | <ul style="list-style-type: none"> • DIN Number (if applicable) – N.A. • Name – Mr. Aneel Gambhir • Designation – Chief Financial Officer • Telephone number - 022 28396444 • E-mail ID - Aneelg@bluedart.com | |

BUSINESS RESPONSIBILITY REPORT

| 2. Principle-wise (as per NVGs) BR Policy/policies (Reply in Y/N) | | | | | | | | | | | GRI |
|---|--|--|----|----|----|----|----|----|----|----|--|
| S.No | Questions | P1 | P2 | P3 | P4 | P5 | P6 | P7 | P8 | P9 | |
| 1 | Do you have a policy/policies for | Y | Y | Y | Y | Y | Y | Y | Y | Y | GRI 102-18 (b), 102-26, 102-43, 102-55 (b-ii) & GRI 103-2 (c-i and c-vi), Disclosure 103-3 |
| 2. | Has the policy been formulated in consultation with relevant stakeholders? | All the policies have been formulated in consultation with the Management of the Company and approved by the Board of Directors. | | | | | | | | | |
| 3. | Does the policy conform to any national/international standards? Specify, if Yes | All the policies are compliant with respective principles of National Voluntary Guidelines (NVG). | | | | | | | | | |
| 4. | Has the policy been approved by the Board? Has it been signed by MD/Owner/CERO/ Appropriate Board Director? | All the policies have been approved by the Board and signed by the Managing Director. | | | | | | | | | |
| 5. | Does the Company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy? | The Board has constituted the BRR Committee comprising of Mr. Sharad Upasani, Mr. Narendra Sarda and Ms. Tulsi Nowlakhia Mirchandaney. | | | | | | | | | |
| 6. | Indicate the link for the policy to be viewed online | Copies will be made available on receipt of written request from the shareholders. | | | | | | | | | |
| 7. | Has the policy been formally communicated to all relevant internal and external stakeholders? | The policies have been formally communicated to internal and external stakeholders. | | | | | | | | | |
| 8. | Does the Company have in-house structure to implement the policy/policies? | Y | Y | Y | Y | Y | Y | Y | Y | Y | |
| 9. | Does the Company have a grievance redressal mechanism to address stakeholders' grievance related to the policy/policies? | Y | Y | Y | Y | Y | Y | Y | Y | Y | |
| 10. | Has the Company carried out independent audit/ evaluation of working of this policy by an internal or external agency? | It will be done in due course. | | | | | | | | | |

| QUESTION | REFERENCE SECTION | GRI |
|---|--|-----------------------|
| 3. Governance related to BR | | |
| Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. (Within 3 months, 3-6 months, annually, more than 1 year?) | Annually | GRI 102-31 and 102-52 |
| Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published? | The Company has been publishing information on its sustainability efforts as part of its annual report on a voluntary basis. | |

SECTION E: PRINCIPLE - WISE PERFORMANCE

| QUESTION | REFERENCE SECTION |
|---|---|
| Principle 1: Ethics, Transparency and Accountability | |
| 1. Does the policy relating to ethics, bribery and corruption cover only the Company? Yes/No. Does it extend to the Group/Joint-Ventures/Suppliers/Contractors/NGOS/ Others? | Refer 'Building a Responsible Business - Ethics and Corporate Governance' section of 'BRR'. |
| 2. How many stakeholders' complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so provide details thereof, in about 50 words or so. | |

| QUESTION | | REFERENCE SECTION |
|---|---|---|
| Principle 2: Sustainable Products and Services | | |
| 1. | List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities. | Refer 'Environment & Energy' section of BRR |
| 2. | For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional): <ol style="list-style-type: none"> i. Reduction during sourcing/production/ distribution achieved since the previous year throughout the value chain? ii. Reduction during usage by consumers (energy, water) has been achieved since the previous year? | |
| 3. | Does the Company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so. | |
| 4. | Has the Company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors? | |
| 5. | Does the Company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so. | |

| | | |
|---|---|--|
| Principle 3: Employee Well Being | | |
| 1. | Please indicate the Total number of employees. | Refer 'Aspiring to be Employer of Choice : Workforce Management at Blue Dart' section of BRR |
| 2. | Please indicate the Total number of employees hired on temporary/ contractual/ casual basis. | |
| 3. | Please indicate the Number of permanent women employees. | |
| 4. | Please indicate the Number of permanent employees with disabilities. | |
| 5. | Do you have an employee association that is recognized by management? | |
| 6. | What percentage of your permanent employees is members of this recognized employee association? | |
| 7. | Please indicate the number of complaints relating to child labor, forced labor, involuntary labor, and sexual harassment in the last financial year and pending, as on the end of the financial year. | |
| 8. | What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year? <ul style="list-style-type: none"> • Permanent Employees • Permanent Women Employees • Casual/Temporary/Contractual Employees • Employees with Disabilities | |

| | | |
|---|---|--|
| Principle 4: Valuing Marginalised Stakeholders | | |
| 1. | Has the Company mapped its internal and external stakeholders? | Refer 'Managing Stakeholder Priorities – Stakeholder engagement at Blue Dart' section of BRR |
| 2. | Out of the above, has the Company identified the disadvantaged, vulnerable & marginalized stakeholders? | |
| 3. | Are there any special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so. | |

BUSINESS RESPONSIBILITY REPORT

| QUESTION | | REFERENCE SECTION |
|----------------------------------|---|--|
| Principle 5: Human Rights | | |
| 1. | Does the policy of the Company on human rights cover only the Company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/ Others? | Refer 'Building a Responsible Business - Ethics and Corporate Governance' section of BRR |
| 2. | How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management? | |

| | | |
|---------------------------------|--|---|
| Principle 6: Environment | | |
| 1. | Does the policy related to Principle 6 cover only the Company or extends to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others? | Refer 'Environment & Energy' section of 'BRR' |
| 2. | Does the Company have strategies/initiatives to address global environmental issues such as climate change, global warming, etc.? Y/N. If yes, please give hyperlink for webpage etc. | |
| 3. | Does the Company identify and assess potential environmental risks? | |
| 4. | Does the Company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if yes, whether any environmental compliance report is filed? | |
| 5. | Has the Company undertaken any other initiatives on - clean technology, energy efficiency, renewable energy, etc.? Y/N. If yes, please give hyperlink for web page etc.? | |
| 6. | Are the Emissions/Waste generated by the Company within the permissible limits given by CPCB/SPCB for the financial year being reported? | |
| 7. | Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year. | |

| | | |
|-------------------------------------|--|--|
| Principle 7: Policy Advocacy | | |
| 1. | Is your Company a member of any trade and chamber or association? If yes, name only those major ones that your business deals with: | Refer 'Building a Responsible Business - Ethics and Corporate Governance' section of BRR |
| 2. | Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others) | |

| | | |
|--------------------------------------|--|--|
| Principle 8: Inclusive Growth | | |
| 1. | Does the Company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof. | Refer 'Empowering Local Communities - Corporate Social Responsibility at Blue Dart' section of BRR |
| 2. | Are the programmes/projects undertaken through in-house team/own foundation/external NGO/ government structures/any other organization? | |
| 3. | Have you done any impact assessment of your initiative? | |
| 4. | What is your Company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken? | |
| 5. | Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so. | |

| QUESTION | | REFERENCE SECTION |
|-----------------------------|--|--|
| Principle 9: Customer Value | | |
| 1. | What percentage of customer complaints/consumer cases are pending as on the end of financial year. | Refer 'Building a Responsible Business - Ethics and Corporate Governance' section of BRR |
| 2. | Does the Company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A./ Remarks (additional information) | |
| 3. | Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behavior during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so. | Refer 'Managing Stakeholder Priorities - Stakeholder engagement at Blue Dart' section of BRR |
| 4. | Did your company carry out any consumer survey/ consumer satisfaction trends? | |



SUSTAINABLE DEVELOPMENT GOALS



BUSINESS RESPONSIBILITY REPORT

BUSINESS RESPONSIBILITY AT BLUE DART

It is a privilege to present the 'Business Responsibility Report' of Blue Dart for the FY 2020-21. In conformance to the requirements of the clause (f) of sub regulation (2) of regulation 34 of SEBI's Listing Regulations, this report is aligned with the nine principles of the National Voluntary Guidelines on Social, Environmental & Economic Responsibilities of Business (NVG-SEE) notified by the Ministry of Corporate Affairs, Government of India. Additionally, this report includes 'Corporate Social Responsibility' (CSR) section which is compliant to Schedule VII of Section 135 of the Companies Act, 2013. The report involves disclosure of the following nine principles as per NVG-SEE framework:

| | | |
|--|--|---|
| <p>Principle 1</p> <p>Businesses should conduct and govern themselves with Ethics, Transparency and Accountability</p> | <p>Principle 2</p> <p>Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle</p> | <p>Principle 3</p> <p>Businesses should promote the wellbeing of all employees</p> |
| <p>Principle 4</p> <p>Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised</p> | <p>Principle 5</p> <p>Businesses should respect and promote human rights</p> | <p>Principle 6</p> <p>Businesses should respect, protect, and make efforts to restore the environment</p> |
| <p>Principle 7</p> <p>Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner</p> | <p>Principle 8</p> <p>Businesses should support inclusive growth and equitable development</p> | <p>Principle 9</p> <p>Businesses should engage with and provide value to their customers and consumers in a responsible manner</p> |

BUILDING A RESPONSIBLE BUSINESS – ETHICS AND CORPORATE GOVERNANCE

Blue Dart believes that it is imperative for it to manage its business affairs in a fair and transparent manner with a firm commitment to its values. For Blue Dart, corporate governance is an ethically driven business process that is committed to values, aimed at enhancing the organisation's brand and reputation.

Since its inception, Blue Dart has inculcated and maintained a strong culture of values, ethics and integrity. The basic philosophy of corporate governance at Blue Dart is to achieve business excellence and to create and enhance the value for its shareholders, customers, employees and business associates thereby making a significant contribution to the economy. Blue Dart's corporate governance framework reflects its culture, policies, relationship with stakeholders and commitment to values. The Company endeavours to achieve the highest levels of transparency, accountability, integrity and responsibility and continues to focus on good corporate governance, in line with local and global standards. As a responsible corporate citizen, the Company complies with applicable laws of the land in letter as well as in spirit.

At Blue Dart, the aspects of human rights are embedded in the Company's HR code of conduct, policy on prevention, prohibition and redressal of sexual harassment of women at workplace, risk management policy and whistle blower policy. The whistle-blower policy of the Company provides a procedural framework to handle concerns and grievances of employees, customers, vendors and/or third-party intermediaries. The HR code of conduct covers aspects of a safe and healthy work environment and no discrimination. Being an equal opportunity workplace, Blue Dart ensures that the rights of women employees of the Company are not compromised by putting clear guidelines and grievance mechanism in place. In this regard, the Company has formulated a policy on 'Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace' with the objective of protection against sexual harassment of women and providing a safe working environment to them.

The Company has laid down a 'Code of Conduct' for the Board members and senior management team of the Company. The Company has also laid down a 'Code of Conduct' for its employees. The 'Code of Conduct' is a comprehensive document that articulates the Company's expectations from its people to reflect on the ethics and values of the organisation and resultantly earn the goodwill of its customers and enhance its reputation. The Company has also laid down a 'Vendor Code of Conduct' for all its vendors.

At Blue Dart, we value high ethical standards of behaviour and expect honesty, openness and integrity in whatever we do. The Company has formalized this process and institutionalized the 'Whistle Blower Policy' within the organisation. The 'Whistle Blower Policy' ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern. Pursuant thereto, a dedicated helpline viz. bluedart@ethicshelpline.in has been set up which is managed by an independent professional entity.

The Company has posted the "Whistle Blower Policy" on its website which can be accessed at https://www.nseprimeir.com/z_BlueDart/files/BlueDart_Whistle_Blower_Policy.pdf.

During Financial Year 2020-21, two whistle-blower complaints were received and processed, out of which one was investigated/acted upon and remaining one is under investigation. Further, two investors complaints were received during the year ended March 31, 2021. During last five years, no cases were filed against the Company in respect of unfair trade practices, irresponsible advertising and/or anti-competitive behaviour.

The Company's Code of Conduct upholds the principles of human rights and fair treatment. This policy covers the Company and extends to its group, suppliers and contractors. The Company has grievance redressal mechanism through which it receives complaints on the human rights aspects and satisfactorily resolves them. The grievance cell covers human rights issues such as child labour, forced labour, sexual harassment and discriminatory employment etc. During FY 2020-21, one employee complaint was received and satisfactorily resolved and no vendor complaints were received.

Blue Dart pursues policy advocacy in a responsible manner. The Company is a member of various associations viz; International Market Assessment India Private Limited, CII, FICCI, EICI, The Institute of Directors, Maharashtra Economic Development Council, CMIE, Nine Dot Nine, CFO Collective, Mediaworx Private Limited, Bombay Management Association, The Institute of Internal Auditors, Bombay Chartered Accountants Society, Indian Merchant Chambers, Mumbai First, Bombay Chamber of Commerce & Industry. Through aforesaid associations, Blue Dart advocates advancement and improvement of public good.

Blue Dart Aviation Limited ("BDAL"), a subsidiary of the Company, is the first and largest domestic cargo airline in the country which has sustained its operations for the past 25 years. It is the sole domestic freighter operator with scheduled flights. Policies framed by the Ministry of Civil Aviation and Regulator have so far catered primarily to growing passenger segment with numerous airlines operating a larger fleet of aircraft. It is, therefore, necessary for BDAL to chart out and steer policies for operations which are, in many ways, divergent from the passenger operations. The submissions, both individually and jointly with various trade bodies viz; CII and EICI made to the regulators (DGCA, AERA, BCAS), AAI and Ministry of Civil Aviation, over the past 13 (thirteen) years were through a process of engagement, collaborative approach, awareness building, education and benchmarking proven and successful best practices.

The initiatives and policy changes thus made have averted major cost and operations impact and benefitted not only BDAL, but to future cargo airline operators as well. These initiatives contributed to greater efficiency and sustainability of air cargo transportation segment. Various initiatives and policies inter-alia include:

- Ground Handling Policy: Dispensation for domestic freighter operators.
- Cargo Working Group Report on Air Cargo Logistics in India published by the MoCA in 2012. Several inputs were provided by BDAL.
- National Civil Aviation Policy June 2016: Policy changes in air cargo including long lease tenure of airport facilities for air express freighter operators, international operations for cargo airlines with FDI.
- Clarification on import duty for engines.
- CII Sub Committee on Sustainable Growth Strategies for Indian Aviation led by BDAL.
- MoCA Task Force on Skill Development for the Air Cargo Segment.

BUSINESS RESPONSIBILITY REPORT

MANAGING STAKEHOLDER PRIORITIES – STAKEHOLDER ENGAGEMENT AT BLUE DART

Blue Dart is committed to openness in dealing with all stakeholders. Transparency and honesty are the guiding principles in its communication activities internally as well as externally. Blue Dart is guided by the principle of "right-to-know" and hence provides access to the Company information recommended by recognized standards of corporate governance to all its stakeholders.

Blue Dart has identified Government, governmental organizations, regulators, customers, suppliers, investors, civil society organizations and consumers as its key stakeholders. Blue Dart actively engages with these stakeholders to create an environment which is supportive of solutions. Blue Dart has defined the modes of engagement, frequency of engagement, key agenda and feedback mechanism for various stakeholders separately. The formal processes of engagement with various stakeholders include:

- Identification of key stakeholders
- Consultation with key stakeholders
- Identification and prioritization of concerns and needs
- Addressing prioritized concerns and needs in a consistent and transparent manner

As part of its Corporate Social Responsibility, Blue Dart organises various programs for the upliftment of disadvantaged, vulnerable, underprivileged and marginalized sections of the society. All programs are classified under the three pillars of "Connecting People, Improving Lives" – GoTeach, GoGreen and GoHelp. Stakeholders have been identified for every program. These include students and young adults from an underprivileged background, people with disabilities, women, senior citizens, etc. in the areas of education, preventive healthcare, women empowerment, sanitation, waste management, etc. A detailed description of the activities can be found in the Corporate Social Responsibility section.

ENGAGEMENT WITH THE NGOS

Blue Dart has partnered with several non-profit organizations of high repute in various capacities to run programs that are aligned under the three pillars. Blue Dart works closely with each of its NGO partners to identify the stakeholders and beneficiaries for each intervention. Blue Dart also extends assistance to various NGOs by providing free of cost logistics support to them. The Company stretches its hand to help in the best possible way to support NGOs that work for the elderly, less privileged children, disabled people, those providing relief materials in disaster hit areas and many more noteworthy causes.

CUSTOMER VALUE AT BLUE DART

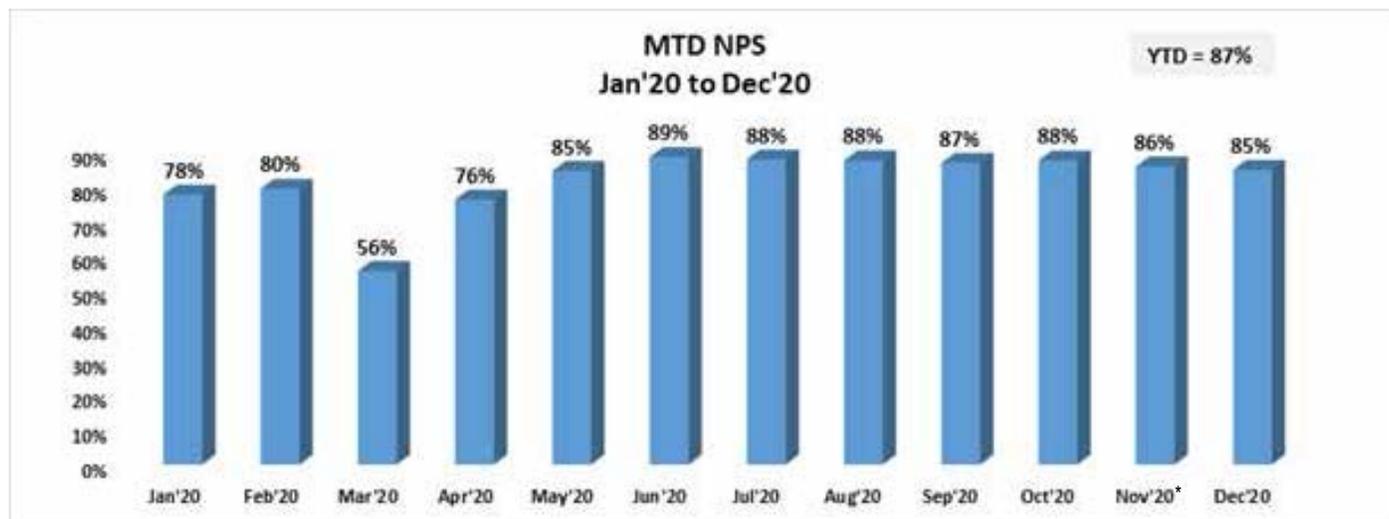
Blue Dart places the highest priority on making customers successful, knowing that customer success guarantees its own success. The Company's activities are governed by its knowledge of the requirements of customers and the market. The Company includes and prioritizes 'customer focus' in all its business processes, projects and dealings. Knowing that the Company will be measured by its ethical, social and environmental performance as much as by the quality of its service, Blue Dart strives for best practices in all these areas to secure customer trust and goodwill and thus enhance its reputation.

Blue Dart has an established grievance mechanism to resolve customer complaints. The source of receiving grievance can be verbal, written, through mail or social media. All these complaints get logged into a module called CARESS-Complaint Appreciation Resolution & Evaluation to Satisfaction System. Blue Dart has carried over 1,853.16 lakh domestic shipments and over 7.52 lakh international Shipments out of which 0.02% (point zero two per cent) complaints were registered. There were 2 customer grievances which are yet to be resolved.

NET PROMOTER SCORE (NPS)

Blue Dart nurtures a strong 'First Choice' culture. The Company drives a quality program named First Choice that has a five-step DMAIC (Define, Measure, Analyze, Improve and Control) approach based on the Six Sigma methodology to address pain area with sustainable solutions. The brand also deploys the 'Net Promoter Approach' that helps identify the 'Net Promoter Score' and highlights the areas of improvement. The Approach relentlessly works on achieving "best-in-class" customer satisfaction standards. Blue Dart's equity, a measure of customer loyalty towards a brand,

is the highest amongst its peers. The brand is associated with international standards, reliability, trustworthiness, hi-technology, strong corporate social responsibility and customer centricity.



* Please note March 2020 is an aberration- as we changed from a calling process of the NPS to an online process with a different vendor. The drop is due to the transition and data issues.

We have the following 7 (seven) touchpoints that we measure the VOC for NPS:

| Touch Points | | Parameters of services |
|--------------|-------------------------|--|
| TP3 | Complaint Handling | How well the Complaint was handled/solved by Customer service agent over the call or email |
| TP5 | E-tail Delivery Service | Interaction with Delivery staff for E-Commerce shipment delivered |
| TP6 | Pick Up Registration | Interaction with Customer Service Agent while registering pick up |
| TP7 | Sales | Interaction with Sales staff during sales visit and overall support provided by him |
| TP8 | Counter | Interaction with Counter Booking staff while booking the shipment |
| TP9 | Pick Up Service | Interaction with Pickup staff when shipment is picked up |
| TP10 | Delivery Service | Interaction with Delivery staff when shipment is delivered |

GLOBAL CUSTOMER SATISFACTION SURVEY

The global customer satisfaction survey is an online survey initiated annually by the DPDHL Group. The survey is conducted via a short online questionnaire.

In India, Blue Dart customers are reached out to evaluate the services. Loyalty questions like 'satisfaction' and 'recommendation' are augmented by eight touchpoint statements.

In 2020, more than 6,000 (six thousand) Blue Dart customers participated in the Global Customer Satisfaction Survey. The overall satisfaction score was at 78 and the recommendation score was at 79 each for Blue Dart in 2020.

ASPIRING TO BE EMPLOYER OF CHOICE: WORKFORCE MANAGEMENT AT BLUE DART

Human capital is the most important resource for the success of an organisation. Blue Dart is known to be an 'Employer of Choice'. It is a people-focused company. Blue Dart acknowledges the importance of employees and takes sincere efforts to ensure their well-being.

In pursuit of becoming future-ready, we are building an agile and nimble organization that can withstand economic headwinds and maintain sustainable profitability based on a strong foundation.

BUSINESS RESPONSIBILITY REPORT

EMPLOYEE DIVERSITY AT BLUE DART

As on March 31, 2021, Blue Dart comprised over 12,000 (twelve thousand) employees of which 559 (five hundred fifty nine) are women. Blue Dart has also availed services through outsourced service providers. Blue Dart inaugurated its first All Women-Run Service Centre in Navi Mumbai, India operated by a 16 member women team. To empower the specially-abled, Blue Dart employs specially-abled individuals as permanent employees. Blue Dart provides equal opportunities as an employer where no discrimination is made based on gender, caste or creed. The Company sees employee diversity as a guiding principle in its employment policy. This means promoting the diversity and heterogeneity of the individuals in the Company to attain the highest possible productivity, creativity and efficiency. Skills, performance and ethical conduct are the only indicators for employee qualification at Blue Dart.

ENGAGEMENT WITH EMPLOYEES

The Company has identified employees as a key stakeholder group. Blue Dart engages with employees frequently through various modes like Daily News, team briefs, open houses, town halls, Executive Development Review (EDR), etc. and has identified key employee priorities such as career building and growth training. Additionally, Blue Dart carries out skill development and safety-related training for employees. It also conducts employee satisfaction surveys.

Blue Dart believes that its employees deserve to work in a safe and healthy environment. The Company is therefore committed to a healthy and congenial work environment for its people. Blue Dart promotes health care as a key element of its sustained productivity and the quality of its services. Blue Dart provides safety and skill up-gradation training to its permanent employees. Apart from this, Blue Dart employs individuals from underprivileged backgrounds and those that are physically challenged to promote inclusive growth.

ADDRESSING EMPLOYEE GRIEVANCES

Blue Dart makes sure that employee grievances reach management through its grievance redressal mechanism. This grievance mechanism for employees covers aspects of human right issues (child labour, forced/ involuntary labour), discriminatory employment and sexual harassment. The grievance redressal process consists of the following steps:

- i. Employees fill the prescribed form under the GRP (Grievance Redressal Programme) and submit it to their immediate superior.
- ii. The grievance is reviewed at the Branch level first and if not closed in 7 days, it is forwarded for regional review.
- iii. If it is not closed in 7 days, it is forwarded for Managing Director's review who within 7 working days communicates his decision to the Corporate HR & RH for implementation.

In view of the above, Blue Dart does not have an employee association that is recognized by the management.

COVID-19 – PANDEMIC MANAGEMENT AT BLUE DART

The COVID-19 pandemic affected the entire globe leaving a devastating impact on India, the second most populated country in the world. As the nation's trade facilitator Blue Dart played an important role to ensure that an uninterrupted supply of essential products was delivered across the country. Blue Dart follows a 'People First' philosophy and always puts its customers, employees and its stakeholders at the forefront of its business.

To ensure the safety and wellbeing of all its employees especially its frontline staff and those working from home Blue Dart initiated, adopted and encouraged various precautionary measures. COVID-19 safety orientation training was conducted across all offices and centres, routine checks on ensuring mask are used, maintaining social distancing, temperature checks and availability of sanitization at all offices.

In order to break the chain and maintain a congenial work environment, employees were required to submit a fitness certificate once returned from leaves or any ailment. Employees were asked to fill Self-Declaration Form (SDF) with details of the well-being of the employee, their families and their neighborhood. Blue Connect (Internal LMS) regularly uploaded information on COVID-19 safety assessment. In scenarios where an employee reporting to work was tested positive, an external agency was appointed for complete sanitization and fumigation of the location.

Going one step forward, teams across various service centres in the country initiated yoga, respiratory and breathing exercises to build a stronger immunity system.

Apart from this, to boost the morale of the employees, efforts were put in to build confidence, avoid panic and remove fear among people. The HR department maintained constant touch with employees and their families who were affected, to ensure they are provided with any help that is required.

While healthy immunity is often emphasized, mental health is not often spoken out loud. Through Employee Assistance Program (EAP) we provided employees with free counselling support that aided to positively overcome any challenges that they face in their personal and professional life.

Employees were guided with a protocol to be followed in the case of contagion of the Coronavirus. The Company provided insurance support and benefits to all its employees including special leaves.

During the year ending March 31, 2021, the Company rewarded its employees for their outstanding efforts during the COVID-19 crisis with one time ex-gratia as a token of appreciation. This has contributed in enhancing morale of employees, especially front – line staff. The Company had also distributed branded masks to its employees along with anniversary gift.

ENVIRONMENT & ENERGY

Blue Dart acknowledges an impact of its business activities on the environment and is committed to improving its environmental track record through precautionary measures and the use of environment-friendly technology. Blue Dart's parent company - DPDHL has an environment policy which is binding for all its group companies. The policy has primary objectives of achieving transparency, improving operational efficiency and minimizing environmental impact, generating value, demonstrating leadership and mobilizing employees. The Company measures its processes and services against the highest quality standards. The guiding principles of Blue Dart are national and international environmental standards - such as ISO 9001-2015 standard series.

ENVIRONMENTAL RISKS AT BLUE DART

Emission is identified as a major risk by Blue Dart. Blue Dart monitors its emissions from transportation via air and roadways regularly and is compliant with the Motor-Vehicle act and Pollution certificate. Emissions and waste generated by Blue Dart are within the permissible limits given by CPCB/SPCB. Hence, no legal notices have been received from CPCB/ SPCB.

ADDRESSING ENVIRONMENTAL CONCERNS

As part of the DPDHL Group, Blue Dart aims to follow the mandate of Mission 2050.

Mission 2050 - Zero emissions: From 2017 until 2050, the Group's mission will be to drive business towards zero emissions logistics by setting the standard for the future of the transport sector and doing its part to help the world community reach its goal of limiting global warming to less than two degrees Celsius.

Under the 'Connecting People, Improving Lives' credo of GoGreen, Blue Dart has undertaken certain initiatives to protect the environment. The initiatives include:

1. Plantation of saplings
2. Energy conservation techniques such as usage of LED lamps in offices, power saver, GoGreen lights off initiative
3. Celebration of Earth-Hour every month, Earth Day and World Environment Day
4. Installation of sensors in water taps at the Headquarter with an aim to save water
5. Route optimisation techniques

BUSINESS RESPONSIBILITY REPORT

Blue Dart believes in providing services that are safe and thus contributes to their sustainability. Blue Dart has taken the following initiatives to incorporate environmental concerns, risks and opportunities in its day to day services:

A. Smart Truck

Blue Dart's Smart Truck technology is designed to provide solutions to urban logistics challenges such as traffic restrictions, density and clogging while ensuring environmental protection and fulfilling customer need for on-time delivery. These 'intelligent' pick-up and delivery vehicles compute delivery deadlines to calculate the ideal sequence for shipments and use real-time GPS to avoid traffic jams and optimize routings, thereby enabling flexibility and last-minute pick-ups. This allows the Smart Truck to spend more time on the road to perform their pick-up and delivery services.

B. Carbon Neutral Service (CNS)

Since 2012, Blue Dart offers a specialized Carbon Neutral Service initiative, wherein customers are provided with an environmentally responsible shipping option to neutralize the carbon emissions produced by the transportation of their shipments. Blue Dart, along with DPDHL Group offers India's first end-to-end GoGreen Carbon Neutral Service across international and domestic markets. It is an extension of DPDHL Group's global environment protection program which was launched in 2008.

The service allows customers to neutralize their carbon footprint by paying an offset charge over and above their shipping rates. The carbon emissions resulting from the transportation of customer's shipments are offset by re-investing in environmental protection projects verified by SGS (Societe Generale de Surveillance), a United Nations independent auditor. A certificate verified by SGS is issued to CNS customers annually that mentions the total amount of CO₂ offset against the emissions resulting from the transportation of their shipments.

The GoGreen Carbon Neutral Service provides benefits like evaluation of emissions, offsetting of carbon emissions in high quality Gold Standard projects through CO₂ emission reports, robust accounting systems to measure CO₂ inventory, annual certificate and availability on all products range – Domestic and International. Other benefits include effective carbon management, ensuring a balance between economic benefit and assuming responsibility for communities, positive impact on climate change and support corporate sustainability mandates.

Since launch of the environment protection program in 2008, Blue Dart has seen a lot of interest evinced by customers who pursue sustainability as a part of their agenda. Ever since the launch in 2012, this service has been subscribed to by over 2,871 (two thousand eight hundred seventy one) environmentally responsible customers till 2020. CNS not only enables customers to contribute to a greener future, but also helps build healthier and productive communities.

DPDHL Group has set a target of 30% (thirty per cent) efficiency improvement over the base of 2008 by 2020 for all its group companies. Blue Dart has surpassed the target by achieving an efficiency improvement of 31% (thirty-one per cent) in 2019 itself. **Blue Dart has achieved an efficiency improvement of 36% (thirty-six per cent) in 2020.**

Few examples of initiatives taken to support carbon neutrality in various business decisions as under:

- Replacing aircraft engines with variants having higher efficiency and lower emissions.
- Re-lamping facilities with CFL or LED bulbs in replacement of incandescent bulbs.
- Switching from CRT to LCD computer monitors.
- Using translucent roofing materials to benefit from natural lighting in hubs.
- Air and Ground network route optimization to improve network utilization and emission efficiency.
- Facility for customers to receive their shipments at centrally located parcel locker facilities rather than opting for home and office deliveries.
- Delivery of shipments by bicycles and by staff travelling on foot for destinations close to the service centres.

C. Packaging options

- **Smart Box (Domestic)**

A convenient, economical, packaging unit priced to include a door-to-door delivery service within India. The units come in 2 sizes – 10kgs and 25kgs, and are designed to accommodate a variety of products.

- **Express Pallet (Domestic)**

A convenient, flexible yet economical way to send goods within India in both air and ground modes. The units come in 3 sizes, which can be built to accommodate 50kg, 75kg and 100 kg, and are designed to accommodate a variety of products.

D. Recycling Canvas Bags

The use and disposal of canvas bags have a severe impact on the environment that leads to global warming. To reduce its carbon impact and minimize waste generation, Blue Dart recycles canvas bags. Canvas bag is reused as small polybags are put together into a single canvas bag for delivery of shipments. Canvas bags are used 6-7 times before safe disposal.

E. Kill Bill Concept

Blue Dart has introduced the Kill Bill concept in its delivery facilities. The Company has stopped using Goods Receipt which is given by the transporter to the owner after loading the goods. It has also minimized the use of Air Waybills (AWB) i.e. an air consignment note given by an airline to the owner as an evidence of the contract of carriage. Alternatively, Blue Dart uses bar code or thermal stickers in the transportation of goods.

F. Green Electricity

Green Electricity is defined as either electricity from renewable electricity sources – directly or indirectly – or electricity balanced by the purchase of renewable electricity certificates. Blue Dart, based on its electricity consumption during the year, purchases green electricity through iREC (international Renewable Electricity Certificates).

G. Sustainable Sourcing at Blue Dart

Blue Dart has taken steps in sustainable sourcing of their transportation facilities. While sourcing vehicles from vendors, the Company ensures that every vehicle should have all valid paperwork such as RC Book, Vehicle Fitness Certificate, National Permit, Insurance Paper, PUC. It also ensures that the driver possesses a valid driving license.

H. Improving capacities and capabilities of Local vendors

Blue Dart has been constantly working on improving the capacity and capability of local and small vendors.

I. Regional Service Participants (RSP):

Blue Dart appoints its RSP to perform sales, deliveries and services including domestic priority, international shipments, dart apex and surface. This also involves sub-products which are communicated by Blue Dart from time to time. Blue Dart and RSP are independently owned separate legal entities. Services are rendered by RSP to Blue Dart for - timely pick up, outbound shipments that generate revenue, deliveries of Blue Dart shipments as per service quality norms and customer promise within the terms of the agreement signed by both the parties and any additional services which may be agreed in writing from time to time and called upon by Blue Dart.

The agreement is clear about the geographical area with specified pin code locations within which the Regional Service Participant has to operate. The agreement empowers the RSP to effect sales of Blue Dart products at the mutually agreed rates (specified in Rate Annexure) by using the Blue Dart waybill. The RSP has its own independent office(s) in the territory through which it independently conducts its day-to-day operations. The RSP takes efforts to effectively and actively enhance the business, revenue and reputation of Blue Dart within the territory and

BUSINESS RESPONSIBILITY REPORT

maintains good relations with customers and potential customers of Blue Dart.

J. Pickup – Delivery Associate (PDA)

PDA is engaged, inter alia, in the business of providing logistics support to effect pick-up and delivery of consignments within a given geographical area with specified pin code locations in which PDA shall provide the services on a principal to principal basis. Alike RSP; PDA uses its best efforts effectively and actively to enhance the business, revenue and reputation of Blue Dart. PDA employs and maintains a sufficient number of adequately trained and competent personnel to perform duties, obligations and responsibilities concerning the services.

K. FCC – Franchisee

The Franchisee appointed by Blue Dart operates as a franchise collection centre of Blue Dart and is offered base rates for various domestic, international, SFC and apex shipments, discounted from the Tariff rate list. The Franchisee charges its customers as per the tariff card provided by Blue Dart and undertakes not to charge more than the market rate under any circumstances. The Franchisee pays to Blue Dart for each domestic and international shipment as per the base rates, irrespective of the actual rate that is charged by the Franchisee to the shipper. The Franchisee does not engage in any other business activity which is in direct competition or is similar to the type of business conducted by Blue Dart. The Franchisee ensures 100% (one hundred per cent) security of all shipments picked up from its shipper and is compliant with Blue Dart's security procedures.

L. Express Sales Associates (ESA)

To broad base its services by reaching the retail segment more effectively and efficiently, Blue Dart appoints Express Sales Associates who can pick up the shipments on behalf of Blue Dart from his allocated territory. ESA has the expertise to pick-up shipments and should possess his own vehicle which will be branded as per Blue Dart's standard for picking up the shipments. ESA represents and further warrants that they have the requisite permissions and registration with the relevant regulatory authorities including Central Excise/Service Tax Authorities, to operate as an ESA of Blue Dart. ESA reports and coordinates all his activities with the operation-in-charge of the nominated office of Blue Dart. ESA picks up the shipment in the allocated territory from the customers and hands over the same at the transfer point on the same day together with the consolidated report (challan) of all the shipments, within the cut-off timings. When working with Blue Dart, ESA is not allowed to conduct or engage itself in any business similar to that of Blue Dart or to have any sort of business association in any capacity with any of the competitors of Blue Dart either at the local or a national level.

CORPORATE SOCIAL RESPONSIBILITY

Social responsibility is a core element in Blue Dart's corporate strategy. Blue Dart is committed to supporting the communities around which it operates and recognizes the need to contribute to their well-being with its initiatives. As a socially responsible corporate, Blue Dart has an in-house sustainability team responsible for identifying and addressing various sustainability issues and supporting initiatives that make the world a better place for future generations. The Corporate Social Responsibility (CSR) programs at Blue Dart are compliant to Schedule VII of Section 135 of the Companies Act, 2013.

Blue Dart positions its corporate responsibility between economic benefits and liability towards the communities. The diagram below is a pictorial representation of their corporate responsibility approach. Many initiatives focused on the environment, education, society and health care are undertaken by the Company as part of its Corporate Social Responsibility (CSR) intervention.

CSR COMMITTEE

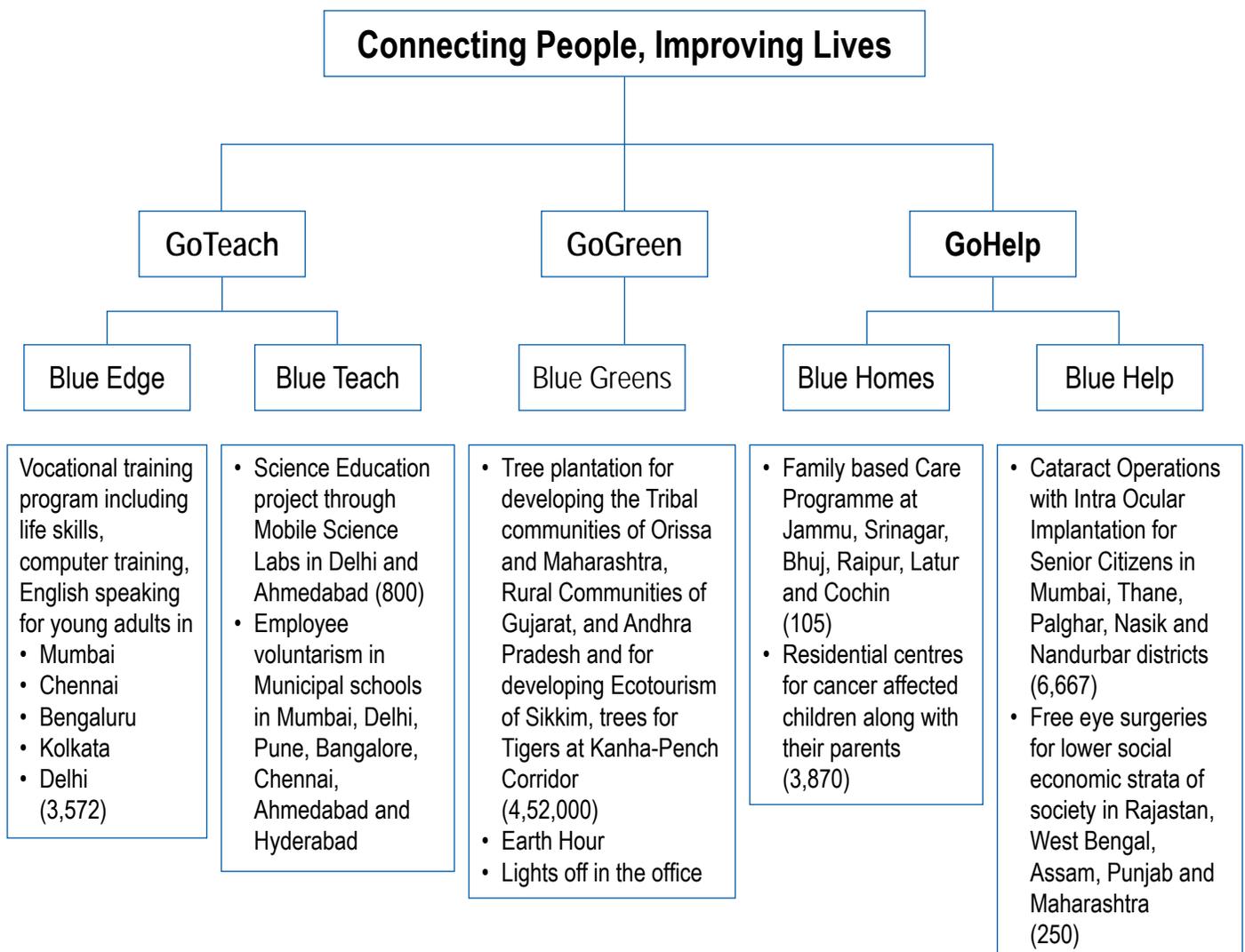
Blue Dart constituted the CSR committee in the meeting of Board of Directors of the Company held on February 5, 2014, as contemplated under the provisions of the Companies Act, 2013. The CSR committee of the Board comprises of Mr. Sharad Upasani as Chairman of the Committee, Mr. Balfour Manuel and Ms. Tulsi N. Mirchandaney as members of the Committee. The responsibilities of this committee include formulation and updating of 'CSR Policy', which is approved by the Board, recommending CSR expenditure to the Board for approval and monitoring CSR activities. The Company has also constituted CSR Implementation/ Management Committee for implementation and execution of CSR initiatives adopted by the Company in accordance with the provisions of the Companies Act, 2013.

SOCIAL RESPONSIBILITY AT BLUE DART

With rapidly changing environment, Blue Dart has adopted CSR as a strategic tool for sustainable growth. For Blue Dart, CSR primarily means integration of business processes with social processes and not merely an investment of funds for social activity. Blue Dart is one of the forerunners in corporate social responsibility. As an Indian company with a global outlook, Blue Dart endeavours to maintain a delicate balance between economic, environmental and social interests.

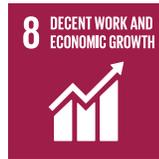
Under the motto of 'Connecting People, Improving Lives', Blue Dart (along with DPDHL) focuses its corporate responsibility on three pillars namely **GoTeach (Championing Education)**, **GoGreen (Protecting the environment)** and **GoHelp (Disaster management response)**. Blue Dart has partnered with NGOs of high repute to run programs under these three pillars.

Following diagram is a presentation of the three pillars of CSR and initiatives under these three pillars.



BUSINESS RESPONSIBILITY REPORT

GoTeach



Blue Dart aims to provide equal opportunities of education for the underprivileged and marginalized communities, aligning itself to SDGs (SDG 1, 4, 5, 8, 9, 10 and 16). Following the credo of Connecting People, Improving Lives, under its pillar GoTeach, Blue Dart undertakes various programs which are bifurcated into Blue Edge and Blue Teach.

A. Blue Dart in association with Oasis India, Hope Foundation and Noida Deaf Society (NDS) started an initiative called **'Blue Edge: Empowering Lives'**, aimed at elevating and transforming the lives of young adults from difficult environments, who have not been able to complete their education. The program ensures that the underprivileged section of the society is not deprived of educational skills as a building block to their ability to earn and support their future and families and contribute positively to the community, at large.

"Before joining Blue Edge, I did not know how to communicate in English but when I joined Blue Edge my English improved a lot and I was able to communicate with people. Apart from that, I have learnt customer care orientation. Currently, I am working for Nature's Basket as a cashier. Training provided on customer care and spoken English is helping me in my workplace."

Prabhakar Gupta, 24,
a Blue Edge Mumbai beneficiary



Blue Dart started Blue Edge Centres at

1. Mumbai in 2008
2. Chennai in 2011*
3. Bengaluru in 2014*
4. Delhi in 2016 (special intervention for hearing impaired)
5. Kolkata in 2016

"I have become confident in Sign Language, Basic English Communication skills. I love being taught by a Deaf teacher and can understand everything clearly"

Nagma, 28,
a Blue Edge Delhi Beneficiary



This program educates them about possible employment opportunities while equipping them with relevant skill sets, enabling them to make informed choices and bring stability into their lives.

Since its inception, more than 3295 (three thousand two hundred ninety five) students have successfully completed this program and have been felicitated at graduation ceremonies held in their respective cities, which further boosts their morale. Many of the students who have graduated from this program have been placed successfully in reputed organizations in sunrise verticals like telecom, retail, FMCG, etc. and have effectively kick-started their potentially stable careers and lives.

The award winning Blue Edge: Empowering Lives program, was recognized at a global stage for its outstanding achievement in the field of education. Blue Dart was presented with the Gold Award in the Sustainability category at the DPDHL CEO Awards, 2017.

Success of Blue Edge: Empowering Lives program ensured that it was nominated as a Lighthouse Project under GoTeach from AP EEMEA. The program also received funding of 50,000 Euros from DHL as a token of appreciation for the good work conducted in the field of education

and also for further extension of this program to another city in India. This fund was used to set up the Blue Edge centre in Chennai which began operations in April 2011.

* Classes in Chennai and Bengaluru has been concluded successfully.

B. Blue Teach aims to reach out to beneficiaries touching their lives right from their childhood. Blue Teach elevates the lives of children from different strata of society, making them independent and sustainable in their lives.

- Blue Dart along with Agastya International Foundation ran Mobile Science Lab vans in Delhi and Ahmedabad. The initiative concluded in FY 2019-20. Due to the pandemic lockdown, some portion of the project was underutilised. This resource was utilised by distributing home lab kits to 800 (eight hundred) students and 7 (seven) teachers in Ahmedabad and Delhi.
- Blue Dart along with its other business units – DHL Express, DHL Smart Trucking, DHL Global Forwarding and DHL Supply Chain support Teach For India (TFI), a non-profit organization that is a part of the Teach For All network. College graduates and working professionals are recruited to serve as full-time teachers in low-income schools for two years. The goal is to end the problem of educational inequity in India and provide an excellent education to all children. TFI operates in 353 schools across seven cities of India - Mumbai, Pune, New Delhi, Chennai, Ahmedabad, Bengaluru and Hyderabad reaching approximately 40,000 students.

BLUE DART HAS COMMITTED TO PLANT 1,11,000 TREES FOR OVER FOUR YEARS IN A ROW WHICH WILL OFFSET 2,220,000 KG/YEAR CARBON ON MATURITY ALSO BENEFITTING THE COMMUNITIES AROUND AS THE TREES ARE PLANTED ON PUBLIC LAND

GoGreen



Under the pillar of GoGreen, Blue Dart runs various environment and sustainability programs that are aligned to SDGs (SDG 3, 11, 12, 13, 15 and 17). These initiatives are further themed as Blue Greens.

- Blue Dart has partnered with Grow-Trees.com, official planting partner for United Nation's Environment Program's (UNEP) Billion Tree campaign and WWF for planting:
 - 36,000 trees in Kheda district, Gujarat,
 - 25,000 trees in Koraput district, Gujarat,
 - 20,000 trees in Chittoor district, Andhra Pradesh
 - 20,000 trees in Sikkim
 - 10,000 trees in Yavatmal, Maharashtra
 - 4,52,000 trees in Kanha-Pench Wildlife Corridor



"I am now able to earn food every day and run my household smoothly. It feels happy to find stability in work."

Sonali Chaitram Dashmer, 30,
A Blue Greens,
Maharashtra beneficiary.

These trees are planted only on public/community land so that they can benefit maximum number of people.

BUSINESS RESPONSIBILITY REPORT

Blue Dart planted 1,11,000 trees in 2020 contributing to over 10% (ten per cent) of the DPDHL Groups' global target of planting 1 million trees a year.

- **Power Saver- Lights Off:** Blue Dart practices Lights Off for an hour between 1:00 pm – 2:00 pm on the last Saturday of every month across all its offices in India.
- **Earth Hour:** Blue Dart celebrated Earth Hour on March 27, 2021 by encouraging all Blue Darters to pledge to switch off all the lights for an hour in office and for one hour at home. The activity was also promoted on Blue Dart's social media platforms by posting illustrative messages related to the environment.
- **World Environment Day:** Blue Dart observes World Environment Day by creating engaging content on the environment through mailers and workshops. Relevant posts are also uploaded on Blue Dart's official Facebook and Twitter Page creating awareness amongst its followers.

GoHelp



GoHelp is another important pillar that plays a crucial role in improving lives of underprivileged and is aligned to SDGs (SDGs 1, 2, 3, 10, 12 and 16). These initiatives come under **Blue Homes** and **Blue Help**.

A. **Blue Homes** consists of two programs that are run in association with SOS Children's Villages of India and St. Jude India ChildCare Centres respectively.

- Advocating the concerns, rights and requirements of children in need of care and protection, Blue Dart has associated with SOS Children's Villages of India, an independent, non-governmental, social development organization that provides family-based care for parentless or abandoned children in India. Blue Dart supports six homes consisting of 60 children, in Jammu, Srinagar, Bhuj, Raipur, Latur and Cochin. SOS Children's Villages helps orphaned children in need, to help them shape their own future. Primary target beneficiaries are children without parental care (orphaned and abandoned children) and disadvantaged children in vulnerable families at the risk of losing adequate parental care.

"I like to help my mother & I am fond of all the Blue Homes brothers & sisters who live with me. I like my school as well. Thank you Blue Dart for your support"

- Vishakha, 11,
A Blue Home, Srinagar beneficiary

- In 2015, Blue Dart initiated the Blue Dart Centre consisting of 12 staying facilities, in association with St. Jude India ChildCare Centres, an NGO working towards filling a vital need of care giving, nutrition and providing shelter to children suffering from cancer and under treatment



"God has blessed us by introducing Blue Homes because if not we would be left with no choice but to return home without completing treatment for our child, Thank you to the entire staff"

Mother of Sabbir Hasan, 5,
Blue Homes, Guwahati

at Tata Memorial Hospital, Mumbai. This centre stands in the three buildings donated by Mumbai Port Trust at Cotton Green in Mumbai, to St. Jude India, which provides a clean, safe, hygienic place to stay, nutritional support, transportation to hospital for treatment, as well as recreation, education and counselling to needy children under treatment for cancer in Mumbai, away from their hometown. The Blue Dart Centre provides all of this and even more to the children and their parents, creating a home away from home.

In 2017, Blue Dart extended its partnership by supporting the operational expenditure of 3 (three) centres in Delhi, with 11 (eleven) units per centre and is continuing the support this year as well.

In 2020, Blue Dart extended its support to Guwahati, supporting a centre with 12 units and is continuing the association.

Blue Dart was recognized at the DPDHL CEO Awards 2018, for its efforts in Corporate Social Responsibility for Blue Homes, for the second consecutive year.

B. In association with HelpAge India and Vision Foundation of India **Blue Help** carries out the following activities:

- Blue Dart has partnered with HelpAge India to conduct Cataract surgeries with Intra Ocular Lens (IOL) implantation to the needy elders. 6,667 (six thousand six hundred sixty seven) surgeries have been conducted till date in and around Mumbai, Thane, Nashik, Dhule, Nandurbar and Palghar
- Blue Dart partnered Vision Foundation of India, 250 (two hundred fifty) free cataract surgeries of the marginalized strata of the society under Project Rashtriya Netra Yagna in Rajasthan, West Bengal, Assam, Punjab and Maharashtra.

"I am very happy with the treatment given while in the hospital. I have regained my vision and now able to work in the farm. I am grateful to all the doctors, staffs and well-wishers who took proper care of me."

Narmada Tai Magar, 70,
Titwala, Thane.

CSR Expenditure for FY 2020-2021, under the umbrella of the three pillars of Connecting People, Improving Lives – GoTeach, GoHelp and GoGreen, a total amount of **INR 2,02,35,131** has been spent by Blue Dart. For more details on CSR Expenditure, please refer to the Annexure to Directors' Report.

BUSINESS RESPONSIBILITY REPORT

ALIGNMENT OF BRR PRINCIPLES WITH GRI AT BLUE DART²

| BRR | GLOBAL REPORTING INITIATIVE (GRI) | SUSTAINABLE DEVELOPMENT GOALS (SDGS) |
|-------------|---|--|
| PRINCIPLE 1 | <p>GRI 102 – 16: Values, principles, standards & norms of behavior</p> <p>GRI 103 – 2: Management approach & its components</p> <p>GRI 102 -17: Mechanisms for advice and concerns about ethics</p> <p>GRI 102 – 44: Key topics and concerns raised</p> | <p>SDG 3: Good Health & Well-being</p> <p>SDG 5: Gender Equality</p> <p>SDG 8: Decent Work & Economic Growth</p> <p>SDG 9: Industry, Innovation & Infrastructure</p> <p>SDG 10: Reduced Inequalities</p> <p>SDG 11: Sustainable Cities & Communities</p> <p>SDG 12: Responsible Consumption & Production</p> <p>SDG 13: Climate Action</p> |
| PRINCIPLE 2 | <p>GRI 102 – 2(b): Activities, brands, products, and services.</p> <p>GRI 301-2: Recycled input materials used</p> <p>GRI 302-4: Reduction of energy consumption</p> <p>GRI 302-5: Reductions in energy requirements of products and services</p> <p>GRI 303-3: Water withdrawal</p> <p>GRI 103 – 2: The management approach and its components</p> <p>GRI 204-1: Proportion of spending on local suppliers</p> <p>GRI 301-3 (a): Reclaimed products and their packaging materials.</p> <p>GRI 306-2: Management of significant waste-related impacts</p> | <p>SDG 3: Good Health & Well-being</p> <p>SDG 7: Affordable & Clean Energy</p> <p>SDG 8: Decent Work & Economic Growth</p> <p>SDG 9: Industry, Innovation & Infrastructure</p> <p>SDG 10: Reduced Inequalities</p> <p>SDG 11: Sustainable Cities & Communities</p> <p>SDG 12: Responsible Consumption & Production</p> <p>SDG 13: Climate Action</p> <p>SDG 14: Life Below Water</p> <p>SDG 15: Life on Land</p> |
| PRINCIPLE 3 | <p>GRI 102-7 (a-i): Scale of the organization</p> <p>GRI 102-8 (a and b): Information on employees and other workers.</p> <p>GRI 405-1 (b-iii): Diversity of governance bodies and employees</p> <p>GRI 407: Freedom of Association and Collective Bargaining</p> <p>GRI 103-2 (c-vi): The management approach and its components</p> <p>GRI 406-1 (a): Incidents of discrimination and corrective actions taken</p> <p>GRI 404-2 (a): Programs for upgrading employee skills and transition assistance programs</p> <p>GRI 404-3: Percentage of employees receiving regular performance and career development reviews</p> | <p>SDG 3: Good Health & Well-being</p> <p>SDG 5: Gender Equality</p> <p>SDG 8: Decent Work & Economic Growth</p> <p>SDG 9: Industry, Innovation & Infrastructure</p> <p>SDG 10: Reduced Inequalities</p> |

² https://www.bseindia.com/downloads1/linkage_doc_of_gri_and_bse.pdf

| BRR | GLOBAL REPORTING INITIATIVE (GRI) | SUSTAINABLE DEVELOPMENT GOALS (SDGS) |
|-------------|---|--|
| PRINCIPLE 4 | <p>GRI 101: Foundation</p> <p>GRI 102-40: List of stakeholder groups</p> <p>GRI 102-42: Identifying and selecting stakeholders</p> <p>GRI 102-43: Approach to stakeholder engagement</p> <p>GRI 103-2 (c-vii): The management approach and its components</p> <p>GRI 413-1: (a-vi) Operations with local community engagement, impact assessments, and development programs</p> | <p>SDG 3: Good Health & Well-being</p> <p>SDG 5: Gender Equality</p> <p>SDG 8: Decent Work & Economic Growth</p> <p>SDG 9: Industry, Innovation & Infrastructure</p> <p>SDG 10: Reduced Inequalities</p> <p>SDG 11: Sustainable Cities & Communities</p> <p>SDG 12: Responsible Consumption & Production</p> <p>SDG 13: Climate Action</p> <p>SDG 15: Life on Land</p> |
| PRINCIPLE 5 | <p>GRI 103-2 (c-i): The management approach and its components</p> <p>GRI 103-2 (c-vi): The management approach and its components</p> | <p>SDG 3: Good Health & Well-being</p> <p>SDG 5: Gender Equality</p> <p>SDG 8: Decent Work & Economic Growth</p> <p>SDG 9: Industry, Innovation & Infrastructure</p> <p>SDG 10: Reduced Inequalities</p> <p>SDG 11: Sustainable Cities & Communities</p> <p>SDG 12: Responsible Consumption & Production</p> <p>SDG 13: Climate Action</p> |
| PRINCIPLE 6 | <p>GRI 103-2 (c-i): The management approach and its components</p> <p>GRI 102-14: Statement from senior decision-maker</p> <p>GRI 102-15: Key impacts, risks, and opportunities</p> <p>GRI 103-2 (c-vii): The management approach and its components</p> <p>GRI 201-2: Financial implications and other risks and opportunities due to climate change</p> <p>GRI 103-2 (c-ii): The management approach and its components</p> | <p>SDG 3: Good Health & Well-being</p> <p>SDG 5: Gender Equality</p> <p>SDG 8: Decent Work & Economic Growth</p> <p>SDG 9: Industry, Innovation & Infrastructure</p> <p>SDG 10: Reduced Inequalities</p> <p>SDG 11: Sustainable Cities & Communities</p> <p>SDG 12: Responsible Consumption & Production</p> <p>SDG 13: Climate Action</p> |

BUSINESS RESPONSIBILITY REPORT

| BRR | GLOBAL REPORTING INITIATIVE (GRI) | SUSTAINABLE DEVELOPMENT GOALS (SDGS) |
|-------------|--|--|
| PRINCIPLE 7 | <p>GRI 102-13: Membership of associations</p> <p>GRI 415: Public Policy</p> | <p>SDG 3: Good Health & Well-being</p> <p>SDG 5: Gender Equality</p> <p>SDG 8: Decent Work & Economic Growth</p> <p>SDG 9: Industry, Innovation & Infrastructure</p> <p>SDG 10: Reduced Inequalities</p> <p>SDG 11: Sustainable Cities & Communities</p> <p>SDG 12: Responsible Consumption & Production</p> <p>SDG 13: Climate Action</p> |
| PRINCIPLE 8 | <p>GRI 103-2 (c-vii): The management approach and its components</p> <p>GRI 103-2 (a): The management approach and its components</p> <p>GRI 413-1 (a-i and a-ii): Operations with local community engagement, impact assessments, and development programs</p> <p>GRI 201-1 (a-ii): Direct economic value generated and distributed</p> <p>GRI 203-1: Infrastructure investments and services supported</p> <p>GRI 103-3: Evaluation of the management approach</p> | <p>SDG 3: Good Health & Well-being</p> <p>SDG 5: Gender Equality</p> <p>SDG 8: Decent Work & Economic Growth</p> <p>SDG 9: Industry, Innovation & Infrastructure</p> <p>SDG 10: Reduced Inequalities</p> <p>SDG 11: Sustainable Cities & Communities</p> <p>SDG 12: Responsible Consumption & Production</p> <p>SDG 13: Climate Action</p> <p>SDG 16: Peace, Justice & Strong Institutions</p> |
| PRINCIPLE 9 | <p>GRI 103-2 (c-vi): The management approach and its components</p> <p>GRI 103-2 (c-ii): The management approach and its components</p> <p>GRI 417-1 Requirements for product and service information and labeling</p> <p>GRI 206-1 Legal actions for anti-competitive behavior, anti-trust, and monopoly practices</p> <p>GRI 417-2 Incidents of non-compliance concerning product and service information and labeling</p> <p>GRI 417-3 Incidents of non-compliance concerning marketing communications</p> <p>GRI 102-43 Approach to stakeholder engagement</p> | <p>SDG 3: Good Health & Well-being</p> <p>SDG 5: Gender Equality</p> <p>SDG 8: Decent Work & Economic Growth</p> <p>SDG 9: Industry, Innovation & Infrastructure</p> <p>SDG 10: Reduced Inequalities</p> <p>SDG 11: Sustainable Cities & Communities</p> <p>SDG 12: Responsible Consumption & Production</p> <p>SDG 13: Climate Action</p> |

APPENDIX – MAPPING DETAILS OF GRI WITH SECTION A, B, C, D OF BRR REPORT

| SECTION A - GENERAL INFORMATION ABOUT THE COMPANY | |
|--|---|
| 1 | GRI 102 – 1: Name of the organization |
| 2 | GRI 102 -3: Location of headquarters |
| 3 | GRI 102 – 53: Contact point for questions regarding the report |
| 4 | GRI 102 – 50: Reporting period |
| 5 | GRI 102 – 6 (ii): Markets served |
| 6 | GRI 102-2(b): Activities, brands, products, and services |
| 7 | GRI 102-4: Location of operations |
| 8 | GRI 102-6: Markets served |
| SECTION B – FINANCIAL DETAILS ABOUT THE COMPANY | |
| 9 | GRI 102-7 (a-iv): Scale of the organization |
| 10 | GRI 102-7 (a-iii): Scale of the organization |
| 11 | GRI 102-2 (a): Activities, brands, products, and services |
| SECTION C – OTHER DETAILS | |
| 12 | GRI 102-45: Entities included in the consolidated financial statements |
| SECTION D – BR INFORMATION | |
| 13 | GRI 102-20: Executive-level responsibility for economic, environmental, and social topics |
| 14 | GRI 102-18: Governance structure |
| 15 | GRI 102-26: Role of highest governance body in setting purpose, values, and strategy |
| 16 | GRI 102-43: Approach to stakeholder engagement |
| 17 | GRI 102-55 (b-ii): GRI content index |
| 18 | GRI 103: General requirements for reporting the management approach |
| 19 | GRI 103-2 (c-i & c-vi): The management approach and its components |
| 20 | GRI 103-3: Evaluation of the management approach |
| 21 | GRI 102: General Disclosures |
| 22 | GRI 102-31: Review of economic, environmental, and social topics |
| 23 | GRI 102-52: Reporting cycle |

BLUE DART ESG JOURNEY 2020-21

Blue Dart Express Limited (hereinafter referred to as 'Blue Dart' / 'Company') aims – 'To be the best and set the pace, in the express air and integrated transportation and distribution industry, with a business and human conscience. We are committed to developing, rewarding and recognising the efforts of our people who, through high quality and professional service, alongside sophisticated technology, strive to meet and exceed customer and stakeholder expectations profitably.'

For the Company, Environmental, Social, and Governance (ESG) is an ethically driven business process that is committed to the values, aimed at driving the Group's credo of Connecting People, Improving Lives.. The Company's philosophy of governance is to achieve business excellence and to create as well as enhance the value for its stakeholders, thereby making a significant contribution to the economy. The Company's governance framework is a reflection of its culture, policies, relationship with its stakeholders and a strong commitment to its values.

The Company endeavours to achieve the highest levels of transparency, accountability, integrity and responsibility, thereby continuing its focus on good governance practices that are in line with local and global standards. As an effective reflection of this and adhering to the SEBI Circular dated 25th March, 2021¹, the Company has voluntarily taken on an initiative to make material ESG related disclosures. (The new BRSR Obligations would be reported in line with the 10th May, 2021 SEBI Circular in the next financial year)².



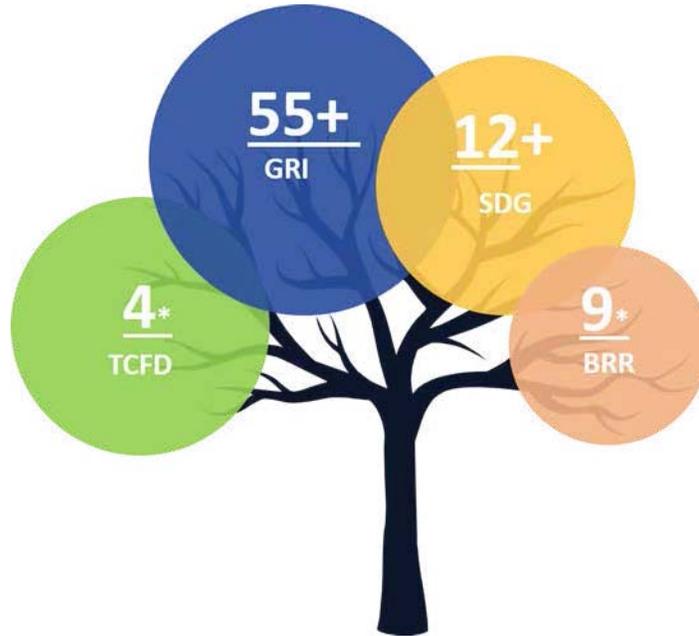
Aligning with the different performance indicators, the company has been able to focus its commitment to achieving a sustainable and inclusive future. Furthermore, these global performance standards outline certain disclosure requirements and accountability; adhering to which has enhanced the company's response to the evolving ESG space and also serves as a global benchmark industry practice.



¹ https://www.sebi.gov.in/media/press-releases/mar-2021/sebi-board-meeting_49648.html

² https://www.sebi.gov.in/legal/circulars/may-2021/business-responsibility-and-sustainability-reporting-by-listed-entities_50096.html

BLUE DART'S COMMITMENT TOWARDS DIFFERENT ESG COMPONENTS



*TCFD: The Company is in alignment with the 4 core elements under the TCFD recommendations i.e.

(i) Governance; (ii) Strategy; (iii) Risk Management; and (iv) Metrics and Targets

*BRR: The Company is in compliance with the 9 principles of business responsibility.

INCORPORATING THE TCFD RECOMMENDATIONS AT BLUE DART:

The TCFD helps identify the information required by stakeholders to appropriately analyze climate-related risks and the financial stability of the Company. These recommendations are a set of voluntary climate related financial disclosures that would be useful to stakeholders in identifying and preparing for material risks. The TCFD has developed four climate related financial disclosure recommendations that are applicable to organizations across sectors. Considering these recommendations, the Company is planning to facilitate paperless transactions in FY 2021-22 that will apply to most transactions with third party partners and customers. It also reflects on the Company's assessment and management of potential risks and its performance against set targets. The company has aligned itself to the four recommendations under the TCFD:

- (i) Governance – The Company has robust disclosures of the organization's governance mechanism and is continuously adapting to best practices around climate related risks and opportunities.
- (ii) Strategy – The Company has strong internal controls for the actual as well as potential impacts of risks and opportunities on the business. This is to help strategize and financially plan the mitigation of risks. Regular disclosure updates, on the subject, are given to the concerned stakeholders.
- (iii) Risk Management – The Company is identifying, assessing and taking all measures to manage climate related risks.
- (iv) Metrics and Targets – The Company in its ESG Journey is looking into the disclosure of metrics and targets used to identify, assess and manage climate related risks in a more proactive manner.

Blue Dart achieved a 36% reduction in carbon emissions, a performance that is far better than the expected 30% for CY 2020.

COMMITMENT FROM GLOBAL PARENT ON ESG OVER COMING 10 YEARS



**CONNECTING PEOPLE,
IMPROVING LIVES**

Our Purpose

Everything we do is about **Connecting People and Improving Lives**. This drives our efforts and sense of responsibility.



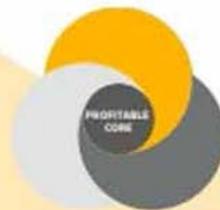
Our Values

Our values are linked to sustainability. **Respect & Results** means we are committed to each other and to making a lasting impact.



Our Mission

Sustainability is a key element of our mission. This dedication to **delivering excellence** in a simple and sustainable way will help us become the Employer, Provider, and Investment of Choice.

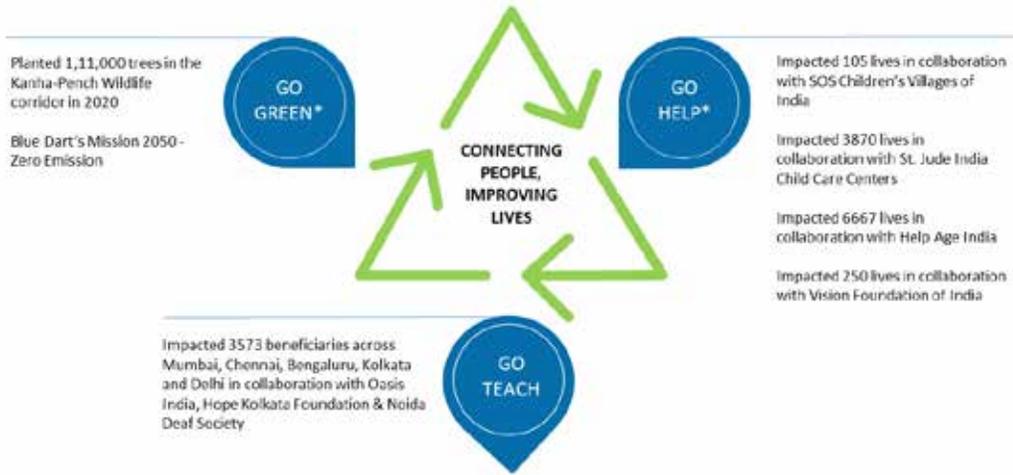


Our Business Unit focus

We work continuously to **strengthen our profitable core**.
With innovative, sustainable solutions, we satisfy customer needs and create long-term value.

BLUE DART'S KEY SUSTAINABILITY & MATERIAL ISSUES

(i) IMPACT ANALYSIS - CONNECTING PEOPLE, IMPROVING LIVES



***GO GREEN:** These 1,11,000 trees are likely to offset 22,22,000 kgs of carbon per year, on maturity.

Blue Dart has planted over 4,52,000 trees in India, over a period of four years, contributing to over 10% of the DPDHL Group's (the parent company) global target of planting 1 million trees each year.

***GO HELP:** Till now Blue Dart has impacted 10,892 lives across India

(ii) BLUE DART'S POLICY HUB



(iii) IMPACT ANALYSIS – WORKFORCE DIVERSITY AND DE&I INITIATIVES AT BLUEDART

As an equal opportunity employer, the Company has taken conscious efforts to create a diverse and inclusive workplace for all. In the H2 phase i.e. the period from October to March of 2021, the Company saw an increase in the diversity aspect from 4% to 12% in comparison to the previous H2. Also, there was a rise in women’s participation of the Company from 24% to 27%, which indicates that the number of women who are a part of the Company’s workforce are increasing and aiding these efforts as compared to the previous H2.

The Company strongly promotes "diversity, equality & inclusion" (DE&I) at the workplace and has always perceived diversity as a trait going beyond gender, race, religion, age, disability, sexual orientation, national origin or any other characteristic protected under law. The logistics industry is viewed to be male-dominated; however the Company, through its various initiatives is trying to change the notion by providing equal opportunity to all. In order to boost DE&I, the Company has undertaken the following initiatives –

1. The Company has initiated a ‘Why Do We Love to Work for Blue Dart’ section on its website career page. The page aims to provide prospective female employees with an understanding of what working at Blue Dart, as a woman, looks like. This is done by providing testimonies of women, across the Company’s functions, on the career page. The career page cites the Company’s strong work culture that is only propelled by initiatives such as,
 - a. Fun at Work – The Company promotes a healthy environment which is encouraging for the work force by organizing various team bonding exercises at regular intervals.
 - b. Safety – The Company treats all its employees in an equal and fair manner. The Company has a dedicated "Occupational Health & Safety Policy" in place to work towards a sustainable future while managing effective workplace health, safety and well-being. The Company ensures psychological and physical safety for women. The Company has duly designed and implemented Standard Operating Procedures (SOPs) to ensure that preventive measures are executed in a systematic manner. In addition, the Company has implemented a robust POSH programme for its employees to ‘Stand, Speak and Act’ in case of any sexual harassment at the workplace. Further, the Company believes in open channels of communication, thereby empowering employees to voice out their concerns and feel safe at the workplace.
 - c. Reliability – The Company instils in its stakeholders a culture of ‘Reliability, Resilience and Responsiveness’.
2. Women Employee Referral Scheme – ‘EACH ONE, REFER ONE’. ‘In an effort to bridge the gender ratio gap, the ‘Each One, Refer One’ scheme encourages Blue Dart employees to refer more women to apply to open job opportunities at Blue Dart. With that, we are committed to notably increasing the share of women in our organization and to be the Employer of Choice for female talent.
3. The Company has a succinct focus towards prioritizing the safety and hygiene of its employees. Keeping this in mind, it follows the 5S Training Program focusing on ‘Standardize, Sustain, Sort, Shine and Set in Order’. The program re-emphasizes that only a gold standard should be adhered to as part of facility maintenance, to uphold the quality of the facility.

BLUE DART’S COMMITMENT TOWARDS A SUSTAINABLE FUTURE

The Company believes that while continuing to generate wealth for its shareholders, it is not only essential to create value but to also share it equitably with them. The Company is an advocate of compassionate care and upholds sustainability as an integral part of its business operations and further strategizes through its activities to emphasize and reflect the brand’s commitment to being responsible and working with communities across the globe.



BLUE DART'S RESPONSE TO COVID 19 AND OVERCOMING CHALLENGES



As the COVID-19 Pandemic continues to remain a challenge across the globe, the Company is committed to fulfil its promise to keep the mission-critical supply-chain running and help the nation fight the war against this global pandemic. As a dedicated effort, the Company introduced Contact Less Delivery Service as well as the 'My Blue Dart' mobile application, both launched during FY2020-21.

APPENDIX: ABBREVIATIONS

| SR. NO. | PARTICULARS |
|---------|---|
| 1. | ESG: Environmental, Social and Governance |
| 2. | POSH: Prevention of Sexual Harassment at Workplace |
| 3. | SDG: Sustainable Development Goals |
| 4. | TCFD: Task Force on Climate related Financial Disclosures |
| 5. | DE&I: Diversity, Equality and Inclusion |
| 6. | GRI: Global Reporting Initiative |
| 7. | SEBI: Securities and Exchange Board of India |
| 8. | BRSR: Business Responsibility and Sustainable Reporting |
| 9. | BRR: Business Responsibility Reporting |

DIRECTORS' REPORT

To the Members,

Your Directors take great pleasure in presenting the Thirtieth Annual Report of Blue Dart Express Limited (“Company” / “Blue Dart”) for the financial year ended March 31, 2021.

Please find below snapshot of the performance:

| FINANCIAL RESULTS | | (₹ in Lakhs) | | | |
|--|---|---|---|---|--|
| Particulars | Standalone | | Consolidated | | |
| | For the year ended March 31, 2021 | For the year ended March 31, 2020 | For the year ended March 31, 2021 | For the year ended March 31, 2020 | |
| Revenues | | | | | |
| Service Charges | 3,27,970 | 3,16,639 | 3,28,813 | 3,17,513 | |
| Other Income | 1,266 | 1,401 | 2,030 | 1,552 | |
| Less : Operating Expenses | 2,90,307 | 2,97,855 | 2,60,184 | 2,70,095 | |
| Gross Profit (EBIDTA) | 38,929 | 20,185 | 70,659 | 48,970 | |
| Less : Finance Cost | 3,172 | 3,214 | 11,095 | 11,738 | |
| Depreciation & Amortisation | 20,067 | 15,280 | 43,000 | 34,733 | |
| Earnings before exceptional items and tax | 15,690 | 1,691 | 16,564 | 2,499 | |
| Less : Exceptional items | 2,585 | 6,411 | 2,585 | 6,411 | |
| Earnings / (Loss) before Tax | 13,105 | (4,720) | 13,979 | (3,912) | |
| Less : Income Tax Expenses | 3,474 | (891) | 3,798 | 274 | |
| Earnings / (Loss) after tax | 9,631 | (3,829) | 10,181 | (4,186) | |
| Other Comprehensive Income (post Tax) | (63) | (722) | (68) | (927) | |
| Total Comprehensive income / (Loss) for the year | 9,568 | (4,551) | 10,113 | (5,113) | |
| Retained Earnings | | | | | |
| Balance as at the beginning of the year | 46,306 | 52,861 | 36,959 | 44,076 | |
| Add : Profit / (Loss) for the year | 9,631 | (3,829) | 10,181 | (4,186) | |
| Profit available for appropriation | 55,937 | 49,032 | 47,140 | 39,890 | |
| Less : Appropriations/Adjustments | | | | | |
| Transitional adjustments (Ind AS 115) (Net of tax) | - | - | - | - | |
| Dividend (including dividend distribution tax) | - | 3,576 | - | 3,576 | |
| Transfer from Debenture Redemption Reserve | - | (1,572) | - | (1,572) | |
| Actuarial loss / (gain) on remeasurement of post employment benefit obligation, net of tax | 63 | 722 | 68 | 927 | |
| Balance as at the end of the year | 55,874 | 46,306 | 47,072 | 36,959 | |

Notes :

- The above figures are extracted from the standalone and consolidated financial statements prepared in compliance with the Indian Accounting Standards (Ind AS) and comply with all aspects of the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the “Act”), Companies (Indian Accounting Standards) Rules, 2015 (amended) and other relevant provisions of the Act.
- During the year ended March 31, 2021, the Company rewarded its employees for the outstanding efforts during the COVID-19 crisis with one-time ex-gratia as a token of appreciation. Accordingly, ₹ 3,417 Lakhs was paid and reported as an exceptional item. Further, post completion of ‘Organisation Right Sizing’ exercise and settlement of compensation to identified employees, an amount of ₹ 832 Lakhs was reversed, as a result of which the net impact was ₹ 2,585 Lakhs.

DIRECTORS' REPORT

3. During the year ended March 31, 2020, with an objective of creating a long-term value for its stakeholders, Management conducted 'Organisation Right Sizing' exercise and recognized provision of ₹ 4,609 Lakhs. The Management further decided to discontinue certain business activities and change the operating software for certain business function and accordingly, the net book value of related assets aggregating to ₹ 1,802 Lakhs was written down. Together, this had an impact of ₹ 6,411 Lakhs.
4. Effective April 01, 2019, the Company adopted Ind AS 116 "Leases" using the modified retrospective approach.

REVIEW OF PERFORMANCE

The financial year 2020-21 was one of the toughest years humanity has faced in the past century. The COVID-19 pandemic has emerged as a global challenge. Throughout the year, the global coronavirus (COVID-19) pandemic caused significant economic and social disruption worldwide.

After COVID-19 being declared a pandemic by the World Health Organisation (WHO) in March 2020, many countries imposed varying degrees of restrictions to curb the spread. COVID-19 along with health crisis is having far-reaching implications on the global economy. The pandemic led to a sharp decline in the global trade, lower commodity prices and tight liquidity conditions. The contraction in the GDP seen in many countries, including India, was due to reduced economic activity and restricted mobility caused by COVID-19 as discretionary spending was curtailed and focus was mainly on essentials and precautionary savings due to uncertainty. The pandemic interrupted supply-chain, both demand and supply side, at least in the short-term.

During the year 2020-21, the global gross domestic product (GDP) after contracting, recovered at a healthy pace. The recovery was aided by fiscal and monetary measures, pent up demand and is expected to strengthen further, supported by fast paced rollout of vaccines, especially in advanced economies. India also witnessed a speedy revival and its GDP recorded a positive YoY growth in Q3 FY2020-21 (after contraction in the first 2 (two) quarters). The effective measures taken by the Government of India and Reserve Bank of India supported towards recovery of economy. However, sharp surge in new cases witnessed in the past couple of months leading to strict restrictions imposed by the States would impact growth momentum in the coming months.

During the lockdown, Blue Dart frontliners were on the field every day, ensuring deliveries within a time-window to businesses and homes, thus, re-emphasizing our role as the nation's trade facilitator and reflecting Blue Dart's foundational qualities viz; passion, 'can do', right 1st time and 'as one'. Blue Dart operated its fleet of Boeing 757-200 freighters throughout the lockdown across the nation as well as across borders ensuring essential and non-essential supply chain continuity. Your Company accepted, adapted and improvised itself to the situation at hand to be a reliable, resilient and responsive organization for its customers as well as employees.

During the pandemic, your Company launched innovative initiatives such as 'contact-less deliveries' to keep our colleagues and customers healthy and safe, brought colleagues together on a 'Blue Connect' platform, creating a stronger brand with our advertising on television channels and winning prestigious accolades such as the Super Brand

Award, the Readers Digest Trusted Brand Award and 'Great Places to Work For' Award. Blue Dart continued to offer an unwavering support and was honoured to be a part of the Indian Government's 'Lifeline Udan' initiative to ensure uninterrupted supply-chain continuity of medical equipment (ventilators & PPE), testing kits, reagents, enzymes, respirators, surgical masks and gloves among other vital supplies.

In such a challenging scenario, income from the operations of the Company reported for the financial year ended March 31, 2021 was ₹ 3,27,970 Lakhs as compared to ₹ 3,16,639 Lakhs for the year ended March 31, 2020. Your Company posted a profit after tax of ₹ 9,631 Lakhs for the year ended March 31, 2021 on a standalone basis as compared to net loss of ₹ 3,829 Lakhs for the financial year ended March 31, 2020 on a standalone basis.

Your Company, over the last 37 years, has centred the business around providing individualized customer solutions to ensure exceptional service quality. Your Company continued to be resilient and displayed exemplary service quality and excellence with high benchmarks and standards in all aspects of business. Your Company is an undisputed market leader in the express logistics industry in India and continues to remain one of the most innovative, admired and awarded logistics companies of India.

With a dedicated air and ground network enhanced with cutting-edge technology, your Company continues to be South Asia's premier air and integrated transportation, distribution and logistics company. It offers a wide range of innovative and simplified solutions across the industry verticals coupled with dedicated air and ground network, high standard technology architecture, value pricing, customer satisfaction, excellent service quality and operations delivery par excellence.

Your Company has an impeccable service record driven by a motivated and passionate team, the testimony for which rests in the numerous awards bestowed on your Company over the years. As a responsible corporate entity, your Company continues to contribute towards environmental and social causes that enhance and nurture the society in which it operates.

Since inception your Company has maintained its technology leadership and continues to invest extensively in its technology infrastructure to create differentiated delivery capabilities, quality services and customized solutions for the customers. The use of technology has optimized the cost, improved processes and allowed your Company to introduce innovative solutions to provide customers with high quality service offerings. In the last few years, your Company has adopted technology to enable tracking of shipments, dynamic route management, advanced billing and receivables management system,

DIRECTORS' REPORT

integrating wallets for 'cash-on-delivery' (COD), 'control tower' and 'network control' modules. Your Company has successfully enabled office-based employees to 'work from home' during pandemic, thereby ensuring smooth operations for essential items.

Blue Dart's key differentiators continue to be its customer centricity which offers customers flexibility and security with product and service offerings such as late pick-up/early delivery, reliability, security, tracking visibility across the delivery chain. Your Company continues to innovate user-friendly and efficient technological solutions for benefit of customers. During the year, your Company pioneered 'Contact Less Delivery' (CLD) to ensure safety of our customers and our people and OTP based deliveries and other initiatives viz; customer mobile app, digital sorry card etc. were launched towards enabling a digital ecosystem.

During the year, the company invested aggressively in its products and services to continue to support Customers' logistics needs even during a very challenging period. The company also invested in its people and its market-leading technology to position itself as a Provider of Choice, an Employer of Choice as well as an Investment of Choice to all its stakeholders.

While pandemic interrupted supply-chain, eCommerce market witnessed high growth with the consumers and businesses ordering everything, from groceries to consumer durables, online. Your Company provides the most efficient solutions to the e-commerce industry and customers with a seamless and unique experience. To enable digital payments, your Company enabled 16 (sixteen) digital wallets on the courier hand-held machines apart from acceptance of credit/ debit cards.

Your Company's online presence on the 'social media' platforms through its official Facebook, Twitter, YouTube and LinkedIn pages reached an impressive audience base and is rapidly gathering followers, creating a stream of customers who are ardent advocates of brand and influence a positive opinion in the new age media.

Your Company's strategy has always been 'Customer First' and our foundational tool of Customer Centricity, imbibed in every Blue Darter, has supported in enhancing growth. We know and understand that the shipment is very important and matters to our customer, and therefore, it matters to us. Hence, we say, # If Its Important Blue Dart IT. This is what helped us survive and thrive in 2020 and this will continue to be our strategy going forward as well.

Your Company continues to be certified with ISO 9001 standards since 1996 and has successfully re-certified itself in August 2020 for 3 (three) years to a new global ISO 9001-2015 standard for "design, management and operations of the countrywide express transportation and distribution services within the Indian sub-continent and international destinations serviced through multinational express companies".

Your Company continues to drive "First Choice" and "Net Promoter Approach" (NPA) initiatives, enhancing process improvements, customer centricity and service quality.

DIVIDEND

Your Directors are pleased to recommend a dividend of ₹ 15 (Rupees Fifteen) per equity share for the financial year ended March 31, 2021, subject to necessary approval by the shareholders at the Annual General Meeting of the Company.

Dividend Distribution Policy :

In terms of provisions of Regulation 43A of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), your Company has formulated a Dividend Distribution Policy. The policy is accessible from your Company's website at https://www.nseprimeir.com/z_BlueDart/files/Dividend_Distribution_Policy_Bluedart.pdf

OPERATIONS REVIEW

Your Company offers secured and reliable delivery of consignments to over 35,000 locations in India. As part of the DPDHL group ("DPDHL Group"), your Company accesses the largest and most comprehensive express and logistics network worldwide through DHL, covering over 220 countries and territories and offers an entire spectrum of logistics solutions.

Your Company operates with its fleet of 6 Boeing 757-200 freighter aircrafts offering a payload of 500+ tons per night, a flotilla of 11,122 vehicles, 2,113 facilities and hubs across 35,000+ locations. Over 12,000 passionate and trained Blue Darters work in perfect harmony to deliver over 24 shipments every second. Our team of talented Blue Darters are fully committed and dedicated to deliver 'service excellence' and value for all its esteemed customers.

Your Company continues to focus on innovation, reach expansion, transit time improvements, activation of emerging towns (tier-II, III and IV) and strengthening distribution channels to enhance reach and strives to keep delivering beyond expectations of its stakeholders.

Your Company carried over 1,853.16 Lakh domestic shipments and over 7.52 Lakh international shipments weighing more than 7,18,548 (seven lakh eighteen thousand five hundred forty eight) tonnes during the financial year ended March 31, 2021.

FACILITIES / INFRASTRUCTURE

Your Company has 2,113 facilities/hubs/ offices across India. Your Company also increased the pin-code services to cater to 98% of the India's business needs. Your Company plans to further strengthen and consolidate its air and ground infrastructure, expand its reach and offer the 'best-in-class' transit times.

Aviation System

Your Company has an 'Aircraft Crew Maintenance Insurance' (ACMI) Contract with Blue Dart Aviation Limited ("BDAL"), India's first domestic scheduled cargo airline in the country. BDAL is a wholly-owned subsidiary of your Company for dedicated air carriage capacity which has been a key differentiator in sustaining your Company's leadership position through its unique aviation network.

DIRECTORS' REPORT

During an extremely challenging year, when all passenger airlines were grounded for a period, BDAL continued relentlessly with its operations across our network to provide critical supply-chain link for the country. With severe movement restrictions on surface transport, BDAL network enabled your Company to provide a seamless service to its customers. Additionally, BDAL was proud to have the honour and privilege of supporting the nation by flying its first truly commercial international flights into China (Guangzhou and Shanghai) to carry emergency medical supplies for those in need. The first flight was operated on 15th April, 2020 to Guangzhou to deliver urgent supplies to the Government of Assam. Subsequently, regular international charters were commissioned to support Government of India in its fight against COVID-19 pandemic. International destinations included Hong Kong, Hanoi in Vietnam, Yangon in Myanmar and Dhaka. BDAL's international charter contributed towards adding revenue during times of crisis.

During the year, BDAL posted an 'On Time Performance of 92.14%' and 'Technical Dispatch Reliability' of 99.57%, with an average fleet life of 25.5 years. BDAL uplifted 1,01,454 tonnes including charter loads on its network during the 12 months period which ended on March 31, 2021.

BDAL became a proud owner of 2 (two) Boeing 757-200 aircraft. The leased aircraft, VT-BDM and VT-BDN, were acquired by the Company. During the year, BDAL also took on lease 3 (three) aircraft engines to support the Company's operations. BDAL carried out important avionics modifications and upgrades which facilitated operations of international charters. A major challenge which was handled efficiently without an adverse impact on operations was sourcing of aircraft spares and materials from international locations affected by lockdown and curtailed air connectivity to many airports overseas.

BDAL's Aviation Security Training Institute (ASTI), completed another successful year. Once the approval for commencement of training was received after July 2020, the institute conducted regular classes to ensure compliance requirements of AVSEC qualifications for our personnel. As per request of 'Bureau of Civil Aviation' Security, BDAL conducted Aviation Security Training to multiple batches of the police personnel.

FINANCE

Compliance with New Accounting Standards

The Company's philosophy is to ensure compliance with all the applicable accounting standards. The finance team pro-actively reviews all new accounting standards (including amendments, if any, to the existing standards) and analyses the impact of the same on the Company. In the recent past, the Company successfully implemented Ind AS 115 'Revenue from Contract with Customers' with effect from April 2018 and Ind AS 116 'Leases' with effect from April 01, 2019.

Digital Solutions

The Company undertook various digital initiatives in the finance function to enhance transparency, controls and efficiency. These initiatives include state of the art 'Billing & Receivables Management'

Module (BRMS), enabling digital billing to customers, Receivables Management Module to improve collections, Budgeting & MIS modules to expedite MIS processing, enabled digital collections and payments etc. There are many more modules which are being worked upon to enhance controls and efficiencies besides making the processes environment friendly.

Cost Efficiency

Your Company, during the year, focused on revenue and cost measures to tide over COVID-19 impact which significantly impacted revenue and profitability of the Company during the 1st quarter of the financial year 2020-21. To leverage its air infrastructure, your Company operated various charters (international and domestic) and carried medical supplies and other emergency equipment for the Ministry, various State Governments and other customers during the pandemic in the 1st quarter of the financial year 2020-21 and continues to support the requirement. The cost efficiency initiatives inter-alia include improving fleet utilization, both for the aircrafts and vehicles, process re-engineering, rate negotiations with vendors and manpower productivity improvement.

Treasury Operations

Your Company carried out treasury process review for efficiency improvement for Blue Dart Group. Interest rates were re-negotiated which supported the company and its subsidiaries to reduce its interest cost. Where banks did not reduce interest rates, their loans were repaid. Further, buy v/s. lease option was reviewed which helped Blue Dart Aviation to buy two lease aircrafts and consequent lowering of overall cost.

Impact of COVID-19

The outbreak of COVID -19 and subsequent nationwide lockdown declared by the Government of India to combat COVID -19 caused high level of disruption on socio-economic front and unprecedented collapse of economic activities.

The Company has put in various measures to protect its employees and customers from spread of infection by introducing 'contactless' deliveries, social distancing, wearing of masks, frequent sanitization of facilities and regular trainings to employees for spreading awareness.

Post lockdown, volumes started picking up and Company has continued playing its role in supporting business and trade.

As on March 31, 2021, your Company has liquid assets (cash and cash equivalent) of ₹ 26,349 Lakhs (including fixed deposit amounting to ₹ 22,500), as against ₹ 3,548 Lakhs as on March 31, 2020.

Your Company's earnings per share (basic & diluted) for the year ended March 31, 2021 stood at ₹ 40.59 per share as compared to ₹ (16.14) per share for the previous year ended March 31, 2020.

Cash Flows and Working Capital Management

During the year ended March 31, 2021, Your Company generated net cash of ₹ 44,885 Lakhs from its operations as against ₹ 9,366 Lakhs in the preceding financial year on a stand-alone basis.

DIRECTORS' REPORT

Your Company continued to manage its working capital efficiently without affecting the Company's business activities. Your Company efficiently utilized its temporary surplus funds by investing in various high rated debt schemes (liquid category) of mutual funds / fixed deposits with banks for effective cash flow management. Liquidity in the balance sheet requires to be balanced between the earnings and adequate returns covering financial risk. Your Company's growth has been largely contributed through cash generation from the operations which is adequate to support its working capital and debt servicing.

CREDIT RATING

Your Company continues to enjoy high credit rating for its working capital facilities / short-term debt programme:

1. "ICRA AA" (stable) (ICRA double A) (long term rating) to your Company's bank limits (working capital) of ₹ 3,615 Lakhs (including fund based and non-fund based limits). The rating is considered to have high degree of safety regarding timely servicing of financial obligations carrying very low credit risk. ICRA also assigned "ICRA A1+" (ICRA A one plus) (short term rating) for the said limits. The rating indicates very strong degree of safety regarding timely payment of financial obligation carrying lowest credit risk.
2. ICRA Ltd. (an Associate of Moody's Investors Service) has assigned "[ICRA] AA" (stable) rating for your Company's long term loans of ₹ 7,500 Lakhs (rating assigned on October 23, 2020).

SUBSIDIARY COMPANIES

The audited financial statements of BDAL and Concorde Air Logistics Ltd. ("CALL"), the wholly owned subsidiary companies for the financial year ended March 31, 2021 together with the reports of Directors and Auditors are attached. The statement containing salient features of financial statements of the subsidiary companies in the prescribed format viz. AOC-1 is attached as 'Annexure A' to the Board's Report. The statement also provides details of performance and financial position of subsidiary companies.

The consolidated financial results represent those of your Company and its wholly owned subsidiaries viz. BDAL and CALL. Your Company has consolidated its results in accordance with the Ind AS 110 - 'Consolidated Financial Statements' pursuant to Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.

Pursuant to requirements of Regulation 16(1)(c) of the Listing Regulations, as amended from time to time, your Company has formulated a 'Policy on determining Material Subsidiaries'.

The policy is posted on the website of the Company viz. www.bluedart.com. The web link of the said policy is http://www.nseprimeir.com/z_BlueDart/files/Bluedart_PolicyonMaterialSubsidiary.pdf

DHL EXPRESS (SINGAPORE) PTE. LTD., PROMOTER SHAREHOLDER

DHL Express (Singapore) Pte. Ltd. ("DHL") holds 75% of equity capital of your Company. The combined service offerings of both the organizations cover an entire spectrum of distribution within India and globally and provides customers with a firm strategic advantage. Your Company is a leading brand in the country with an unmatched domestic network, robust infrastructure and skilled personnel. DHL is an acknowledged global leader with a strong and long-standing presence in India. Together, both present a powerful backbone to the business and support the "Make in India" mission.

In our efforts to constantly collaborate and optimise with support of group companies viz; DHL Express (India) Pvt. Ltd., DHL Supply Chain (India) Pvt. Ltd., DHL Logistics Pvt. Ltd., DHL eCommerce (India) Pvt. Ltd. (erstwhile known as DHL eCommerce (India) LLP), DHL eCommerce Singapore Pte. Ltd., Singapore, Deutsche Post IT Services, GMBH, the India Steering Committee comprising of the senior management team from each group company, made significant progress in the past year to maximise synergies amongst the business units with a focus on improving infrastructure, service quality and cost efficiencies, thereby improving customer experience.

OUTLOOK FOR THE FUTURE

The COVID-19 pandemic impacted livelihoods and businesses, disrupting global economy and supply chains across the world.

The logistics industry helped ensure that global flow of goods, particularly essential items, remained largely unhindered despite lack of transport and disruptions in the supply chain. Hampered by the pandemic in the first half of the year, businesses bounced back later with shorter lead times, better at-door experience and increased safety.

COVID-19 forced the entire world to expedite its shift from 'offline' to 'online', with a reliance on the logistics sector. The Indian logistics market is expected to grow at a CAGR of 10.5 percent between 2019-2025 and brands are boosting this growth by leveraging cutting-edge technologies.

Various economic indicators viz; GST collections and generation of e-way bills, improving demand across sectors (automotive, pharmaceuticals, chemicals, steel, cement, food and beverages), power consumption, railway freight and higher exports points towards revival of Indian economy. The Government's stimulus measures and enhanced focus on 'Atmanirbhar Bharat' are also expected to boost the economy in a sustainable manner.

The Union Budget 2021 focused on continued spending to stimulate growth as the economy tries to recover from the impact of COVID-19. The outlay for the capital expenditure for the financial year 2021-22 has been increased by 26% YoY with a specific emphasis on infrastructure which, in turn, will provide boost to the employment numbers. While this would stretch fiscal consolidation path in the near to medium term, the fiscal deficit is budgeted to improve to 6.8% of GDP in 2021-22.

Technology has become the backbone of not just the logistics industry, but of almost every industry across the world. The ability to work from

DIRECTORS' REPORT

home was simply the start of what is now a technological revolution. The COVID-19 pandemic turned all into humans obsessed with technology. While consumers started practicing online shopping increasingly to mitigate fears of virus, merchants began to analyse evolving consumers behaviour, hence, taking their off-line business operations to an online platform. Today, by partnering with the third-party logistics providers who offer an 'end-to-end' services viz; automated warehousing, inventory management, same day/next day deliveries etc., the small and medium scale companies are establishing fortified online presence for themselves. Sellers are now digitizing their businesses to accelerate revival process and ensure their business does not become redundant.

The pandemic highlighted the importance of technology and digitalization. Organizations that were not able to adapt to this change were weeded out. Resilience and agility became traits that were valued and trusted, more than ever before. The logistics industry played a key role in facilitating the gap between the customer and the e-tail supplier.

Logistics players have increasingly begun to adopt new technologies such as data analytics, artificial intelligence and machine learning to enhance the operational efficiency and optimize cost and time. These technologies have played an instrumental role in reviving logistics sector post lockdown(s) and it is expected that embracing digitalization will be more than just a passing trend. This one is likely to be long-lasting and something that will shape the industry's future course. Robotics and technology such as drones are set to occupy the space in the future of logistics arena in offering new-age solutions driving cost reduction, convenience and delivery cycle. As Blue Dart is an essential service provider, we focused on digitalization and prioritized processes to drive productivity and efficiency across various functions in the organization.

The future holds an underlying theme of a 'Technology Led Transformation' which would revolve around creating business models and having systems in place to ensure that the organization will survive in a 'no contact' society.

Your Company believes that the power of technology and automation would propel the sector faster in a forward direction and your Company will continue investing in these capabilities. Your Company is committed to continuously outperform and would invest in brand, people, technology, digitalization and automation to chart a new trajectory as we build our brand for future.

Your Company will continue its focus on product innovations and service enhancement. Your Company is geared to face challenges for the years to come. Your directors look forward to improved performance in the coming years.

AWARDS AND RECOGNITIONS

Your Company's innumerable efforts in the pursuit of an endless excellence were recognized throughout the financial year ended March 31, 2021. The position as an industry leader was significantly reiterated by the accolades received from several industry bodies and customers. Your Company won several awards which validate its brand equity, leadership, human resource philosophy, customer service, business acumen and corporate social responsibility.

Your Company is benchmarked to the international standards and has won several brand leadership awards. It was voted as a 'Business Superbrand' for the 13th consecutive year by Superbrands 2019, awarded as the Reader's Digest 'Most Trusted Brand' for The 14th Consecutive in a row, certified as one of India's Best Companies to Work for – 2020 by the Great Place to Work® Institute India, recognised as one of India's 'Best Workplaces for Women' by the Economic Times, recognised as a Company with Great People Managers by Great Manager Institute and Forbes, won 7th Edition of the 'Indian Risk Management Awards' hosted by ICICI Lombard and CNBC TV-18, recognised as one of India's Most Investable Companies in the ET500 list, recognised as one of India's Finest Companies by Financial Express on the FE1000 list, recognised on the Business Standard BS1000 list of companies, nominated at the 7th Payload Asia Awards 2020. Blue Dart won Silver trophy at the 9th ACEF Awards for its CST initiative – Blue Homes, under the Category 'Best Public Health/Safety Initiative' in the category of Sustainability.

Mr. Balfour Manuel, Managing Director, was recognized in the list of India's Top 100 Great People Managers by 'The Great Manager' Institute and Forbes India.

Mr. Aneel Gambhir, CFO, was recognized as one of India's most distinguished F&A Leaders and featured in 'The CFO Power List 2020' by the CORE Media Group. He also won Top 100 CFO Role of Honour Award organized by CFO India, under 'Digital Transformation' Category. Mr. Gambhir was also part of the ICAI jury member for selecting winners of the "Excellence in Financial Reporting for the year 2019-20".

Mr. Ketan Kulkarni, CMO and Head – Business Development, participated in a number of jury opportunities and panel discussions; a few of the most notable of which were the India Marketing Awards, the Construction World Magazine Awards, as well as the prestigious Pitch Marketing 30 under 30 Awards.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Directors

During the year, Mr. Kenneth Allen tendered his resignation as a Director with effect from January 11, 2021. The Board of Directors ("Board") accepted his resignation and placed on record their sincere appreciation and thanks for his valuable contribution.

Mr. Florian Ulrich Bumberger was appointed as an Additional Director of the Company with effect from February 24, 2021. Mr. Florian Ulrich Bumberger, aged 42 years, is currently the divisional CHRO, Chief of Staff & Programs of DHL eCommerce Solutions and member of the DPDHL Group HR Board. Furthermore, he is responsible for divisional strategic initiatives and programs, M&A and Compliance. He holds a Diploma in the Business Administration and is a Certified Institutional Investment Analyst (CIIA). Mr. Florian commenced his career as an Investor Relations professional with numerous awards viz; Institutional Investor & Thomson Extel IR Survey. Thereafter, he transitioned into strategic, business development and financial positions.

DIRECTORS' REPORT

During the year, Mr. Sebastian Paeßens was appointed as an Additional Director of the Company with effect from February 24, 2021. Mr. Sebastian Paeßens, aged 47 years, is CFO of DHL eCommerce Solutions, a business division of Germany based Deutsche Post DHL Group. Mr. Sebastian joined Deutsche Post DHL Group in 2008 and held various management positions in the DHL Express division, the German Post and Parcel division and in the Corporate Controlling department. In October 2018, Mr. Sebastian Paeßens was appointed as CFO, DHL eCommerce and DHL Parcel Europe, before moving on to his current role in January 2019. Mr. Sebastian holds a Master of Science degree in Business Administration and Mechanical Engineering.

The Resolutions seeking approval of shareholders for appointment of Mr. Florian Ulrich Bumberger and Mr. Sebastian Paeßens are incorporated in the Notice of forthcoming Annual General Meeting along with their brief resumes.

In accordance with the provisions of Act and Articles of Association of the Company, Mr. R.S. Subramanian (DIN 02946608) Director, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. Mr. R. S. Subramanian is currently the SVP & Managing Director, DHL Express India and a member of the DHL Express Asia Pacific Management Board.

On recommendation of Nomination & Remuneration Committee, the Board of Directors of the Company in its Board Meeting held on May 5, 2021 approved re-appointment of Air Marshal M. McMahon (Retd.), as an Independent Director of the Company for a further period of three years with effect from February 10, 2022 till February 09, 2025, subject to approval by members of the Company. Air Marshal M. McMahon (Retd.) has been appointed as the Independent Director of the Company with effect from February 10, 2017. Air Marshal M. McMahon (Retd.) aged 76 years, possess wide experience in the Aviation Industry. He was commissioned as a fighter pilot and served in the IAF for 42 years. On graduating, he stood first in Flying. He underwent the T - 33 / F- 86 Advanced Gunnery Course in the USA and was awarded certificates for standing first in Low Level Strafe and Low Angle Bombing. He was an A2 Qualified Flying Instructor and was winner of Chief's of Air Staff trophy for standing first in flying during the QFI course. His important staff appointments were Director, Air Staff Requirements, Asst. Chief of Air Staff (Operations), Inspector General of the IAF and Vice Chief of Air Staff. Air Marshal M. McMahon (Retd.) is recipient of the Param Vishist Seva Medal, Ati Vishist Seva Medal and Vishist Seva Medal.

On recommendation of Nomination & Remuneration Committee, the Board of Directors of the Company in its Board Meeting held on May 5, 2021 approved re-appointment of Ms. Kavita Nair, as an Independent Director of the Company for a further period of five years with effect from September 26, 2021 till September 25, 2026, subject to approval by members of the Company. Ms. Kavita Nair has been appointed as Independent Director of the Company with effect from March 26, 2019. An award winning and dynamic leader, Kavita Nair, aged 48 years, has been successful in managing a wide range of leadership roles. She has spent majority of her working years with Vodafone Idea. Her

career spanned for over 22 years here where she held leadership roles in diverse functions across both consumer and enterprise domains. In her last assignment, Kavita was Chief Digital Transformation and Brand Officer of Vodafone Idea Limited, India's leading telecom service provider.

The resolutions seeking approval of shareholders for re-appointment of Air Marshal M. McMahon (Retd.) and Ms. Kavita Nair are incorporated in the Notice of forthcoming Annual General Meeting along with their brief resume.

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Act and Regulation 25 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, that they meet requisite criteria of independence as laid down under Section 149(6) of the Act and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. There has been no change in the circumstances affecting their status as independent directors of the Company.

The Independent Directors have also confirmed that they have registered themselves on Independent Directors data bank maintained by the Indian Institute of Corporate Affairs at Manesar (Haryana), in accordance with the requirements of law.

The Board of Directors, based on declaration(s) received from the Independent Directors, have verified the veracity of such disclosures and confirm that, Independent Directors fulfil conditions of 'independence' stipulated under SEBI Listing Regulations and the Act and are independent of the Management of the Company. In the opinion of the Board, Independent Directors proposed to be re-appointed, possess attributes of integrity, expertise and experience as required under applicable laws, rules and regulations.

Key Managerial Personnel (KMP)

Mr. Balfour Manuel, Managing Director, Mr. Aneel Gambhir, Chief Financial Officer and Mr. Tushar Gunderia, Head (Legal & Compliance) & Company Secretary, are KMPs as prescribed under the applicable laws.

NUMBER OF BOARD MEETINGS

The Board met 6 (six) times during the financial year ended March 31, 2021. The details of Board Meetings and attendance of Directors are provided in the Corporate Governance Report being part of the Annual Report.

AUDIT COMMITTEE

The Audit Committee comprises of three non-executive directors, Mr. Sharad Upasani, Mr. Narendra Sarda and Mr. R.S. Subramanian. The Chairman of the Committee is Mr. Sharad Upasani and Mr. Tushar Gunderia acts as Secretary to the Committee. The composition and terms of reference of the Audit Committee are in accordance with the provisions of Section 177 of the Act and Regulation 18 of the Listing Regulations as amended from time to time.

The details of Audit Committee meetings and attendance of committee members are provided in the Corporate Governance Report being

DIRECTORS' REPORT

part of the Annual Report. All the recommendations made by the Audit Committee were accepted by the Board.

INTERNAL FINANCIAL CONTROL SYSTEMS

Your Company has in place sound internal control system to ensure that all assets are protected against loss from any unauthorised use and all transactions are recorded and reported correctly. The Company's internal control system has been further supplemented by the internal audits carried out by an in-house internal audit team and supported by co-sourced audit firm. Significant audit observations and follow-up actions thereon are reported to the Audit Committee. The Company has recently appointed M/s. Grant Thornton Bharat LLP as the Company's co-sourced internal audit firm effective from April 1, 2021. Well-established and robust internal audit processes, both at the business and corporate level, continuously monitor adequacy and effectiveness of internal control environment across the company and status of compliances with the operating systems, internal policies and regulatory requirements.

The internal financial controls within the Company are commensurate with the size, scale and complexity of its operations. Your Company has put in place robust policies and procedures, which inter-alia, ensure integrity in conducting of business, safeguarding of assets, timely preparation of reliable financial information, accuracy and completeness in maintaining accounting records and prevention and detection of frauds and errors.

Your Company has a comprehensive framework for monitoring compliances with applicable laws. The Company introduced an additional IT-enabled tool to monitor compliances and augment a robust compliance assessment process. A quarterly certification on compliance with laws is provided by senior management to the Board.

DOWNSTREAM INVESTMENT

As per the auditor's certificate on downstream investment in the Indian subsidiary, your Company is in compliance with applicable law in relation to the foreign direct investment and has obtained requisite certificate from the statutory auditors in this regard.

WHISTLE BLOWER POLICY AND VIGIL MECHANISM

In terms of provisions of Section 177 of the Act and Regulation 22 of the Listing Regulations, your Company has adopted 'Whistle Blower Policy' which encourages its employees and various stakeholders to bring to the notice of the Company any issue involving compromise/ violation of an ethical norms, legal or regulatory provisions, actual or suspected fraud etc., without any fear of reprisal, discrimination, harassment or victimization of any kind.

Your Company has also engaged services of KPMG Advisory Services Pvt. Ltd., an eminent consultancy firm, for establishment of 'Blue Dart Ethics' Hotline. In terms of the policy, all suspected violations and 'Reportable Matters' must be reported to the Ethics Committee via Blue Dart Ethics Hotline. Ethics Committee comprises of Mr. Aneel Gambhir, CFO, Mr. Rajendra Ghag, CHRO, Mr. Tushar Gunderia, Head (Legal & Compliance) & Company Secretary and Mr. Manoj Madhavan, CIO.

The policy is applicable to all directors, employees, officers, customers, vendors and/or third-party intermediaries viz. agents and consultants whether appointed on permanent, temporary, full-time, part-time, contractual, probation or on retainer basis and engaged to conduct business on behalf of the Company and its subsidiary companies. The policy provides direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. None of the whistle blowers were denied access to the Audit Committee of the Board.

Your Company has posted "Whistle Blower Policy" on its website viz: www.bluedart.com. The web link of the Whistle Blower Policy is https://www.nseprimeir.com/z_BlueDart/files/BlueDart_Whistle_Blower_Policy.pdf

POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

Your Company is committed to ensure that, all employees work in an environment which not only promotes diversity and equality but also mutual trust, equal opportunity and respect for human rights. Your Company is also committed to provide a work environment which ensures every woman employee is treated with dignity, respect and afforded equal treatment.

Your Company has zero tolerance for sexual harassment at workplace and has in place a policy on 'Prevention of Sexual Harassment' for Women employees, in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013.

An Internal Complaints Committee has been set up to redress complaints regarding sexual harassment. All women employees (permanent, outsourced, temporary, trainees) are covered under this policy. Awareness and sensitization programs were conducted across the Company. Your Company conducted training in relation to the Prevention of Sexual Harassment (POSH) across all the functions to apprise all employees on safe work environment. A short survey with some women employees selected at random was done to gain an insight into their knowledge on POSH and safety. This survey received tremendous positive feedback. During the year under review, no complaint was received.

COST AUDIT

During the year under review, provisions of cost audit as stated under Section 148 of the Act and the Companies (Audit and Auditors) Rules, 2014 were not applicable to the Company.

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

Pursuant to requirements of Regulation 25 of the Listing Regulations, your Company has in place, familiarization programme for independent directors with regard to their role, duties and responsibilities, nature of the industry in which the Company operates, business / operating model of the Company etc. The Board Members are provided with all necessary documents/ reports and internal policies to enable them to familiarise with the Company's procedures and practices.

DIRECTORS' REPORT

Periodic presentations are made at the Board and the Board constituted committee meetings in respect of business and performance updates of the company, global business environment, business strategies and risks involved. Your Company has been regularly familiarizing the Independent Directors on its Board with detailed presentations by its business functional heads on the Company's operations, strategic business plans and technology update. Apart from above, Independent Directors are also familiarized on various regulatory developments, change in laws to keep themselves abreast of the latest corporate, regulatory and industry developments.

The familiarization programme has been posted on website of your Company viz. www.bluedart.com. The weblink of familiarization programme is http://www.nseprimeir.com/z_BlueDart/files/FamiliarisationProgramme.pdf

CSR COMMITTEE

The CSR Committee of your Company comprises of Mr. Sharad Upasani, the Chairman of the committee, Mr. Balfour Manuel, Managing Director and Ms. Tulsi N. Mirchandaney, Director as members of the committee.

The CSR Committee along with CSR implementation/management committee is responsible for formulating and implementing the CSR Policy of the Company.

Mr. Aneel Gambhir, CFO, is permanent invitee to the CSR Committee meetings of the Board. Mr. Tushar Gunderia acts as Secretary to the committee.

The details of Corporate Social Responsibility Committee meetings and attendance of Committee Members are provided in the Corporate Governance Report.

CSR Initiatives / CSR Policy

Corporate social responsibility is an integral part of your Company's strategy. Your Company is committed to its responsibility towards the society, community and environment and wants to make a positive contribution to the society and the world at large, by using their knowledge and domestic / global presence in a way which benefits the planet and its people.

As an Indian company with a global outlook, your Company endeavors to maintain a healthy balance between its economic, environmental and social interests.

In compliance with the requirements of section 135 of the Act, the details of CSR Committee constituted by the Board and other requisite details are provided in the Corporate Governance Report, which forms a part of the Annual Report.

Your Company along with DPDHL Group, under motto of "Connecting People, Improving Lives", focus its corporate responsibility on protecting the environment and reducing CO₂ emissions (GoGreen), disaster management (GoHelp) and championing education (GoTeach). These are supported and complemented by the regional community initiatives which demonstrate voluntary commitment, special abilities and enthusiasm of your Company across the country.

In accordance with the provisions of Section 135 of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended, the Company has formulated and posted the CSR Policy on website of the Company viz. www.bluedart.com.

The CSR Policy is available on website viz. www.bluedart.com. The Annual Report on CSR activities in accordance with the Companies (Corporate Social Responsibility Policy) Rules, 2014, undertaken by the Company during the year is annexed as 'Annexure B' to the Board's Report. The weblink of CSR Policy is https://www.nseprimeir.com/z_BlueDart/files/Bluedart_CSR_Policy_03_12_2019.pdf

NOMINATION & REMUNERATION COMMITTEE

The 'Nomination & Remuneration Committee' comprises of three independent non-executive Directors, Mr. Narendra Sarda, Mr. Sharad Upasani and Ms. Kavita Nair and one non-executive Director, Mr. Florian Ulrich Bumberger. The committee is chaired by Mr. Narendra Sarda, Independent Director.

Mr. Florian Ulrich Bumberger was inducted as member of the Nomination & Remuneration Committee w.e.f. March 23, 2021. Mr. Balfour Manuel, Managing Director and Mr. Aneel Gambhir, CFO are permanent invitees to the Committee.

The details of Nomination & Remuneration Committee meetings and attendance of committee members are provided in the Corporate Governance Report, which forms a part of the Annual Report.

Nomination & Remuneration Policy

Pursuant to provisions of Section 178 of the Act, the Board has, on recommendation of the Nomination & Remuneration Committee, formulated a "Policy on Directors' Appointment and Remuneration" including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under Section 178(3) of the Act. The Nomination and Remuneration Policy has been incorporated in the Corporate Governance Report, which forms a part of the Annual Report.

RISK MANAGEMENT

Your Company has a well-defined risk management framework and policy in place. The risk management framework works at various levels across the enterprise. Risk Management is an integral and important component of corporate governance and your Company believes that a robust risk management ensures adequate controls and monitoring mechanisms for a smooth and efficient running of the business. A risk-aware organization is better equipped to maximize the shareholders' value.

Your Company has formulated the Risk Management Policy which provides an overview of the principles of risk management, explains an approach adopted by the Company towards risk management and mitigation, defines the organizational structure for effective risk management, develops a "risk" culture which encourages employees to identify risks and associated opportunities and respond to them with an effective action, identify, assess, manage and mitigate existing and new risks in a planned and co-ordinated manner with minimum

DIRECTORS' REPORT

disruption and cost, to protect and preserve the Company's human, physical and financial assets.

The Risk Management Committee of the Company maintains comprehensive oversight on risks attributed to the organization and guides the Management on activities, reviews result of risk assessment and mitigation plan development process, reviews and monitors operating of risk management process and reports to the Board on the status of risk management initiatives and its effectiveness. Your Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating measures on a continuing basis. Your Company has a process in place to inform the Audit Committee and Board on risk assessment and minimisation procedures and periodic review is conducted in order to ensure that the management controls risk through defined framework.

The Risk Management Committee of the Company comprises of Mr. Narendra Sarda, Chairman of the Committee, Mr. Sharad Upasani, Mr. Balfour Manuel, Air Marshal M. McMahon (Retd.), Mr. R.S. Subramanian, Directors, Mr. Aneel Gambhir, CFO, Mr. Tushar Gunderia, Head (Legal & Compliance) & Company Secretary and Mr. Savio Mendonca, Head- Internal Audit as its Members.

The Risk Management Committee constituted by the Board assists the Board in monitoring and reviewing the risk management plan, implementation of the risk management framework of the Company and such other functions as the Board may deem fit.

The details of Risk Management Committee composition, meetings and attendance of Committee Members are provided in the Corporate Governance Report, which forms a part of the Annual Report.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The 'Stakeholders Relationship Committee' consists of Mr. Sharad Upasani, Chairman of the Committee, Mr. Balfour Manuel and Air Marshal M. McMahon (Retd.) as members of the committee.

The details of Stakeholders Relationship Committee meetings and attendance of committee members are provided under Corporate Governance Report, which forms a part of the Annual Report.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

Other than the impact on the business operations of the Company on account of the 2nd wave of COVID – 19 as has been set out earlier, there are no material changes and commitments, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE ACT

Loans, guarantees or investments covered under Section 186 of the Act form part of the notes to the financial statements provided in this Report.

PARTICULARS OF CONTRACT OR ARRANGEMENTS MADE WITH RELATED PARTIES

Related party transactions entered into during the financial year ended March 31, 2021 were on arm's length and in the 'ordinary course of business'. There were no materially significant related party transactions made by the Company with the persons /related party(s) as defined under Section 2(76) of the Act which may have a potential conflict with the interest of the Company at large.

All related party transactions were placed before the Audit Committee and the Board for approval.

None of the directors have any pecuniary relationship or transactions with the Company.

The particulars of contracts or arrangements with related parties as required under Section 134(3)(h) in prescribed Form AOC - 2 are annexed herewith as 'Annexure C' to the Board's Report.

The 'Policy on Related Party Transactions/Disclosures' as approved by the Board is posted on the Company's website viz. www.bluedart.com. The web link of 'Policy on Related Party Transactions/ Disclosures' is https://www.nseprimeir.com/z_BlueDart/files/Bluedart_RelatedPartyDisclosures_final.pdf

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to provisions of Section 134(3)(c) of the Act, your Directors confirm that;

- i. In the preparation of the financial statement, the applicable accounting standards have been followed and that no material departures have been made from the same;
- ii. They have selected accounting policies and applied them consistently and made judgements 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 year;
- iii. They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. They have prepared the annual accounts on a going concern basis;
- v. They have laid down proper internal financial controls to be followed by the Company and that the financial controls were adequate and were operating effectively; and
- vi. They have devised proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

BOARD EVALUATION

Pursuant to provisions of Act, Schedule IV and Regulation 17 of Listing

DIRECTORS' REPORT

Regulations, the Board is required to carry out an annual evaluation of its own performance, the chairperson, individual directors as well as the evaluation of the working of its committees.

In line with effective governance requirements, the Board reviews its own performance annually using a pre-determined templates designed as a tool to facilitate evaluation process. The assessment is built around the functioning of the Board as a whole, its committees and also the evaluation of individual directors.

The Evaluation Process considers performance effectiveness with regard to the Board composition, expertise, dynamics, strategic oversight, risk management and internal control, succession planning and leadership. The performance of individual directors is evaluated on the parameters such as preparation, participation, conduct, independent judgement and effectiveness.

While the individual directors' performance is being reviewed by the Chairperson and rest of the Board excluding the Director being evaluated, the Chairperson's and Non-Independent Directors performance are appraised through feedback from the independent directors.

The evaluation of independent directors is carried out by the entire Board excluding the Director being evaluated which includes performance of Directors and fulfillment of the independence criteria as specified and their independence from the management.

AUDITORS

Pursuant to the provisions of Section 139 of the Act read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. S. R. Batliboi & Associates LLP, Chartered Accountants, (Firm Registration no. 101049W/E300004), were appointed as Statutory Auditors of the Company for a term of 5 (five) years to hold office from conclusion of the 26th Annual General Meeting of the Company held on July 27, 2017 upto the conclusion of the 31st Annual General Meeting, subject to ratification of their appointment at each subsequent Annual General Meeting.

The requirement of seeking ratification by the members for continuance of their appointment has since been withdrawn consequent to changes made by the Companies (Amendment) Act, 2018 with effect from May 07, 2018. Hence, the resolution seeking ratification of the members for their appointment is not being placed at the ensuing Annual General Meeting.

You Company has received requisite certificate from M/s. S. R. Batliboi & Associates LLP, Chartered Accountants confirming that they satisfy the criteria provided under section 141 of the Act and are not disqualified from continuing as Statutory Auditors of the Company.

The Auditors' Report for 2020-21, does not contain any qualification, reservation or adverse remarks.

SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Act and the Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s. Nilesh Shah & Associates, Company Secretary in Practice, to undertake "Secretarial Audit" and "Annual Secretarial Compliance Audit" of the Company for the year ended March 31, 2021.

The Secretarial Audit Report and Annual Secretarial Compliance Audit Report do not contain any qualification, reservation or adverse remark.

The Secretarial Audit Report is annexed herewith as 'Annexure D' to the Board's Report.

Disclosure on confirmation with the Secretarial Standards

Your Company is in compliance with the Secretarial Standards, specified by the Institute of Company Secretaries of India.

ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2021 is available on the Company's website at https://www.nseprimeir.com/z_BlueDart/files/Annual_Return.pdf

POLICIES

The Board, from time to time, has framed and revised various policies as per applicable laws and standards for better governance and administration of your Company. Some of the important policies that were framed by your Board include the following:

1. **Nomination & Remuneration Policy:** This policy sets the objective, terms of reference, functions and scope of the Nomination and Remuneration Committee for determining qualifications, experience, independence etc. relating to the appointment and remuneration for the directors, key managerial personnel and senior management employees of the Company.
2. **Corporate Social Responsibility ('CSR') Policy:** This policy sets out the role of the CSR Committee of the Board, which includes identification of the areas where the CSR activities will be performed, evaluation of CSR activities, review the CSR spending vis-a-vis the activities implemented and monitoring the process of CSR projects/ programs of the Company as per Annual Action Plan.
3. **Risk Management Policy:** This policy provides the framework for identification of risks attributed to the Company, risk assessment and prioritization, loss prevention measures and other risk management measures for the Company.
4. **Related Party Transactions Policy:** This policy regulates the entry into transactions between the Company and its related parties and the required corporate approvals as per the laws and regulations applicable to the Company from time to time.
5. **Policy on Determination of Materiality of Event or Information:** This policy lays down the criteria for determining the materiality of an event or information of the Company for purposes of making required disclosures to the stock exchanges pursuant to the Listing Regulations

DIRECTORS' REPORT

6. Code of Conduct for dealing in the Company's Securities: Pursuant to the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, your Company has framed a Code of Conduct on prohibition of insider trading.
7. Dividend Distribution Policy: This policy describes circumstances under which a member may or may not expect a dividend, the financial parameters and internal and external factors to be considered by the Board for declaration of dividend.

TRANSFER OF UNCLAIMED DIVIDEND AND UNCLAIMED SHARES

The details relating to unclaimed dividend and unclaimed shares forms part of the Corporate Governance Report.

CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your Company is committed to maintaining high standards of corporate governance and is adhering to corporate governance requirements set out by the Securities and Exchange Board of India. Your Company believes that corporate governance is application of the best management practices, compliance of law in true 'letter and spirit' and adherence to an ethical standards for effective management and distribution of wealth and discharge of social responsibility for sustainable development of all stakeholders.

Corporate governance reflects the principles embedded in its values, policies and day-to-day business practices, leading to sustainable, value-driven growth of the Company. Your Company maintains the highest standards of corporate governance and disclosure practices and is committed to transparency in all its dealings.

A section on corporate governance along with a certificate from the Auditors confirming compliance of conditions of corporate governance as stipulated under the Listing Regulations is annexed and forms part of the Directors' Report.

A detailed review of operations, performance and future outlook of the Company and its business is given under the 'Management Discussion and Analysis' Report which forms an integral part of this Report and is set out as a separate section to this Report.

BUSINESS RESPONSIBILITY REPORT (BRR)

As stipulated in Listing Regulations, the Business Responsibility Report, describing initiatives undertaken by the Company from environmental, social and governance (ESG) perspective, is attached and forms part of this Report.

Your Company endeavours to achieve the highest levels of transparency, accountability, integrity and responsibility, thereby continuing to focus on good governance practices, in line with local and global standards. As an effective reflection of the same and adhering to the SEBI Circular dated 25th March, 2021, your Company has taken voluntary initiative to make material ESG related disclosures which forms part of this Report.

CEO/CFO CERTIFICATION

In accordance with the Regulation 17 of the Listing Regulations pertaining to corporate governance norms, Mr. Balfour Manuel, Managing Director and Mr. Aneel Gambhir, Chief Financial Officer, have certified, inter-alia, on review of financial statements and establishing and maintaining internal controls for the financial reporting for the financial year ended March 31, 2021. The said certificate forms an integral part of the Annual Report.

DEPOSITS

During the year, your Company has not accepted any deposits within the meaning of the provisions of Section 73 and/or 76 of the Act and rules made thereunder.

HUMAN RESOURCE DEVELOPMENT

The Company's Human Resources (HR) function has always been aligned with the business objectives and requirements for an effective partnership. Attracting, enabling and retaining talent have remained as the cornerstone of Human Resource function and the results underscore the important role that human capital plays in critical strategic activities such as growth. Blue Dart is recognised as one of the India's 'Best Places to Work For'. Some of the highlights of key areas on which HR laid emphasis and achieved results were viz. employees morale & motivation, performance management, succession planning & executive development review, competency development, employee wellness and well-being, work-life balance initiatives etc.

The Employee Satisfaction Survey (ESS) in 2020 was conducted virtually from start to finish. Your Company upgraded its ESS to the DPDHL Group's Employees Opinion Survey (EOS). The EOS for the year 2020 was conducted with 93% employees participating in the survey.

EOS was conducted with a unique and strategic approach facilitated by HR under guidance of the Managing Director and Senior Management Team. This approach focused on the employee engagement activities and regular interactions which resulted in Blue Dart's employee engagement favorable score at 97% and overall group score is 83%.

'Pride in Working for Blue Dart' has a high score of 98%. Employee engagement has also emerged as one of the highest scoring items with a score of 97% in addition to active leadership with a score of 96%. Employee activities like festival celebrations, health-related talks, virtual activities among others helped in increasing employee bonding and engagement. The EOS scores are an affirmation of our 'People First Philosophy'.

EMPLOYEES

Your Directors place on record their deep appreciation for the contribution made by employees of the Company at all levels. Blue Dart has always been acknowledged for its people and customer centric approach. Blue Dart's People-First philosophy coupled with passion and commitment of its employees has enabled the company to overcome many challenges in the past.

DIRECTORS' REPORT

Your Company believes that, employees are its core strength and accordingly, development of people and providing the 'best-in-class' work environment remains key priorities of organization to drive business objectives and goals. Comprehensive HR policies are in place which enables building of a strong performance culture and simultaneously developing current and future leaders.

The information on the particulars of employees' remuneration as per Section 197(12) of Act, read with Rule 5(2) and 5 (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time, forms part of this Report. However, as per the provisions of Section 136 (1) of the Act, the report and financial statements are being sent to all shareholders of the Company, excluding the Statement of Particulars of Employees. In accordance with the provisions of Section 136 of the Act, this exhibit is available for inspection by the shareholders through electronic mode. Any Member interested in obtaining a copy of the said statement may send an e-mail to Investors@bluedart.com.

The ratio of the remuneration of each director to the median employee's remuneration and other details in terms of sub – section (12) of section 197 of the Act read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, form part of this Report as 'Annexure E' to the Board's Report.

PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND EXPENDITURE

The particulars regarding conservation of energy, technology absorption and foreign exchange earnings and expenditure stipulated under section 134(3)(m) of the Act read with the Companies (Accounts) Rule 2014 are annexed as 'Annexure F' to the Board's Report.

GENERAL

Your Directors state that no disclosure or reporting is required in respect of following items since there were no transactions in respect thereof, during the year under review:

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
3. Neither Managing Director nor Whole-time Directors of the Company received any remuneration or commission from any of its subsidiaries.
4. No significant or material orders were passed by the regulators or courts or tribunals which impacted the going concern status and Company's operations in future.
5. As on March 31, 2021, there is no associate company or joint venture company within the meaning of Section 2(6) of the Act.
6. No material fraud has been reported by the auditors to the Audit Committee or the Board.

7. There was no change in the nature of business.
8. There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.
9. There was no instance of a one-time settlement with any Bank or Financial Institution.

ACKNOWLEDGEMENT

Your Directors wish to place on record their sincere appreciation to all employees for their hard work, dedication, commitment and efforts put in by them for achieving encouraging results under difficult conditions during this unprecedented year. The success of Blue Dart is directly linked to hard work and commitment of our employees who worked round-the-clock to ensure the 'business continuity' and exceptional service quality offerings for our Customers.

The Board wishes to express their sincere appreciation and thanks to all customers, suppliers, banks, financial institutions, solicitors, advisors, Government of India, concerned State Governments and other authorities for their consistent support and co-operation extended to the Company during the year.

We are also deeply grateful to our shareholders for the confidence and faith that they have always placed on us.

The Directors mourn the loss of lives due to COVID-19 pandemic and have immense gratitude and respect for every person who risked their lives and safety to fight this pandemic and protect the society at large.

For and on behalf of the Board of Directors,

Sharad Upasani
Chairman
DIN: 01739334

Balfour Manuel
Managing Director
DIN: 08416666

Mumbai

May 05, 2021

ANNEXURES TO DIRECTORS' REPORT

'ANNEXURE A'

Form AOC-I

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Part "A": Subsidiary Companies

₹ In Lakhs

| Name of the subsidiary | Concorde Air Logistics Ltd. | Blue Dart Aviation Limited |
|---|-----------------------------|----------------------------|
| Country | India | India |
| The date since when subsidiary was acquired | May 11, 2004 | June 22, 2015 |
| Reporting period for the subsidiary concerned, if different from the holding company's reporting period | N.A | N.A |
| Reporting currency | INR | INR |
| Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries | N.A | N.A |
| Share capital | 11 | 2400 |
| Reserves & surplus | 496 | 2777 |
| Total assets | 1,831 | 124,586 |
| Total Liabilities | 1,324* | 119,409* |
| Investments | - | - |
| Total Revenue | 425 | 76,873 |
| Profit before taxation | 7 | 867 |
| Provision for taxation | (1) | 325 |
| Profit / (Loss) after taxation | 8 | 542 |
| Proposed Dividend | - | - |
| % of shareholding | 100% | 100% |

* Excluding Share Capital & Reserves & Surplus

Notes :

1. Names of subsidiaries which are yet to commence operation : None
2. Names of subsidiaries which have been liquidated or sold during the year : None

Part B : Associates and Joint Venture – None

For and on behalf of the Board of Directors,

Sharad Upasani

Chairman

DIN: 01739334

Aneel Gambhir

Chief Financial Officer

Mumbai

May 05, 2021

Balfour Manuel

Managing Director

DIN:08416666

Tushar Gunderia

Head (Legal & Compliance) &

Company Secretary

ANNEXURES TO DIRECTORS' REPORT

'ANNEXURE B'

ANNUAL REPORT ON CSR ACTIVITIES

1. Brief outline on CSR Policy of the Company:

Sustainability at the Company

The Sustainability Policy is aligned to Deutsche Post DHL (DPDHL) Group's purpose of "Connecting People, Improving Lives" based on the three pillars of:

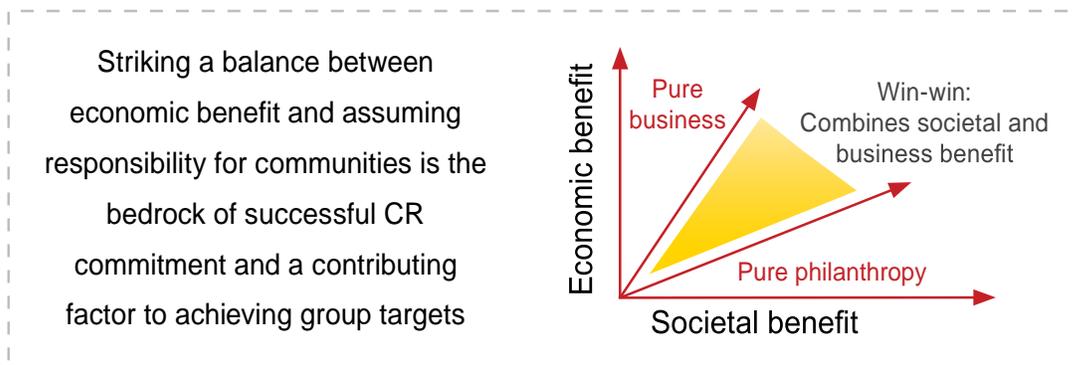
- ✓ GoGreen (environmental protection)
- ✓ GoHelp (disaster management)
- ✓ GoTeach (championing education)

Philosophy

Social Responsibility is a core element of the Company's corporate strategy. As a socially responsible corporate, your Company's commitment towards the community has been unwavering since its inception in 1983.

The Company's philosophy of giving back to society is not just a 'corporate social responsibility' rather it is its duty as an organization to give back to the communities and the environment from where it draws its resources. More than 'responsibility' it is 'sustainability' that is its cornerstone.

In line with DPDHL Group's "Connecting People, Improving Lives" purpose, we take our responsibility towards the communities in which we operate and towards the environment seriously. As an organization we commit to make a positive contribution to our world by using our knowledge, our vast domestic and global presence to benefit people and the environment. As an Indian company with a global outlook, we strive to maintain a balance between economic, environmental and social interests.



ANNEXURES TO DIRECTORS' REPORT

2. Composition of CSR Committee:

| Sl. No. | Name of the director | Designation / Nature of Directorship | Number of meetings of CSR Committee held during the year | Number of meetings of CSR Committee attended during the year |
|---------|---------------------------|--|--|--|
| 1. | Mr. Sharad Upasani | Chairman, Independent & Non-Executive Director | 3 | 3 |
| 2. | Mr. Balfour Manuel | Member, Managing Director | 3 | 3 |
| 3. | Ms. Tulsi N. Mirchandaney | Member, Non-Independent & Non-Executive Director | 3 | 3 |

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:

Composition of the CSR committee: https://www.nseprimeir.com/z_BlueDart/files/Corporate_Social_Responsibility_Committee.pdf

CSR Policy: https://www.nseprimeir.com/z_BlueDart/files/Bluedart_CSR_Policy.pdf

CSR Projects: https://www.nseprimeir.com/z_BlueDart/files/Annual_Action_Plan_CSR.pptx

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report):

NA

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:

NA

6. Average net profit of the company as per section 135(5) of the Act:

₹ 9,764 Lakhs

7. (a) Two percent of average net profit of the company as per section 135(5):

₹ 196 Lakhs

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years:

NIL

(c) Amount required to be set off for the financial year, if any:

NA

(d) Total CSR obligation for the financial year (7a+7b- 7c).

₹ 196 Lakhs

(e) Actual amount spent towards CSR:

₹ 202 Lakhs

8. (a) CSR amount spent or unspent for the financial year:

| Total Amount Spent for the Financial Year. (in ₹) | Amount Unspent (in ₹) | | | | |
|---|--|------------------|---|--------|------------------|
| | Total Amount transferred to Unspent CSR Account as per section 135(6). | | Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5) | | |
| | Amount | Date of transfer | Name of the Fund | Amount | Date of transfer |
| 2,02,35,131 | Nil | - | - | Nil | - |

ANNEXURES TO DIRECTORS' REPORT

8. (b) Details of CSR amount spent against ongoing projects for the financial year:

CSR Spends in 2020-21

| Sl. No. | Name of the Project | Item from the list of activities in Schedule VII to the Act | Local area | | | Project duration | Amount allocated for the project (in ₹) (As per MoU) | Amount spent in the current financial Year (in ₹) | Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹) | Mode of Implementation -Direct (Yes/No) | Mode of Implementation - Through Implementing Agency | |
|---------|--|---|------------|-------------|-------------|--|--|---|--|---|--|-------------------------|
| | | | (Yes/No) | State | District | | | | | | Name | CSR Registration Number |
| 1 | Blue Edge: Empowering Lives | (ii) Promoting education, special education & employment enhancing vocation skills among children, women, elderly & differently-abled and livelihood enhancement projects | Yes | Maharashtra | Mumbai City | Batch 1: 6 months Batch 2: 6 months Total: 12 months | 22,45,120 | 19,90,832 | NA | No | Oasis | CSR00002230 |
| 2 | Blue Edge: Empowering Lives | (ii) Promoting education, special education & employment enhancing vocation skills among children, women, elderly & differently-abled and livelihood enhancement projects | No | Delhi | Delhi | 1 year | 12,06,200 | 12,06,200 | NA | No | Noida Deaf Society | CSR00000396 |
| 3 | Blue Edge: Empowering Lives | (ii) Promoting education, special education & employment enhancing vocation skills among children, women, elderly & differently-abled and livelihood enhancement projects | No | West Bengal | NA | 1 year | 13,91,562 | 13,91,563 | NA | No | Hope Foundation of India | CSR00000338 |
| 4 | Blue Teach: Setting up EICI PMKVY Skill Centre | (ii) Promoting education, special education & employment enhancing vocation skills among children, women, elderly & differently-abled and livelihood enhancement projects | Yes | Maharashtra | Mumbai City | 1 Year | 14,07,536 | 14,07,536 | NA | No | EICI - Express Industry Council of India | NA |

ANNEXURES TO DIRECTORS' REPORT

| | | | | | | | | | | | | | | |
|----|---|---|----|---|----|--|----------|-------------|-----------|-----------|----|----|----------------------------------|-------------|
| 5 | Blue Homes: Blue Dart Child Care Centre for cancer affected children | (iii) Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups | No | Assam | NA | Guwahati | 1 year | 45,00,000 | 45,00,000 | 45,00,000 | NA | No | St. Jude India ChildCare Centres | CSR00001026 |
| 6 | Blue Homes: setting up homes for orphans | (iii) Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups | No | Jammu & Kashmir, Gujarat, Chhattisgarh, Maharashtra, Kerala | NA | Jammu, Srinagar, Bhub, Raipur, Latur and Cochin | 1 year | 82,59,000 | 82,59,000 | 82,59,000 | NA | No | SOS Children's Villages of India | CSR00000692 |
| 7 | Blue Help: Free eye surgeries for underprivi- leged people from lower social eco- nomic strata of society | (i) Eradicating hunger, poverty & malnutrition, preventive healthcare & sanitation & making available safe drinking water. | No | Rajasthan, West Bengal, Assam, Punjab and Maharashtra. | NA | Rajasthan, West Bengal, Assam, Punjab and Maharashtra. | 2 months | 5,00,000 | 5,00,000 | 5,00,000 | NA | No | Vision Foundation of India | CSR00002065 |
| 8 | 5% Admin- istrative Expenditure | | | | | | | 9,80,000 | | | | | | |
| 9 | Total | | | | | | | 2,02,35,131 | | | | | | |
| 10 | Excess Amount | | | | | | | 6,35,131 | | | | | | |
| 11 | Total Budget 2% of the average net profit as per section 135(5) | | | | | | | 1,96,00,000 | | | | | | |

ANNEXURES TO DIRECTORS' REPORT

8. (c) Details of CSR amount spent against other than ongoing projects for the financial year: NA
- (d) Amount spent in administrative overheads: ₹ 9,80,000
- (e) Amount spent on Impact Assessment, if applicable: NA
- (f) Total amount spent for the financial Year: ₹ 202 Lakhs
- (g) Excess amount for set off, if any: NA
9. (a) Details of Unspent CSR amount for the preceding three financial years: NA
- (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): NA
- 10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year**
- (a) Date of creation or acquisition of the capital asset(s): None
- (b) Amount of CSR spent for creation or acquisition of capital asset: Nil
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: NA
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): NA
- 11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):**
Not Applicable

NOTE:

Oasis India was founded in 1994 as the second member of the Oasis Global family which shares a common vision, mission and outcomes. Our work around the world reflects a common ethos of equality, inclusion, excellence, transparency and innovation. Over the years, several projects based around communities have been run offering inclusive and holistic solutions to people bound by various situations of abuse and vulnerability through education, training, health care, psycho-social care, micro-finance initiatives and residential rehabilitation.

Noida Deaf Society ("NDS") was setup in 2005 as a not-for-profit society by Ruma Roka with an intention of enabling a positive change in the lives of deaf children and youth. NDS focuses on providing quality education and job oriented vocational training to the deaf which enables them to become productive members of society. From humble beginnings, today NDS has been able to reach out to over 4500 deaf children and youth from across the country. In spite of the limitations of space and infrastructure, they are able to positively impact over

1200 Deaf children and youth every year. NDS is the only organization in the country which has been able to mainstream Deaf youth through sustainable employment. Over 1000 youth are successfully working in some of the most leading companies across sectors ranging from hospitality, retail, information technology, banking, print and publishing, education, textile and manufacturing among others.

Hope Kolkata Foundation ("HOPE") was established in February 1999 for the holistic and sustainable protection and development of children who are forced to live on the street, reside in slums and who face difficult circumstances, due to abject poverty. HOPE restores once broken childhoods through the delivery of shelter, nutrition, education, medical and health care, counselling, awareness generation, life skill training and recreational activities to children as young as 5 years of age.

Teach To Lead was formally established in 2008. Teach To Lead is a not-for-profit organization whose mission is to create a movement of leaders who will work to eliminate educational inequity in the country. Teach For India, a project of Teach To Lead, is a nationwide movement of outstanding college graduates and young professionals who will commit two-years to teach fulltime in under resourced schools and who will become lifelong leaders working from within various sectors towards the pursuit of equity in education. Today, Teach For India is in 7 cities - Mumbai, Pune, Delhi, Hyderabad, Chennai, Ahmedabad and Bengaluru. They have a total of 910 Fellows and 660 Alumni working towards eliminating educational inequity.

Grow-Trees.com is a social enterprise which is dedicated purely for the planet, by encouraging individuals and corporates in inculcating the practice of growing trees in public land and dedicate the trees to greet or honour someone by means of an e-certificate with a personalized message. Grow trees has plantation projects spread all across the country.

SOS Children's Villages of India has built families for children in need, to help them shape their own future and share in the development of their communities. Primary target beneficiaries are children without parental care (orphaned and abandoned children) and disadvantaged children in vulnerable families at the risk of losing adequate parental care. The villages are spread all across the geography of the country.

St. Jude India Childcare Centres: In major cities of India where low-cost cancer treatment is available, children who need treatment for cancer come to hospitals along with their parents from distant towns and villages. The hospitals do not treat them as in patients during the long drawn-out treatment and these needy families do not have a place to stay whenever the child is not admitted to hospital. At their centres spread across 5 cities in India, St Jude provides support to such families by providing them free of cost shelter, nutritional support, educational and recreational activities, transportation to and from the hospital, art-based therapy, music therapy, yoga, counselling for the family and new skills for income generation.

ANNEXURES TO DIRECTORS' REPORT

HelpAge India is a leading registered national level NGO, established in 1978, with a mission “to work for the cause and care of disadvantaged aged persons and to improve their quality of life.”

Department of Neurosurgery at **KEM Hospital** and Seth GS Medical College was founded in 1951 and since then has been led by stalwarts in the field of neurosurgery and is amongst the leading Neurosurgery Centre in the world. The department has a strong history and has been decorated by some of the most reputed and leading neurosurgeons of the country. The department is known for its major contributions to subject of neurosurgery. The patients treated here are not only from Maharashtra or Western India but from throughout the country. The department has been recognized as a “Centre for Excellence” and a “Teaching Centre” for neurosurgeons of the world. The number and quality of operations done in the department has been amongst the foremost. Most importantly, the neurosurgical services are entirely free of cost for the patients. Needless to say that such medical services form the core of medical system in our country.

Vision Foundation of India is a non-profit, non-governmental organisation established in 1993, with the primary objective of reducing

avoidable blindness in India. The beneficiaries are needy people from lower socio economical strata of the society especially from rural areas & urban slums. Currently the activities are going on in 18 states and two union territories of India. Since its inception till today it has benefitted 4,49,977 patients free of cost. Project called “Rashtriya Netra Yagna”, commenced from 1st April 2015, aims at treating more than 1.1 million needy people from all over India requiring eye surgery and till date has surgically benefitted 3,60,528 patients across India. These beneficiaries are operated free of cost.

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

| | | |
|-----------------------|-----------------------|--|
| Sharad Upasani | Balfour Manuel | Tulsi Nowlakha Mirchandaney |
| Chairman | Director | Director |
| DIN: 01739334 | DIN: 08416666 | DIN : 01842520 |

Mumbai
May 05, 2021

ANNEXURES TO DIRECTORS' REPORT

'ANNEXURE C'

FORM NO. AOC - 2

[Pursuant to clause (h) of sub-section (3) of section 134 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 the related parties referred to in sub-section (1) of section 188 of the Act including certain arms-length transactions under third proviso thereto.

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

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2021, which were not at arm's length basis.

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

Details of material contracts or arrangement or transaction at arm's length basis for the year ended March 31, 2021 are as follows:

- a. Name(s) of the related Party and nature of relationship – Blue Dart Aviation Ltd., Wholly Owned subsidiary of the Company
- b. Nature of Contract/ arrangements / transactions :
 - Aircraft, Crew, Maintenance and Insurance (ACMI) Agreement - ₹ 76,030 Lakhs
 - Investment – ₹ 14,260 Lakhs
 - Loans (existing) - ₹ Nil
 - Aircraft Payload deposit - ₹ 2,150 Lakhs
- c. Duration of the contracts/ arrangements/ transactions – ACMI Agreement Renewed/ extended on April 1, 2020 till March 31, 2025.
- d. Salient terms of contracts: The Company has ACMI Contract with BDAL for dedicated air carriage capacity which ensured strong support in sustaining the Company's leadership position. The Company is only customer of BDAL and BDAL provides services as per network requirements of the Company.
- e. Date(s) of approval by the Board, if any – January 17, 2020
- f. Amount paid as advances, if any : Aircraft Payload deposit of ₹ 2,150 Lakhs

For and on behalf of the Board of Directors,

Sharad Upasani
Chairman
DIN: 01739334

Balfour Manuel
Managing Director
DIN:08416666

Mumbai
May 05, 2021

ANNEXURES TO DIRECTORS' REPORT

'ANNEXURE D'

UDIN: F004554B000283811

FORM NO. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021

[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,
Blue Dart Express Limited
Blue Dart Centre,
Sahar Airport Road,
Andheri (East),
Mumbai – 400 099

Dear Sir / Madam,

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good Corporate Governance practices by Blue Dart Express Limited (hereinafter called "the Company"). 'Secretarial Audit' was conducted in a manner that provided us a reasonable basis for evaluating the statutory compliances/ corporate conducts / and expressing our opinion thereon.

Based on our verification of the Company's Books, Papers, Minutes Books, Forms and Returns filed with the regulatory authorities 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 viz; financial year ended 31st March, 2021, materially 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 reporting made hereinafter:

We further report that maintenance of proper and updated Books, Papers, Minutes Books, filing of Forms and Returns with applicable regulatory authorities and maintaining other records is responsibility of management and Company, our responsibility is to verify the content of the documents produced before us, make objective evaluation of the content in respect of compliance and report thereon. We have examined on test check basis, the books, papers, minute books, forms and returns filed and other records maintained by the Company and produced before us for the financial year ended 31st March, 2021, as per the provisions of:

- (i) The Companies Act, 2013 and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, and to the extent the same was applicable to the Company;
- (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 (Listing Obligations and Disclosure Requirement) Regulations, 2015;
 - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
 - (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (d) 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;
 - (e) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

ANNEXURES TO DIRECTORS' REPORT

- (vi) (a) We have also verified systems and mechanism which are in place and 'Legal Compliance Manual' adopted and circulated by the Company to ensure Compliance of other applicable Laws (in addition to aforementioned Laws applicable to the Company) and we have also relied on the representation made by the Company and its Officers in respect of systems and mechanism formed / followed by the Company for compliances of other applicable Acts, Laws and Regulations as applicable to the Company and found adequate compliance of the same.
- (b) We have also noted that the Company has successfully implemented a compliance tool pan India which is an IT enabled legal support for ensuring compliance of various legislations.

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by the Institute of Company Secretaries of India under the provisions of Companies Act, 2013;

We further Report that, during the year, it was not mandatory on the part of the Company to comply with the following Regulations / Guidelines:

- (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (b) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- (c) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

Based on aforesaid information provided by the Company, we report that during the financial year under report, the Company has complied with the provisions of the aforementioned Acts including applicable provisions of the Companies Act, 2013 and Rules, Regulations, Guidelines, Standards etc. mentioned hereinabove and we have no material observation or instances of non-Compliance in respect of the same.

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

We also report that adequate notice was given to all Directors prior to scheduling the Board Meetings and Agenda along with detailed notes to Agenda were sent at least seven days in advance and at short notice in case of urgent matters and adequate system exist for the Board Members to seek and obtain further information and clarifications on the agenda items before the meeting and for meaningful participation at the meetings.

It is noted that majority decision is carried through and proper system is in place which facilitates / ensure to capture and record, the dissenting member's views, if any, as part of the Minutes.

Based on representation made by the Company and its Officers explaining us internal systems and mechanism established by the Company and putting in place the 'Legal Compliance Manual' which ensures compliances of other Acts, Laws and Regulations applicable to the Company, we 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 and regulations.

We further report that during the year under report, the Company has not undertaken any corporate action having a major bearing on the Company's affairs in pursuance of aforesaid laws, rules and regulations.

Date : May 05, 2021
Place : Mumbai
Peer Review No: 698/2020
UDIN: F004554C000247940

Name : Nilesh Shah
For : Nilesh Shah & Associates
FCS : 4554
C.P. : 2631

Note : This Report has to be read with 'Annexure - A'

ANNEXURES TO DIRECTORS' REPORT

'ANNEXURE A'

To,
The Members,
Blue Dart Express Limited
Blue Dart Centre,
Sahar Airport Road,
Andheri (East),
Mumbai – 400 099

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes which were appropriate to obtain reasonable assurance about correctness of the contents of the Secretarial records. The verification was done on test basis (by verifying records made available to us) and also in the form of digital database 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 correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
7. Due to COVID-19 outbreak and Lockdown situation/ partial functioning of office, in respect of carrying out of Audit, we have relied on the information, details, data, documents and explanation as provided by the Company and its officers and agents in electronic form without physically verifying their office.

Date : May 05, 2021
Place : Mumbai
Peer Review No: 698/2020
UDIN: F004554C000247940

Name : Nilesh Shah
For : Nilesh Shah & Associates
FCS : 4554
C.P. : 2631

ANNEXURES TO DIRECTORS' REPORT

'ANNEXURE E'

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

Information pursuant to Section 197 of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

| Name of the Director / Key Managerial Personnel | Designation | Ratio of Remuneration to Median remuneration of all employees | Increase in remuneration over LY (%) |
|---|---|---|--------------------------------------|
| Mr. Balfour Manuel | Managing Director | 96.6 | 47.4* |
| Mr. Sharad Upasani | Chairman | 12.8 | NA |
| Mr. Kenneth Allen ¹ | Director | 0.0 | NA |
| Ms. Tulsi N. Mirchandaney | Director | 0.0 | NA |
| Mr. Narendra Sarda | Director | 11.6 | NA |
| Air Marshal M. McMahon (Retd.) | Director | 9.4 | NA |
| Ms. Kavita Nair | Director | 8.7 | NA |
| Mr. R.S. Subramanian | Director | 0.0 | NA |
| Mr. Florian Bumberger ² | Additional Director | 0.0 | NA |
| Mr. Sebastian Paeßens ³ | Additional Director | 0.0 | NA |
| Mr. Aneel Gambhir | Chief Financial Officer | 72.9 | 31.1%* |
| Mr. Tushar Gunderia | Head (Legal & Compliance) & Company Secretary | 43.1 | 30.4%* |

* Includes performance linked Incentive of prior period

1. Mr. Kenneth Allen, Director resigned as a Director with effect from January 11, 2021.
2. Mr. Florian Bumberger was appointed as Additional Director of the Company with effect from February 24, 2021
3. Mr. Sebastian Paeßens was appointed as Additional Director of the Company with effect from February 24, 2021

Notes:

1. The number of permanent employees as on March 31, 2021 was 12,095.
2. Compared to the previous financial year 2019-20, the figures for the current financial year 2020-21 reflects that:
 - (i) Gross Turnover has grown by 4% and PBT for 2020-21 is ₹ 13,105 Lakhs against loss of ₹ 4,720 Lakhs for 2019-20.
 - (ii) Median remuneration of all employees have increased by 3.42% and average remuneration of all employees have increased by 4.01% respectively.
 - (iii) Average remuneration of employees excluding Key Managerial Personnel has increased by 3.79%.
 - (iv) Remuneration of Key Managerial Personnel has increased by 24.27%.
3. No employee's remuneration for the year 2020-21 exceeded the remuneration of any of whole-time directors.
4. The remuneration of the directors, key managerial personnel and other employees is in accordance with the remuneration policy of the Company provided under the section 'Report on Corporate Governance' which forms part of the Report and Accounts.
5. The Market capitalization of the Company has increased from ₹ 5,200 crores as of March 31, 2020 to ₹ 13,228 crores as of March 31, 2021. The Company's stock price as at March 31, 2021 has increased by ₹ 7333% to ₹ 5,575 over the last public offering, i.e. initial public offer in September 1994 at the price of ₹ 150 per share after adjusting the bonus share issued in the ratio of 1:1 in the year 2002.

ANNEXURES TO DIRECTORS' REPORT

'ANNEXURE F'

PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND EXPENDITURE

Conservation of Energy

Under the GoGreen program, your Company is committed to minimizing the impact of its business on the environment and contributes to environmental protection worldwide.

The GoGreen program is an integral part of DPDHL Group's Strategy 2020. In 2008, your Company introduced a measurable climate protection target. From now until 2050, the Group's mission will be to drive business towards zero emissions logistics by setting the standard for the future of the transport sector and doing its part to help the world community reach its goal of limiting global warming to less than two degrees Celsius.

Your Company is aligned to 'Zero Emissions 2050', the new climate protection goal announced in 2017, which includes four interim goals that we want to achieve by 2025 as per the DPDHL Sustainable Strategy:

- On a global level, an increase of carbon efficiency by 50% as compared to the 2007 baseline.
- On a local level, operate 70% of first and last mile services with clean pick-up and delivery solutions, such as bicycles and electric vehicles.
- Also by 2025, more than 50% of sales to incorporate Green Solutions, making customers' supply chains greener.

Because the success of these sustainability measures depends to a large degree on employee commitment and expertise, the Company will train 80% of its employees to become certified GoGreen specialists and actively involve them in the Group's environmental protection activities.

The Company has taken this approach because it views environmentally friendly and efficient logistics as an opportunity to create value – for the environment, as a Company and for customers. Your Company has planted 1,11,000 (one lakh eleven thousand) trees in the year 2020.

The main focus of GoGreen is to avoid, reduce and, when necessary, give our customers the chance to offset, greenhouse gas emissions primarily CO₂. These emissions account for the logistics industry's largest negative impact on the environment.

The vehicles operating for the Company are in compliance of all pollution control regulations. Your Company ensures that all its vehicles go through periodic PUC and maintenance checks to maintain minimum pollution levels and that all vehicles are in order of the prescribed norms for optimal operations by the manufacturer in terms of fuel consumption and better vehicle through-put and better vehicle efficiency are maintained.

The Company's 24x7 network control centre operating at the headquarters in Mumbai is a centralised command system to provide support to drivers when they are on the road.

Under the GoGreen Living Responsibility pillar, your Company conducted various activities to encourage its employees to contribute towards the noble cause of saving the environment.

Power Saver – Lights Off: Your Company practices lights off for an hour between 01:00 pm to 02:00 pm on the last Saturday of every month across all its offices in India. Employees too are encouraged to switch off the lights at their residence between 8:00 pm to 9:30 pm on the same day.

Your Company actively participates in all global initiatives such as Earth Hour, Earth Day, World Environment Day etc.

Technology Absorption

Since inception your Company has truly differentiated itself with world-class state-of-the-art technology. All departments use technology to deliver superior services to the customer.

Your Company is the only Indian air and ground express company that has invested extensively in technology infrastructure to create differentiated delivery capabilities, quality services and customized solutions for the customer.

The Company's low cost with high standards technology architecture and innovation has allowed it to achieve service quality and operation delivery par excellence.

Blue Dart now has a responsive and contemporary website with state-of-the-art features & functionalities and a robust hardware platform.

ANNEXURES TO DIRECTORS' REPORT

Your Company has made substantial investments in information technology and automation like hand-held scanners (On the Move – OTM) for pickup & deliveries, technology deployment for cash management, more customers integrated into website & APIs, smart truck, parcel lockers, mobile service centres, electric vehicles, mobile wallets, roll-out of Weight Dimension Levelling (WDLs), centralised and improved ERP system – C2PC, Blue Line technology for courier visibility, new billing and receivable management system, control tower and network control module etc.

Your Company has invested in Interactive Voice Response (IVR) and an official Blue Dart Facebook page, Twitter handle, Google+ page, YouTube channel and LinkedIn page for customers to interact with the Company.

Your Company has invested in a new retail customer centric management system – Point of Sale (POS) besides Multiple Payment Option System (MPOS) is another initiative to make lives of customer easy and accessible.

Innovation is deeply ingrained in the Company's DNA since its inception. Over the years, Blue Dart has been at the helm of many innovations that have benefitted its end customers and hence will continue to be an area of focus going forward too.

Your Company has invested heavily in technology infrastructure to create differentiated delivery capabilities, quality services and customized solutions for clients. This has enabled us to offer web-based solutions mentioned above to customers that can be integrated with their core products.

Foreign Exchange Earnings & Outgo

Earnings in Foreign Currency

Earnings in foreign currency during year ended March 31, 2021 were ₹ 758 (Lakhs) [March 31, 2020: ₹ 262 (Lakhs)]

Expenditure in Foreign Currency

Expenditure in foreign currency during year ended March 31, 2021 was ₹ 803 (Lakhs) [March 31, 2020: ₹ 236 (Lakhs)]

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate governance is the mechanism by which the values, principles, policies and procedures of the organization are inculcated and manifested. The essence of corporate governance lies in promoting and maintaining the highest levels of professionalism, honesty, integrity, transparency and accountability throughout the organisation.

Blue Dart Express Limited's ("**Company**" / "**Blue Dart**"), as an organization, has always believed in adhering to the highest levels of the abovementioned values. The Board of Directors of the Company ("**Board**") continues to lay great emphasis on the broad principles of corporate governance. For the Company, corporate governance is a continuous journey, seeking to provide an enabling environment to harmonise the goals of maximizing stakeholder value and maintaining a customer-centric focus.

The basic philosophy of corporate governance at Blue Dart has always been to achieve business excellence and to create and enhance value for its shareholders, customers, employees and business associates and resultantly make a significant contribution to the economy. Corporate Governance is about maximizing shareholders value legally, ethically and sustainably.

The Company endeavors not only to match the international standards but also to become a benchmark for corporate governance initiatives. Blue Dart perceives corporate governance as a necessary tool to enhance the economic health of an organization and more importantly that of the society at large. As a responsible corporate citizen, Blue Dart complies with applicable laws of the land in 'letter and spirit'.

The Company is in compliance with requirements of Regulations 17 to 27 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time, ("**Listing Regulations**") as applicable, pertaining to provisions of corporate governance norms. The Company has disseminated information on its website as stipulated under clauses (b) to (i) of the Regulation 46(2) of the Listing Regulations. The Company is in compliance with the disclosures required to be made under this report in accordance with regulation 34(3) read together with Schedule V of the Listing Regulations.

2. BOARD OF DIRECTORS

The size and composition of the Board conforms to the requirements of corporate governance norms as stipulated under provisions of the Listing Regulations. As on March 31, 2021, the Company has 9 (nine) Directors, of which 1 (one) director is an executive director and 8 (eight) directors are non-executive directors, including 2 (two) women directors.

As per Regulation 17 of the Listing Regulations, the Board is required to have at least 1/3rd of the members of the Board as independent directors if Chairman is a non-executive director. Accordingly, the Company's present Board comprises of Mr. Sharad Upasani, Mr. Narendra Sarda, Air Marshal M. McMahon (Retd.) and Ms. Kavita Nair who are independent directors on Board of the Company.

During the year, Mr. Kenneth Allen, tendered his resignation as a director with effect from January 11, 2021. The Board accepted

his resignation and sincerely appreciated and thanked him for his valuable contribution.

Appointment of Mr. Florian Ulrich Bumberger as an additional director

- Mr. Florian Ulrich Bumberger was appointed as an additional director of the Company with effect from February 24, 2021. Mr. Florian Ulrich Bumberger, aged 42 years, is currently the divisional CHRO, Chief of Staff & Programs of DHL eCommerce Solutions and member of the DPDHL Group HR Board. Furthermore, he is responsible for divisional strategic initiatives and programs, M&A and Compliance. He holds a Diploma in the Business Administration and is a Certified Institutional Investment Analyst (CIIA). Mr. Florian commenced his career as an Investor Relations professional with numerous awards viz; Institutional Investor & Thomson Extel IR Survey. Thereafter, he transitioned into strategic, business development and financial positions.
- Mr. Florian led numerous strategic programs such as greenfield market entries, cost optimization programs, working capital management initiatives in a Euro 16 billion turnover 2,00,000 employees division and several M&A transactions. Mr. Florian had a leading role in the carve-out and creation of a new business division, within DPDHL Group, including necessary 'change management' and communication initiatives.

Appointment of Mr. Sebastian Paeßens as an additional director

- Mr. Sebastian Paeßens was appointed as an additional director of the Company with effect from February 24, 2021. Mr. Sebastian Paeßens, aged 47 years, is CFO of DHL eCommerce Solutions, a business division of Germany based at Deutsche Post DHL Group. Mr. Sebastian Paeßens commenced his professional career as Management Consultant for Finance and Controlling related projects.
- Mr. Sebastian joined Deutsche Post DHL Group in 2008 and held various management positions in the DHL Express division, the German Post and Parcel division and in the Corporate Controlling department. In October 2017, he assumed the role of CFO DHL eCommerce. In October 2018, Mr. Sebastian Paeßens was appointed CFO DHL eCommerce and DHL Parcel Europe, before moving on to his current role in January 2019. He is member of Deutsche Post DHL Group's Finance Board.
- Mr. Sebastian holds a Master of Science degree in Business Administration and Mechanical Engineering.

Retirement by Rotation

- In accordance with the provisions of Companies Act, 2013 ("Act") and Articles of Association of the Company, Mr. R.S. Subramanian, director (DIN 02946608), retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.
- He is a graduate in Industrial Engineering and has a Masters in Management from IIM – Bangalore. He is Gold Certified in 'First Choice' which is Deutsche Post DHL's internal quality program based on Six-Sigma DMAIC methodology.

REPORT ON CORPORATE GOVERNANCE

Mr. R. S. Subramanian is currently the Senior Vice President and Managing Director, DHL Express India, a member of the DHL Express Asia Pacific Management Board. With over 30 years of experience in the product-led as well as service industry, Mr. Subramanian has extensive knowledge across areas of business strategy, marketing, team development and customer management.

- Mr. Subramanian joined DHL Express India as Head of Sales, subsequently moving up to the position of Vice President for South Asia Cluster (RoSA) wherein he was managing DHL Express operations in Pakistan, Bangladesh, Sri Lanka, Nepal, Maldives and Bhutan. He was instrumental in restructuring and developing DHL operations in these markets. Mr. Subramanian assumed the role of Managing Director, DHL Express India in 2010. Its India business grew manifold to a leadership position in the last decade with investments in best-in-class infrastructure, state of the art technology and strong people processes. Mr. Subramanian is member of the Management Committee of Express Industry Council of India (EICI) and Indo-German Chamber of Commerce (IGCC) and is also a member on the Governing body of Logistics Sector Skill Council (LSC) under Ministry of Skill Development and promoted by CII. Mr. Subramanian and any of other Directors of the Company do not have any inter-se relationship.

All key decisions are taken only after detailed deliberations and discussions by the Board. The Board possesses adequate experience, expertise and skills necessary to manage affairs of the Company in the most efficient manner. The Board acts with autonomy and independence in the strategic decision-making process and discharges its fiduciary duties.

DHL nominee Directors hold a firm belief that DHL's best interests are aligned with the continued growth and success of the Company.

As regards appointment and tenure of the independent directors, following Policy is adopted by the Board:

- The Company has adopted provisions with respect to appointment and tenure of independent directors which are consistent with the Act.
- In accordance with the Act, independent directors can be appointed for two terms of maximum period of 5 (five) years each.
- The Company would not have any upper age limit on retirement of independent directors from the Board and their appointment and tenure would be governed by the provisions of the Act.

The Company has in place the 'Directors & Officers' Liability Insurance (D&O) pursuant to requirements of the applicable laws.

Pursuant to Regulation 27(2) of the Securities and Exchange Board of India ("SEBI") Listing Regulations, the Company also submits a quarterly compliance report on corporate governance to the stock exchanges, including details on all material transactions with related parties, within 15 (fifteen) days from the close of every quarter.

Board Independence

The definition of 'Independence' of Directors is derived from Regulation 16 of the Listing Regulations and Section 149(6) of the Act, as amended. Based on confirmation / disclosures received from Directors and on evaluation of relationships disclosed, Mr. Sharad Upasani, Chairman, Mr. Narendra Sarda, Air Marshal M. McMahon (Retd.) and Ms. Kavita Nair, Directors are 'Independent' in terms of provisions of Regulation 16 of the Listing Regulations and Section 149(6) of the Act.

Pursuant to Ministry of Corporate Affairs notification dated October 22, 2019, independent directors successfully registered their names in the databank maintained by the Indian Institute of Corporate Affairs at Manesar (Haryana), in accordance with the requirements of applicable law. The registration of independent directors has been renewed for a further period of 5 (five) years.

The Company has issued letters of appointment to independent directors in the manner as provided under the Act. The terms and conditions of the said appointment are posted on website of the Company.

Board Procedure

The Board is presented with all relevant information on vital matters which may impact functioning of the Company as well as those which require deliberations at the highest level. It is ensured that information, as required under Regulation 17(7) and Part A of Schedule II of the Listing Regulations is made available to the Board to enable them to discharge their functions effectively.

Meetings, Agenda and proceedings of the Board Meeting

The Board met 6 (six) times during the year and maximum interval between any two meetings did not exceed 120 (one hundred and twenty) days. The yearly calendar of meetings is finalized at the beginning of the year. Additional meetings are held as and when necessary. The meetings of the Board are generally held at the Company's registered office situated in Mumbai. During the last year the meetings were held through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"). The notice of Board Meeting and Board Agenda with detailed enclosures are sent in advance to all Directors.

The Directors are also given the option of attending the Board meeting through video conferencing. Agenda documents containing all requisite information are made available to the Board/committee members in advance to enable them to discharge their responsibilities effectively and take informed decisions. A considerable time is spent by the directors on deliberations at the Board/ committee meetings. At Board and committee meetings, concerned functional heads and representatives who can provide an additional insight in respect of agenda items are invited for the meetings.

The information as specified in Schedule II to the Listing Regulations is regularly made available to the Board, whenever applicable, for discussions and consideration. During the year under review, 6 (six) Board meetings were held on May 26, 2020, July 31, 2020, September 26, 2020, October 29, 2020, January 28, 2021 and March 23, 2021.

REPORT ON CORPORATE GOVERNANCE

The details of attendance of each Director at Board Meetings, last Annual General Meeting and number of other directorship and membership in the Committees thereof, are as under:

| Name of Directors | Category | Designation | Attendance Particulars | | Directorship in Other Indian Companies | Names of Listed Companies in which Director | Category of directorship | Committee Membership/ Chairmanship in other Indian Companies | |
|--|--|---------------------|------------------------|----------|--|---|--------------------------|--|----------|
| | | | Board Meetings | Last AGM | | | | Member | Chairman |
| Mr. Sharad Upasani DIN: 01739334 | Independent & Non-Executive Director | Chairman | 6 | Yes | 7 | - | - | Nil | Nil |
| Mr. Balfour Manuel DIN: 08416666 | Executive Director | Managing Director | 6 | Yes | 2 | - | - | Nil | Nil |
| Mr. Narendra Sarda DIN: 03480129 | Independent & Non-Executive Director | Director | 6 | Yes | Nil | - | - | Nil | Nil |
| Air Marshal M McMahon (Retd.) DIN: 00234293 | Independent & Non-Executive Director | Director | 6 | Yes | 1 | - | - | Nil | 1 |
| Ms. Tulsi Nowlakha Mirchandaney DIN: 01842520 | Non-Independent & Non-Executive Director | Director | 6 | Yes | 4 | - | - | Nil | Nil |
| Mr. Kenneth Allen* DIN: 08376337 | Non-Independent & Non-Executive Director | Director | 0 | No | Nil | - | - | Nil | Nil |
| Mr. R. S. Subramanian DIN: 02946608 | Non-Independent & Non-Executive Director | Director | 6 | Yes | 4 | - | - | Nil | Nil |
| Ms. Kavita Nair DIN: 07771200 | Independent & Non-Executive Director | Director | 6 | Yes | Nil | - | - | Nil | Nil |
| Mr. Florian Ulrich Bumberger** DIN 09045904 | Non-Independent & Non-Executive Director | Additional Director | 1 | NA | Nil | - | - | Nil | Nil |
| Mr. Sebastian Paeßens*** DIN 09058693 | Non-Independent & Non-Executive Director | Additional Director | 1 | NA | Nil | - | - | Nil | Nil |

Notes :

* Mr. Kenneth Allen, director resigned as a director with effect from January 11, 2021.

** Mr. Florian Ulrich Bumberger was appointed as an additional director with effect from February 24, 2021.

*** Mr. Sebastian Paeßens was appointed as an additional director with effect from February 24, 2021.

REPORT ON CORPORATE GOVERNANCE

The directorships held by directors as mentioned above, includes directorships of private limited companies and companies registered under Section 8 of the Act, but do not include directorships in foreign companies. The committee membership and chairpersonship includes membership of Audit Committee and the Stakeholders' Relationship Committee of Indian public companies. None of the directors have any inter-se relationship and do not hold any shares in the Company.

The Company's Board comprises of qualified members who bring in required skills, competence and expertise which allow them to make effective contribution to the Board and its committees. The Board members are committed to ensure that the Company is in compliance with the law and the highest standards of corporate governance.

The below table summarizes the list of core skills/ expertise/ competencies identified by the Board of Directors for effectively conducting the business of the Company:

| Sr. No. | Name of Director | Designation | Core skills /expertise/ competencies available with the Board |
|---------|---------------------------------|--|--|
| 1 | Mr. Sharad Upasani | Chairman | Board Governance, Corporate Law, Legal, Arbitration, |
| 2 | Mr. Balfour Manuel | Managing Director | Leadership Acumen, Sales and Marketing, Operations, Governance |
| 3 | Mr. Narendra Sarda | Independent & Non-Executive Director | Accounts, Finance and Tax, Mergers & Acquisitions, Governance |
| 4 | Air Marshal M McMahon | Independent & Non-Executive Director | Leadership Acumen, Strategic & Tactical Analysis, Aviation, Governance |
| 5 | Ms. Tulsi Nowlakha Mirchandaney | Non-Independent & Non-Executive Director | Leadership Acumen, Aviation, Sales & Marketing, Operations, Governance |
| 6 | Ms. Kavita Nair | Independent & Non-Executive Director | Digital & Technology, Marketing, Operations, Governance |
| 7 | Mr. R. S. Subramanian | Non-Independent & Non-Executive Director | Leadership Acumen, Sales and Marketing. Operations, Governance |
| 8 | Mr. Florian Ulrich Bumberger | Non-Independent & Non-Executive Director | Business development, Financial Analysis, Merger and Acquisitions and Human Resources & Leadership |
| 9 | Mr. Sebastian Paeßens | Non-Independent & Non-Executive Director | Leadership Acumen, Finance & Treasury, Governance, e-commerce |

Committees of the Board

The Committees of the Board play an important role in the governance and focus on specific areas and make informed decisions within the delegated authority. Each committee is guided by its Charter or 'Terms of Reference', which provides composition, scope, powers and duties and responsibilities. The recommendation and/or observations and decisions of Committees are placed before the Board for its consideration and approval. The chairman of respective Committees update the Board regarding discussions held / decisions taken at committee Meeting.

3. AUDIT COMMITTEE

The Board of the company constituted the Audit Committee ("Audit Committee") at the Board meeting held on May 8, 2001 and reconstituted the committee from time to time. The Audit Committee of the Board deals with all matters relating to financial reporting, internal controls, risk management etc. and reports to the Board from time to time.

Composition

The Composition of Audit Committee is as per the requirements of the Act and the Listing Regulations. As on March 31, 2021, the Audit Committee comprises of 2 (two) Independent non-executive directors, Mr. Sharad Upasani and Mr. Narendra Sarda and one Non-Independent and non-executive director, Mr. R.S. Subramanian. The Chairman of the committee is Mr. Sharad Upasani and Mr. Tushar Gunderia, Company Secretary, acts as secretary to the Audit Committee. Mr. Balfour Manuel, Managing Director, Mr. Aneel Gambhir, CFO, the statutory auditors and internal auditor are permanent invitees to the Audit Committee meetings.

The Chairman of the Audit Committee, Mr. Sharad Upasani, was present at the last Annual General Meeting of the Company held on July 31, 2020 through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

The scope, terms of reference, role and responsibilities of the Audit Committee are in accordance with the provisions of Regulation 18 of the Listing Regulations and Section 177 of the Act.

REPORT ON CORPORATE GOVERNANCE

The terms of reference of the Audit Committee inter-alia include the following:-

1. Oversight on the Company's financial reporting process and disclosure of its financial information to ensure that financial statements are correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of the Auditors of the Company;
3. Approval for payments to Statutory Auditors for any 'other services' rendered by Statutory Auditors;
4. Reviewing with the management, the annual financial statements and auditor's report thereon, prior to submission to the Board for its approval, with particular reference to:
 - a. Matters required to be incorporated in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section (3) of section 134 of the Act.
 - b. Changes, if any, in the accounting policies and practices and reasons for the same.
 - c. Major accounting entries involving estimates based on the exercise of judgment by the management.
 - d. Significant adjustments made in the financial statements arising out of audit findings.
 - e. Compliance with the listing and other legal requirements relating to financial statements.
 - f. Disclosure of any related party transactions.
 - g. Modified opinion(s) in the draft audit report.
5. Reviewing with management, the quarterly financial statements prior to submission to the Board for approval;
6. Reviewing with the management the statement of use/ application of funds raised through an issue (public issue, rights issue, preferential issue etc.), the statement of funds utilized for the purposes other than those stated in the offer document / prospectus / notice and report submitted by the monitoring agency, monitoring utilisation of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter;
7. Reviewing and monitoring of the auditor's independence and performance and effectiveness of the audit process;
8. Approval or any subsequent modification of transactions of the Company with 'related parties';
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing with the management, performance of statutory and internal auditors and adequacy of the internal control systems;
13. Reviewing adequacy of internal audit function including structure of internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit;
14. Discussions with the internal auditors of any significant findings and follow up thereon;
15. Reviewing findings of any internal investigations by the internal auditors into matters where there is a suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
16. Discussions with the statutory auditors prior to commencement of audit, about nature and scope of audit and post-audit discussions to ascertain any areas of concern;
17. To look into the reasons for substantial defaults in payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review functioning of Whistle Blower mechanism;
19. Approval for appointment of CFO (i.e. the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing qualifications, experience and background of the candidate;
20. To review utilization of loans and/ or advances from/ investment by the holding company into the subsidiary company exceeding ₹ 100 crore or 10% of asset size of the subsidiary, whichever is lower including existing loans/ advances/ investments existing as on the date of coming into force of this provision;
21. Review compliance with provisions of SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 and verify that, systems for internal control are adequate and operating effectively.
22. Discharging any other task/responsibility stipulated by the Board of Directors/ under applicable laws.

The Audit Committee shall also mandatorily review following information:

- 1) Management discussion and analysis of financial condition and results of operations;
- 2) Statement of significant related party transactions (as defined by the audit committee), submitted by management;
- 3) Management letters / letters of internal control weaknesses issued by the statutory auditors;
- 4) Internal audit reports relating to internal control weaknesses;

REPORT ON CORPORATE GOVERNANCE

- 5) The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
- 6) Statement of deviations;
 - a. Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the Listing Regulations.
 - b. Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of the Listing Regulations.

The Audit Committee of the Company meets and interacts periodically with the senior management personnel which gives Audit Committee a deeper insight into the workings of major departments and regions. At these meetings, directors can provide their inputs and suggestions on strategic and operational matters.

During the year under review, 8 (eight) Audit Committee meetings were held viz; May 26, 2020, July 31, 2020, September 26, 2020, October 29, 2020 (two meetings, one of which was with the Senior Management of the Company), January 28, 2021 and March 23, 2021 (two meetings, one of which was with the senior management of the Company).

The details of attendance of each member at the Audit Committee meetings held during the year ended March 31, 2021 are as under:

| Name of Director | Designation | No. of Meetings | |
|----------------------|-------------|-----------------|----------|
| | | Held | Attended |
| Mr. Sharad Upasani | Chairman | 8 | 8 |
| Mr. Narendra Sarda | Member | 8 | 8 |
| Mr. R.S. Subramanian | Member | 8 | 8 |

4. NOMINATION & REMUNERATION COMMITTEE

As on March 31, 2021, the 'Nomination & Remuneration Committee' comprises of 4 (four) non-executive directors, Mr. Narendra Sarda, Mr. Sharad Upasani, Ms. Kavita Nair and Mr. Florian Ulrich Bumberger. The Committee is chaired by Mr. Narendra Sarda, independent director.

Mr. Florian Ulrich Bumberger was inducted as a member of Nomination and Remuneration Committee w.e.f. March 23, 2021. Mr. Balfour Manuel, Managing Director and Mr. Aneel Gambhir, CFO, are permanent invitees to the Nomination & Remuneration Committee. Mr. Tushar Gunderia, Company Secretary, acts as Secretary to the Nomination & Remuneration Committee.

The Chairman of the Nomination & Remuneration Committee, Mr. Narendra Sarda, was present at the last Annual General

Meeting of the Company held on July 31, 2020 through VC / OAVM.

During the year under review, 3 (three) Nomination & Remuneration Committee meetings were held on May 26, 2020, September 26, 2020 and March 23, 2021. The details of attendance of each member at the Nomination and Remuneration Committee meetings held during the year ended March 31, 2021 are as under:

| Name of Director | Designation | No. of Meetings | |
|--------------------------------|-------------|-----------------|----------|
| | | Held | Attended |
| Mr. Narendra Sarda | Chairman | 3 | 3 |
| Mr. Sharad Upasani | Member | 3 | 3 |
| Ms. Kavita Nair | Member | 3 | 3 |
| Mr. Florian Ulrich Bumberger * | Member | NA | NA |

* Mr. Florian Ulrich Bumberger was inducted as a member w.e.f. March 23, 2021

The executive director is paid remuneration in terms of a resolution passed by the members at the annual general meetings. The Nomination & Remuneration Committee ensures transparent nomination process for Directors with diversity of thought, experience, knowledge, perspective and gender in the Board.

The terms of reference of 'Nomination & Remuneration Committee' inter-alia includes the following:

1. Formulation of criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a Policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of independent directors and the Board;
3. Devising a 'Policy on diversity' of the Board;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management roles in accordance with the criteria laid down and recommend to the Board their appointment and removal;
5. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
6. Recommend to the Board all remuneration payable to the key managerial personnel and senior management.

Details of Independent Directors:

- Mr. Sharad Upasani, aged 82 years, holds a Masters in Commerce and an LLB from Mumbai University, besides a MBA from USA. He is now providing consultancy on

REPORT ON CORPORATE GOVERNANCE

Corporate Law and acts as an Arbitrator in corporate disputes. Mr. Sharad Upasani was the Chairman of the Hon'ble Company Law Board from 1990 to 1992.

- Mr. Narendra Sarda, aged 75 years, was the President of the ICAI in 1993-1994. He has practiced as a Chartered Accountant for 41 years. Mr. Sarda was a Public Representative Director on the Board of 'The Bombay Stock Exchange' (now BSE Limited) from 1999 to 2001. He was a member on the Board of an erstwhile International Accounting Standards Committee, London from 1993 to 1995. He was a Member of the IFRS Advisory Committee, London from 2009 to 2011.
- Air Marshal M. McMahon (Retd.), aged 76 years, has wide experience in Aviation Industry. He was commissioned as a fighter pilot and has served in the IAF for 42 years. On graduating, he stood first in Flying. He underwent the T - 33 / F- 86 Advanced Gunnery Course in the USA and was awarded certificates for standing first in Low Level Strafe and Low Angle Bombing. He was an A2 Qualified Flying Instructor and was winner of the Chief's of Air Staff trophy for standing first in flying during the QFI course. His important staff appointments were Director, Air Staff Requirements, Asst. Chief of Air Staff (Operations), Inspector General of the IAF and Vice Chief of Air Staff. He is a recipient of the Param Vishist Seva Medal, Ati Vishist Seva Medal and Vishist Seva Medal.
- Ms. Kavita Nair, aged 48 years is an alumna of the Faculty of Management Studies (FMS), M. S. University, Baroda, where she did her MBA in Marketing and has also completed Senior Leadership Programs from London Business School and IIM Ahmedabad.

In the Annual General Meeting of the Company held on July 28, 2016, shareholders of the Company had approved payment of commission to non-executive directors, not exceeding 1% (one per cent) of the Net Profit of the Company in accordance with the provisions of the Act for a period of 5 (five) years. The Commission payable to independent directors is determined by the Board within aforesaid limit of 1% (one per cent) of net profits after taking into account their attendance and role and responsibilities in various committees of the Board. For their valuable contribution by way of advice for various project works from time to time, the Company pays commission to non-executive directors at such rate as determined by the Board and within the ceiling as prescribed under the provisions of the Act.

Details of remuneration paid to Directors

The non-executive directors are paid remuneration by way of sitting fees and commission except DHL-nominated Directors who are not paid any sitting fees or commission, as per their internal guidelines. Non-executive directors are paid sitting fees of ₹ 75,000/- for attending each meeting of the Board, Audit Committee and ₹ 50,000/- for attending each meeting of the

Nomination and Remuneration Committee, CSR Committee, Risk Management Committee, Stakeholders Relationship Committee, BRR Committee and the meeting of independent directors attended by them.

In view of 'inadequacy of profits'/no profits' for the Financial Year 2019-2020, during the year no commission was paid to the Independent Directors.

Details of sitting fees paid to the directors are as stated below:

| Sr. No. | Name of the Director | Sitting fees (for the financial year ended March 31, 2021) (In ₹) |
|---------|--------------------------------|---|
| 1. | Mr. Sharad Upasani | 19,00,000 |
| 2. | Mr. Narendra Sarda | 15,50,000 |
| 3. | Air Marshal M. McMahon (Retd.) | 9,00,000 |
| 4. | Ms. Kavita Nair | 7,00,000 |

In terms of agreement executed with the Company, details of terms of remuneration paid to Mr. Balfour Manuel, Managing Director for the period from April 1, 2020 to March 31, 2021 are as under:

| | |
|----------------------|--------------------------|
| Basic | - ₹ 8.40 Lakhs per month |
| House Rent Allowance | - ₹ 0.54 Lakhs per month |
| Special Allowance | - ₹ 3.67 Lakhs per month |

In addition to the above amount, Mr. Balfour Manuel was entitled to the following:

- The Company's contribution to Provident Fund, in accordance with the rules and regulations of the Company;
- Superannuation contribution subject to a maximum ceiling of 15% of basic salary by way of contribution to a fund or an allowance in lieu thereof or a combination of both;
- Gratuity payable at a rate not exceeding half a month's salary for each completed year of service;
- Encashment of an unavailed leave at the end of each year as per Company Policy;
- Telephone expenses;
- A chauffeur – driven vehicle or transport allowance as per Company Policy;
- Coverage under Company's Group Insurance Cover;
- An incentive payment based on achievement of profitability levels and other performance parameters as determined by the Board of Directors for the calendar year ended December 31, 2020, upto a maximum of ₹ 137.20 lakhs;
- Increment for each year shall be determined by the 'Nomination and Remuneration Committee' and which shall

REPORT ON CORPORATE GOVERNANCE

be subject to approval of the Board and members of the Company at the General Meeting of members; and

- (j) Entitlement to LTI as per LTI scheme, as applicable.

During the term of employment of the managing director, if in any financial year, the Company does not earn any profit or earns inadequate profit as contemplated under the provisions of Schedule V of the Act, unless otherwise approved by such statutory authority, if any as may be required by the applicable law, remuneration shall be paid as per the conditions and monetary ceiling prescribed in Schedule V to the Act or any re-enactment thereof. Severance term which has been agreed between the Company and managing director is 6 (six) months' notice or payment of 6 (six) months' salary in lieu thereof.

In the last Annual General Meeting held on July 31, 2020, the Company had obtained requisite approval from the shareholders for proposed remuneration of the managing director for the period April 1, 2020 to March 31, 2021. In view of payment of incentive of 105%, the Company proposes to seek approval of shareholders by 'special resolution' at the ensuing Annual General Meeting to be held on July 30, 2021 for an additional incentive payment of 5% to the managing director as per the requirements under Section 197 and other applicable provisions, if any, of the Act read with Schedule V to the Act and the rules made thereunder.

The Company does not have any 'stock options' scheme.

5. POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION

The Company has formulated the Nomination and Remuneration Policy pursuant to requirements of the Act and the Listing Regulations and the same is amended from time to time in accordance with the requirements of law. The criterion for selection, appointment and remuneration of Directors is provided in the said policy.

Criteria for selection of Executive Director / Managing Director

For a person to be appointed as Managing Director ("Candidate"), he/she should fulfill/meet the following criteria:

- (a) The Candidate should have been allotted a director's identification number;
- (b) The Candidate should not be below the age of 21 years. If Candidate has completed 70 years of age, then the Candidate may be appointed after complying with the relevant provisions of the Act;
- (c) The Candidate should not be an undischarged insolvent or should not have, at any time, been adjudged as an insolvent;
- (d) The Candidate should not have, at any time, suspended payment to his/her creditors or should not be a person who makes, or has at any time made, a composition with them;

- (e) The Candidate should not have, at any time, been convicted by a court of an offence and sentenced for a period of more than 6 (six) months;
- (f) The Candidate should not be disqualified/ debarred to act/ appoint as a director pursuant to the provisions of the Act and as per BSE Circular dated June 20, 2018;
- (g) If Candidate is already holding the office of Managing Director, then his/her current tenure should be expiring within a period of not more than 1 (one) year in case of re-appointment;
- (h) The Candidate should not be a director, who has been at any time removed from directorship by the Company in accordance with the provisions of the Act;
- (i) The Candidate should not have been sentenced to imprisonment for any period, or to a fine exceeding ₹ 1,000, for the conviction of an offence under any of the specified statutes as defined under schedule V of the Act;
- (j) The Candidate should not have been detained for any period under the Conservation of Foreign Exchange and Prevention of Smuggling Activities Act, 1974 (52 of 1974);
- (k) If the Candidate is a managerial person in more than 1 or more companies should be within the ceiling provided in Section V of Part II of Schedule V of the Act;
- (l) The Candidate should be a 'resident of India' as per Schedule V of the Act;
- (m) The Candidate should not be holding office as a director or any other office in a competing firm/entity; and
- (n) The Candidate should possess requisite qualifications and experience as may be decided by the Board.

Remuneration of Executive Director/ Managing Director

The Nomination & Remuneration Committee is required to recommend remuneration of the managing director to the Board for its approval. Such remuneration shall be subject to approval of the shareholders of the Company, in the next general meeting. If proposed remuneration is at variance to the conditions specified in Schedule V of the Act, then such remuneration will also be subject to the necessary approvals.

The terms of the remuneration of the managing director shall be as under:

- (a) The remuneration of the managing director shall consist of the following:
 - (i) Basic Salary
 - (ii) House Rent Allowance
- (b) In addition to the above, the Managing Director shall be entitled to the following:

REPORT ON CORPORATE GOVERNANCE

- (i) Company's contribution to the provident fund as per the Employees' Provident Funds and Miscellaneous Provisions Act, 1952;
 - (ii) Gratuity at a rate not exceeding half a month's salary for each completed year of service;
 - (iii) Superannuation contribution subject to a maximum ceiling of 15% of basic salary by way of contribution to a fund or an allowance in lieu thereof or a combination of both;
 - (iv) Car as per Company's Car scheme along with chauffer
 - (v) Group Insurance Coverages and reimbursement of telephone expenses.
 - (vi) An incentive payment based on achievement of profitability levels for the year ended upto such amount, as may be decided by the Board and approved by the shareholders from time to time;
 - (vii) Increment for each year will be determined by the Nomination and Remuneration Committee based on the performance evaluation report and which will be subject to approval of the Board and shareholders, and of the Central Government, if applicable; and
 - (viii) LTI as per the scheme.
- (c) The Managing Director shall be entitled to stock options, as applicable.

The fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to approval of the shareholders by special resolution in general meeting, if (i) the annual remuneration payable to such executive director exceeds Rupees 5 (five) crore or 2.5% (two point five per cent) of the net profits of the Company, whichever is higher; or (ii) where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5 per cent of the net profits of the Company, provided that the approval of the shareholders under this provision shall be valid only till the expiry of the term of such director.

Criteria for selection of Non-Executive Directors:

For a person to be appointed as a Non-Executive Director ("Candidate"), he/she should fulfill/meet the following criteria:

- (a) The Candidate should have been allotted a director's identification number;
- (b) The number of companies in which such Candidate may be holding office as a director or a chairman or committee member should not exceed the limit stipulated by the Act and the Listing Regulations;
- (c) The Candidate should not be disqualified/debarred to act/appoint as a director pursuant to the provisions of the Act and the Listing Regulations;

- (d) The Candidate should not be holding office as a director or any other office in a competing firm/entity;
- (e) The Candidate should possess requisite qualification and experience as may be decided by the Board; and
- (f) As per Listing Regulations, the Company shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy-five years after passing a special resolution to that effect, in which case the explanatory statement annexed to the notice of General Meeting for such motion shall indicate the justification for appointing such a person.

Remuneration of Non-Executive Directors

The Nomination & Remuneration Committee is required to recommend remuneration of Non-executive directors (excluding sitting fees) to the Board for its approval. It will be also subject to approval of the shareholders of the Company.

The terms of the remuneration of the Non-executive directors shall be as under:

- (a) An incentive payment based on achievement of profitability levels for the year ended, upto such amount, as may be decided by the Board and the shareholders, from time to time.
- (b) Sitting fees of such amounts as may be determined from time to time and upto such amount, as may be decided by the Board and the shareholders, if required.
- (c) Increment for each year will be determined by the committee based on the performance evaluation report and which will be subject to approval of the Board and the shareholders.
- (d) The non-executive directors are currently not entitled to any stock options.

Criteria for selection of Independent Directors:

For a person to be appointed as an Independent Director ("Candidate"), he/she should fulfill/meet the following criteria:

- (a) If Candidate is already an independent director, then his tenure and term will be as per the Act and Listing Regulations;
- (b) The Candidate should have been allotted a director's identification number;
- (c) The number of companies in which such Candidate may be holding office as an independent director or a chairman or committee member should not exceed the limit stipulated by the Act and the Listing Regulations;
- (d) The Candidate should not be disqualified/debarred to act/appoint as a director pursuant to the provisions of the Act and the Listing Regulations;

REPORT ON CORPORATE GOVERNANCE

- (e) The Candidate should not be holding office as a director or any other office in a competing firm/entity;
- (f) The Candidate should, in the opinion of the Board, be a person of integrity and possess relevant expertise and experience;
- (g) The Candidate should not be or should not have been a promoter of the Company or its holding, subsidiary or associate company;
- (h) The Candidate should not be related to promoters or directors in the Company, its holding, subsidiary or associate company;
- (i) The Candidate should not have or should not have had any pecuniary relationship, other than remuneration as such director or having transaction not exceeding ten per cent of his total income or such amount as may be prescribed, with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year.
- (j) none of whose relatives:
- (i) is holding any security of or interest in the company, its holding, subsidiary or associate company during the two immediately preceding financial years or during the current financial year:
- Provided that the relative may hold security or interest in the company of face value not exceeding fifty lakh rupees or two per cent of the paid-up capital of the company, its holding, subsidiary or associate company or such higher sum as may be prescribed;
- (ii) is indebted to the company, its holding, subsidiary or associate company or their promoters, or directors, in excess of such amount as may be prescribed during the two immediately preceding financial years or during the current financial year;
- (iii) has given a guarantee or provided any security in connection with the indebtedness of any third person to the company, its holding, subsidiary or associate company or their promoters, or directors of such holding company, for such amount as may be prescribed during the two immediately preceding financial years or during the current financial year; or
- (iv) has any other pecuniary transaction or relationship with the company, or its subsidiary, or its holding or associate company amounting to two per cent or more of its gross turnover or total income singly or in combination with the transactions referred to in sub-clause (i), (ii) or (iii);
- (k) Neither himself/herself nor any of his/her relatives:
- (i) should hold or should have held the position of a 'key managerial personnel' or should be or should have been an employee of the Company or its holding, subsidiary or associate company in any of the 3 financial years immediately preceding the financial year in which he/she is proposed to be appointed.
- (ii) should be or should have been an employee or proprietor or a partner, in any of the 3 (three) financial years immediately preceding the financial year in which he/she is proposed to be appointed, of:
- a firm of auditors or company secretaries in practice or cost auditors of the Company or its holding, subsidiary or associate company; or
 - any legal or a consulting firm that has or had any transaction with the Company, its holding, subsidiary or associate company amounting to 10% (ten per cent) or more of the gross turnover of such firm;
- (iii) should hold together with his/her relatives 2% (two per cent) or more of the total voting power of the Company;
- (iv) should be a Chief Executive or director, by whatever name called, of any non-profit organisation that receives 25% (twenty five per cent) or more of its receipts from the Company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% (two per cent) or more of the total voting power of the Company; or
- (v) should be a material supplier, service provider or customer or a lessor or lessee of the Company.
- (l) The Candidate should not be less than 21 years of age;
- (m) The Candidate should possess requisite qualification and experience as may be decided by the Board;
- (n) The Candidate should be who is not a non-independent director of another company or the board of which any non-independent director of the listed entity is an independent director; and
- (o) The Candidate should register themselves with the Indian Institute of Corporate Affairs (IICA), Haryana to include his/ her name in the independent directors databank maintained by them and pass the requisite proficiency test, as applicable.

Remuneration of Independent Directors

The Nomination & Remuneration Committee is required to recommend remuneration of independent directors excluding sitting fees to the Board for its approval. It will also be subject to approval of the shareholders of the Company.

The terms of remuneration of independent directors shall be as under:

REPORT ON CORPORATE GOVERNANCE

- (a) Sitting fees of such amounts as may be determined from time to time and upto such amount, as may be decided by the Board and the shareholders, if required subject to the limit as has been prescribed under Section 197.
- (b) Commission subject to a ceiling based on profitability for the year ended upto such amount, as may be decided by the Board and approved by the shareholders of the Company, from time to time.
- (c) The independent directors will not be entitled to any stock options.

Remuneration of Key Managerial Personnel (KMP):

- (a) The Nomination and Remuneration Committee is required to recommend remuneration of managing director, chief financial officer and company secretary to the Board for its approval.
- (b) Increment for each year will be determined by the Committee based on performance evaluation report. Such increment will be subject to approval of the Board.
- (c) The key managerial personnel would be entitled to stock options, if applicable.

Remuneration of Employees:

- (a) The Nomination and Remuneration Committee is required to determine remuneration of employees of the Company, other than the whole time key managerial personnel.
- (b) Increment for each year will be determined by the Committee based on the performance evaluation.
- (c) The employees would be entitled to stock options, if applicable.

6. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The Company constituted the CSR Committee on February 5, 2014 and has reconstituted the same from time to time. Mr. Sharad Upasani is Chairman of the Committee and Mr. Balfour Manuel, Managing Director and Ms. Tulsi N. Mirchandaney, Director are Members of the Committee. Mr. Tushar Gunderia, Company Secretary, acts as Secretary to the CSR Committee. Mr. Aneel Gambhir, CFO, is permanent invitee to the CSR Committee.

The role of CSR Committee is as under:

- (a) Formulating and recommending to the Board, CSR Policy and the activities to be undertaken by the Company.
- (b) Recommending amount of expenditure to be incurred on activities undertaken.
- (c) Implementation and execution of CSR initiatives/ activities.
- (d) Reviewing performance of the Company in the areas of CSR.

- (e) Monitoring CSR Policy from time to time.

During the year under review, 3 (three) CSR Committee meetings were held on May 26, 2020, October 29, 2020 and on January 28, 2021. The details of attendance of each member at the CSR Committee meetings held during the year ended March 31, 2021 are as under:

| Name of Director | Designation | No. of Meetings | |
|------------------------|-------------|-----------------|----------|
| | | Held | Attended |
| Mr. Sharad Upasani | Chairman | 3 | 3 |
| Ms. Tulsi Mirchandaney | Member | 3 | 3 |
| Mr. Balfour Manuel | Member | 3 | 3 |

7. RISK MANAGEMENT COMMITTEE

The Board of Directors at its meeting held on June 11, 2014 approved constitution of the 'Risk Management Committee' as per requirements of Listing Agreement and in line with the requirements of Regulation 21 of the Listing Regulations. In the Board meetings of the Company held on October 31, 2019 and January 17, 2020, the Risk Management Committee was reconstituted. Mr. Narendra Sarda is Chairman of the Committee and Mr. Sharad Upasani, Mr. Balfour Manuel, Air Marshal M. McMahon (Retd.), Mr. R.S. Subramanian, Directors, Mr. Aneel Gambhir, CFO, Mr. Tushar Gunderia, Company Secretary and Head – Legal and Compliance and Mr. Savio Mendonca, Head- Internal Audit are members of the Committee.

During the year under review, three Risk Management Committee meetings were held on May 26, 2020, October 29, 2020 and March 23, 2021. The details of attendance of each member at the Risk Management Committee meetings held during the year ended March 31, 2021 are as under:

| Name of Director | Designation | No. of Meetings | |
|--------------------------------|-------------|-----------------|----------|
| | | Held | Attended |
| Mr. Narendra Sarda | Chairman | 3 | 3 |
| Mr. Sharad Upasani | Member | 3 | 3 |
| Mr. Balfour Manuel | Member | 3 | 3 |
| Air Marshal M. McMahon (Retd.) | Member | 3 | 3 |
| Mr. R.S.Subramanian | Member | 3 | 3 |
| Mr. Aneel Gambhir | Member | 3 | 3 |
| Mr. Tushar Gunderia | Member | 3 | 3 |
| Mr. Savio Mendonca | Member | 3 | 3 |

8. STAKEHOLDERS RELATIONSHIP COMMITTEE

As on March 31, 2021, the 'Stakeholders Relationship Committee' consists of Mr. Sharad Upasani as Chairman and Mr. Balfour Manuel and Air Marshal M. McMahon (Retd.) as members of

REPORT ON CORPORATE GOVERNANCE

the Committee. Mr. Sharad Upasani, Chairman was present at the last Annual General Meeting of the Company held on July 31, 2020 through VC / OAVM. The Stakeholders Relationship Committee meetings are held once in a quarter to consider matters placed before it. Mr. Tushar Gunderia, Company Secretary, has been designated as 'Compliance Officer' under the provisions of the Listing Regulations.

During the year under review, 4 (four) Stakeholders Relationship Committee meetings were held on May 26, 2020, July 31, 2020, October 29, 2020 and on January 28, 2021. The details of attendance of each member at the Stakeholders Relationship Committee meetings held during the year ended March 31, 2021 are as under:

| Name of Director | Designation | No. of Meetings | |
|--------------------------------|-------------|-----------------|----------|
| | | Held | Attended |
| Mr. Sharad Upasani | Chairman | 4 | 4 |
| Mr. Balfour Manuel | Member | 4 | 4 |
| Air Marshal M. McMahon (Retd.) | Member | 4 | 4 |

The 'Stakeholders Relationship Committee' monitor and approves transfers and transmission of shares/debentures and replacement, split and consolidation of share certificates/debenture certificates. The Committee also monitors redressal of the complaints received from shareholders/ debenture holders in respect of transfers/transmission of shares/ debentures, non-receipt of annual reports and transfer of credit of shares to demat accounts, non-receipt of declared dividend/ interest and other investor-related matters.

The Stakeholders Relationship Committee is also responsible for all/ any of the matters affecting the interest of the shareholders which inter-alia includes:

- Resolving grievances of the security holders including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings, etc.;
- Review of measures taken for effective exercise of voting rights by the shareholders;
- Review of adherence to service standards adopted in respect of various services being rendered by the Registrar & Share Transfer Agent; and
- Review of various measures and initiatives for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants / Annual Reports / statutory notices by the shareholders of the company.

During the year under review, 176 (one hundred seventy six) correspondences were received from the investors. There Company received 2 (two) complaints which were disposed off during the year ended March 31, 2021. All investors

correspondence were attended expeditiously. There were no investors' complaints pending as on March 31, 2021.

All valid share transfers/transmissions and other requests received during the year were approved and attended to by the committee. There were no pending requests for transfer of Equity Shares as on March 31, 2021.

The details of investors' correspondence received during the year ended March 31, 2021 are as under:

| Nature of Correspondence | No. of Correspondence received | No. of Correspondence resolved/attended |
|--|--------------------------------|---|
| Revalidation / Duplicate / Non-Receipt of Dividend/ Interest Warrants | 65 | 65 |
| Non-Receipt of Share/ Debenture certificates / Transfers / Transmissions | 12 | 12 |
| Change of Address | 25 | 25 |
| Request for loss / duplicate / replacement of Share Certificates | 30 | 30 |
| Others* | 44 | 44 |
| Total | 176 | 176 |

*Others include correspondence pertaining to updating new signatures, non-receipt of rejected dematerialisation request forms, registration of Power of Attorneys, procedure for transmission of shares/ debentures, dividend mandate instructions, request for Annual Reports, letters from SEBI and stock exchanges and such other administrative matters.

The Company and the Registrar & Share Transfer Agent have attended to most of the investors' correspondence within a period of 10 (ten) days from the date of receipt of correspondence during the year ended March 31, 2021. M/s. Link Intime India Pvt. Limited acts as the Registrar and Share Transfer Agent of the Company.

In terms of various SEBI notifications on Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has accordingly amended its 'Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders' and 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information' has been made applicable to all designated employees and other connected persons. The Stakeholders Relationship Committee monitors compliance of provisions of the 'Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders' and 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information'.

As on date, the Company has transferred unclaimed dividend declared for the financial years 1995-96, 1996-97, 1998-99, 1999-2000 (interim and final dividend), 2000-2001, 2001-

REPORT ON CORPORATE GOVERNANCE

2002, 2002-2003, 2003-2004, 2004-2005, December 2005, December 2006, December 2007, December 2008, December 2009, December 2010, December 2011, fifteen months period ended March 2013 and Interim Dividend for 2013-2014 to “The Investors Education and Protection Fund” established by the Central Government.

In accordance with provisions of Regulation 39 and the Listing Regulations, the details of the shares lying in the “Blue Dart Express Ltd. – Unclaimed Suspense Account” maintained with the Stock Holding Corporation of India Ltd. are as under:

| Type of Security | As on April 1, 2020 | | Applied for transfer and whose shares were transferred during the year from the suspense account | | Balance as on March 31, 2021 | |
|------------------|---------------------|--------|--|--------|------------------------------|--------|
| | Share-holders | Shares | Share-holders | Shares | Share-holders | Shares |
| Equity Shares | 72 | 7700 | 4 | 500 | 68 | 7200 |

The voting rights on these equity shares retained as outstanding in the ‘suspense account’ as on March 31, 2021 would remain frozen till the rightful owner claims these shares.

9. TRANSFER OF UNCLAIMED EQUITY SHARES TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF) ACCOUNT

Pursuant to provisions of Sections 124 and 125 of the Act and the Investor Education & Protection Fund Authority (Accounting, Audit and Transfer and Refund) Rules, 2016, as amended, all shares on which dividend have not been paid or claimed for 7 (seven) consecutive years or more shall be transferred to an IEPF Account. The Company has sent notice to all the members whose dividends were lying unpaid / unclaimed against their names for seven consecutive years or more and has also uploaded the details of such shareholders on its website. The Company had also published notice in the newspaper intimating shareholders about proposed transfer of shares to the IEPF account.

In accordance with the Provisions of the Investor Education and Protection Fund Authority (Accounting, Audit and Transfer and Refund) Rules, 2016, the Company transferred 725 (seven hundred and twenty-five) shares to IEPF in September 2020 and 4100 (four thousand one hundred) shares in March 2021.

10. MEETINGS OF INDEPENDENT DIRECTORS

As on March 31, 2021, Mr. Sharad Upasani, Mr. Narendra Sarda, Air Marshal M. McMahon (Retd.) and Ms. Kavita Nair are independent directors on Board. In terms of declarations given by the Board and in the opinion of the Board, the independent directors fulfill the conditions specified in the Act and the Listing Regulations and are independent of the management.

As per requirements of Schedule IV of the Act and Regulation 25 of Listing Regulations, during the year under review, independent

directors met on May 26, 2020 and January 28, 2021 without the presence of managing director, non-executive directors, non-independent directors and management team. The meetings were attended by all independent directors and it was convened to enable independent directors to discuss matters including matters pertaining to Company affairs, performance of non-independent directors and Board as whole, board committees, chairperson, also assessed the quality, quantity and timeliness of flow of information between the Company management and the Board which is necessary for the Board to effectively and reasonably perform their duties pursuant to requirements of the Act and the Listing Regulations and put forth their views to the Board.

The details of attendance of each Member at the independent directors’ meetings held during the year ended March 31, 2021 are as under:

| Name of Director | Designation | No. of Meetings | |
|--------------------------------|-------------|-----------------|----------|
| | | Held | Attended |
| Mr. Sharad Upasani | Member | 2 | 2 |
| Mr. Narendra Sarda | Member | 2 | 2 |
| Air Marshal M. McMahon (Retd.) | Member | 2 | 2 |
| Ms. Kavita Nair | Member | 2 | 2 |

11. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Pursuant to requirements of Regulation 25 of the Listing Regulations, the Company has a familiarisation program for independent directors with regard to their role, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. The Board members are provided with all necessary documents/ reports and internal policies to familiarise independent directors with the Company’s procedures and practices. Periodic presentations are made at the Board and Board constituted committee meetings pertaining to business and performance updates of the Company, global business environment, business strategies and risks involved.

Directors attend training programs / conference on relevant subject matters and keep themselves abreast of the latest corporate, regulatory and industry developments. The details of training program attended has been posted on website of the Company i.e. www.bluedart.com. The weblink of familiarization programme is https://www.nseprimeir.com/z_BlueDart/files/FamiliarisationProgramme.pdf

12. BOARD AND COMMITTEES EVALUATION

Pursuant to provisions of the Act and Regulation 17 and Schedule II of Listing Regulations, the Board would carry out an Annual Performance Evaluation of its own performance, the

REPORT ON CORPORATE GOVERNANCE

directors individually excluding the director being evaluated as well as the evaluation of the functioning of its committees.

In line with effective governance requirements, the Board reviews its own performance annually using a pre-determined template designed as a tool to facilitate the evaluation process. The assessment is built around functioning of the Board as a whole, its committees and also evaluation of individual directors. The self-assessment format considered performance effectiveness with regard to the Board composition, expertise, dynamics, strategic oversight, risk management and internal control, succession planning and leadership.

While individual directors' performance is reviewed by the Chairperson and rest of the Board other than the director being reviewed, the Chairperson's and non-independent directors performance is appraised through feedback from independent directors.

The evaluation of independent directors is carried out by the entire Board excluding the director being evaluated which includes performance of directors and fulfillment of the independence criteria as specified and their independence from the management.

13. VIGIL MECHANISM / WHISTLE BLOWER POLICY

At Blue Dart, we value high ethical standards of behavior and expect honesty, openness and integrity in whatever we do. As per provisions of the Act and Regulation 22 of the Listing Regulations, the Company has formulated the 'Whistle Blower Policy' within the organisation. The Whistle Blower Policy ensures that strict confidentiality is maintained whilst addressing any concerns and no discrimination will be meted out to any person for a genuinely raised concern. Pursuant thereto, a dedicated helpline viz; bluedart@ethicshelpline.in has been set up which is managed by an independent professional entity.

The Policy is applicable to all employees, directors, officers, customers, vendors and/or third party intermediaries such as agents and consultants whether appointed on a permanent, temporary, full time, part-time, contractual, probation or on a retainer basis who are engaged to conduct business on behalf of the Company and its subsidiary companies. The Policy provides for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. No personnel have been denied access to the Audit Committee in relation to the Whistle Blower Policy. The Company has posted "Whistle Blower Policy" on website of the Company viz. www.bluedart.com. The web link of the Whistle Blower Policy is https://www.nseprimeir.com/z_BlueDart/files/BlueDart_Whistle_Blower_Policy.pdf

14. POLICY FOR PREVENTION OF SEXUAL HARASSMENT OF WOMEN

The Company values dignity of individuals and strives to provide a safe and respectable work environment for its employees. The Company is committed to providing an environment which

is free of discrimination, intimidation and abuse. Pursuant to requirements of 'Sexual Harassment of Women at Workplace (Prohibition, Prevention and Redressal) Act, 2013 and rules made thereunder, the details of complaints are stated hereunder:

| | |
|--|-----|
| Number of complaints filed during the financial year | NIL |
| Number of complaints disposed off during the financial year | NIL |
| Number of complaints pending as on end of the financial year | NIL |

15. GENERAL BODY MEETINGS

The details of Annual General meetings held during the last three years are as under:

| AGM for Financial Year ended | Day and Date | Time | Location |
|------------------------------|-------------------------------|----------|---|
| March 31, 2018 | Tuesday July 31, 2018 | 4:30 p.m | Hotel Hilton Mumbai International Airport, Chanceller II, Sahar Airport Road, Andheri (East), Mumbai – 400 099. |
| March 31, 2019 | Wednesday July 31, 2019 | 4:30 p.m | Hotel Hilton Mumbai International Airport, Chanceller I, Sahar Airport Road, Andheri (East), Mumbai – 400 099. |
| March 31, 2020 | Friday July 31, 2020 | 4:00 p.m | Through VC / OAVM |

All resolutions set out in the respective notices were passed by the members of the Company.

During the year, no special resolution was passed through postal ballot. None of the business proposed to be transacted at the ensuing Annual General Meeting require passing of resolution through Postal Ballot process.

The following Special Resolution was passed by the Members during the previous three annual general meetings.

(a) At the annual general meeting held on July 31, 2018:

- Approval for continuance of appointment of Mr. Sharad Upasani (DIN: 01739334) as independent director beyond the age of 75 years.
- Approval for re-appointment of Mr. Sharad Upasani (DIN: 01739334) for a second term of 5 (five) consecutive years commencing from July 23, 2019 till July 22, 2024.

REPORT ON CORPORATE GOVERNANCE

- (b) At the Annual General Meeting held on July 31, 2019:
- Approval for continuance of appointment of Air Marshal McMahon (Retd.) (DIN: 00234293) as independent director on his attaining the age of 75 years.
- (c) At the Annual General Meeting held on July 31, 2020:
- Approval for payment of remuneration to Mr. Balfour Manuel, managing director (DIN: 08416666) for the period from May 16, 2019 to March 31, 2020.
 - Approval for revision in remuneration of Mr. Balfour Manuel, managing director (DIN: 08416666) for the period from April 01, 2020 to March 31, 2021.
 - Approval for continuance of appointment of Mr. Narendra Sarda (DIN: 03480129) as a non-executive independent director on his attaining the age of 75 years.

16. SUBSIDIARY COMPANIES

The Concorde Air Logistics Ltd and Blue Dart Aviation Limited are 'Wholly Owned Subsidiaries' of the Company and Blue Dart Aviation Limited is 'material subsidiary' under provisions of law. As a good corporate governance practice and as stipulated under the Listing Regulations, Mr. Sharad Upasani, independent director of the Company has been appointed as Director on Board of the Blue Dart Aviation Ltd., the Wholly Owned Subsidiary Company, with effect from March 15, 2017.

The Company monitors performance of its subsidiaries, inter-alia, by the following means:

- (a) The Financial Statements, in particular, investments made by the 'unlisted subsidiary companies' are reviewed by the Audit Committee of the Company.
- (b) The Minutes of Board meetings of subsidiary companies are placed before the Board Meeting of the Company.
- (c) The details of any significant transactions and arrangements entered into by the unlisted subsidiary companies are placed before the Board Meeting of the Company.
- (d) The Company has its Senior Management personnel on Board of Directors of its subsidiary company viz; Concorde Air Logistics Ltd.

As required under Regulation 16 of the Listing Regulations, the Company has formulated a Policy for determining 'material subsidiary'. The Company has posted "Policy for determining 'material subsidiary'" on the website of the Company viz. www.bluedart.com. The web link of Policy for determining 'material subsidiary' is https://www.nseprimeir.com/z_BlueDart/files/Bluedart_PolicyonMaterialSubsidiary.pdf

17. RELATED PARTY TRANSACTIONS

All Related Party Transactions which were entered into during

the last financial year were at an arm's length basis and in the 'ordinary course of business'. There are no materially significant related party transactions made by the Company with the promoters, directors, key managerial personnel or with any related party which may have a potential conflict with the interest of the Company at large.

All Related Party Transactions are placed before the Audit Committee and the Board for approval. None of the non-executive directors have any pecuniary relationships or transactions vis-à-vis the Company. The particulars of contracts or arrangements with the related parties as required under Section 134(3)(h) of the Act have been provided in the Directors' Report.

The 'Policy on Related Party Transactions/Disclosures' approved by the Board of Directors as required under Regulation 23 of the Listing Regulations is posted on the Company's website viz. www.bluedart.com. The web link of 'Policy on Related Party Transactions/Disclosures' is https://www.nseprimeir.com/z_BlueDart/files/Bluedart_RelatedPartyDisclosures_final.pdf

18. DISCLOSURES

The financial statements are prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) (amended) as prescribed under Section 133 of the Act and other recognised accounting practices and policies as applicable.

The Company has not received any disclosure from the senior management in relation to any material financial and commercial transactions, where they have personal interest which may have potential conflict with the interest of the Company at large as stated in the Regulation 26(5) of the Listing Regulations.

No penalties or strictures were imposed on the Company during last three years by any stock exchanges, SEBI or any other statutory authorities on any matters related to capital markets.

The Company has in place a mechanism to inform the Board on risk assessment and minimisation procedures and periodic review is conducted in order to ensure that the Company management controls risk through a properly defined framework.

19. CODE OF CONDUCT

The Company has always adhered to highest standards of quality and ethics while maintaining its leadership position in the express air and integrated transportation and distribution industry in the country. The cornerstone of our success has been our employees who are guided by the Company's 'Guiding Principles'.

The Board has laid down a 'Code of Conduct for the Board Members and Senior Management' of the Company. The same has been posted on the website of the Company. The 'Code of Conduct' is a comprehensive document which articulates the Company's expectations from its people, reflects the ethics and values of the organisation and resultantly earn goodwill of its customers and enhance its reputation.

REPORT ON CORPORATE GOVERNANCE

All the Board Members and members of the Senior Management have affirmed compliance with the provisions of the 'Code of Conduct' for the year ended March 31, 2021. As per the requirements of the Listing Regulations, a certificate from Mr. Balfour Manuel, Managing Director confirming compliance to the 'Blue Dart Code of Conduct' has been attached to this Report.

Pursuant to the requirements of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended, the Company has adopted the 'Blue Dart Code of Conduct for Prevention of Insider Trading' in the Equity Shares of the Company. Mr. Tushar Gunderia, the Company Secretary, acts as 'Compliance Officer' for administration of the Code in consultation with the Company's Stakeholders Relationship Committee. This 'Code of Conduct' is applicable to all Directors, designated employees of the Company and third parties such as Auditors, Consultants etc. who are expected to have access to unpublished price-sensitive information relating to the Company.

The Company also has PAN based online tracking mechanism for monitoring of the trades in the Company's securities by any of the "designated employees" and their relatives to ensure real time detection and appropriate action, in case of any violation / non-compliance of the Company's Insider Trading Code.

20. AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

As required by the provisions of Schedule V of the Listing Regulations, the Auditor's Certificate on corporate governance is given as an Annexure to the Directors' Report.

21. CERTIFICATE BY THE COMPANY SECRETARY IN PRACTICE

Mr. Nilesh Shah of M/s. Nilesh Shah & Associates, Practicing Company Secretary, has issued a certificate as required under the Listing Regulations, confirming that none of the Directors on Board of the Company were debarred or disqualified from being appointed or continuing as Directors of companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority.

22. CHIEF EXECUTIVE OFFICER ("CEO") AND CHIEF FINANCIAL OFFICER ("CFO") CERTIFICATION

As required by Regulation 17(8) of the Listing Regulations, the CEO and CFO certification on Financial Statements, Cash Flow Statement and Internal Control Systems for the financial reporting for the year ended March 31, 2021 has been obtained from Mr. Balfour Manuel, Managing Director and Mr. Aneel Gambhir, Chief Financial Officer and it has been incorporated in the Company's Annual Report.

23. MEANS OF COMMUNICATION

Financial Results: The Company's quarterly, half-yearly and annual results are published in The Economic Times and a regional language newspaper viz; Maharashtra Times. The financial results and press releases are also immediately posted on the Company's website, viz. www.bluedart.com. For

information of investors, the Company publishes notice of the Board meeting in which financial results are proposed to be approved by the Board of Directors in a national newspaper, at least 7 (seven) clear calendar days in advance.

The quarterly, half-yearly and annual results are published in the newspapers with adequate disclosures for information and knowledge of the shareholders /public at large.

Website: The Company's website (www.bluedart.com) contains a separate dedicated section viz. 'Investor Relations' where information for the shareholders is made available. The Company's Annual Report is also available in downloadable form on website.

Investors' Presentation: The Company also uploads the "Investors Presentation" on the Company's website viz. www.bluedart.com on a quarterly basis.

Annual Report: The annual report containing inter-alia, audited financial statements, audited consolidated financial statements, directors' report, auditors report and other important information is circulated to the members and others entitled thereto. The management discussion and analysis report, business responsibility report forms an integral part of the directors' report. The financial statements of the subsidiary Companies, Blue Dart Aviation Limited and Concorde Air Logistics Limited also forms part of the annual report of the Company.

NSE Electronic Application Processing System (NEAPS): The NEAPS is a web-based application designed by National Stock Exchange ("NSE") for the corporates. All periodical compliance filings like shareholding pattern, corporate governance report, Financial Results, statement of investors complaints, among others on NSE are filed electronically on NEAPS.

BSE Listing Centre: The Listing Centre is a web-based application designed by BSE for corporates. All periodical compliance filings like shareholding pattern, corporate governance report, financial results, statement of investors complaints, among others on BSE are filed electronically on Listing Centre.

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

24. DETAILS OF COMPLIANCE WITH THE MANDATORY REQUIREMENTS AND ADOPTION OF NON-MANDATORY REQUIREMENTS

The Company has complied with all mandatory requirements of the Listing Regulations. Compliance with non-mandatory requirements of the Listing Regulations is as stated hereunder:

REPORT ON CORPORATE GOVERNANCE

- (a) Directors are adequately briefed on all business related matters, risk assessment and new initiatives proposed to be adopted by the Company.
- (b) Modified Opinion in Auditors Report: The Company's financial statements for the year 2021 do not contain any modified audit opinion.
- (c) Internal Auditors reports directly to the Audit Committee.

25. OUTSTANDING GLOBAL DEPOSITORY RECEIPTS OR AMERICAN DEPOSITORY RECEIPTS OR WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY

The Company has not issued any GDRs / ADRs / Warrants or any convertible instruments in the past and hence as on March 31, 2021, the Company does not have any outstanding GDRs / ADRs / Warrants or any convertible instruments.

26. COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES

Commodity Price Risk:

The Company runs a fleet of dedicated cargo aircraft for the movement of cargo between the 7 (seven) airport stations it operates. Any change in world crude prices impacts Aviation Turbine Fuel (ATF) which has a corresponding impact on the Aircraft Operating Cost. Your Company has an internal hedging mechanism termed as Fuel Surcharge Mechanism for passing increase/decrease in ATF cost to its customers. This mechanism helps the Company in protecting itself against changes in the Crude prices.

Foreign Exchange Risk:

Many of the Aircraft related payments are either in USD or Euro due to which the Company is exposed to Exchange Fluctuations. Hedging this risk through external sources has a high cost. Your Company has put in practice an internal hedging mechanism to support in neutralising this impact by means of a Currency Adjustment Factor (CAF) which is passed on to its customers.

27. LIST OF ALL CREDIT RATINGS

The Company continues to enjoy high credit rating for its working capital facilities / short-term debt programme:

1. "ICRA AA" (stable) (ICRA double A) (long term rating) to the Company's Bank limits (working capital) of ₹ 3,615 Lakhs (including fund based and non- fund based limits). The rating considered to have high degree of safety regarding timely servicing of financial obligation carrying very low credit risk. ICRA also assigned "ICRA A1+" (ICRA A one plus) (short term rating) for the said limits. The rating indicates very strong degree of safety regarding timely payment of financial obligation carrying lowest credit risk.

2. ICRA Ltd. (an Associate of Moody's Investors Service) has assigned "[ICRA] AA" (stable) rating for Company's Long Term Loans of ₹ 7,500 Lakhs (rating assigned on October 23, 2020).

28. DETAILS OF UTILIZATION OF FUNDS RAISED THROUGH PREFERENTIAL ALLOTMENT OR QUALIFIED INSTITUTIONS PLACEMENT AS SPECIFIED UNDER REGULATION 32 (7A)

During the year under review, there were no funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A).

29. INSTANCES WHERE BOARD HAD NOT ACCEPTED ANY RECOMMENDATION OF ANY COMMITTEE OF THE BOARD WHICH IS MANDATORILY REQUIRED, IN THE RELEVANT FINANCIAL YEAR

There were no such instances reported during the financial year 2020-2021 and the Board has accepted recommendations of its committees, as applicable.

30. TOTAL FEES FOR ALL SERVICES PAID BY THE LISTED ENTITY AND ITS SUBSIDIARIES ON A CONSOLIDATED BASIS, TO THE STATUTORY AUDITOR

During the year ended March 31, 2021, the Company and its subsidiaries have paid a consolidated sum of ₹ 82,00,000/- (Rupees eighty two lakh only) to the Statutory Auditors and all its entities.

F.Y.20-21 (In ₹ Lakhs)

| Particulars | Blue Dart Express Limited | Blue Dart Aviation Limited | Concorde Air Logistics Limited | Total |
|----------------------|---------------------------|----------------------------|--------------------------------|-------|
| Statutory Audit fees | 37.00 | 11.00 | 4.50 | 52.50 |
| Tax Audit fees | 4.00 | 1.00 | 0.50 | 5.50 |
| Other Matters | 24.00 | - | - | 24.00 |
| Total | 65.00 | 12.00 | 5.00 | 82.00 |

REPORT ON CORPORATE GOVERNANCE

32. General Shareholders Information

Annual General Meeting : Friday, July 30, 2021 at 4:00 p.m. through Video Conferencing / Other Audio Visual Means as set out in the Notice convening the Annual General Meeting.

Financial Year **April 1 to March 31**

| Financial Calendar (tentative and subject to change) | Schedule of Board Meetings | Date |
|--|--|------------------|
| | First Quarter ending June 30, 2021 | July 30, 2021 |
| | Second Quarter & Half-year ending September 30, 2021 | October 29, 2021 |
| | Third Quarter ending December 31, 2021 | January 28, 2022 |
| | Last Quarter & Year ending March 31, 2021 | May 5, 2022 |

Book Closure period : Friday, July 23, 2021 to Friday, July 30, 2021 (both days inclusive)

Dividend Payment Date : August 3, 2021 (if dividend proposed is approved at the AGM)

Listing of Shares and other Securities on Stock Exchanges : The equity shares are presently listed at the following stock exchanges.

1. BSE Limited (BSE)
P. J. Towers, Dalal Street, Mumbai 400 001
2. The National Stock Exchange of India Limited (NSE)
Exchange Plaza, C-1, Block G, Bandra Kurla Complex Bandra (East), Mumbai 400 051

(The Company has paid its Annual Listing fees for listed security to the above Stock Exchanges for the Financial Year 2021-2022)

Stock Code/Symbol : BSE : 526612

Equity Shares of ₹ 10/-each NSE : Symbol - BLUEDART
Series – EQ

ISIN INE233B01017

Corporate Identification Number (CIN) : L61074MH1991PLC061074

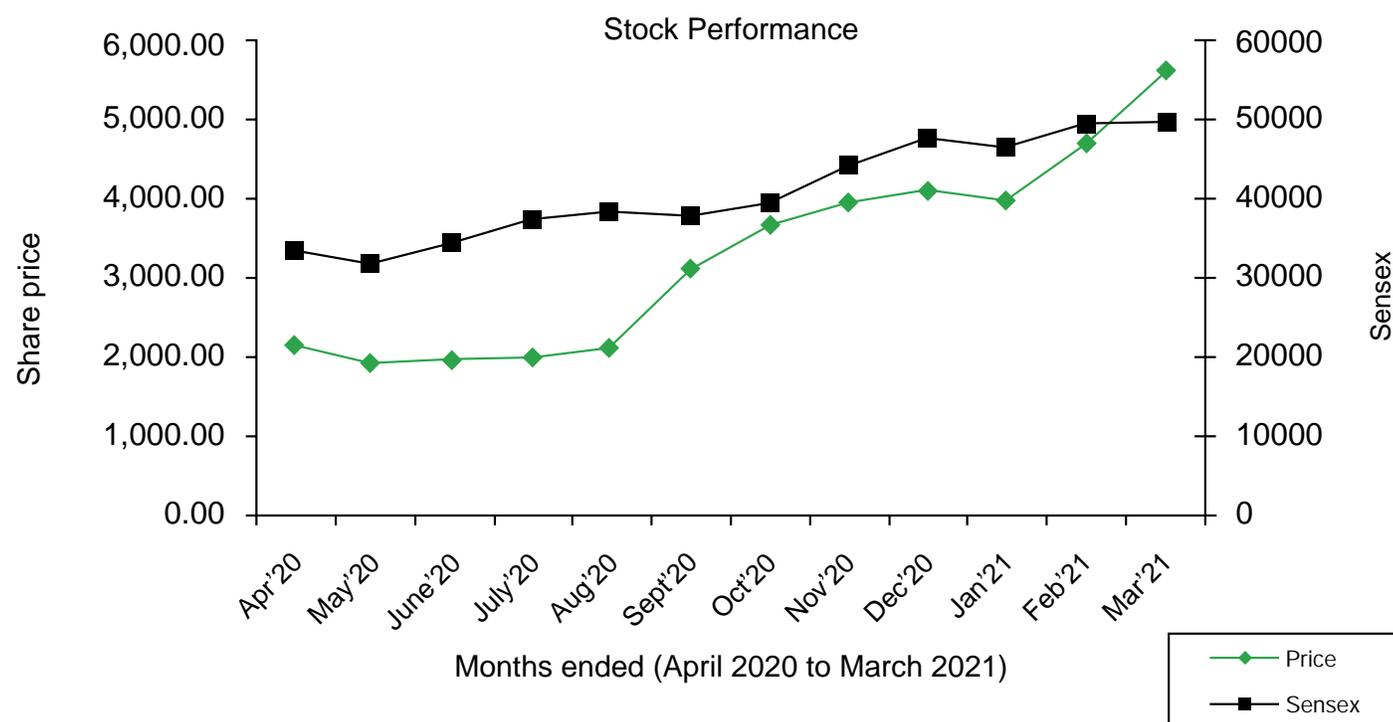
REPORT ON CORPORATE GOVERNANCE

Stock Market Data:

High and Low price of shares at BSE Limited & National Stock Exchange of India Limited

| Year (2020-2021) | BSE | | NSE | |
|------------------|---------|---------|---------|---------|
| | High | Low | High | Low |
| April - 2020 | 2449.50 | 1950.00 | 2500.00 | 1949.85 |
| May - 2020 | 2350.00 | 1923.70 | 2322.00 | 1924.20 |
| June - 2020 | 2205.45 | 1975.00 | 2200.00 | 1981.00 |
| July - 2020 | 2288.00 | 1951.00 | 2299.90 | 1950.00 |
| August - 2020 | 2329.85 | 1860.00 | 2327.90 | 1873.05 |
| September - 2020 | 3280.00 | 2102.00 | 3287.00 | 2123.10 |
| October - 2020 | 3784.00 | 2926.05 | 3789.90 | 2903.10 |
| November - 2020 | 4292.00 | 3430.00 | 4299.80 | 3563.55 |
| December - 2020 | 4167.00 | 3710.00 | 4170.95 | 3709.00 |
| January - 2021 | 4457.40 | 3830.00 | 4470.00 | 3832.25 |
| February - 2021 | 4950.00 | 3821.00 | 4949.00 | 3820.05 |
| March - 2021 | 5847.95 | 4564.55 | 5845.00 | 4555.00 |

Stock Price Performance in comparison to the BSE Sensex:



REPORT ON CORPORATE GOVERNANCE

Registrar & Share Transfer Agent : M/s. Link Intime India Pvt. Ltd.
C- 101, 1st Floor, 247 Park,
LBS Marg, Vikhroli West, Mumbai- 400083
Phone: +91 22-49186000
Fax : +91 22-49186060
Email : rnt.helpdesk@linkintime.co.in

Share Transfer System : The SEBI has mandated transfer of securities only in dematerialized form with effect from April 1, 2019 and the same is being followed by the Company.

Distribution of Shareholding as on March 31, 2021

| No. of Shares | No. of Shareholders | % of Share Holders | Shares held | % of shares |
|---------------|---------------------|--------------------|-------------|-------------|
| 1-500 | 22250 | 98.00 | 700,444 | 2.95 |
| 501-1000 | 191 | 0.84 | 142,007 | 0.60 |
| 1001-2000 | 113 | 0.50 | 163,716 | 0.70 |
| 2001- 3000 | 30 | 0.13 | 75,162 | 0.32 |
| 3001-4000 | 15 | 0.07 | 53,247 | 0.22 |
| 4001-5000 | 16 | 0.07 | 76,104 | 0.32 |
| 5001-10000 | 38 | 0.17 | 280,822 | 1.18 |
| 10001 - above | 49 | 0.22 | 22,236,432 | 93.71 |
| | 22702 | 100.00 | 23,727,934 | 100.00 |

Categories of shareholders as on March 31, 2021

| Category | No. of Shareholders | No. of Shares held | Voting Strength % |
|---|---------------------|--------------------|-------------------|
| Promoter* | 1 | 17,795,950 | 75.00 |
| Foreign Portfolio Investor (Corporate) | 79 | 468,449 | 1.97 |
| Banks, NBFC's, Financial Institutions and Mutual Funds | 26 | 777,805 | 3.28 |
| Individuals | 20,736 | 1,567,627 | 6.61 |
| Companies | 308 | 1,011,403 | 4.26 |
| Insurance Companies | 6 | 1,889,956 | 7.97 |
| Investor Education and Protection Fund | 1 | 26,617 | 0.11 |
| NRIs | 745 | 57,930 | 0.24 |
| Hindu Undivided Family, Trusts and Alternate Investment Funds | 613 | 73,428 | 0.31 |
| Clearing Members | 187 | 58,769 | 0.25 |
| Total | 22,702 | 23,727,934 | 100.00 |

* under two demat accounts

REPORT ON CORPORATE GOVERNANCE

Dematerialisation of Shares and Liquidity:

Trading in the Company's equity shares is compulsory in dematerialized mode for all the investors with effect from August 28, 2000. As on March 31, 2021, 23,676,222 Equity Shares of the Company representing 99.78% of the Paid-up Equity Share Capital of the Company are dematerialised.

Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and total issued and listed capital. This audit is carried out every quarter and the report prepared is submitted to the stock exchanges where Company's shares are listed. The audit confirms that the total paid up and listed capital is in agreement with an aggregate of total number of shares in the dematerialised form (held with NSDL and CDSL) and total number of shares in the physical form.

Reconciliation of Share Capital Audit Report

As stipulated by SEBI, the 'Practicing Company Secretary', carries out audit to reconcile total admitted capital with the National Securities

Pursuant to Regulation 40(9) of the Listing Regulations, certificates, on a half-yearly basis were issued by a Practicing Company Secretary for due compliance of share transfer formalities by the Company.

Plant Location

: The Company does not have any manufacturing activities. The Company offers its existing range of integrated transportation services and distribution of shipments through its network of offices spread across India.

Address for communication

: Investors should address their correspondence to the Registrar & Share Transfer Agents: M/s. Link Intime India Pvt. Ltd. at the address mentioned hereinabove.

Contact Officials:

Ms. Sharmila Amin, Assistant Vice President - Corporate Registry.

Ms. Ashwini Nemlekar, Senior Associate – Client Relations

Investors may also contact Ms. Prabha Singh, General Manager- Secretarial or Ms. Aarti Falorh, Senior Manager-Secretarial, at the Registered Office of the Company for any assistance and guidance in connection with investors' matters.

Telephone : +91 22 2839 6444

Ext. Nos. : 2233510 or 2233901

Email : PrabhaS@bluedart.com

AartiF@bluedart.com

Analyst Contact

: Mr. Aneel Gambhir - CFO

General Information Contact

: Mr. Ketan Kulkarni, Head : Business Development & CMO

AUDITORS' CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

Independent Auditor's Report on compliance with the conditions of Corporate Governance as per provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

The Members of Blue Dart Express Limited
Blue Dart Express Limited
Blue Dart Centre, Sahar Airport Road,
Andheri (East), Mumbai -400099

1. The Corporate Governance Report prepared by Blue Dart Express Limited (hereinafter the "Company"), contains details as specified in regulations 17 to 27, clauses (b) to (i) of sub – regulation (2) of regulation 46 and para C, D, and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('Applicable criteria') for the year ended March 31, 2021 as required by the Company for annual submission to the Stock exchange.

Management's Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.
3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to provide a reasonable assurance in the form of an opinion whether, the Company has complied with the conditions of Corporate Governance as specified in the Listing Regulations.
5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. Summary of procedures performed include:
 - i. Read and understood the information prepared by the Company and included in its Corporate Governance Report;
 - ii. Obtained and verified that the composition of the Board of Directors with respect to executive and non-executive directors has been met throughout the reporting period;
 - iii. Obtained and read the Register of Directors as on March 31, 2021 and verified that at least one independent woman director was on the Board of Directors throughout the year;
 - iv. Obtained and read the minutes of the following committee meetings / other meetings held April 1, 2020 to March 31, 2021:
 - (a) Board of Directors meeting;
 - (b) Audit Committee;
 - (c) Annual General meeting (AGM);
 - (d) Nomination and Remuneration Committee;
 - (e) Independent directors meeting;
 - (f) Stakeholders Relationship Committee;

AUDITORS' CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

- (g) Risk management Committee;
 - (h) CSR Committee;
 - v. Obtained necessary declarations from the directors of the Company.
 - vi. Obtained and read the policy adopted by the Company for related party transactions.
 - vii. Obtained the schedule of related party transactions during the year and balances at the year- end. Obtained and read the minutes of the audit committee meeting where in such related party transactions have been pre-approved prior by the audit committee.
 - viii. Performed necessary inquiries with the management and also obtained necessary specific representations from management.
8. The above-mentioned procedures include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

9. Based on the procedures performed by us, as referred in paragraph 7 above, and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as specified in the Listing Regulations, as applicable for the year ended March 31, 2021, referred to in paragraph 4 above.

Other matters and Restriction on Use

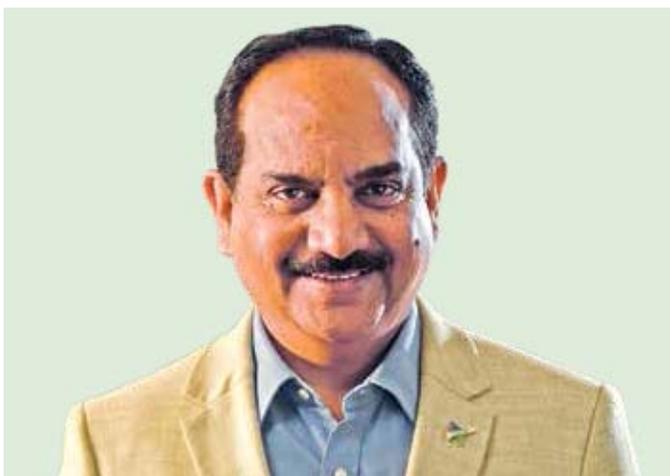
10. This report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.
11. This report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations with reference to compliance with the relevant regulations of Corporate Governance and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

Per Sunil Gaggar
Partner
Membership No: 104315
UDIN: 21104315AAAABB3584

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

Place : Bengaluru
Date: May 05, 2021

MANAGEMENT DISCUSSION AND ANALYSIS



“India’s competitiveness, infrastructure development and initiatives of the government have created an ecosystem that is driving the growth of the logistics sector in our country. Post witnessing the second wave of the COVID - 19 pandemic, we are cautiously optimistic about what the future holds for the economy. Blue Dart, will extend its role as the ‘Trade Facilitator’ to the nation and will support all its customers’ logistics needs. With our market-leading technology and automation, we intend to continue our long-standing relationship with customers as their ‘Provider of Choice’. We are committed to staying one step ahead of the curve and continuously outperforming, by investing in the Brand, People, Technology, Digitization and Automation to chart a new trajectory as we build our brand for the future.”

**Balfour Manuel, Managing Director,
Blue Dart Express Limited**

GLOBAL ECONOMIC OVERVIEW

The financial year 2020-21 began with the declaration of the COVID – 19 virus taking shape as a global pandemic. The spread of the new strain of COVID-19 impacted the world as nations began closing their borders as well as initiating the lockdown. As a result of the pandemic, the global economy in April 2020 was projected to contract sharply by 3% during the year, much worse than during the 2008–09 financial crisis¹. While the pandemic remained at large, the second half of 2020 gave impetus to economic growth as containment efforts succeeded and the lockdown was gradually lifted. By October 2020, global growth was projected at -4.4% in 2020. Following the contraction in 2020 and recovery in 2021, global growth for 2021 was projected at 5.2% with the level of Global GDP expected to be a modest 0.6% above that of 2019².

¹ IMF World Economic Outlook April 2020

² IMF World Economic Outlook October 2020

2021 began with hope as several companies making vaccines against COVID-19 gained approval to begin worldwide distribution. Although this has raised hopes of a turnaround in the pandemic later this year, renewed waves and new variants of the virus pose as concerns for this outlook. Amidst exceptional uncertainty, the global economy is projected to grow by 5.5% in 2021 and 4.2% in 2022³. Global economic output is projected to grow by 4% in 2021 assuming widespread roll-out of the COVID-19 vaccine throughout the year, as per the World Bank’s Global Economic Prospects (GEP) report. After an estimated 3.6% contraction in 2020, the U.S. GDP is expected to grow at 3.5% in 2021 and the Euro area at 3.6%. Emerging markets and developing economies (EMDEs) are expected to grow at an average of 4.6% in the financial year 2021-22⁴.

The strength of recovery is projected to vary significantly across countries, depending on access to medical interventions, the effectiveness of policy support, exposure to cross-country spillovers, and structural characteristics entering the crisis. Policy actions should ensure effective support until the recovery is firmly underway. Strong multilateral cooperation is required to bring the pandemic under control everywhere⁵.

INDIAN ECONOMIC OVERVIEW

The Indian economy had begun to regain momentum with clear signs of an uptick in consumption and investment towards the end of Q3: 2019-20. This came to a halt with the rise of COVID-19, leading to the government enforcing a nation-wide lockdown in late March 2020. With industries across verticals having to adapt to new methods of working in the ‘new normal’, the Indian economy contracted by a record 24.4% in the April-June quarter of FY2020-21. India’s real GDP fell to ₹26.9 lakh crore in constant terms, 23.9% lower than a year ago whereas its nominal GDP fell to ₹38.08 lakh crore, 22.6% lower than the same period a year ago⁶.

The Government of India announced the first unlock in June, 2020 thereby giving impetus to revive the Indian economy. The Indian economy contracted by 7.4% in the July-September 2020 quarter from the year earlier, a substantial improvement from the 24.4% decline in the quarter ended June 2020. The Purchasing Managers’ Index (PMI) rose to 56.8, the highest in eight-and-a-half years in September and Goods and Services Tax (GST) collections rose to a post-pandemic high of ₹95,480 crores⁷. Along with this, effective Government support provided during the quarter, in the form of a five-part economic stimulus package totalling ₹20 lakh crore helped deal with the fallout of COVID-19⁷.

Pent-up demand, festive spending and a jump in government expenditure helped bring back growth in the Indian economy after

³ IMF World Economic Outlook January 2021

⁴ Global and India output set to expand in 2021-2022

⁵ India GDP Contracts A Record 23.9% In April-June Quarter

⁶ Indian economy likely contracted 10.2% in the July-September quarter

⁷ Economic stimulus package includes ₹ 8 lakh crore liquidity measures by RBI

MANAGEMENT DISCUSSION AND ANALYSIS

two consecutive quarters of contraction. The economy grew 0.5% in the third quarter of FY 2020-21. This return to growth marked India's exit from a technical recession⁸.

As India's mobility and pandemic trends aligned and improved concomitantly, indicators like e-way bills, rail freight, GST collections, digital payment & power consumption not only reached pre-pandemic levels but also surpassed previous year levels. The reinstated inter and intra state movement, record-high monthly GST collections in January and February 2021 rising to ₹1.13 lakh crore and the PMI rising to a record high of 57.5 during the first two months of 2021, have marked the unlocking of industrial and commercial activity. A sharp rise in commercial paper issuances, easing yields, and sturdy credit growth to MSMEs signify revamped credit flows for enterprises to survive and grow⁹.

Economic indicators point to an improvement in the Indian economic scenario going forward. Expansion in India's manufacturing activity, as tracked by the seasonally adjusted IHS Markit India Manufacturing Purchasing Managers' Index (PMI) is at 57.5 in February¹⁰.

This coupled with the pragmatic Union Budget 2021-22 ("Government Budget") announced in February 2021 indicates a steady recovery for India. The proposed Government Budget rests on six pillars — health & well-being, physical & financial capital and infrastructure, inclusive development for aspirational India, reinvigorating human capital, innovation and R&D, as well as 'Minimum Government, Maximum Governance'.

The Government budget also increased the foreign direct investment (FDI) limit in the insurance sector from the existing 49% to 74%¹¹. Foreign Direct Investment (FDI) remains a significant engine of economic growth and a key source of India's non-debt financing. Total FDI inflows stood at a record high of US\$ 46.82 billion between April 2020 and October 2020, an 11.3% increase over the first seven months of 2019-20, supporting India's position as a favoured global investor destination. The Indian stock market showed a positive outlook among investors, with FPI inflows hitting a record high of US\$ 9.7 billion in November 2020 and US\$ 8.6 billion in December 2020¹².

The Government budget coupled with a slew of Government Initiatives such as 'Make in India', 'Digital India' as well as other policies were launched to increase employment and help revive the Indian economy. The Organization for Economic Co-operation and Development (OECD) has raised the projection for India's economic growth rate by 4.7 percentage points at 12.6% for 2021-22. That would enable India to retain its earlier tag as the fastest-growing large economy in the world¹³.

⁸ Q3 GDP: Indian Economy Returns To Growth In October-December Quarter

⁹ <https://pib.gov.in/PressReleasePage.aspx?PRID=1693232>

¹⁰ India's Manufacturing PMI at 57.5 in Feb 2021, against 57.7 in Jan

¹¹ Budget 2021: Mega boost! Govt to increase FDI from 49% to 74% in insurance

¹² Indian Economic Development & Growth Report

¹³ OECD raises India's economic growth forecast to 12.6% for 2021-22

GLOBAL LOGISTICS INDUSTRY

The supply chain interruptions due to the COVID-19 outbreak had a direct impact on the global logistics industry. The sector had to rise to the ultimate test of durability, as it was faced with issues such as labour shortage, fragmented supply lines, weak infrastructure, and ambiguity concerning the rules and regulations for the mobility of goods¹⁴.

While the pandemic interrupted the supply chain, the eCommerce market witnessed high growth with consumers and businesses ordering everything, from groceries to consumer durables, online. This led to a surge in demand for last-mile delivery services which ultimately resulted in growing volumes for express logistics providers, many of whom also witnessed higher revenue. Data shows, both domestic and international express are expected to see continued growth over the next four years, expanding at a CAGR of 7.9% and 6.8% respectively¹⁵.

Contrary to that, the pandemic has impacted the forwarding market as well. The reduction in both air and sea capacity early in 2020 significantly disrupted global supply chains. As the demand from consumers and manufacturers returned at a faster pace than air and sea capacity, rates shot up over the second half of the year. Pre-pandemic, air freight had its global volumes down by 12.6%, while rates were 79% higher. The near-global suspension of passenger air travel early in the pandemic effectively removed belly freight capacity from the market, eliminating around half of all the air-freight capacity. In November 2020, IATA data shows available Cargo Tonne Kilometers were still 21.3% below 2019 levels.

In sea freight, rate volatility has been no less extreme. Data shows the cost of transporting a Twenty foot Equivalent Unit (TEU) from China to the West Coast of the United States of America, in the week of January 22nd, 2021 was \$4,261. This shows an increase of 103% when compared to the cost to transport the same TEU during the same week in 2020 which got priced at \$2,102. While carrier capacity has returned to the market more steadily than in air, a shortage of container availability and port capacity is creating acute problems in supply chains. This is likely to keep rates high through the first half of 2021 at least. New market forecasts predict a CAGR expansion for air and sea freight at 5.4% and 5.0% respectively, over the next four years.

The global logistics industry was worth USD 4,967 billion in the year 2020¹⁶. Data predicts recovery from the COVID-19 pandemic will be healthy with the industry expanding at a CAGR of 4.7% by 2024¹⁶ and attaining a CAGR of 6.5% by 2028¹⁷.

¹⁴ Emergence of COVID-19: Impact on Logistics Industry

¹⁵ Global Logistics Market Outlook

¹⁶ Total Logistics 2021

¹⁷ Logistics Market Size, Market Share, Application Analysis, Regional Outlook, Growth Trends, Key Players, Competitive Strategies and Forecasts, 2020 To 2028

MANAGEMENT DISCUSSION AND ANALYSIS

LOGISTICS INDUSTRY IN INDIA

The logistics industry in India continues to remain highly fragmented with a large number of unorganized players. While there is a need for the highly fragmented Indian logistics market to get more organised, there is also a need to reduce logistics cost to 7% from about 14% now and to bridge the current competitiveness gap of \$180 billion. The Confederation of India Industry (CII) recommends that a 20-25% reduction in indirect costs is essential to bring down the logistics cost in India to be on par with the USA and Europe, at 7%.

India's supply chain and logistics sector are one of the largest globally, with the logistics industry valued at \$215 billion, growing at a CAGR of 10.5%. The logistics modal mix should be enhanced with roads constituting 25-30%, railways comprising 50-55%, and waterways accounting for 20-25% from the current modal mix which includes roads constituting 60%, railways constituting 31% and waterways constituting 9%¹⁸. The cold chain storage infrastructure should also be expanded. However, despite its size and criticality to economic growth, India's supply chain faces several barriers to growth, notably an unbalanced logistics modal mix, high indirect costs, fragmented infrastructure and networks as well as limited technology adoption¹⁹.

In 2020, the pandemic-induced supply chain interruptions gave a significant blow to the industry. Rampant uncertainty, multiple roadblocks, coupled with revolutionary revival processes have upheaved the industry into a rocky start for the FY 2020-21.

Soon after the COVID-19 outbreak was declared a pandemic in March, 2020, the Prime Minister of India announced a nationwide lockdown; the complete shutdown of the movement of goods and people created challenges. This was further intensified with the partial opening of the lockdown which saw the movement of the migrant labour force from cities, creating a void in the labour market. Social distancing, safety, and hygiene checks that weren't prevalent before became imperative for daily operations. The pandemic took a considerable toll on the last-mile efficiency, with the entire industry racing to re-calibrate operations²⁰.

The pandemic saw an immense shift in the way businesses restructured operations and steered themselves through the multifaceted challenges. Today, by partnering with third-party logistics providers who offer end-to-end services such as same day/next day deliveries, etc., small and medium enterprises are establishing a fortified online presence for themselves. Sellers are now digitizing their businesses to accelerate the revival process and ensure their business does not become redundant. The

logistics industry is instrumental in supporting these businesses, especially during a time where their existence was threatened to become obsolete. The industry ensured that the global and national flow of goods, particularly essential items, is left unhindered despite the lack of sufficient transport and other disruptions in the supply chain.

With the application of technology and digitization remaining at a nascent stage in India, only a handful of logistics players with a market advantage in technology were able to use the crisis as an opportunity. While many companies understood the requirement for resilience and automation, a number of them are still trying to bridge the gap.

The solution to a majority of the hurdles faced, lies in embracing the aforementioned trends to the industry's advantage. Technology is the backbone of not just the logistics industry, but of almost every industry across the world. Modern supply chains will include lean operators who can ramp up and achieve high service levels at a short notice. A big advantage for India is the resources the country possesses as well as the talent of skilled manpower. This makes it a great landscape to find a balance between Artificial Intelligence and Augmented Intelligence.

Logistics players have increasingly begun to adopt advanced technologies such as blockchain, data analytics, artificial intelligence, and machine learning to enhance operational efficiency and optimize cost and time. These technologies have played a vital role in reviving the sector post lockdown(s) and it is expected that embracing digitalization will be more than just a passing trend¹⁸.

A future outlook for the industry seems to be a space where faster results can be expected without compromising on quality. Technological leaps such as real-time ordering, end-to-end inventory visibility, autonomous warehouses and hubs, drone delivery and a significant use of robotics are what we can expect in the foreseeable future. The idea is to use manpower for more complex and rewarding tasks thereby increasing the efficiency and effectiveness of the entire ManTech combination. An indigenous network modelling system needs to be developed and implemented to dynamically respond to changes in network schedules and recommend fast and reliable network routes linking shipment origins with destinations.

The role of the logistics sector has never been more crucial than in the year 2021. The logistics industry has been preparing to transfer millions of doses of the Vaccine against COVID-19 across the country since the end of 2020. Unlike many developed countries that are struggling with laying down policies and plans to distribute the COVID-19 vaccine, India has the benefit of already having a vaccine distribution mechanism in place that has been running for years²¹. Going forward, the growth of the logistics industry

¹⁸ <https://www.livemint.com/politics/news/national-logistics-policy-to-bring-down-cost-and-streamline-rules-11580668680723.html>

¹⁹ <https://www.thestatesman.com/business/india-needs-lower-logistics-cost-7-8-gdp-report-1502942310.html>

²⁰ The logistics industry in 2020 and the outlook for 2021

²¹ Covid-19 vaccine distribution to give cold chain logistics sector a boost

MANAGEMENT DISCUSSION AND ANALYSIS

will be centred around the adoption of technology; be it tactical or operational decision making, routing, fleet optimization, data analysis, or strategic planning; technology will be all-pervasive.

In FY2021-22, we can expect an impetus given to the logistics industry owing to the mass vaccine and immunization programme against COVID – 19. Over and above this, Government policies such as ‘Make in India’, ‘Vocal for Local’, ‘Digitized India’ as well as the Government Budget would benefit the logistics sector substantially.

GOVERNMENT POLICY

In order to facilitate the need to reduce logistics cost as well as in light of the interruptions that the year 2020 has caused the logistics industry, the Government has proposed several policies to help boost the industry’s growth.

The implementation of GST continues to remain a boon to the logistics industry. The integration of the multilayer goods and service tax, turned the Indian tax system into a unified one and eased the way of conducting business. The process reduced the overall transportation tax and helped in enhancing various logistics decisions. This helped the industry reach its potential in terms of matching high-quality service levels and growth. Over and above this, it helped logistics players reduce the transit time which continues to play an integral role in reducing logistics costs²².

Furthermore, the National Logistics Policy, the National Air Cargo Policy, the National eCommerce policy as well as the dedicated freight corridors continue to gain traction in creating a framework to achieve holistic growth of the integrated logistics industry. Moreover, the industry is eagerly waiting to see the consequences of the Government Budget. The proposed solutions include a succinct focus on improving road and railway infrastructure. Investments in National Highway corridors and economic corridors will aid in the speedy movement of goods and improve turnaround time which, in the long term will bring down logistics costs significantly.

The National Highway work planned in Tamil Nadu, Kerala, West Bengal, Assam will further assist in the final goal of last-mile delivery and the industry is eager to see its results on the business. In the long term, all the expenditures could be assisted with the proposed introduction of the Development Finance Institution (DFI) which will speed up the infrastructure development in India.

COVID-19 PANDEMIC

The virus spared little time in becoming a pandemic that catapulted across the world in a matter of days. India’s advantage lies in its geographical positioning. As the pandemic spread from the Far East to the Great West, India remained, almost untouched in the period between January and March. However, as numbers grew across

the world, India succumbed to the COVID-19 variant as well. The Government stepped in and soon the Honorable Prime Minister announced a nationwide total lockdown to cease the spread of the virus and protect the Indian population.

Between March and May 2020 all life came to a standstill with multiple restrictions imposed on the movement of goods and people alike. With only the essential supply chain operational along with a complete shutdown of inter and intrastate travel, the supply chain was interrupted with very few logistics players operating as essential service providers during this time. Blue Dart Express Limited (“Blue Dart” / “Company”) remains one of the most notable mentions on the list of logistics providers who supported India and its citizens in their time of need. During the lockdown, there was not a single day during which we pulled down our shutters and switched off our lights.

The ‘Unlock’ phases of the lockdown began to slowly take shape and by June, the economy showed signs of recovery across many industry verticals. As the world familiarized itself with the ‘new normal’, e-commerce and digitalization propelled to levels never seen before; India too saw a positive shift in the adoption of these trends.

Therefore, by the time the ‘festive season’ ushered in towards the end of 2020, ‘shopping online’ extended from buying groceries online to buying everything from consumer durables to consumer electronics online. The festive season also provided a large number of industry verticals with a breather as organizations recovered to showcase pre-pandemic growth levels.

The year 2021, began with hope as multiple pharmaceutical majors rushed to gain approvals to manufacture the vaccine against COVID-19. Pharmaceutical majors, Logistics players as well as the Government continue to do due diligence in ensuring the vaccine is disseminated to every city, town and village, leaving no stone unturned in the drive to rid the entire country of COVID-19.

PERFORMANCE REVIEW

As the year began, many organizations across industry verticals struggled to keep afloat. Blue Dart accepted, adapted and improvised itself to the situation at hand to be a reliable, resilient and responsive organization for Blue Dart team members as well as Customers. Over the last 37 years, Blue Dart has played a vital role in shaping the express logistics industry in India. Everything that the organization has worked on since its inception was put to test in 2020; whether it be its market-leading technology, dedicated and motivated teams as well as the ability to support the nation as its Trade Facilitator. While the period under review has been challenging due to a very volatile market, Blue Dart has managed to ensure stability for all its stakeholders during the financial year 2020-21.

²² How GST (Goods and Services Tax) Has Affected Logistics in India

MANAGEMENT DISCUSSION AND ANALYSIS

FY2020-21 began with Blue Dart executing its Business Continuity and Contingency Plan (BCCP) to ensure essential supply and business continuity amidst a pandemic. Every Blue Dart team member played their role as an essential service provider to perfection, displaying the organization's core values of 'Passion, Can Do, Right 1st Time and As One' at every single juncture. As the nationwide lockdown continued, Blue Dart frontliners were on the field every day. Blue Dart pilots operated the six Boeing 757-200 freighters through the lockdown – across the nation as well as across borders – ensuring essential and non-essential supply chain continuity.

Blue Dart continued to offer unwavering support and was honoured to be a part of the Indian Government's 'Lifeline Udan' initiative to ensure uninterrupted supply chain continuity of medical equipment ventilators & PPE, testing kits, reagents, enzymes, respirators, surgical masks and gloves among other vital supplies. The organization worked closely with the Government of India and several other institutions, to ensure door pick-up and door deliveries across major Indian and International cities. Blue Dart operated close to 1,108 flight cycles, uplifting thousands of tonnes nationally and internationally, carrying urgent medical supplies and COVID-19 related relief material from Guangzhou, Shanghai, Hong Kong, Dhaka, Yangon and Hanoi during the pandemic.

Blue Dart with its dedicated freighters in the air supplemented by network route connections on the ground, continues to support the nation with its capability to offer an unrivalled service across the expansive and diverse Indian geography. During the year, Blue Dart carried over 1,853.16 lakhs domestic shipments and over 7.52 lakhs international shipments both weighing more than 718,548 tonnes.

Even amidst a highly challenging and volatile environment, Blue Dart outperformed significantly, recording the highest ever sales in a single quarter in Blue Dart history during the quarter ending in December 31st, 2020 and the highest in October 2020.

For the year ended March 31st, 2021, Blue Dart on a standalone basis reported income from operations of ₹ 3,27,970 Lakhs (previous year – ₹ 3,16,639 Lakhs) and posted net profit after tax, on a standalone basis of ₹ 9,631 Lakhs (previous year net loss of ₹ 3,829 Lakhs).

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

| Particulars | March 31, 2021 | March 31, 2020 |
|----------------------------|---------------------|----------------|
| Interest Coverage | 5.13 ¹ | (0.47) |
| Current Ratio | 1.42 ² | 1.11 |
| Adjusted Debt Equity Ratio | 0.15 ^{1,3} | 0.07 |

| Particulars | March 31, 2021 | March 31, 2020 |
|-------------------------|-------------------|----------------|
| Operating profit margin | 11% ¹ | 4.3% |
| Net profit margin | 2.9% ¹ | (1.2%) |

Notes:

- Profit for the year of ₹ 13,105 Lakhs as against a Loss of ₹ 4,720 Lakhs in the previous year (2019-2020), owing to:
 - A one-time exceptional hit of ₹ 6,411 Lakhs for rightsizing/restructuring
 - Implementation of IND AS 116 effective from April 1st, 2019 having an adverse impact of ₹ 6,662 Lakhs
 - Business disruptions caused due to the COVID-19 pandemic situation impacted the bottom line by ₹ 5,420 Lakhs

Whereas during 2020-21, the Company had rewarded its employees a one-time ex-gratia amount of ₹ 3,417 Lakhs for outstanding efforts during the COVID-19 crisis
- Higher profits of the current year contributed to an increase in the margins, ratios and cash flow as compared to the previous year. Further, 2019-20 had the redemption of Non-Convertible Debenture Series III amounting to ₹ 7,118 Lakhs.
- The Company had additional borrowing of ₹ 100 Crores in 2020-21.

COMPANY OVERVIEW

Blue Dart's key differentiators continue to be its customer centricity which offers customers flexibility and security with product and service offerings such as late pick-up/early delivery, reliability, security, tracking visibility across the delivery chain. This is facilitated using APIs and SMS pre-alerts that support the customer through the first, middle and last-mile delivery.

During this year, the company invested aggressively in its products and services to continue to provide for its customers even during a very challenging period. The company also invested in its people and its market-leading technology to position itself as a Provider of Choice, an Employer of Choice as well as an Investment of Choice to all its stakeholders.

Blue Dart is 'South Asia's Most Innovative and Awarded Logistics Service Provider' since its inception in 1983. Over the last 37 years, the organization has centred the business around providing individualized customer solutions to ensure exceptional service quality.

Blue Dart's award-winning services are supported by its six Boeing 757-200 freighter aircraft offering a payload of over 500 tonnes per

MANAGEMENT DISCUSSION AND ANALYSIS

night, a flotilla of 11,122 vehicles as well as 2113 facilities and hubs across 35,000+ locations. A stellar advantage to the Blue Dart brand remains its efficient team, who work in perfect harmony to deliver 30 shipments every second of every day. Blue Dart has been a part of the Deutsche Post DHL (DPDHL) Group since 2005. In 2019, Blue Dart became a part of the newly restructured DHL eCommerce Solutions division. This division is geared towards providing high-quality solutions, particularly to customers in the rapidly growing e-commerce industry. Leveraging the Group footprint, Blue Dart intends to continue being a customer favourite and living up to the Group's motto of 'Excellence. Simply Delivered'.

Our goal is to build a platform to provide the best national network, with a strong focus on the expected delivery date and time, providing critical solutions that can ride on the most cost-efficient network for last-mile deliveries. The focus in creating the platform is to generate profitable growth across all sectors and customer segments. Our USPs are exceptional service quality, individualized delivery solutions; our reach that extends into the Indian heartland and our unmatched speed that ensures our shipments reach on time, every time.

Blue Dart's key offerings are the air and ground express segment as well as air freight, speed trucking and charters through its synergies with the Deutsche Post DHL business units – DHL Express, DHL Global Forwarding, DHL Supply Chain and DHL eCommerce LLP. Our global network through DHL Express spans over 220 countries and territories, making Blue Dart the only express logistics company to offer an unmatched delivery capability encompassing the entire spectrum of distribution services.

Blue Dart offers a wide range of innovative and simplified solutions across industry verticals coupled with a dedicated air and ground network, high standard technology infrastructure, value pricing, customer satisfaction, excellent service quality and operations delivery par excellence. Since 1983, Blue Dart has maintained its technology leadership and continues to invest extensively in its technology infrastructure to create differentiated delivery capabilities, products and solutions for customers. Our key differentiators continue to be late pick-up/early delivery, a securitised network, 24x7 visibility allowing for tracking across the complete delivery chain. APIs integrated with customer requirements and other technology, mobility solutions such as dynamic re-routing, visibility of courier movement as well as providing access to monitor net-stops from the service centre to enhance courier and route productivity. Blue Dart continues to innovate and create for our customers to ensure user-friendly and efficient technological solutions. This includes our Contact Less Delivery Service as well as our 'My Blue Dart' mobile application, both launched during FY2020-21.

Under the Group motto of "Connecting People, Improving Lives", Blue Dart focuses its corporate responsibility on three key pillars namely GoTeach (Championing education), GoGreen (Protecting the environment) and GoHelp (Disaster management response), successfully impacting communities and the environment.

Blue Dart is aligned to the Group's Mission 2050: Zero Emissions. The aim is to reduce the logistics-related emissions to zero by improving carbon efficiency by 50% over 2007 levels, operate 70% of first and last mile services with clean pick-up and delivery solutions, have 50% of our sales to incorporate Green Solutions and 80% of our employees to be certified GoGreen Specialists and together with our partners, plant one million trees globally each year, of which Blue Dart will plant over 10% in India every year.

As part of DPDHL, Blue Dart's New Sustainability Roadmap calls for Clean Operations for Climate Protection, a Great Company to Work for all as well as building a Highly Trusted Company. The Company has launched many initiatives to ensure it is doing its bit to aid the world in its battle against climate change and global warming. The company aims to make all their owned or leased facilities operate at Net Zero Carbon by 2025, drive increased efficiency and use cleaner fuels within their fleet of six Boeing 757-200 freighters, support customers with sustainable and optimized packaging solutions, as well as design greener products & services through their comprehensive solutions.

PRODUCTS

Blue Dart is the market leading premium express logistics player in India. The award-winning product and service offerings provided to the customer helps build trust and loyalty with the organization. We are the only express carrier in the country today which offers an entire range of services that extends from a document to a charter-load of shipments. Our services are relentlessly monitored to deliver a net service level of 99.96%.

The company offers services in the air express segment, the ground express segment as well as multi-modal express solutions in the day-definite and time-definite delivery schedules.

Blue Dart is the only express logistics operator with its own fleet of scheduled Boeing 757-200 freighter services offering a larger capacity than any other domestic airline in the country. Our focus through our air express solution is to carry shipments as our primary business, rather than as a by-product of a passenger airline. A dedicated aviation system to support Blue Dart's services is self-sustaining, with its own bonded warehouses, ground handling and maintenance capability.

The key market-defining domestic express offerings include Time Definite Solutions (Domestic Priority 1030, Domestic Priority 1200, Dart Apex 1200), Day Definite Solutions (Domestic Priority, Dart

MANAGEMENT DISCUSSION AND ANALYSIS

Apex, Dart Surfaceline) as well as the Temperature Controlled Logistics (TCL) solutions.

Domestic Priority:

Domestic Priority services are specially designed to offer time-critical businesses a competitive edge with the fastest delivery services.

- Domestic Priority 1030: A guaranteed door-to-door time-definite delivery of shipments by air, the next possible business day by 10:30 hours, targeted at time-critical business-to-business needs.
- Domestic Priority 1200: A guaranteed door-to-door time-definite delivery of shipments by air, the next possible business day by 12:00 hours, targeted at time-critical business-to-business needs.
- Critical Express: A door-to-door, day-definite express service for delivering critical shipments such as passports, tenders, original papers/certificates, property documents, etc across India, under 32kgs per package securely and safely.

Dart Apex:

Dart Apex is a door-to-door day-definite delivery service for domestic shipments weighing 10kgs and above. It is the fastest, most efficient delivery solution for commercial shipments that are time-bound and are required to undergo regulatory clearances or require special handling. Dart Apex offers an economical Airport-to-Door and Door-to-Airport service from the major airports of Chennai, Bangalore, Mumbai, Delhi, Kolkata, Hyderabad and Ahmedabad to all the Dart Apex locations serviced and vice versa.

- Dart Apex 1200: A guaranteed door-to-door time-definite delivery of commercial shipments by air, that require regulatory clearances and specialized handling, on the next possible business day by 12:00hrs, targeted at time-critical business-to-business needs.

Dart Surfaceline:

Dart Surfaceline is an economical, door-to-door, ground distribution service to over 35,000 locations in India for shipments weighing 10 kgs and above. It offers a cost-effective logistics option for less time-sensitive shipments.

Blue Dart also offers a host of value-added services:

- COD (Cash on Delivery)

The invoice value of the shipment booked by a customer will be collected from the consignee in the form of cash at the time of the delivery. The cash collected from the consignee will be returned to the customer to complete the transaction.

- DOD (Demand Draft on Delivery)

The invoice value of the shipment booked by the customer will be collected from the consignee in the form of a demand draft at the time of the delivery. The demand draft collected from the consignee will be returned to the customer to complete the transaction.

- FOD (Freight on Delivery)

The freight of the shipment will be collected from the consignee at the time of delivery.

- FOV (Freight on Value) - Insurance Arrangement

Blue Dart Express (BDE) can facilitate arrangements to insure shipments through an insurance company. In the instance of shipment damage or loss while in BDE custody, BDE would assist the customer in the claims process and ensure the claim is settled in the minimum possible time after the shipper/consignee handover required documents to the insurance company.

Dart Plus:

Dart Plus is an economical speed trucking solution. It is ideal to move time-sensitive shipments with transit time superior to the traditional Dart Surfaceline service. Day-definite delivery service is backed by speed, security and handling.

Temperature Controlled Logistics:

Temperature Controlled Logistics solutions are backed by extensive and reliable express distribution, dry ice supplies including free top-up replenishments, real-time shipment status information, regulatory clearance, validation services and project management. The packaging is constructed from recyclable, environmentally friendly and cost-effective material.

The innovative Temperature Controlled Solution ensures safe and compliant transport in frozen, chilled and ambient conditions. Using appropriate cooling mediums, the packaging performance delivers temperature for the range - 20°C, 2 - 8°C and 15 - 25°C for varying distribution times.

Packaging Solutions:

- Express Pallet (Air and Ground)

The Blue Dart Express Pallet is a convenient, flexible yet economical way to send oversized goods domestically. It is a special wood-free palletized packaging, which can be 'built' to accommodate shipments for freight as heavy as 50kg, 75kg or even over 100kg.

MANAGEMENT DISCUSSION AND ANALYSIS

- Smart Box (Air and Ground)

Smart Box - Air Express and Smart Box - Ground Express are convenient, economic, packaging units priced to include a door-to-door delivery service within India. The units come in 2 sizes, 10kgs and 25 kgs, and are designed to accommodate a variety of products.

Aviation Solutions:

- Airport – to – Airport:

The airport-to-airport service is an air freight service available on the flights operated by Blue Dart Aviation between the airports of Kolkata, Delhi, Mumbai, Bangalore, Chennai, Hyderabad and Ahmedabad. The advantages of an airport-to-airport service are no Cooling-Period, Late Night Cut-off & Early Morning Deliveries and a larger capacity than any other domestic airline

- Interline:

This facility enables the distribution of imports within the country and has provided exports access to and from the gateways of international airlines. This provides international airlines with a cost-effective option to restrict their on-line stations within India, and enhance their marketing possibilities at off-line locations by utilizing the distribution capabilities of Blue Dart Aviation.

- Charters:

Charters are operated on an ad hoc basis. Normally, charters have been used where timely delivery of sensitive equipment or large loads are required.

Technological Solutions:

Initiatives such as 'On-The-Move' (OTM) handheld devices, Retail Point of Sale (POS), Reverse Logistics (Open and Close), offering over 16 Digital Wallets on Courier Handhelds, Call Bridge facility to create a personalised customer experience have all been appreciated as industry-leading solutions and benchmarks. Blue Dart has also pioneered the Contact Less Delivery (CLD) service during the pandemic to ensure a healthy and safe delivery process to provide a customer experience without the fear of contagion.

Global Solutions:

The Company's global presence is enabled through the DHL Document Express (DOX), DHL Worldwide Package Express (WPX) and a wide range of packaging solutions. DHL Import Express is a unique single window importing service that takes care of all importing needs by offering door-to-door convenience services. X-Border International Services is another unique and strong service offering. Duties & Taxes Paid (DTP), Express Pallet,

Shipper Interest Insurance (SII) and Express Easy-Student are some of the other offerings.

CAPABILITY BUILDING

Temperature Controlled Logistics Solution Ramp Up

The world heaved a sigh of relief when a few vaccine candidates received emergency use approval and the dissemination of the vaccine began. However, while manufacturing the vaccine solved a large part of the problem, transporting the vaccine in a temperature controlled manner posed a potential challenge for Governments across the world.

To remain one step ahead of the curve and support the government in the distribution of the vaccine Blue Dart ramped up its Temperature Controlled Logistics Services ahead of time.

Blue Dart already has the operational experience and specialized infrastructure required for handling bio-medical shipments. This feat is supported by our fleet of six Boeing 757 freighters, 11,122+ ground vehicles, servicing 35,000+ locations and a strong Blue Dart team.

We have eight Pharma Grade Conditioning Rooms at strategic locations like Mumbai, Chennai, Hyderabad, Ahmedabad, Pune, Kolkata, Delhi and Bangalore. These rooms are in close proximity to our Blue Dart Aviation Station which reduces turnaround time and aids in the speedy delivery. Work-related process flows have been designed and rehearsed across all locations where we have our Conditioning Rooms. The conditioning rooms are being constructed of PUF. The room is expandable and is being designed by refrigeration/cold room experts.

We understand the criticality of the shipment and have a specialized life science team who are experts in solutions required in this vertical of the business. We have already done our background work in terms of the capacity requirements - materials for packaging, availability of Data Loggers, Insulated Shippers, Walk-in Cold Room, Coolant, network reach, manpower preparedness, and technology investment to handle requirements in this direction. Each TCL Expert and Support Staff has been trained to handle all temperature ranges.

Additionally, a task force has been created with the DPDHL Group to leverage each other's strengths in terms of network, vehicles and internal assets. We have access to a global shipping network at scale, a local freezer and storage capacity as well as an in-depth understanding of in-country logistics.

Blue Dart Aviation -

Blue Dart Aviation Ltd. (BDA) was incorporated in May 1994 as a 100% subsidiary of Blue Dart Express Limited. The company

MANAGEMENT DISCUSSION AND ANALYSIS

launched the first domestic freighter operations in India with a fleet of two Boeing 737-200 freighters in 1996 and consistently updated its fleet to serve the increasing customer demand. Currently, Blue Dart Aviation operates a total of six Boeing 757-200 freighters.

In FY2020-21, Blue Dart Aviation purchased two of the six Boeing 757-200 freighters. The aircraft continue to operate across our scheduled network of seven airports (Kolkata, Delhi, Mumbai, Bangalore, Chennai, Ahmedabad, & Hyderabad) and serve domestic and international charter operations.

CUSTOMER CENTRICITY

Customer centricity has always been the bedrock of our foundation at Blue Dart and our services during the pandemic have been a testament to this fact. Customer experience is what sets Blue Dart apart in a very competitive environment. Ensuring a smooth and hassle-free experience for the customer has been a priority, always. Blue Dart designs each product and service offering keeping the customer at the centre of our business.

The pandemic significantly affected our customers. Whether it be business continuity or caring for loved ones in another country, the challenges our customers faced were varied. To help ease the discomfort of the pandemic, Blue Dart curated a number of solutions to ensure that our customers weren't feeling the pinch in their pocket while shipping with us. We offered a 25% discount for MSME and Retail shippers with our Fight COVID-19 Price as well as shipped medicines to NRIs living away from family.

During the festive season, we launched the Rakhi Express, Diwali Express and Merry Express offers through which our customers celebrated the festivities with their loved ones even while adhering to social distancing norms.

We wanted our customers to feel safe while shipping with us across the world even amidst a pandemic. Therefore, we introduced the Contact Less Delivery Service to deliver shipments and also shifted our billing and collections to a completely digital platform.

To provide customers with a superior experience, we use technology enabled mobility solutions for administering specialized pickups of product returns, which also include quality control checks, product image verification and close coordination for timely pickups. Our goal is to ensure that all Blue Dart stakeholders remain safe. To accelerate this seamless experience, we also launched our 'My Blue Dart' mobile application that helps customers track their package, find out the most cost-effective prices to send their shipments across horizons as well as access important contact information etc. in a user-friendly and on-the-go manner.

We have been receiving customer appreciation through the pandemic and experienced several instances where customers went out of their way to email us or post their appreciation on our

social media platforms. Our teams knew the crucial role we played during the pandemic and ensured that the customer always came first.

As a national network operator and part of the DPDHL Group, we work with standardized processes and continue to optimize our offerings which enables us to deliver quality services to our customers. We, therefore, keep ourselves updated on our customers' evolving requirements through our 'Key Account Management Programme' and the 'First Choice Programme'. The Net Promoter Approach also identifies improvement areas highlighted by customers. Our managers ensure they interact with our customers individually to translate customer challenges into continuous improvements areas. These programmes are tailored to ensure that the voice of the customer is heard and their feedback is acted upon to deliver delight consistently in a process-driven manner.

Despite challenging geographical features and a difficult infrastructure landscape, we were able to consistently improve delivery reliability in the country. We consistently work to maintain our value-driven quality and achieve outstanding customer satisfaction ratings. It is in this manner, we are fulfilling our aspiration of being the quality leader in India.

Blue Dart's USP is our quick delivery and fast turnaround time, all while ensuring our consignee's shipment is in perfect condition. We know and understand that the shipment matters to our customer, and therefore, it matters to us. Therefore, we launched our TVC Ad Campaign highlighting the phrase, 'We Move So Your World Can Move' and 'If Its Important, #BlueDartIT'. Life comes to a stop, be it in an operation theatre or in an office when something critical to ensure continuity hasn't arrived. Hence, the objective was to have clear and straightforward messaging, without ambiguity: 'If it's important, Blue Dart it', to bring forward our communication and offerings in a subtle yet power-packed manner. The Ad campaign was rolled out in 2020 with a multimedia approach across traditional and digital mediums to highlight Blue Dart as the preferred courier brand for all our consumers' logistics needs, especially critical shipments, e-commerce & Temperature Controlled Logistics.

As we continue to serve diverse industries such as E-commerce, Automotive, Banking, Financial Services, Electronics etc. and build loyalty, the successful customer loyalty programme 'Blue Points Amazing Returns' will be further strengthened to enable, nurture, grow, build and sustain strong revenue streams and profit pools.

DIGITALISATION AS A KEY LEVER

The Blue Dart team drives its market leadership through its cutting-edge technology. The learnings from the ongoing crisis vary across industries, but a singular collective agreement in the importance of technology and digitalization can be established. Technology has become the backbone of not just the logistics industry, but of almost

MANAGEMENT DISCUSSION AND ANALYSIS

every industry across the world. The ability to work from home was simply the start of what is now a technological revolution. As Blue Dart is an essential service provider, we focused on digitalization and prioritized processes to drive productivity and efficiencies across various functions in the organization. The intent is to ensure a smooth flow within the organizational functions to avoid roadblocks in the processes.

At Blue Dart, the technology based infrastructure is the backbone of the organization acting as the glue holding different departments together and helping them optimize their output at all times. Our initiatives and our focus remain on minimizing risk for our customers and colleagues as much as possible while ensuring business continuity.

We see systematic digitalization throughout the company as a key lever in driving the business forward. We are investing in initiatives designed to enhance both the customer experience as well as make the most of the ManTech combination, thereby improving operational excellence.

The future holds an underlying theme of a 'Technology Led Transformation' which would revolve around creating business models and having systems in place to ensure that the organization will survive in a 'no contact' society.

The most notable innovations at Blue Dart in FY2020-21 aligned with the need of the hour; a Contact Less Delivery system and a mobile app. Given the 'transferable' nature of Coronavirus, Blue Dart wanted to ensure that our customers could continue shipping with us without the fear of contagion. Therefore, we pioneered the Contact Less Delivery service that enables business continuity, eliminating any touchpoint that encouraged contact of any kind. We made this possible by activating 16 digital wallets, Net Banking, Credit & Debit cards, UPI, BHIM etc. to ensure that our customers did not feel vulnerable doing business with us. The shift to providing digital solutions, helped us support the nation in acclimating to 'Digitized India'. Our collections, which were 35%-40% digital pre-pandemic, took a sharp turn to become 100% digital during the pandemic and in the recovery period.

Blue Dart recorded many firsts during FY2020-21. One of the significant achievements during this period was the launch of our mobile application 'My Blue Dart'. The app aims to fulfil all of our customers' logistics requirements, whilst providing individualized on-the-go solutions. Our user-friendly, secure and reliable mobile application will now allow customers to track their shipment, locate the nearest Blue Dart store or find out the best pricing anywhere and at any time. The app offers all the features necessary to have a smooth logistics experience such as –

- **TrackDart** – Enables the customer to track their shipment anywhere, anytime.

- **Location Finder** – Benefits the customer by helping them find the nearest Blue Dart store across the country.
- **Transit Time & Price Finder** – Provides the customer with a user-friendly method to find out the best rate while sending/receiving a shipment.
- **Schedule a Pickup** – A specialized post-login feature for our registered credit customers.
- **Contact Us** – To help customers connect with our reliable, responsive and resilient customer service team who will assist them with their queries.

Apart from this, our key technology based solutions continue to help enhance customer experience ensuring that Blue Dart remains 'the best and sets the pace' across all touchpoints. Some of these are -

- Continued focus on enabling digitized data capture of delivery and pickup of shipments covering 98.40% of delivery and 37.55% of pickup as during March 2021.
- Application programming interface (API) based solutions for our customers have been enhanced for exchanging manifest at detailed levels to ensure an automated and seamless supply chain, from pre-pick up to post-delivery; inclusive of collections.
- Blue Dart's website has been revamped to engage with customers for additional touchpoints like exception handling with alternate instructions, dashboards for greater visibility on performance and visibility to billing information.
- Technology-enabled mobility solutions for administering specialized pickups of product returns, which also include quality control checks, product image verification and close coordination for timely pickups.
- Customised solutions built for some of our top customers to manage Tamperproof Packaging, checking and secure delivery to the specific recipient with OTP confirmation. Such initiatives prevent errors and bring great value to our service quality.
- An indigenous network modelling system has been developed and implemented which has enabled Blue Dart to dynamically respond to changes in network schedules and recommend fast and reliable network routes linking shipment origins with destinations.
- Big data setup has helped in getting advanced analytics on various segments of Blue Dart's operational process, customer insights, and trends on volume/revenue from different geographies.
- Product performance dashboard delivers daily insights on volume and revenue for analysis and action.

MANAGEMENT DISCUSSION AND ANALYSIS

- eNSG app for operations has introduced a green approach in the field. With the implementation of the application, the printing of NSG copies has stopped, saving printing and dispatch costs whilst reducing our carbon emission. The information on the eNSG App is updated to display real-time information, therefore, updates if any, can be flashed early.
- A personalized tracking tool for recipient shipments has been enabled on a unique URL link, which allows tracking, plotting delivery landmarks, visual display of the courier on map and provision to give NPA feedback on the service.
- Control Tower built for proactive monitoring of shipment movement within the network. Teams that operate using this solution can control nationwide activity which involves First Mile, Network connection and Last mile delivery.
- Video conferencing and recording in administrative offices have been upgraded with interactive High Definition display, wireless presentation streaming from any device to promote virtual meetings and seamless day-to-day functioning.
- Hardware Infrastructure of ERP systems upgraded at data centre and Discovery Resource site to cater to our capacity for the next three years.
- Active network link configured for our branches, resulting in optimum usage of network bandwidth.
- Upgrade and redundancy built for secure access to employees outside of the office network, into Blue Dart's internal digital resources using Two Factor Authentication.

OPPORTUNITIES AND FUTURE OUTLOOK

Opportunities

The value of the express logistics industry has never been more apparent. The year 2020 highlighted the key USPs of the industry as organizations across industry verticals used express service to ship to consignees while individual customers used the service to source essential and non-essential items. The express industry has been a key enabler in facilitating trade and commerce, especially during the pandemic given the time-sensitive nature of most goods. The express industry can cater to the demand for reliability and efficiency this is what makes it extremely opportunistic.

Air express continues to remain the preferred option for those looking for reliability, speed and security. Air express has often been the sole mode of transportation for relief material during any emergency response situation. The visibility of this vital role has been enhanced because of the extensive grounding of passenger airlines during the COVID-19 pandemic. The pandemic unified elements of the aviation industry to respond to an unprecedented

crisis, with the transportation of relief material on freighters and even seats. The proven reliability of air express certainly bodes well for the future of our business. Air Express proved to be a true lifeline during these critical times. This augured well for our business model.

Ground express too, offers huge opportunities due to increasing consumption and affluence spreading into Tier II and Tier III towns which are emerging as important factors for a growing economy. They are currently in a rapid growth mode and provide a wider catchment for manufacturers presenting interesting opportunities.

Most importantly, the year 2021, involves using express logistics to disseminate the vaccine through every city, town and village in India. Blue Dart's location reach remains far superior as we cater to over 35,000 locations across the country. We leverage the power of our air express, ground express, our technology and people to support the nation fight COVID-19.

Future Outlook

While the Indian economy did a lot better than expected, the growth in India's real GDP during 2020-21 is estimated at -8 per cent as compared to the growth rate of 4.0 per cent in 2019-20²³.

Rating agency Moody's has revised its FY2021-22 GDP growth projections for India to 12% from the earlier 9% forecast citing a stronger than expected December quarter. Most professional forecasters including the Organization for Economic Co-operation and Development (OECD) have projected double-digit growth for India in FY22. Moody's Analytics expect private consumption and non-residential investment to pick up in the next few quarters and strengthen domestic demand revival in 2021²⁴.

The future outlook for the express logistics industry specifically, is positive owing to several government initiatives that are actively being executed. These include the National Logistics Policy, the National Air Cargo Policy, the National E-Commerce policy as well as the dedicated freight roads. In an attempt to propel the growth of the logistics sector even further, the Government has also actively invested in Logistics Parks and included several initiatives in the Government Budget.

The COVID-19 outbreak damaged India's most indebted businesses as almost 14% of India's imports come from China, making it the nation's biggest import partner. India is heavily dependent on Chinese imports such as Electronics and Pharmaceuticals. India also procures almost 70% of its active ingredients for medicines from China. India has found its way around this potential problem by giving impetus to the 'Make in India' and 'Vocal for Local' initiatives. The 'Aatmanirbhar Bharat' initiative, eliminates the need for dependency on external parties and helps India become more self-sufficient.

²³ Indian economy to contract by 8% in 2020-21, show govt estimates

²⁴ Moody's upgrades India's GDP growth to 12% in 2021

MANAGEMENT DISCUSSION AND ANALYSIS

The future outlook shines the spotlight on digitalization and technology as well as an eCommerce boom, both features of the 'new normal'. Blue Dart is ready to adapt to and embrace both, to further support our customers' growing needs.

RISKS AND CONCERNS

Air Express

Despite Air Express facilitating the essential supply chain during the initial few months of the pandemic as well as helping ensure business continuity, the air express segment is still hurting. High fixed costs remain unchanged, the depreciation of the rupee impacts our lease & maintenance cost and the commodity mix has changed. While certain segments like eCommerce and pharma have grown, we are yet to witness other industries get back to their pre-pandemic levels, especially the BFSI sector, an important component of our business. The ATF cost is now back to pre-COVID levels and is the biggest hit. ATF is a well-worn subject that is continuously brought up because it is a core cost component. For an express logistics airline, it accounts for close to 40% of Direct Operating Cost. Unlike passenger airlines where excess belly capacity is used for incremental revenues, space on freighters is the mainstay of our revenue.

In sectors such as Automotive, Engineering, Electronics and Electricals, Pharmaceuticals, Medical Equipment etc., major customers of Blue Dart's air package service (Apex) are shifting heavier shipments to ground express as cost pressures across industries push them to focus on cheaper modes of express transport.

With more belly space being made available in passenger aircraft in the coming years, more capacity will be added to the air express market further putting pressure on yields and profitability. Faster and agile speed trucking with growing competition also chips at the air express business.

Furthermore, the cost of operating at major airports has significantly increased after their privatization. The problem of insufficient aircraft parking bays, truck docking stations, limited space for express terminals and clearance processes, have lead to a delay impacting operating costs.

Ground Express

During the pandemic, the biggest challenges Ground Express faced included restrictions imposed on travel and the shortage of manpower. However, with the gradual unlock phases and the migration of labour back from villages to cities, pre-pandemic levels have been achieved, especially during the festive season sales.

A boost in the growth prospects of ground express is present with improving infrastructure and other regulatory measures.

Ground express offers a big cost incentive given that customers from industries such as Life Science, Healthcare, Computer, IT, Automotive can ship with express providers without having to pay the air express premium. The opportunity for ground express lies in the connectivity it offers the Indian heartland. This helps ground express be an economical favourite for both SME and MSME customers as well as sectors such as eCommerce with a customer base that spans the entirety of the Indian terrain.

With many initiatives such as Dedicated Freight Corridors, Logistics Parks, as well as a National Logistics Policy being executed, the Government, is taking an active interest in propelling the growth of Ground Express. This helps reduce logistics delays which in turn will decrease logistics costs.

The ground express market benefitted from the implementation of GST. Improving the quality of roads and the removal of check posts has led to a faster turnaround time. This has positively impacted players in this space. The Company's ground express business also witnessed the momentum.

COMPETITION

The pandemic signalled the need for innovation and creativity for organizations to remain resilient. A by-product of this was increased competition in the express logistics field, especially with express logistics receiving essential service status and being allowed to operate during the total lockdown phase.

Passenger airlines, previously carrying cargo only in the belly space, have entered the logistics space by offering express logistics services. More importantly, passenger airlines and their air cargo arms have also played a crucial role in disseminating the first round of vaccines against COVID-19, thereby posing a direct threat to Blue Dart's air express business.

Heavily funded third party logistics players have been working with competitive pricing which has impacted Blue Dart's revenues with pressure on margins. eCommerce players continued to increase the share of their captive arms thus reducing the addressable market further for traditional companies like Blue Dart.

The air and surface express competitive landscape has become volatile with new challengers entering the market and filling demand gaps thus cluttering the segments leading to a lot of disruption. New models in premium road transportation have emerged with the backing of investors making the surface express market environment dynamic and competitive. The local competition in Tier II and Tier III cities has also been aggressive.

ECONOMIC FACTORS

The Express Industry is affected by economic factors like macroeconomic growth, inflation, crude oil prices, and foreign

MANAGEMENT DISCUSSION AND ANALYSIS

exchange rate fluctuations. The growth of the industry is largely based on the general economic situation in the country and an upswing in economic activity would lead to an increase in domestic and international trade, creating incremental demand for the express industry.

In FY 2020-21, due to the pent up demand of the earlier months cascading to the later half of the year, the country witnessed a V-shaped recovery graph with macroeconomic indicators first indicating a contraction that was hard to come up from. However, as the unlock phases of the pandemic began and with multiple industries such as e-commerce, consumer electronics, consumer durables moving to the path of recovery early on, the express logistics industry has benefitted.

While international crude oil prices are low currently, central and state taxes make the cost of fuel astoundingly high. India follows a dynamic system for altering fuel rates, oil marketing companies are mostly responsible for the recent hikes and the government has no control over it. India's import dependency continues to remain an issue with 85% of its fuel needs taken care of through imports. This causes fuel to come under a significantly larger tax bracket.

Blue Dart is an express logistics company and our market differentiators lie in our fleet of six Boeing 757-200 freighters and our ground network of over 11,122 vehicles on the field. Price hikes in fuel automatically indicate an effect on Aviation Turbine Fluid (ATF) and diesel, a big part of our business. We, therefore, follow a fixed Fuel Surcharge Calculation method in Domestic and Regional services that is computed based on the Brent index, as updated on the site www.livecharts.co.uk. The Average index would be rounded off to the nearest dollar (\$) to determine the applicable Fuel Surcharge. The current surcharge, effective 01 February 2021, is 50.00% on Domestic and Regional Services.

Blue Dart prides itself on being ahead of the curve and hence we adjust our prices annually with the General Price Increase (GPI). The adjustment takes into account inflation, currency dynamics, fuel cost fluctuations and other rising regulatory and mandatory costs, such as expenses related to compliance for the workforce with enhanced security regulations across a large number of locations it services.

We want to ensure that our customer is never at the short end of the stick and receives the premium service quality that Blue Dart remains synonymous with, always.

CYBER RISK

Logistics, like most facets of operating a business, involves transferring sensitive information electronically. This is beneficial to any supply chain as it simplifies and speeds up communication. However, it also makes sensitive information susceptible to cybercrime.

Supply chains are part of a complex global system where data and information are shared through cyberspace. The interconnectedness of the logistics industry is an attractive target for cyber-attacks. The more links in a supply chain, the more vulnerable it becomes, which augments the importance of secure handling and storage of data.

The effects of cyber-attacks on the supply chain can be detrimental to all parties involved. With Companies focusing on digitization, cyber risk is here to stay.

INTERNAL CONTROLS AND ITS ADEQUACY

Across industries, internal process control and systems play a critical role in the health of a company. An effective system of internal controls forms a keystone necessary for building, maintaining and improving shareholders' value and helps to enhance the overall quality of the business and enterprise. Blue Dart remains committed to ensuring an effective internal control environment that assures the efficiency of operations and the security of assets. Blue Dart has a sound internal control system to ensure that all assets are protected against loss from any unauthorised use. All transactions are recorded and reported correctly. The company's internal control system is further supplemented by internal audits carried out by the internal audit team along with co-sourced audit firm. The Company has recently appointed M/s. Grant Thornton as the Company's co-sourced Internal Audit firm effective from April 1st, 2021. Well-established and robust internal audit processes, both at the business and corporate levels, continuously monitor the adequacy and effectiveness of the internal control environment across the company and the status of compliance with operating systems, internal policies and regulatory requirements.

Blue Dart has maintained adequate and effective internal financial controls based on internal control over financial reporting criteria established by the company. This takes into account 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 maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, safeguarding its assets, prevention and detection of frauds and errors, accuracy and comprehensiveness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

The Audit Committee of the Board works closely with both the Internal Auditors and Statutory Auditors ensuring that all their queries are addressed. The company also conducts Risk Assessment Workshops annually to define and identify what the company's most significant risks are and how those risks can be mitigated. The members of the Leadership team actively participate and deliberate in the risk workshops.

MANAGEMENT DISCUSSION AND ANALYSIS

SUSTAINABILITY

Blue Dart, with its legacy of over three decades of conscientious corporate citizenship, focuses on positive growth and development in the social, environmental and economic aspects of people's lives since its inception. The company believes that while continuing to generate wealth for its shareholders, it is not only important to create value for them, but also to share it equitably with them. Our Board of Directors, our Management and all of our employees subscribe to the philosophy of compassionate care.

Sustainability (or Corporate Responsibility) has been an integral part of our company as well as our parent company - Deutsche Post DHL's (DPDHL) strategy emphasizing the brand's commitment to being responsible and working with communities across the globe. Logistics plays a central role in the global economy and therefore the industry can play a crucial part in the way business is done while having a significant impact on the environment. Owing to this we, alongside the DPDHL Group, have embarked on a journey to achieve Zero Emissions by 2050 and be the industry benchmark for responsible business practices. As part of DPDHL Group, we are committed to contributing to our Group's mission of 50% carbon efficiency by the year 2025.

At Blue Dart, to further strengthen our Sustainability programmes, we integrated our initiatives under DPDHL's credo of **"Connecting People, Improving Lives"**. Blue Dart (along with the DPDHL Group) focuses its corporate responsibility under the three pillars of GoGreen to protect the environment, **GoHelp** through disaster management initiatives and GoTeach by championing educational programmes. We work closely with our project partners, stakeholders, beneficiaries and local communities to facilitate social, economic and environmental progress through effective management of human and natural capital. Our programmes are supported and complemented by regional community initiatives, which demonstrate the voluntary commitment, special abilities and enthusiasm of employees from across the Blue Dart family.

We conduct our business in accordance with the applicable laws, ethical principles, ecological standards, and international guidelines. Through ongoing dialogue with our stakeholders, we ensure that their expectations with regards to social and environmental issues are accounted for appropriately and that our business is aligned systematically with those interests.

We utilize our expertise to make our logistics greener and more sustainable while continuing to find ways to eradicate waste and retain more value in our products. Our initiatives to increase CO₂ efficiency and our environmentally friendly product range enable us to uphold our responsibility for the environment whilst strengthening our own market position. Blue Dart, along with DPDHL Group offers India's first end-to-end GoGreen Carbon Neutral Service (CNS)

across international and domestic markets. In the year under review, Blue Dart continued to offer the specialized Carbon Neutral Service, wherein customers were provided with an environmentally responsible shipping option to neutralize the carbon emissions produced by the transportation of their shipments. DPDHL Group had set a target of 30% carbon efficiency improvement over the base of 2008 by 2020 for all its Group companies. Blue Dart led the challenge by achieving an efficiency improvement of 31% in 2019-20.

Additionally, Blue Dart launched the **Blue Greens** programme which focuses on green initiatives for the company. Blue Dart partnered with Grow-Trees.com and planted 4,52,000 trees to date which will offset 9 million kg of its carbon footprint per year on maturity.

Under **GoTeach**, Blue Dart focussed on further strengthening its programmes **Blue Edge** and **Blue Teach**, designed to provide equal educational opportunities for the underprivileged and marginalized communities. **'Blue Edge: Empowering Lives'** is aimed at elevating and transforming the lives of young adults from difficult environments, who have not been able to complete their education. **Blue Teach** aims to reach out to beneficiaries, touching their lives right from their childhood. The programme is built to elevate the lives of children from different strata of society, making them independent and sustainable in their adulthood.

Under **GoHelp**, Blue Dart has designed two programmes - **Blue Homes** and **Blue Help**. **Blue Homes** provides shelter to orphans and children affected with critical illness in association with SOS Children's Villages of India and St. Jude India ChildCare Centres. In association with HelpAge India, UHRC, Vision Foundation of India and KEM hospital, **Blue Help** aims to impact the lives of disadvantaged senior citizens and provide health care for the underprivileged.

HUMAN RESOURCES

FY 2020-21 was a challenging year for the company. Maintaining business continuity in the changing business landscape with motivated employees became a Human Resources priority. Even in a volatile environment, Blue Dart continues to remain one of India's best places to work with an exceptionally talented workforce.

The company aligns itself with the DPDHL Group's Strategy 2025 - 'Delivering Excellence in a Digital World.' In line with the strategy, focusing on employee safety and development, we initiated and executed several strategies virtually.

EMPLOYEE MORALE, MOTIVATION & ENGAGEMENT

To keep our internal systems and processes consistently updated, we upgraded our Employee Satisfaction Survey (ESS) to the DPDHL Group's Employee Opinion Survey (EOS) which was

MANAGEMENT DISCUSSION AND ANALYSIS

executed virtually from start to finish. The year 2020-21 saw employee participation of 93% in the annual Employee Opinion Survey (EOS). 'Pride in working for Blue Dart' remains at an all-time high with a favourable score of 98%. The favorable score of employee engagement stands at 97% in 2020-21, which just goes to show that Blue Dart has delivered, once again, on its 'People First' philosophy. In Leadership, the score stands at 96% favourable.

Employee activities like festival celebrations, health-related talks, virtual activities among others helped in increasing employee bonding and engagement. The key talent retention in 2020-21 was 95.6%.

PERFORMANCE MANAGEMENT

The performance management system in Blue Dart is handled through the online HRIS platform, PRIDE. During the current year, the Global HR system, called Cross-Divisional Human Resources Information System (CHRIS) was rolled out for critical HR activities in a phased manner.

2020 onwards, the performance management process has been upgraded to accommodate the six **DPDHL Leadership attributes** instead of the earlier eight competencies. This is applicable for roles including managers and above. The six attributes are under the 'Head, Heart and Guts' leadership elements (Being results-oriented, Leveraging strengths, Providing purpose, Having & creating trust, Focusing on clear priorities, Being positive about challenges, uncertainty and change). The performance management upgrade will be standardized across levels at Blue Dart, in 2021.

As part of the Blue Dart Way, our People-First Philosophy guides us to, 'Drive a meritocratic and development-oriented people management culture within the organization. We firmly believe in appreciating individual efforts and contributions while also recognizing employees by rewarding them for their exceptional performances. This helps us encourage growth and development. To aid our employees in living up to their potential and leading with attributes that will make them Great People Managers in the future, various training programmes have been incorporated to strengthen the development culture.

EMPLOYEE DEVELOPMENT & SUPPORT

Our goals are best achieved when motivated and well-trained employees provide quality service that always fulfils our customers' expectations. Our Certified programmes are tailored for seamless and easy implementation. Common values of Passion, Can Do, Right 1st Time & As One and a clear focus on quality; are the foundational tools necessary for all Blue Darters to deliver customer-centricity par excellence. We have begun introducing the 'Certified Programmes' and will roll-out the programmes in a phased manner across the country. In 2020-21, the company, on

average, invested in 4460 man-days to provide employees with the relevant training and development programmes to help propel both, organisational as well as individual learning and growth.

- **Certified eCommerce Specialist (CeS):** This programme is aimed at strengthening the Blue Dart Way and communicating the same to each team member via the Certified eCommerce Specialist training programme. We have done the initial preparatory work and embarked on the CeS training journey to cover all our colleagues from FY 2020-21 onwards. This is a DPDHL Group led programme, providing the foundational information and knowledge about DHL and Blue Dart's eCommerce businesses. Facilitation skills and CES foundation lite (Virtual TTF training sessions) have begun from mid-March 2021 and will continue till mid-2021. The roll-out of the CES foundation for all the Blue Dart Express employees will start by the end of May'21 as soon as we complete TTF sessions.
- **Leadership attributes aligning with the Performance Management System:** Leadership attributes (LA) have become an integral part of performance management and appraisals from 2020. In 2020, all employees falling in the bracket of L10 and above had their appraisals conducted based on six leadership attributes. Employees have been made aware of the change through LA awareness roadshows, mail communications and virtual sessions. All employees will be assessed on leadership attributes from the year 2021 onwards.
- **Blue Connect (Internal M&E learning platform):** At the very beginning of 2020, we launched and updated our internal learning management system to an application called **Blue Connect**. **Blue Connect** is a uniform platform that acts as a one-stop solution to all the learning and communications related requirements. This helps us in showcasing training modules, conducting feedback/surveys and uploading e-learning interactive content. The platform not only helped in providing ease of access to data but also increased the traction towards L&D initiatives.
- **Gamification for frontline assessment:** We introduced the gamification platform for the first time at Blue Dart for functional & behavioral assessment and development of front-line employees. They were assessed on their operational knowledge and leadership attributes. We have rolled out many training sessions to address the developmental needs that came up as a result of this intervention.
- **Safety SOP trainings:** During the pandemic, we made it a point to strictly monitor and adhere to the safety guidelines in the operations that we conducted. We did not halt our operations during the pandemic, working round-the-clock to fulfil our role as the Trade Facilitator of the nation. Following the safety

MANAGEMENT DISCUSSION AND ANALYSIS

norms, we conducted the safety guidelines training programme extensively for all employees both, virtually and face to face wherever possible. We ensured the attendance and training details were reported to management.

- **Employee Assistance Programme (EAP):** We launched the Employee Assistance Programme (EAP) for employees. This programme aims at helping employees address personal and mental health matters in a safe space with help from professional experts and counsellors. The initiative is especially helpful for employees who have tested COVID-19 positive and who are in a different mental headspace during this time. .
- **Executive development review (EDR):** The new process of EDR has been shaped to fall in line with the DPDHL process which aims at continuous development, growth and succession planning. The EDR process is conducted for Business Critical Positions for validating their performance, potential and identification of strengths and developmental needs. We have covered key employees under this exercise. This process results in the formulation of the Individual Development Plan (IDP) for training needs and developmental inputs.

As part of this exercise, 29 managers were mentored to be better people managers through an external training platform, Great Manager Institute (GMI), under Great Place to Work Institute. This was done in order to provide our own Great People Managers with the tools to sharpen their skills further.

- **Compliance training:** Compliance strengthens a business license to operate and is the foundation of an entrepreneurial business practice that encourages compliance-driven behaviour. 1600 employees have undergone the Compliance training in 2020-21.
- **Building leadership pipeline:** We have incorporated the Management Trainee (MT) programme at Blue Dart since 2012. This enables us to take in fresh talent from management institutions and build a leadership pipeline. In 2020-21, we on-boarded 32 new management trainees across functions such as Operations, Sales, Marketing, Finance.

EMPLOYEE REWARD & RECOGNITION

In order to motivate employees and recognize their outstanding work, 1459 Blue Darters were awarded the on-the-spot Bravo Award by individual managers for excellent work and 6 received the prestigious Super Darter award for achievements beyond the call of duty. In 2020-21, 40 Employee of the Year awardees along with 30 nominees from across the country were felicitated by the Managing Director, 871 Blue Darters joined the True Blue Club on completion of 5 years of service.

OTHER PROGRAMMES

Upstairs

A GoTeach initiative by Blue Dart that promotes equal education opportunity and offers a Scholarship programme for the children of Blue Darters. Through the Upstairs programme, Blue Dart supports selected children with a scholarship for three years.

Subsidized Tuition Education Plan (STEP)

This developmental policy enables employees to acquire higher qualification skills to enhance career prospects/ personal development/ improve effectiveness on the current assignment. This is a developmental initiative by Blue Dart.

Blue Dart's Reimbursement of Accident Claims & Expenses (BRACE)

This is a wellness initiative that aims at providing timely relief including reimbursement of medical expenses.

Death Benevolent Fund (DBF)

This is an employee welfare initiative at Blue Dart where the immediate family of a deceased Blue Dart employee receives monetary help from employees, as payroll giving.

Appreciation Week

During the Appreciation Week celebration, employees express their gratitude by exchanging 'Thank You' mailers with each other. In 2020-21, the celebration was done virtually with many online activities. The theme was based on the 4 values of the DPDHL Group: Passion, Can Do, Right 1st Time and As One. A Thank You pop-up card was also sent to the employees at their homes for acknowledging their contribution to the Company, in the midst of the pandemic.

Diversity Interventions

During the Diversity Week celebration, virtual activities were conducted to uphold the culture of diversity at Blue Dart.

Some of the major interventions that we have undertaken for enhancing diversity within Blue Dart are as below:

- Each One Refer One: An Employee Referral policy communication has been sent out, focusing on rewarding referrals of women candidates for open positions at Blue Dart
- We also launched the all women service centre at Kharghar, Navi Mumbai branch of the West 1 region on International Women's Day . We have 16 female employees, ranging from the manager to security. This is the first of many more to come in

MANAGEMENT DISCUSSION AND ANALYSIS

the future. We conducted the Prevention of Sexual Harassment (POSH) training across functions for all the employees to apprise them about a safe work environment. This will be followed by a follow-up refresher course too. A short survey with some women employees, who were selected at random, was done to gain an insight into their knowledge on POSH and safety. This survey received tremendous positive feedback.

- We also published interviews of female employees on the Career page of our Blue Dart website to emphasize the importance of diversity and the role it plays within the Blue Dart culture. This is primarily aimed at prospective female talent looking to work at Blue Dart.
- We conducted the first-ever virtual women's day session for all our women employees across India. We invited Tulsi Mirchandaney, Managing Director, Blue Dart Aviation to address participants. We had also invited a lady Police Inspector to address the participants as well.
- For every open position, during the recruitment stage, we emphasize looking for female candidates first. We have also included hiring female candidates as an HR MBO that is monitored regularly.

- We have constituted a cross-functional team of regional diversity champions across India, including female and male colleagues, who drive diversity initiatives with HR support.
- We have also been working on enhancing the washroom facilities for women at all Blue Dart facilities. This is to give women a better working environment at Blue Dart.

CAUTIONARY STATEMENT

The statement forming part of this Report may contain certain forward-looking remarks with the meaning of applicable Securities Law and Regulations. Many factors could cause the actual results, performances, or achievements of the company to be materially different from any future results, performances, or achievements. Significant factors that could make a difference to the Company's operations include domestic and international economic conditions, changes in government regulations, tax regime and other statutes.



CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION



To the Board of Directors,

BLUE DART EXPRESS LIMITED

We, Balfour Manuel, Managing Director and Aneel Gambhir, Chief Financial Officer of Blue Dart Express Limited, to the best of our knowledge and belief certify that:

- A. We have reviewed financial statements and the cash flow statement of Blue Dart Express Limited for the year ended March 31, 2021 and that to the best of our knowledge and belief, we state that:
- (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. We also state that to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and they have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- D. We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and the Audit Committee:
- i. significant changes in internal control over financial reporting during the year;
 - ii. significant changes, if any, in the accounting policies during the year and that the same have been disclosed in the notes to the financial statements and
 - iii. instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having significant role in the Company's internal control system over financial reporting.

Balfour Manuel
Managing Director

Aneel Gambhir
Chief Financial Officer

Place : Mumbai
Date : May 05, 2021

DECLARATION REGARDING CODE OF CONDUCT

I hereby declare that all the Directors and Senior Management of the Company have confirmed compliance with the Code of Conduct for the current year, as adopted by the Company.

Balfour Manuel
Managing Director

Place: Mumbai
Date : May 05, 2021

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BLUE DART EXPRESS LIMITED

Report on the Audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of Blue Dart Express Limited ("the Company") which comprise the Balance Sheet as at March 31 2021, the Statement of Profit and Loss including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended and notes to the standalone Ind AS financial statements including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its profits including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the standalone Ind AS 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 financial statements under the provisions of the Act 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 audit opinion on the standalone Ind AS financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements for the financial year ended March 31, 2021. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole and in forming our opinion thereon and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matter described below to be the key audit matter to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone Ind AS financial statements section of our report, including in relation to this matter. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying standalone Ind AS financial statements.

| Key audit matter | How our audit addressed the key audit matter |
|---|--|
| Revenue recognition | |
| <p>The Company enters into contracts with customers for the provision of services. Revenue from these contracts is recognized in accordance with the requirements of Ind AS 115, Revenue from Contracts with Customers (as described in notes 3 (e) of the stand-alone Ind AS financial statements).</p> <p>As at the year end, for all incomplete contracts, revenue is recognized for the completed performance obligation which are part of incomplete contract based on the stage of completion and transaction price allocated to the specific completed performance obligation.</p> <p>The process of identifying the stage of completion and allocation of transaction price to the specific performance obligation as at the balance sheet date is complex and dependent on management's estimates and relevant internal controls including IT controls in certain operational systems.</p> | <p>Our audit procedures included assessing the Company's revenue recognition accounting policies in accordance with Ind AS 115, Revenue from Contracts with Customers.</p> <p>We understood management's internal controls over the revenue process and evaluated whether these have been designed in line with the Company's accounting policies. We tested relevant internal controls, including IT controls over revenue process. We assessed the management's evaluation process to recognize revenue over a period of time, ascertain stage of completion and allocation of transaction price to the specific performance obligation.</p> <p>We performed test of details for the selected sample of revenue transactions during the year and traced these to underlying supporting documentation / evidence.</p> |

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BLUE DART EXPRESS LIMITED

| Key audit matters | How our audit addressed the key audit matter |
|--|---|
| Revenue recognition | |
| Considering complexity and volume, there is a risk that revenue recognized for completed performance obligations which are part of incomplete contracts as at the balance sheet date may not be appropriate. | We selected samples of revenue transactions wherein revenue was recognized for the completed performance obligation which were part of incomplete contracts as at the year end. For the transactions selected we compared the underlying documents including proof of service delivery for services completed subsequent to the year end and tested the working for allocation of transaction price to the specific completed performance obligation. |

Information Other than the Financial Statements and Auditor's Report Thereon

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

Our opinion on the standalone Ind AS 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 standalone Ind AS financial statements, our responsibility is to read the other information and in doing so, consider whether such 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 for the standalone Ind AS financial statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity 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 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS 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 Ind AS financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Management either intends to liquidate the Company or to cease operations or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the audit of the Standalone Ind AS financial statements

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS 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 Ind AS 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 standalone Ind AS 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.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BLUE DART EXPRESS LIMITED

- 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 Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements 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 financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures and whether the standalone Ind AS 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 Ind AS financial statements for the financial year ended March 31, 2021 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

1. 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 Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
 - (g) In our opinion, the managerial remuneration for the year ended March 31, 2021 has been paid / provided by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to the Act;

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BLUE DART EXPRESS LIMITED

- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements. Refer Note 40 to the standalone Ind AS financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Sunil Gaggar
Partner
Membership Number: 104315
UDIN : 21104315AAAAAY2700

Place: Bengaluru
Date: May 05, 2021

ANNEXURE 1 TO INDEPENDENT AUDITOR'S REPORT

Annexure 1 referred to in paragraph 1 under Report on Other Legal and Regulatory Requirements of our audit report of even date:

Re: Blue Dart Express Limited (the "Company")

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) All fixed assets have not been physically verified by the Management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given by the Management and audit procedures performed by us, the title deeds of immovable properties included in property, plant and equipment are held in the name of the Company.
- ii. The Management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.
- iii. (a) The Company has granted unsecured loans to one company covered in the register maintained under Section 189 of the Companies Act, 2013 ("the Act"). In our opinion and according to the information and explanations given to us, the terms and conditions of the grant of such loans are not prejudicial to the Company's interest.
- (b) In respect of aforesaid loans, the schedule of repayment of principal and payment of interest has been stipulated. The company to whom loans are given is repaying the principal amount as stipulated and is also regular in payment of interest.
- (c) In respect of aforesaid loans, there are no amounts of loans which are overdue for more than ninety days.
- iv. In our opinion and according to the information and explanations given to us, the provisions of Sections 185 and 186 of the Act in respect of loans and advances given, investments made and guarantees and securities given to the entities in which the directors are interested have been complied with by the Company.
- v. The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014, as amended. Accordingly, the provisions of clause 3(v) of the Order are not applicable and hence not commented upon.
- vi. To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Act, for the products / services of the Company.
- vii. (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, duty of custom, goods and service tax, cess and other statutory

dues applicable to it. The provisions of sales-tax, value added tax and duty of excise are not applicable to the Company.

- (b) According to the information and explanations given to us and audit procedures performed by us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, duty of custom, goods and service tax, cess and other statutory dues were outstanding at the year-end for a period of more than six months from the date they became payable. The provisions of sales-tax, value added tax and duty of excise are not applicable to the Company.
- (c) According to the records of the Company, the unpaid disputed dues on account of value added tax and cess are as follows. There are no disputed dues in respect of income-tax, sales-tax and duty of custom.

| Name of the statute | Nature of dues | Amount (in ₹ Lakhs) | Period to which the amount relates | Forum where the dispute is pending |
|--|---------------------------|---------------------|------------------------------------|---|
| Kerala Value Added Tax Act, 2003 | Tax, Interest and Penalty | 2,121 | Financial Years 2011-12 to 2013-14 | The Hon'ble High Court of Kerala |
| Madhya Pradesh Value Added Tax Act, 2002 | Tax, Interest and Penalty | 36 | Financial Year 2015-16 | M.P. Commercial Tax Appellate Board, Bhopal |
| Uttar Pradesh Value Added Tax Act, 2008 | Penalty | 22 | Financial Year 2015-16 | Appellate Board, Ghaziabad |

- viii. In our opinion and according to the information and explanations given by the Management, the Company has not defaulted in repayment of loans or borrowing to bank. The Company did not have any outstanding loans or borrowing dues in respect of a financial institution or government or dues to debenture holders during the year.
- ix. According to the information and explanations given by the Management and audit procedures performed by us, the Company has not raised any money way of initial public offer / further public offer / debt instruments and term loans during the year under review. Hence, reporting under clause 3 (ix) of the Order is not applicable to the Company and hence not commented upon.
- x. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the Management, we report that no fraud by the Company or no

ANNEXURE 1 TO INDEPENDENT AUDITOR'S REPORT

Annexure 1 referred to in paragraph 1 under Report on Other Legal and Regulatory Requirements of our audit report of even date:
Re: Blue Dart Express Limited (the "Company")

- material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
- xiv. According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) of the Order are not applicable to the Company and hence not commented upon.
- xv. According to the information and explanations given by the Management and audit procedures performed by us, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in Section 192 of the Act.
- xvi. According to the information and explanations given to us, the provisions of Section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.
- xi. According to the information and explanations given by the Management and audit procedures performed by us, the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- xii. In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company and hence not commented upon.
- xiii. According to the information and explanations given by the Management and audit procedures performed by us, transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

Place: Bengaluru
Date: May 05, 2021

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Sunil Gaggar
Partner
Membership Number: 104315
UDIN : 21104315AAAAAY2700

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE IND AS FINANCIAL STATEMENTS OF BLUE DART EXPRESS LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to Stand alone Ind AS Financial Statements of Blue Dart Express Limited (the "Company") as of March 31, 2021 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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 Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("Guidance Note") and the Standards on Auditing as specified under Section 143(10) of the Act, 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 with reference to these standalone financial statements 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 with reference to these standalone Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls with reference to these financial statements included obtaining an understanding of internal financial controls with reference to these standalone financial statements, assessing the risk that a material weakness exists and

testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to these standalone Ind AS financial statements.

Meaning of Internal Financial Controls with Reference to these Financial Statements

A Company's internal financial control with reference to these standalone Ind AS financial statements 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 with reference to these standalone financial statements 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 with Reference to these Standalone Ind AS Financial Statements

Because of the inherent limitations of internal financial controls with reference to these standalone financial statements, 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 with reference to these standalone financial statements to future periods are subject to the risk that the internal financial with reference to these standalone financial statements may become inadequate because of changes in conditions or that the degree of compliance with the policies or procedures may deteriorate.

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE IND AS FINANCIAL STATEMENTS OF BLUE DART EXPRESS LIMITED

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to these standalone Ind AS financial statements and such internal financial controls with reference

to these standalone financial statements were operating effectively as at March 31, 2021 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 issued by the Institute of Chartered Accountants of India.

Place: Bengaluru
Date: May 05, 2021

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Sunil Gaggar
Partner
Membership Number: 104315
UDIN : 21104315AAAAAY2700

STANDALONE BALANCE SHEET AS AT MARCH 31, 2021

| | Note | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|--------|---------------------------------------|---------------------------------------|
| ASSETS | | | |
| NON-CURRENT ASSETS | | | |
| Property, Plant and Equipment | 4 | 15,220 | 19,060 |
| Capital work-in-progress | 4 | 53 | 221 |
| Right of use assets | 4 | 27,477 | 28,389 |
| Other Intangible Assets | 4 (a) | 6,745 | 8,706 |
| Intangible Assets under development | 4 (a) | 274 | 207 |
| | | 49,769 | 56,583 |
| Financial Assets | | | |
| Investments | 5 | 14,406 | 14,406 |
| Other Financial Assets | 6 | 6,732 | 7,238 |
| Deferred Tax Assets (Net) | 7 | 2,836 | 2,691 |
| Non-Current Tax Assets (Net) | 8 | 7,020 | 7,855 |
| Other Non-Current Assets | 9 | 613 | 275 |
| | | 31,607 | 32,465 |
| CURRENT ASSETS | | | |
| Inventories | 9A | 582 | 373 |
| Financial Assets | | | |
| Investments | 10 | 15,007 | - |
| Trade Receivables | 11 | 51,491 | 52,453 |
| Cash and Cash equivalents | 12 | 8,072 | 9,604 |
| Bank balances other than above | 13 | 22,701 | 249 |
| Loans | 14 | 3 | 79 |
| Other Financial Assets | 15 | 2,530 | 1,249 |
| Other Current Assets | 16 | 1,900 | 3,069 |
| | | 102,286 | 67,076 |
| TOTAL | | 183,662 | 156,124 |
| EQUITY AND LIABILITIES | | | |
| EQUITY | | | |
| Equity Share Capital | 17 | 2,376 | 2,376 |
| Other Equity | 18 | 65,542 | 55,974 |
| | | 67,918 | 58,350 |
| LIABILITIES | | | |
| NON-CURRENT LIABILITIES | | | |
| Financial Liabilities | | | |
| Borrowings | 19 (a) | 2,250 | 5,250 |
| Lease Liability | 19 (b) | 18,928 | 19,933 |
| Employee Benefit Obligations | 20 (a) | 790 | 1,129 |
| | | 21,968 | 26,312 |
| CURRENT LIABILITIES | | | |
| Financial Liabilities | | | |
| Lease Liability | 21 | 9,947 | 8,876 |
| Trade Payables | 22 | | |
| Total outstanding dues to micro and small enterprises | | 1,098 | 500 |
| Total outstanding dues to creditors other than micro and small enterprises | | 50,209 | 38,609 |
| Other Financial Liabilities | 23 | 20,037 | 11,720 |
| Other Current Liabilities | 24 | 1,168 | 1,054 |
| Employee Benefit Obligations | 20 (b) | 11,317 | 10,703 |
| | | 93,776 | 71,462 |
| TOTAL | | 183,662 | 156,124 |

The above Standalone Balance Sheet should be read in conjunction with the accompanying notes.

As per our report of even date

For S.R. Batliboi & Associates LLP
ICAI Firm Registration No.101049W/E300004
Chartered Accountants

per Sunil Gaggar
Partner
Membership Number 104315

Place: Bengaluru
Date: May 05, 2021

For and on behalf of the Board of Directors

Sharad Upasani Balfour Manuel
Chairman Managing Director
DIN:01739334 DIN:08416666

Aneel Gambhir Tushar Gunderia
Chief Financial Officer Head (Legal & Compliance) &
Company Secretary

Place: Mumbai
Date: May 05, 2021

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021

| | Note | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|---|--------|--|--|
| INCOME | | | |
| Revenue from Operations | 25 | 327,970 | 316,639 |
| Other Income | 26 | 1,266 | 1,401 |
| Total Income | | 329,236 | 318,040 |
| EXPENSES | | | |
| Freight, Handling and Servicing Costs | 27 | 209,115 | 216,106 |
| Employee Benefits Expenses | 28 | 56,683 | 57,400 |
| Finance Costs | 29 | 3,172 | 3,214 |
| Depreciation and Amortisation Expense | 30 | 20,067 | 15,280 |
| Other Expenses | 31 | 24,509 | 24,349 |
| Total Expenses | | 313,546 | 316,349 |
| PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX | | | |
| Exceptional Items | 31 (a) | 15,690 | 1,691 |
| PROFIT / (LOSS) BEFORE TAX | | 13,105 | (4,720) |
| Income Tax Expense | 36 | | |
| Current Tax | | 3,598 | - |
| Deferred Tax (Credit) | | (124) | (891) |
| Total Tax Expense | | 3,474 | (891) |
| PROFIT / (LOSS) FOR THE YEAR | | 9,631 | (3,829) |
| OTHER COMPREHENSIVE INCOME | | | |
| Items that will not be reclassified to Statement of Profit and Loss in subsequent years | | | |
| Actuarial loss arising from remeasurements of post employment benefit obligation | | 84 | 964 |
| Income tax relating to this item | | (21) | (242) |
| Total comprehensive income / (loss) for the year | | 9,568 | (4,551) |
| Earnings Per Equity Share [Nominal value of share ₹ 10 each] | | | |
| Basic and Diluted (in ₹) | 32 | 40.59 | (16.14) |

The above Standalone Statement of Profit and Loss should be read in conjunction with the accompanying notes.

As per our report of even date

For S.R. Batliboi & Associates LLP
ICAI Firm Registration No.101049W/E300004
Chartered Accountants

per Sunil Gaggar
Partner
Membership Number 104315

Place: Bengaluru
Date: May 05, 2021

For and on behalf of the Board of Directors

Sharad Upasani
Chairman
DIN:01739334

Balfour Manuel
Managing Director
DIN:08416666

Aneel Gambhir
Chief Financial Officer

Tushar Gunderia
Head (Legal & Compliance) &
Company Secretary

Place: Mumbai
Date: May 05, 2021

STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2021

| | Note | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|--|---------------|--|--|
| A. Cash flows from Operating activities: | | | |
| Profit/(Loss) before Tax | | 13,105 | (4,720) |
| Adjustments for: | | | |
| Depreciation and Amortisation Expense of Property, plant and equipment and right of use assets | 30 and 31 (a) | 20,067 | 16,779 |
| Finance Costs | 29 | 3,172 | 3,214 |
| Interest income | 26 | (294) | (194) |
| Gain on sale of Mutual Funds /Dividend on Mutual Funds | 26 | (410) | (305) |
| Unwinding interest on Payload Deposit and Lease Deposit | 26 | (446) | (662) |
| Loss on sale/scrapping of Property, Plant and Equipments (Net) | 31 | - | 20 |
| Bad debts written off (Net) | 31 | 269 | (26) |
| Operating profit before working capital changes | | 35,463 | 14,106 |
| Adjustments for changes in working capital: | | | |
| (Increase) / Decrease in Inventories | | (209) | 216 |
| Decrease/ (Increase) in Trade Receivables | | 692 | (3,526) |
| Decrease / (Increase) in Other Non Current Financial Assets | | 797 | (60) |
| (Increase) in Other Non Current Assets | | (228) | (59) |
| (Increase) / Decrease in Other Current Financial Assets | | (1,232) | 870 |
| Decrease / (Increase) in Other Current Assets | | 1,169 | (1,223) |
| Decrease in Current Loans | | 77 | 14 |
| Increase in Trade Payables | | 12,198 | 1,160 |
| (Decrease) / Increase in Other Current Financial Liabilities | | (1,384) | 1,037 |
| Increase in Other Current Liabilities | | 114 | 231 |
| Increase in Current Employee Benefits Obligations | | 530 | 1,917 |
| (Decrease) / Increase in Non-Current Employee Benefits Obligations | | (339) | 189 |
| Cash generated from Operations | | 47,648 | 14,872 |
| Taxes paid (net of refunds) | 8 | (2,763) | (5,506) |
| Net cash from Operating activities | | 44,885 | 9,366 |
| B. Cash flows from Investing activities: | | | |
| Payments for Property, Plant and Equipments and other Intangible assets (including movement in capital work-in-progress and Intangible assets under development) | | (2,596) | (5,589) |
| Proceeds from sale of Property, Plant and Equipments | | 12 | 13 |
| Interest received | | 245 | 198 |
| Sale of Mutual Funds /Dividend on Mutual Funds | 26 | 410 | 305 |
| Investments in mutual funds | | (205,607) | (287,353) |
| Redemptions of mutual funds | | 190,600 | 287,353 |
| Loans repaid by Blue Dart Aviation Limited | 14 | - | 1,092 |
| Investment in Bank fixed deposits (net) | 6 and 13 | (22,500) | 35 |
| Net cash (used in) Investing activities | | (39,436) | (3,946) |

STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2021

| | Note | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|--|------|--|--|
| C. Cash flows used in Financing activities: | | | |
| Term Loan taken | 19 | 10,000 | - |
| Repayment of Term Loan | 19 | (3,250) | - |
| Redemption of Debentures | 21 | - | (7,118) |
| Payment of principal portion of Lease liabilities | 33 | (10,559) | (8,339) |
| Payment of interest on Lease liabilities | 29 | (2,346) | (2,163) |
| Interest paid | 29 | (826) | (1,051) |
| Dividend paid | 18 | - | (2,966) |
| Dividend distribution tax paid | 18 | - | (610) |
| Net cash (used in) Financing activities | | (6,981) | (22,247) |
| Net (decrease) in Cash and Cash Equivalents | | (1,532) | (16,827) |
| Cash and cash equivalents at the beginning of the year | | 9,604 | 26,431 |
| Cash and cash equivalents at the end of the year | | 8,072 | 9,604 |
| Note : There are no changes in liabilities arising from financing activities, due to non-cash changes. | | | |
| Reconciliation of cash and cash equivalents as per the cash flow statements | | | |
| Cash and Cash Equivalents: | 12 | | |
| Cheques and Drafts on hand | | 526 | 153 |
| Balances with banks: | | | |
| In current accounts* | | 6,463 | 8,667 |
| Deposits with maturity period less than 3 months | | 35 | 35 |
| Cash on hand* | | 1,048 | 749 |
| | | 8,072 | 9,604 |
| | | 4,188 | 6,021 |

*Cash and Bank balances in current account include collections on "Cash on Delivery" shipments held on behalf of customers.

The above Statement of Cash flows should be read in conjunction with the accompanying notes.

As per our report of even date

For S.R. Batliboi & Associates LLP
ICAI Firm Registration No.101049W/E300004
Chartered Accountants

per Sunil Gaggar
Partner
Membership Number 104315

Place: Bengaluru
Date: May 05, 2021

For and on behalf of the Board of Directors

Sharad Upasani Balfour Manuel
Chairman Managing Director
DIN:01739334 DIN:08416666

Aneel Gambhir Tushar Gunderia
Chief Financial Officer Head (Legal & Compliance) &
Company Secretary

Place: Mumbai
Date: May 05, 2021

**STANDALONE STATEMENT OF CHANGES IN EQUITY (SOCIE)
FOR THE YEAR ENDED MARCH 31, 2021**

A. Equity Share Capital in ₹ Lakhs

| | |
|-------------------------------------|-------|
| Balance as at March 31, 2019 | 2,376 |
| Changes in equity share capital | - |
| Balance as at March 31, 2020 | 2,376 |
| Changes in equity share capital | - |
| Balance as at March 31, 2021 | 2,376 |

B. Other Equity (Refer Note 18) in ₹ Lakhs

| | Reserves and Surplus | | | | Total |
|--|----------------------|-----------------|------------------------------|-------------------|--------|
| | Securities Premium | General Reserve | Debenture Redemption Reserve | Retained Earnings | |
| Balance as at March 31, 2020 | 3,475 | 6,193 | - | 46,306 | 55,974 |
| Profit for the year | - | - | - | 9,631 | 9,631 |
| Other comprehensive income | - | - | - | (63) | (63) |
| Total comprehensive income for the year | - | - | - | 9,568 | 9,568 |
| Transfer (to)/from other reserves (Net) | - | - | - | - | - |
| Transactions with owners in their capacity as owners: | | | | | |
| Dividend paid during the year ended March 31, 2021 of ₹ Nil (March 31, 2020 - ₹12.50) per fully paid share | - | - | - | - | - |
| Dividend distribution tax (DDT) | - | - | - | - | - |
| Balance as at March 31, 2021 | 3,475 | 6,193 | - | 55,874 | 65,542 |

in ₹ Lakhs

| | Reserves and Surplus | | | | Total |
|---|----------------------|-----------------|------------------------------|-------------------|---------|
| | Securities Premium | General Reserve | Debenture Redemption Reserve | Retained Earnings | |
| Balance as at March 31, 2019 | 3,475 | 6,193 | 1,572 | 52,861 | 64,101 |
| Loss for the year | - | - | - | (3,829) | (3,829) |
| Other comprehensive income | - | - | - | (722) | (722) |
| Total comprehensive loss for the year | - | - | - | (4,551) | (4,551) |
| Transfer (to)/from other reserves (Net) | - | - | (1,572) | 1,572 | - |
| Transition impact (Ind AS 115) | - | - | - | - | - |
| Transactions with owners in their capacity as owners: | | | | | |
| Dividend paid during the year ended March 31, 2020 of ₹12.50 (March 31, 2019-₹12.50) per fully paid share | - | - | - | (2,966) | (2,966) |
| Dividend distribution tax (DDT) | - | - | - | (610) | (610) |
| Balance as at March 31, 2020 | 3,475 | 6,193 | - | 46,306 | 55,974 |

The above Standalone Statement of Changes in Equity should be read in conjunction with the accompanying notes.

As per our report of even date

For S.R. Batliboi & Associates LLP
ICAI Firm Registration No.101049W/E300004
Chartered Accountants

per Sunil Gaggar
Partner
Membership Number 104315

Place: Bengaluru
Date: May 05, 2021

For and on behalf of the Board of Directors

Sharad Upasani
Chairman
DIN:01739334

Balfour Manuel
Managing Director
DIN:08416666

Aneel Gambhir
Chief Financial Officer

Tushar Gunderia
Head (Legal & Compliance) &
Company Secretary

Place: Mumbai
Date: May 05, 2021

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

1 General Information

Blue Dart Express Limited ('the Company') is engaged in the business of integrated air and ground transportation and distribution of time sensitive packages to various destinations, primarily within India. The Company is a public limited company incorporated in India having its registered office at Blue Dart Centre, Sahar Airport Road, Andheri East, Mumbai. The Company has its equity shares listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE).

The standalone financial statements were authorised for issue in accordance with a resolution of the directors on May 05, 2021.

2 Basis of preparation of financial statements

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (amended) under the provisions of the Companies Act, 2013 (the 'Act'). The financial statements have been prepared under the historical cost basis except for certain financial assets and liabilities measured at fair value and Defined benefit plans - plan assets measured at fair value (Refer note 28).

The financial statements are presented in Indian Rupees ('INR') in lakhs, which is also the Company's functional currency. The financial statements are prepared on a going concern basis.

Current versus non-current classification

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

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- 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:

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

The Company classifies all other liabilities as non-current.

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

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

Use of estimates and judgements

The preparation of the financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The areas involving critical estimates and judgements are:

- Estimation of useful life of property, plant and equipment and intangibles assets (Refer note 3(a))
- Estimation of defined benefit obligation (Refer note 28)
- Estimation of current tax expense and receivable/payable (Refer note 8 and 36)
- Estimation of contingent liabilities (Refer note 40)
- Estimation of deferred costs (Refer note 16)
- Estimation of revenue recognised (Refer note 25)
- Estimation of lease term of contracts (Refer note 33)

3 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

a. Property, plant and equipment

Free hold land is carried at historical cost, net of accumulated impairment losses, if any. All other items of Property, Plant and Equipment are at historical cost, net of accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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.

Capital work-in-progress represents Property, plant and equipment that are not yet ready for their intended use as at the balance sheet date.

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Intangible Assets:

Intangible assets are stated at cost less any accumulated amortisation and accumulated impairment losses, if any. The Company capitalises identifiable costs relating to development of internally generated software and these are stated net of accumulated amortization.

Intangible assets under development comprise costs relating to development of software that are not yet ready for their intended use as at the balance sheet date.

Depreciation

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

| | |
|--------------------------------|-------------------------------|
| a. Leasehold improvements | Over the period of lease term |
| b. Office Equipments | 10 years |
| c. Electrical Equipment | 6 to 10 years |
| d. Computers | 3 to 6 years |
| e. Furniture Fixtures | 10 years |
| f. Vehicles | 8 years |
| g. Material Handling Equipment | 15 years |
| h. Machinery and Equipment | 2 to 6 years |
| i. Buildings | 60 years |

The Company, based on technical assessment made by technical expert and management estimate, depreciates computers over estimated useful lives of 3 to 6 years which are different from the useful life prescribed in Schedule II to the Act. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Depreciation for assets purchased/sold during a year is proportionately charged.

Amortisation

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses, if any. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense

is recognised in the profit and loss unless such expenditure forms part of carrying value of another asset.

Computer softwares, amortised under straight line method over the estimated useful life of 6 to 10 years. Internally generated software is amortised using the straight-line method over a period of 10 years, based upon its estimated useful economic life.

b. Impairment of Non Financial Assets

The Company assesses at each reporting date whether there is any indication that an asset (tangible or intangible) may be impaired. If any indication exists, 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) net selling price and its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered to be impaired and is written down to its recoverable amount. Impairment losses are recognised in the Statement of Profit and Loss. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased then such reversal is recorded in the Statement of Profit and Loss.

c. Investments in Subsidiaries

The Company has accounted for its investments in subsidiaries at cost. (Refer note 5)

d. Inventories

Inventories are stated at lower of cost and net realisable value.

Inventories primarily consist of packing and stationery consumables which are valued at cost (arrived at using First-in First-out basis).

e. Revenue Recognition

Service Charges:

Company's normal business operations consist of the business of integrated air and ground transportation and distribution of time sensitive packages to various destinations, primarily in India. All income relating to normal business operations is recognised as revenue in the Statement of profit and loss. All other income is reported as other operating income.

Revenue has been recognised when control over the services transfers to the customer i.e., when the customer has the ability to control the use of the transferred services provided and generally derive their remaining benefits. The requirement is that a contract with enforceable rights and obligations exists and, amongst other things, the receipt of consideration is likely, taking into account the customer's credit quality. The revenue corresponds to the transaction price to which the Company is expected to be entitled. Variable consideration is included in the transaction price when it is highly probable that a

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

significant reversal in the amount of revenue recognised will not occur and as soon as the uncertainty associated with the variable consideration no longer exists. The Company does not expect to have contracts where the period between the transfer of the promised services to the customer and payment by the customer exceeds one year. Accordingly, the promised consideration is not adjusted for the time value of money. For each performance obligation under contracts entered for logistic services, revenue is recognised over a certain period of time as determined by the Company.

Other Income:

- Interest Income (including Unwinding interest on Payload Deposit and Lease Deposit):

Interest income is recognised using the effective interest rate(EIR) method. EIR 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. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

- Dividend Income:

Dividend income is recognised when the right to receive the dividend is established.

f. Foreign Currency Transactions

Functional and Presentation currency

Items included in the financial statements of the Company 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 the Company's functional and presentation currency.

Transactions and balances

Foreign currency transactions are translated into functional currency using the exchange rates at the date of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in the Statement of Profit and Loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, within finance cost. All other foreign exchange gains and losses are presented in the Statement of Profit and Loss on a net basis within other gains/(losses).

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

g. Employee Benefits

(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Compensated absences:

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the Balance Sheet date are treated as short term employee benefits. The liability in respect of compensated absences of short term nature is determined based on actuarial valuation and is provided on an estimated basis.

(ii) Other long-term employee benefit obligations

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of Balance Sheet date are treated as other long term employee benefits for measurement purposes. The Company's liability is actuarially determined (using the Projected Unit Credit Method) at the end of each year. Remeasurements, comprising of Actuarial losses/ gains are recognised in the Statement of Profit and Loss in the year in which they arise.

The Company presents the leave as a short term employee benefit obligation in the balance sheet to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

(iii) Post-employment obligations

The Company operates the following post-employment schemes:

- (a) Defined benefit plans such as gratuity
- (b) Defined contribution plans such as provident fund, super annuation fund, employee's state insurance funds and employee's pension scheme.

Defined Benefit Plans:

Gratuity:

The Company provides for gratuity, a defined benefit plan (the 'Gratuity Plan') covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Re-measurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in other comprehensive income (OCI).

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

Defined Contribution Plans:

Contribution towards Provident Fund for all employees are made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

Superannuation is classified as a defined contribution scheme of the Company. Contribution due towards Superannuation Fund for eligible employees is made to an insurance company, and the Company has no further obligation beyond making this payment.

The Company also contributes to State plans, namely Employee's State Insurance Fund and Employee's Pension Scheme 1995, and has no further obligation beyond making its contribution.

Company's contributions to the above funds are charged to the Statement of Profit and Loss for the year for which the contributions are due for payment.

(iv) Bonus plans

The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

h. Leases

The Company assesses at contract inception whether a contract is or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any initial lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

- Building: 1 to 10 years
- Motor Vehicles and other equipments: 1 to 5 years

The right-of-use assets are also subject to impairment assessment. Refer to the accounting policies in section 3(b) Impairment of non-financial assets.

Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable.

In calculating the present value of lease payments, the Company calculates its incremental borrowing rate by using the Government's Zero coupon yield rates adjusted for the financial spreads for AA rated bonds at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term.

Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of buildings, equipments (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of equipments that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a systematic basis, which reflects the pattern of lessee's benefit, i.e., on an as and when basis.

i. Income Taxes

Income tax expense comprises current and deferred tax. It is recognised in the Statement of Profit and Loss except to the extent that it relates to items recognised directly in equity or in other comprehensive income(OCI).

Current tax

Tax expense for the year, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the year. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the provision of The Income Tax Act, 1961.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts and it is intended to realise the asset and set off the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets or liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are subsequently reversed when it becomes probable that such assets will be realised.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised 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.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax assets and liabilities are offset only if:

- a) the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
- b) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

j. Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid as per contractual terms. Trade and other payables are presented as current financial liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

k. Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of a past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated.

Provisions are measured at present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value pre-tax rate that reflect current market assessment of the time value of money and the risk specific to the liability.

l. Contingent Liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

resources will be required to settle or a reliable estimate of the amount cannot be made.

m. Cash and Cash Equivalents

In the cash flow statement, cash and cash equivalents include cash in hand, cash at banks, cheques in hand, demand deposits with banks and other short-term highly liquid investments with original maturities upto three months adjusted for bank overdrafts, if any. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

n. Trade receivables

Trade receivables are recognised initially at fair value, less provision for impairment.

o. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

A. Financial assets

(i) Classification

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

(ii) Initial recognition and Measurement

All financial assets are recognised initially at fair value including, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

The Company has accounted for its investment in subsidiaries at cost.

(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 to cash flows on specified dates 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 and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss.

Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

(iv) Derecognition

A financial asset is derecognised only when

- (i) The Company has transferred the rights to receive cash flows from the financial asset or
- (ii) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(v) Impairment of financial assets

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments and are measured at amortised cost e.g., loans, debt securities, deposits and bank balance
- b) Trade receivables

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

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

- i) Trade receivables which do not contain a significant financing component
- ii) All lease receivables resulting from transactions

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

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.

B. Financial liabilities

(i) Classification

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through Statement of Profit and Loss. Such liabilities, including derivatives that are liabilities, are subsequently measured at fair value.

(ii) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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.

(iii) Financial liabilities at fair value through Statement of Profit and 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. This

category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind-AS 109 are satisfied. For liabilities designated as fair value through Statement of Profit and Loss (FVTPL), fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/losses are not subsequently transferred to Statement of Profit and Loss. 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 fair value through Statement of 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 Statement of Profit and Loss when the liabilities are derecognized.

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) 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.

(vi) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

settle on a net basis, to realise the assets and settle the liabilities simultaneously.

p. Fair value measurement

'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 in the principal or, in its absence, the most advantageous market to which the Company has access at that date. The fair value of a liability reflects its non-performance risk.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised 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:

- ▶ Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- ▶ Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- ▶ 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 categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

q. Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the net profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year, if any and excluding treasury shares (Refer note 32).

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares. (Refer note 32).

r. Segment Information

The Company has only one operating segment, which is 'integrated air and ground transportation and distribution'. All assets of the Company are domiciled in India and the Company earns its entire revenue from its operations in India. There is no single customer which contributes more than 10% of the Company's total revenues.

s. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest Lakhs as per the requirement of Schedule III of the Act.

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

4. PROPERTY, PLANT AND EQUIPMENT

in ₹ Lakhs

| Description of Assets | GROSS BLOCK (At Cost) | | | | DEPRECIATION | | | | NET BLOCK |
|------------------------------------|-------------------------------------|---------------|-------------------------|--------------------------------------|--------------------|---------------|----------------------------|---------------------|--------------------------------------|
| | Opening Balance as at April 1, 2020 | Additions | Deductions/ Adjustments | Closing Balance as at March 31, 2021 | Upto April 1, 2020 | For the Year | On Deductions/ Adjustments | Upto March 31, 2021 | Closing Balance as at March 31, 2021 |
| Tangible Assets: | | | | | | | | | |
| Land - Freehold | 3,963 | - | - | 3,963 | - | - | - | - | 3,963 |
| Lease hold improvements | 500 | - | - | 500 | 378 | 76 | - | 454 | 46 |
| Buildings | 1,208 | 1 | - | 1,209 | 239 | 41 | - | 280 | 929 |
| Office Equipment | 3,721 | 303 | 8 | 4,016 | 2,099 | 495 | 3 | 2,591 | 1,425 |
| Electrical Equipment | 3,896 | 158 | 3 | 4,051 | 2,419 | 410 | 1 | 2,828 | 1,223 |
| Computers | 12,675 | 1,316 | 21 | 13,970 | 6,092 | 4,241 | 18 | 10,315 | 3,655 |
| Furniture and Fixtures | 6,539 | 96 | 2 | 6,633 | 4,253 | 576 | - | 4,829 | 1,804 |
| Vehicles | 234 | 352 | - | 586 | 78 | 45 | - | 123 | 463 |
| Material Handling Equipment | 2,563 | 75 | - | 2,638 | 763 | 214 | - | 977 | 1,661 |
| Machinery and Equipment | 416 | 1 | - | 417 | 334 | 32 | - | 366 | 51 |
| Tangible Assets (A) | 35,715 | 2,302 | 34 | 37,983 | 16,655 | 6,130 | 22 | 22,763 | 15,220 |
| Buildings-ROU Assets | 36,308 | 12,755 | 6,764 | 42,299 | 9,346 | 11,103 | 4,723 | 15,726 | 26,573 |
| Office Equipment-ROU Assets | 137 | - | 51 | 86 | 66 | 50 | 51 | 65 | 21 |
| Vehicles-ROU Assets | 1,939 | 64 | 263 | 1,740 | 583 | 537 | 263 | 857 | 883 |
| ROU Assets (B) | 38,384 | 12,819 | 7,078 | 44,125 | 9,995 | 11,690 | 5,037 | 16,648 | 27,477 |
| Total Tangible Assets (A+B) | 74,099 | 15,121 | 7,112 | 82,108 | 26,650 | 17,820 | 5,059 | 39,411 | 42,697 |
| Capital work-in-progress | 221 | - | - | - | - | - | - | - | 53 |

4 (a). OTHER INTANGIBLE ASSETS

in ₹ Lakhs

| Description of Assets | GROSS BLOCK (At Cost) | | | | AMORTISATION | | | | NET BLOCK |
|-------------------------------------|-------------------------------------|------------|-------------------------|--------------------------------------|--------------------|--------------|----------------------------|---------------------|--------------------------------------|
| | Opening Balance as at April 1, 2020 | Additions | Deductions/ Adjustments | Closing Balance as at March 31, 2021 | Upto April 1, 2020 | For the Year | On Deductions/ Adjustments | Upto March 31, 2021 | Closing Balance as at March 31, 2021 |
| Intangible Assets: | | | | | | | | | |
| Computer Software | 13,968 | 286 | 977 | 13,277 | 5,765 | 2,007 | 977 | 6,795 | 6,482 |
| Internally Generated Softwares | 1,703 | - | - | 1,703 | 1,200 | 240 | - | 1,440 | 263 |
| Total Intangible Assets | 15,671 | 286 | 977 | 14,980 | 6,965 | 2,247 | 977 | 8,235 | 6,745 |
| Intangible Assets under development | 207 | - | - | - | - | - | - | - | 274 |

| | | | | | | | | | |
|--|----------|----------|----------|----------|----------|----------|----------|----------|----------|
| Expenses capitalised in respect of above Intangible Assets under development | | | | | | | | | |
| Employee benefit expenses | - | - | - | - | - | - | - | - | - |
| Other Expenses | - | - | - | - | - | - | - | - | - |
| Total | - |

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

4. PROPERTY, PLANT AND EQUIPMENT

in ₹ Lakhs

| Description of Assets | GROSS BLOCK (At Cost) | | | | DEPRECIATION | | | | NET BLOCK |
|------------------------------------|-------------------------------------|---------------|-------------------------|--------------------------------------|--------------------|---------------|----------------------------|---------------------|--------------------------------------|
| | Opening Balance as at April 1, 2019 | Additions | Deductions/ Adjustments | Closing Balance as at March 31, 2020 | Upto April 1, 2019 | For the Year | On Deductions/ Adjustments | Upto March 31, 2020 | Closing Balance as at March 31, 2020 |
| Tangible Assets: | | | | | | | | | |
| Land - Freehold | 3,963 | - | - | 3,963 | - | - | - | - | 3,963 |
| Lease hold improvements | 500 | - | - | 500 | 356 | 22 | - | 378 | 122 |
| Buildings | 1,206 | 2 | - | 1,208 | 187 | 52 | - | 239 | 969 |
| Office Equipment | 3,186 | 547 | 12 | 3,721 | 1,496 | 610 | 7 | 2,099 | 1,622 |
| Electrical Equipment | 3,476 | 443 | 23 | 3,896 | 1,853 | 569 | 3 | 2,419 | 1,477 |
| Computers | 9,704 | 2,990 | 19 | 12,675 | 4,278 | 1,820 | 6 | 6,092 | 6,583 |
| Furniture and Fixtures | 6,239 | 304 | 4 | 6,539 | 3,131 | 1,125 | 3 | 4,253 | 2,286 |
| Vehicles | 145 | 89 | - | 234 | 52 | 26 | - | 78 | 156 |
| Material Handling Equipment | 2,491 | 74 | 2 | 2,563 | 517 | 246 | - | 763 | 1,800 |
| Machinery and Equipment | 356 | 51 | (9) | 416 | 292 | 41 | (1) | 334 | 82 |
| Tangible Assets (A) | 31,266 | 4,500 | 51 | 35,715 | 12,162 | 4,511 | 18 | 16,655 | 19,060 |
| Buildings-ROU Assets | - | 36,308 | - | 36,308 | - | 9,346 | - | 9,346 | 26,962 |
| Office Equipment-ROU Assets | - | 137 | - | 137 | - | 66 | - | 66 | 71 |
| Vehicles-ROU Assets | - | 1,939 | - | 1,939 | - | 583 | - | 583 | 1,356 |
| ROU Assets (B) | - | 38,384 | - | 38,384 | - | 9,995 | - | 9,995 | 28,389 |
| Total Tangible Assets (A+B) | 31,266 | 42,884 | 51 | 74,099 | 12,162 | 14,506 | 18 | 26,650 | 47,449 |
| Capital work-in-progress | 764 | - | - | - | - | - | - | - | 221 |

4 (a). OTHER INTANGIBLE ASSETS

in ₹ Lakhs

| Description of Assets | GROSS BLOCK (At Cost) | | | | AMORTISATION | | | | NET BLOCK |
|-------------------------------------|-------------------------------------|--------------|-------------------------|--------------------------------------|--------------------|--------------|----------------------------|---------------------|--------------------------------------|
| | Opening Balance as at April 1, 2019 | Additions | Deductions/ Adjustments | Closing Balance as at March 31, 2020 | Upto April 1, 2019 | For the Year | On Deductions/ Adjustments | Upto March 31, 2020 | Closing Balance as at March 31, 2020 |
| Intangible Assets: | | | | | | | | | |
| Computer Software | 8,607 | 5,361 | - | 13,968 | 3,732 | 2,033 | - | 5,765 | 8,203 |
| Internally Generated Softwares | 1,703 | - | - | 1,703 | 960 | 240 | - | 1,200 | 503 |
| Total Intangible Assets | 10,310 | 5,361 | - | 15,671 | 4,692 | 2,273 | - | 6,965 | 8,706 |
| Intangible Assets under development | 3,804 | - | - | - | - | - | - | - | 207 |

| | | | | | | | | | |
|--|--------------|----------|--------------|----------|----------|----------|----------|----------|----------|
| Expenses capitalised in respect of above Intangible Assets under development | | | | | | | | | |
| Employee benefit expenses | 1,698 | - | 1,698 | - | - | - | - | - | - |
| Other Expenses | 63 | - | 63 | - | - | - | - | - | - |
| Total | 1,761 | - | 1,761 | - | - | - | - | - | - |

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| 5 NON-CURRENT INVESTMENTS | | |
| Investment in unquoted equity instruments (Fully paid up) | | |
| Investment in Subsidiaries (Refer note 3(c)) | | |
| 24,000,000 (March 31, 2020 - 24,000,000) equity shares of ₹ 10 each in Blue Dart Aviation Limited | 14,260 | 14,260 |
| 1,10,000 (March 31, 2020 - 1,10,000) equity shares of ₹ 10 each in Concorde Air Logistics Limited | 146 | 146 |
| Total | 14,406 | 14,406 |
| Aggregate amount of unquoted investments | 14,406 | 14,406 |
| 6 OTHER NON-CURRENT FINANCIAL ASSETS | | |
| (Unsecured, Considered good, Unless otherwise stated) | | |
| Margin money deposit | 3 | 3 |
| Long term deposits with banks with maturity period more than 12 months | - | - |
| Advances | | |
| Aircraft Payload Deposit to Subsidiary [Refer note 37(E)(i)] | 1,601 | 2,150 |
| Deposits (Refer note 35 B (ii)) | 5,128 | 5,085 |
| Total | 6,732 | 7,238 |
| 7 DEFERRED TAX ASSETS / LIABILITIES (NET) | | |
| Deferred Tax Assets | | |
| Provision for Compensated Absences | 892 | 788 |
| Provision for Bonus | 145 | 116 |
| Provision for Gratuity | 229 | 446 |
| Depreciation | 127 | - |
| Others | 1,443 | 1,882 |
| Gross Deferred Tax Asset | 2,836 | 3,232 |
| Deferred Tax Liability | | |
| Depreciation | - | 541 |
| Gross Deferred Tax Liability | - | 541 |
| Total | 2,836 | 2,691 |
| 8 NON-CURRENT TAX ASSETS (NET) | | |
| Opening balance | 7,855 | 2,349 |
| Less: Current tax payable for the year | 3,598 | - |
| Add: Taxes paid (net or refund received) | 2,763 | 5,506 |
| Closing balance | 7,020 | 7,855 |
| Advance income tax | 78,172 | 75,409 |
| Provision for tax | 71,152 | 67,554 |
| Advance income tax (Net of provision for tax) | 7,020 | 7,855 |

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| 9 OTHER NON-CURRENT ASSETS | | |
| Capital advances | 145 | 35 |
| Prepaid expenses | 468 | 240 |
| Total | 613 | 275 |
| 9A INVENTORIES [Refer note 3(d)] | | |
| Packing and Stationery Consumables | 582 | 373 |
| Total | 582 | 373 |
| 10 CURRENT INVESTMENTS | | |
| Investment in mutual funds (Quoted) | | |
| Fund Details: | | |
| Aditya Birla Liquid Fund | 6,136 | - |
| HDFC Liquid Fund | 5,526 | - |
| ICICI Prudential Liquid Fund | 3,345 | - |
| Total | 15,007 | - |
| Aggregate amount of quoted investments | 15,007 | - |
| 11 TRADE RECEIVABLES | | |
| (Unsecured, considered good) | | |
| Trade receivables | 47,421 | 49,531 |
| Receivables from related parties [Refer note 37(E)(i)] | 4,070 | 2,922 |
| Total | 51,491 | 52,453 |
| As at March 31, 2021 ₹ 413 lakhs (March 31, 2020: ₹ 407 lakhs) was recognised as provision for expected credit losses on trade receivables. | | |
| Break-up for security details: | | |
| Trade receivables | | |
| Secured, considered good | - | - |
| Unsecured, considered good | 51,491 | 52,453 |
| Trade Receivables which have significant increase in credit Risk | - | - |
| | 51,491 | 52,453 |
| Impairment Allowance (allowance for bad and doubtful debts) | | |
| Unsecured, considered good | - | - |
| Trade Receivables which have significant increase in credit Risk | - | - |
| | 51,491 | 52,453 |

Note: No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. No trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| 12 CASH AND CASH EQUIVALENTS | | |
| Cash and Cash Equivalents | | |
| Cheques and Drafts on hand | 526 | 153 |
| Balances with banks: | | |
| In current accounts* | 6,463 | 8,667 |
| Deposits with original maturity period less than 3 months | 35 | 35 |
| Cash on hand* | 1,048 | 749 |
| Total | 8,072 | 9,604 |
| *Cash and Bank balances in current account include collections on “Cash on Delivery” shipments held on behalf of customers. | 4,188 | 6,021 |
| 13 BANK BALANCES OTHER THAN ABOVE | | |
| Unpaid dividend accounts | 55 | 103 |
| Unpaid debenture accounts | 125 | 125 |
| Deposits with maturity period more than 3 months but less than 12 months | 22,521 | 21 |
| Total | 22,701 | 249 |
| 14 CURRENT LOANS | | |
| (Unsecured, considered good, unless otherwise stated) | | |
| Loans and advances to employees | 3 | 79 |
| Total | 3 | 79 |
| 15 OTHER CURRENT FINANCIAL ASSETS | | |
| (Unsecured, considered good) | | |
| Interest accrued on Deposits | 62 | 13 |
| Others | 2,468 | 1,236 |
| Total | 2,530 | 1,249 |
| 16 OTHER CURRENT ASSETS | | |
| Deferred costs* | 238 | 14 |
| Prepaid expenses | 999 | 997 |
| Balances with Government Authorities | 663 | 2,058 |
| Total | 1,900 | 3,069 |
| *Deferred costs represent costs pertaining to undelivered shipments as at the reporting date. (Refer note 25) | | |

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| 17 SHARE CAPITAL | | |
| Authorised | | |
| 40,000,000 equity shares (March 31, 2020: 40,000,000) of ₹ 10 each | 4,000 | 4,000 |
| Issued, Subscribed and Paid up | | |
| 23,727,934 equity shares (March 31, 2020 : 23,727,934) of ₹ 10 each fully paid-up | 2,373 | 2,373 |
| Add: Forfeited Shares | 3 | 3 |
| Total | 2,376 | 2,376 |

a. Reconciliation of the number of shares

| | As at March 31, 2021 | | As at March 31, 2020 | |
|---|----------------------|------------------------|----------------------|------------------------|
| | Number of shares | Amount (₹ In Lakhs) | Number of shares | Amount (₹ In Lakhs) |
| Outstanding as at the beginning of the year | 2,37,27,934 | 2,373 | 2,37,27,934 | 2,373 |
| Additions/Deletions during the year | - | - | - | - |
| Outstanding as at the end of the year | 2,37,27,934 | 2,373 | 2,37,27,934 | 2,373 |

b. Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10 per share. Every share holder is entitled to participate in dividends. Each shareholder of equity shares is entitled to one vote per share.

The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend which is approved by the Board of Directors.

In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their share holding.

c. Shares held by Holding Company

Out of the above equity shares issued by the Company, shares held by the Holding Company:

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| DHL Express (Singapore) Pte. Limited, Singapore the Holding Company | | |
| 17,795,950 (March 31, 2020: 17,795,950) equity shares of ₹ 10 each fully paid up | 1,780 | 1,780 |

d. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

| | As at March 31, 2021 | | As at March 31, 2020 | |
|--|----------------------|--------|----------------------|--------|
| | Number of shares | % | Number of shares | % |
| DHL Express (Singapore) Pte. Limited, Singapore | 17,795,950 | 75.00% | 17,795,950 | 75.00% |
| Derive Trading Private Limited (along with persons acting in concert) (Refer note below) | - | - | 1,268,696 | 5.35% |

Note: Shareholding of Derive trading was less than 5% of aggregate shares in the Company as at March 31, 2021. Therefore it is not disclosed in current year.

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| 18 OTHER EQUITY | | |
| Reserves and Surplus | | |
| Securities Premium | 3,475 | 3,475 |
| General Reserve | 6,193 | 6,193 |
| Debenture Redemption Reserve | - | - |
| Retained earnings | 55,874 | 46,306 |
| Total | 65,542 | 55,974 |
| | | |
| Securities Premium | | |
| Balance as at the beginning and end of the year | 3,475 | 3,475 |
| | | |
| General Reserve | | |
| Balance as at the beginning and end of the year | 6,193 | 6,193 |
| | | |
| Debenture Redemption Reserve | | |
| Balance as at the beginning of the year | - | 1,572 |
| Add: Transferred to Retained Earnings during the year | - | (1,572) |
| Balance as at the end of the year | - | - |
| | | |
| Retained Earnings | | |
| Balance as at the beginning of the year | 46,306 | 52,861 |
| Add: Profit/(Loss) for the year | 9,631 | (3,829) |
| Less: Appropriations | | |
| Dividend (including dividend distribution tax) | - | 3,576 |
| Transfer from Debenture Redemption Reserve | - | (1,572) |
| Items of other comprehensive income recognised directly in retained earnings: | | |
| Remeasurement of post employment benefit obligations, net of tax | 63 | 722 |
| Balance as at the end of the year | 55,874 | 46,306 |
| Total | 65,542 | 55,974 |

Nature and purpose of reserves:

Securities Premium

Securities Premium is used to record the premium received on issue of shares. The reserve can be utilised only in accordance with the provisions of the Act.

Debenture Redemption Reserve

During the year ended March 31, 2015, the Company had issued and allotted 166,095,538 nos. of Series I, 94,911,736 nos. of Series II and 71,183,802 nos. of Series III, Unsecured Redeemable Non-convertible Fully Paid Debentures of ₹ 10 each by way of Bonus, aggregating to ₹ 33,219 Lakhs to its shareholders by appropriating the Surplus in the Statement of Profit and Loss (Retained earning as per Ind AS) through a Scheme of Arrangement (Scheme) approved by Hon'ble High Court of Mumbai and other relevant authorities.

During the year ended March 31, 2020, the Company redeemed the balance tranche of Non convertible debenture Series III on 20th November and transferred the accumulated balance of Debenture redemption reserve to retained earnings as per the requirements of the Act and in accordance with the clarifications given by the Ministry of Corporate Affairs.

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

General Reserve

Under the erstwhile Companies Act 1956, General Reserve was created through an annual transfer from net profit after tax at a specified percentage in accordance with applicable regulations. The purpose of these transfers was to ensure that in a year in which dividend distribution is more than 10% of the paid-up capital of the Company, then the total dividend distribution is lower than the total distributable profits for that year.

Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to General Reserve has been withdrawn. However, the amount previously transferred to the General Reserve can be utilised only in accordance with the specific requirements of Companies the Act, 2013.

| | As at March 31, 2021 In ₹ Lakhs | As at March 31, 2020 In ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| 19 (a) NON CURRENT FINANCIAL LIABILITY- BORROWINGS | | |
| Term Loan from Axis Bank (Refer note below) | 2,250 | 5,250 |
| Total | 2,250 | 5,250 |
| <p>In November 2018, Company availed an unsecured loan of ₹ 7,500 Lakhs (Noncurrent portion as on March 31,2021 is ₹ 2,250 lakhs, March 31,2020; ₹ 5,250 lakhs) from Axis Bank. The said loan is repayable in ten equal quarterly instalments of ₹ 750 lakhs commencing from August 14, 2020. The current rate of interest on the said loan is 4.8% p.a. (which was reset w.e.f. October 1, 2020) and subject to reset periodically.</p> <p>During the year, Company further availed an unsecured loan of ₹ 10,000 Lakhs from Axis Bank in two tranches. First tranche of ₹ 5,000 lakhs was drawn on June 10, 2020 and second tranche of ₹ 5,000 lakhs was drawn on July 27, 2020. The said loan is repayable in five equal monthly instalments of ₹ 1,000 lakhs for each tranche commencing from March 10, 2021 and April 27, 2021 respectively. The current rate of interest on the said loan is 4.8% p.a. (which was reset w.e.f. October 1, 2020) and subject to reset periodically. Current portion of outstanding loan amount of ₹ 9,000 Lakhs is disclosed under other financial liability(Refer note 23).</p> <p>During the year, the Company has repaid the term loan of ₹ 3,250 lakhs availed from Axis Bank as per repayment schedule.</p> | | |
| 19 (b) NON-CURRENT FINANCIAL LIABILITIES-LEASES | | |
| Lease Liability | 18,928 | 19,933 |
| Total | 18,928 | 19,933 |
| 20 (a) NON-CURRENT EMPLOYEE BENEFIT OBLIGATIONS | | |
| Other employee benefits payable | 790 | 1,129 |
| Total | 790 | 1,129 |
| 20 (b) CURRENT EMPLOYEE BENEFIT OBLIGATIONS | | |
| Provision for Gratuity [Refer note 28] | 997 | 1,771 |
| Provision for Compensated Absences [Refer note 28] | 3,544 | 3,132 |
| Other employee benefits payable | 6,776 | 5,800 |
| Total | 11,317 | 10,703 |
| 21 CURRENT FINANCIAL LIABILITIES-LEASES | | |
| Lease Liability | 9,947 | 8,876 |
| Total | 9,947 | 8,876 |

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---|---|
| 22 TRADE PAYABLES | | |
| Trade Payables: | | |
| Total outstanding dues to micro and small enterprises (Refer note 38) | 1,098 | 500 |
| Total outstanding dues to creditors other than micro and small enterprises: | | |
| Trade payables other than related parties | 35,264 | 26,311 |
| Trade payables to related parties [Refer note 37(E)(i)] | 14,945 | 12,298 |
| Total | 51,307 | 39,109 |
| 23 OTHER FINANCIAL LIABILITIES | | |
| Unpaid Dividend (Refer note below) | 55 | 103 |
| Unpaid Debenture (Refer note below) | 125 | 125 |
| Current maturities of Term Loan from Axis Bank (Refer note 19 (a)) | 12,000 | 2,250 |
| Payables towards 'Cash on Delivery' shipments | 7,020 | 8,554 |
| Trade Deposits | 837 | 688 |
| Total | 20,037 | 11,720 |
| Note: There are no amounts due for transfer to the Investor Education and Protection Fund under Section 125 of the Act as at the respective year ends. | | |
| 24 OTHER CURRENT LIABILITIES | | |
| Statutory dues (including Provident Fund, GST, Employees State Insurance and Tax Deducted at Source) | 1,168 | 1,054 |
| Total | 1,168 | 1,054 |
| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
| 25 REVENUE FROM OPERATIONS | | |
| Service charges | 327,970 | 316,639 |
| Total | 327,970 | 316,639 |
| a) Disaggregation of Revenue | | |
| Revenue from Operation | | |
| Service Charges | 327,970 | 316,639 |
| b) Contract Balances | | |
| Contract assets | 238 | 14 |
| Contract liabilities | 2,045 | 507 |
| Contract assets include deferred cost with respect to shipments in transit as at year end. For Trade receivable Refer note 11 | | |
| Contract liabilities include revenue related to undelivered shipments as at year end. Revenue is completely recognized in F.Y. 2020-21 against contract liabilities at the beginning of the year. | | |

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|--|--|--|
| c) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price | | |
| Particulars | | |
| Revenue as per contracted price | 336,691 | 323,687 |
| Adjustments: | | |
| Credit notes | (8,702) | (6,971) |
| Discount | (19) | (77) |
| Revenue from contract with customers | 327,970 | 316,639 |

d) Significant Judgement and Estimates

The allocation of the transaction price over timing of satisfaction of performance obligation:

Under the revenue recognition standard Ind AS 115 revenue has been recognised when control over the services transfers to the customer i.e., when the customer has the ability to control the use of the transferred services provided and generally derive their remaining benefits.

The revenue from logistics service is recognised over a period of time. The Company has recognized the revenue in respect of undelivered shipments to the extent of completed activities undertaken with respect to delivery. The Company has taken incurrence of cost incurred at stages of delivery (First mile, Network and Last mile) as base to identify the percentage of service completion in respect of undelivered shipments as at year end. At year end, the Company, based on its tracking systems classifies the ongoing deliveries into stages of delivery and applies estimated percentages as calculated above to recognise revenue.

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|---|--|--|
| 26 OTHER INCOME | | |
| Gain on sale of Mutual Funds | 410 | - |
| Dividend from Mutual Funds | - | 305 |
| Gain on sale/scraping of fixed assets (Net) | 4 | - |
| Interest on Loans/Inter corporate deposits to Subsidiary | 5 | 77 |
| Interest on deposits with banks | 289 | 117 |
| Unwinding interest on Payload Deposit and Lease Deposit | 446 | 662 |
| Net Gain on Foreign Currency Transactions and Translation | - | 5 |
| Miscellaneous income | 112 | 235 |
| Total | 1,266 | 1,401 |
| 27 FREIGHT, HANDLING AND SERVICING COSTS | | |
| Aircraft charter costs | 75,720 | 79,770 |
| Domestic network operating costs | 90,303 | 95,148 |
| International servicing charges | 16,422 | 14,289 |
| Commercial airlift charges | 13,189 | 13,692 |
| Handling and clearing charges | 9,400 | 8,632 |
| Printing, stationery and consumables | 4,081 | 4,575 |
| Total | 209,115 | 216,106 |

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|--|--|--|
| 28 EMPLOYEE BENEFITS EXPENSE | | |
| Salaries, Bonus and Compensated absences | 49,583 | 49,715 |
| Contribution to provident and other funds (including administration charges) | 3,076 | 3,313 |
| Gratuity | 912 | 806 |
| Staff welfare expenses | 3,112 | 3,566 |
| Total | 56,683 | 57,400 |

The Company has classified the various employee benefits provided to employees as under:

I Defined Contribution Plans

- a. Superannuation Fund
- b. State Defined Contribution Plans
 - i. Employers' Contribution to Employee's State Insurance Scheme
 - ii. Employers' Contribution to Employee's Pension Scheme 1995
 - iii. Employers' Contribution to Provident Fund

During the year, the Company has recognised the following amounts in the Statement of Profit and Loss under "Contribution to provident and other funds" -

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|--|--|--|
| - Employers' Contribution to Provident Fund | 934 | 1,029 |
| - Employers' Contribution to Superannuation Fund | 96 | 94 |
| - Employers' Contribution to Employee's State Insurance Scheme | 408 | 502 |
| - Employers' Contribution to Employee's Pension Scheme 1995 | 1,433 | 1,450 |

II Defined Benefit Plans

I. Gratuity:

A) The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

| | Present value of obligation | Fair value of plan assets | Net defined benefit (asset) /liability |
|--|--------------------------------|------------------------------|---|
| Balance as on April 1, 2020 | 8,779 | (7,008) | 1,771 |
| Interest Cost/(Income) | 603 | (482) | 121 |
| Current Service Cost | 791 | - | 791 |
| Total amount recognised in profit and loss | 1,394 | (482) | 912 |
| Return on Plan Assets | - | 52 | 52 |
| Remeasurements | | | |
| (Gain)/loss from change in demographic assumptions | - | - | - |
| (Gain)/loss from change in financial assumptions | (99) | - | (99) |
| Experience losses | 131 | - | 131 |
| Total amount recognised in other comprehensive income | 32 | 52 | 84 |

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

| | Present value of obligation | Fair value of plan assets | Net defined benefit (asset) /liability |
|--|--------------------------------|------------------------------|---|
| Benefits Paid | (447) | 447 | - |
| Transferred In/Acquisitions | 11 | (11) | - |
| Contributions | - | (1,770) | (1,770) |
| Balance as on March 31, 2021 | 9,769 | (8,772) | 997 |
| Balance as on April 1, 2019 | 8,167 | (6,786) | 1,381 |
| Interest Cost/(Income) | 635 | (528) | 107 |
| Current Service Cost | 699 | - | 699 |
| Total amount recognised in profit and loss | 1,334 | (528) | 806 |
| Return on Plan Assets | - | (37) | (37) |
| Remeasurements | | | |
| (Gain)/loss from change in demographic assumptions | - | - | - |
| (Gain)/loss from change in financial assumptions | 951 | - | 951 |
| Experience (gain)/losses | 50 | - | 50 |
| Total amount recognised in other comprehensive income | 1,001 | (37) | 964 |
| Benefits Paid | (1,723) | 1,723 | - |
| Transferred In/Acquisitions | - | - | - |
| Contributions | - | (1,380) | (1,380) |
| Balance as on March 31, 2020 | 8,779 | (7,008) | 1,771 |

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| B) Reconciliation of Present Value of Defined Benefit Obligation and the Fair value of Assets | | |
| Present Value of funded obligation as at the year end | 9,769 | 8,779 |
| Fair Value of Plan Assets as at the end of the year | 8,772 | 7,008 |
| Funded Status (Deficit) | (997) | (1,771) |
| C) Amount recognised in the Balance Sheet | | |
| Present Value of Obligation at the end of the year | (9,769) | (8,779) |
| Fair value of plan assets at the end of the year | 8,772 | 7,008 |
| Liability recognised in the Balance Sheet (Net) | (997) | (1,771) |

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

- D) i) Valuations in respect of Gratuity has been carried out by an independent actuary, as at the Balance sheet date, based on the following assumptions:

| | As at March 31, 2021 | As at March 31, 2020 |
|---|-------------------------|-------------------------|
| Discount Rate and Rate of Return on Plan Assets (per annum) | 6.95% | 6.87% |
| Rate of increase in Compensation levels (Refer note below) | 7.75% | 7.75% |
| Attrition rate | 1% | 1% |

Note: The estimates of future salary increases, considered in actuarial valuation, takes into account, inflation, seniority, promotions and other relevant factors, such as demand and supply in the employment market.

- ii) 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.

| | Impact on defined benefit obligation (In ₹ Lakhs) | | | |
|--|---|----------|----------------------|----------|
| | As at March 31, 2021 | | As at March 31, 2020 | |
| | Increase | Decrease | Increase | Decrease |
| Discount Rate (0.5 % movement) | (589) | 648 | (543) | 598 |
| Rate of increase in Compensation levels (0.5 % movement) | 640 | (587) | 590 | (541) |
| Attrition rate (0.5 % movement) | (51) | 54 | (52) | 55 |

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.

- iii) Percentage of each category of Plan Assets to total Fair Value of Plan Assets

The Plan Assets are administered by Life Insurance Corporation of India ("LIC") as per Investment Pattern stipulated for Pension and Group Schemes Fund by Insurance Regulatory and Development Authority ('IRDA') regulations.

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---------------------|---------------------------------------|---------------------------------------|
| Insured fund in LIC | 8,772 | 7,008 |

- iv) Expected gratuity contribution for the next year

| | | |
|--|----|----|
| Weighted average duration of the Defined Benefit Obligation (in years) | 15 | 15 |
|--|----|----|

Maturity profile of defined benefit obligation:

| | | |
|---------------|-------|-------|
| Within 1 year | 519 | 429 |
| 1-2 year | 302 | 131 |
| 2-3 year | 382 | 428 |
| 3-4 year | 513 | 364 |
| 4-5 year | 444 | 489 |
| 5-10 years | 3,212 | 2,915 |

- E) Compensated Absences

| | | |
|---|-------|-------|
| Current employee benefit obligations (Refer note 20(b)) | 3,544 | 3,132 |
|---|-------|-------|

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|---|--|--|
| 29 FINANCE COSTS | | |
| On Term loans | 826 | 615 |
| Interest on Bank Overdraft* | - | 0 |
| Interest on Debentures | - | 434 |
| Interest on Lease Liability | 2,346 | 2,163 |
| Interest paid to others | - | 2 |
| Total | 3,172 | 3,214 |
| * Amount is below the rounding off norm adopted by the Company | | |
| 30 DEPRECIATION AND AMORTISATION EXPENSE | | |
| Depreciation on Tangible assets (Refer note 4 and 31(a)) | 17,820 | 13,007 |
| Amortisation on Intangible assets (Refer note 4(a)) | 2,247 | 2,273 |
| Total | 20,067 | 15,280 |
| 31 OTHER EXPENSES | | |
| Rent (Refer note 33) | 1,793 | 4,884 |
| Office expenses | 6,353 | 5,078 |
| Security expenses | 3,910 | 3,964 |
| Electricity | 1,670 | 2,060 |
| Repairs and maintenance | 4,576 | 3,415 |
| Communication expenses | 1,865 | 1,413 |
| Directors sitting fees | 51 | 20 |
| Legal and professional | 846 | 689 |
| Payment to Auditors | | |
| As auditor: | | |
| Statutory Audit fees | 37 | 37 |
| Tax Audit fees | 4 | 4 |
| Reimbursement of Expenses | 1 | 4 |
| Other Matters | 24 | 19 |
| Rates and taxes | 1,381 | 1,104 |
| Travelling and conveyance | 49 | 293 |
| Lease rentals (Refer note 33) | 283 | 256 |
| Insurance | 449 | 442 |
| Sales promotion and advertising | 683 | 202 |
| Bad debts written off (net) | 269 | (26) |
| Expenditure towards Corporate Social Responsibility activities (Refer note below) | 202 | 372 |
| Net Loss on Foreign Currency Transactions and Translation | 6 | - |
| Loss on sale/scraping of Property, Plant and Equipment (Net) | - | 20 |
| Miscellaneous expenses | 57 | 99 |
| Total | 24,509 | 24,349 |

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|---|--|--|
| Note:- Expenditure on Corporate Social Responsibility Activities | | |
| a) Gross amount required to be spent by the Company during the year | 196 | 372 |
| b) Amount spent during the year on (in cash): | | |
| (i) Expenditure on Educational programmes | 60 | 73 |
| (ii) Expenditure on Health care programmes | 5 | 40 |
| (iii) Expenditure on accommodation for needy children | 127 | 125 |
| (iv) Expenditure for plantation of trees | - | 100 |
| (v) Other CSR expenditures | 10 | 34 |
| Total | 202 | 372 |

31 (a) EXCEPTIONAL ITEMS

| | | |
|---|--------------|--------------|
| Expenses relating to organisaton right sizing exercise | (832) | 4,609 |
| Fixed Assets written off for discontinued business activities (Refer note 4 and 30) | - | 1,499 |
| Other Incidental expenses | - | 303 |
| Ex-gratia paid to Employees | 3,417 | - |
| Total | 2,585 | 6,411 |

During the year ended March 31, 2020, with an intention to create long term value for its stakeholders, Management conducted an Organisation Right Sizing exercise and had recognized provision of ₹ 4,609 lakhs. The Management further decided to discontinue certain business activities and change the operating software for certain business function and accordingly the net book value of related assets aggregating to ₹ 1,802 lakhs was written down. Together this had an impact of ₹ 6,411 lakhs.

During the year ended March 31, 2021, the Company rewarded its employees for the outstanding efforts during the COVID-19 crisis with one time ex-gratia as a token of appreciation. Accordingly ₹ 3,417 lakhs had been paid and reported as an exceptional item. Further post the completion of Organisation Right Sizing Exercise and settlement of the compensation to the identified employees, an amount of ₹ 832 lakhs was reversed. Together this had an impact of ₹ 2,585 lakhs.

32 EARNINGS PER SHARE

| | | |
|--|------------|------------|
| Profit/(Loss) for the year (In ₹ Lakhs) | 9,631 | (3,829) |
| Weighted average number of shares (Nos.) | 23,727,934 | 23,727,934 |
| Basic Earnings Per Share (In ₹) | 40.59 | (16.14) |
| Diluted Earnings Per Share (In ₹) | 40.59 | (16.14) |
| Nominal value of shares outstanding (In ₹) | 10 | 10 |

33 LEASES

The Company has lease contracts for various items of Buildings, Vehicles and Office Equipments used in its operations. Leases of buildings generally have lease terms between 2 and 10 years, while vehicles and office equipment generally have lease terms of 5 years. The Company's obligations under its leases are secured by the lessor's title to the leased assets.

The Company also has certain leases of buildings with lease terms of 12 months or less and leases of office equipment with low value. The Company applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

Refer note 4 for carrying amount of right-of-use assets recognised and the movements during the year.

The maturity analysis of lease liability is disclosed in note 35(b).

The effective interest rate for lease liabilities is from 7.22 % to 8.68 %, with maturity between 2021-2030.

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

Rent concession

The Company has applied the practical expedient in paragraph 46A of IndAS 116 to all rent concessions that meet the conditions of in paragraph 46B of IndAS 116. An amount of Rs.61 Lakhs has been netted off against rent expenses in statement of profit and loss account for the year ending March 31, 2021 to reflect changes in lease payments that arise from rent concessions to which the lessee has applied practical expedient in paragraph 46A.

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|---|--|--|
| The following are the amounts recognised in profit and loss: | | |
| Depreciation expense of right-of-use assets | 11,690 | 9,995 |
| Interest expense on lease liabilities | 2,346 | 2,163 |
| Expense relating to short-term leases | 2,067 | 5,288 |
| Expense relating to leases of low-value assets | 595 | 760 |
| Total amount recognised in profit and loss | 16,698 | 18,206 |
| Total cash outflow | 12,905 | 10,502 |

34 SEGMENT INFORMATION

The Company has only one operating segment, which is integrated air and ground transportation and distribution. All assets of the Company are domiciled in India and the Company earns its entire revenue from its operations in India. There is no single customer which contributes more than 10% of the Company's total revenues.

35 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT

A Accounting classification and fair values

The carrying value and fair value of financial instruments by categories are as follows. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of its fair value.

| March 31, 2021 | Note No. | Carrying amount | | | in ₹ Lakhs |
|--|------------------|-----------------|--------|-------------------|----------------|
| | | FVTPL | FVTOCI | Amortised Cost | Total |
| Financial assets | | | | | |
| (i) Loans (Refer note 2 below) | 14 | - | - | 3 | 3 |
| (ii) Trade receivables (Refer note 1 below) | 11 | - | - | 51,491 | 51,491 |
| (iii) Cash and cash equivalents (Refer note 1 below) | 12 | - | - | 8,072 | 8,072 |
| (iv) Bank balances other than above (Refer note 1 below) | 13 | - | - | 22,701 | 22,701 |
| (v) Deposits (Refer note 2 below) | 6 | - | - | 6,729 | 6,729 |
| (vi) Investments | 10 | - | - | 15,007 | 15,007 |
| (vii) Other financial assets (Refer note 1 below) | 6 and 15 | - | - | 2,533 | 2,533 |
| | | - | - | 106,536 | 106,536 |
| Financial liabilities | | | | | |
| (i) Borrowings (Refer note 3 below) | 19(a) | - | - | 2,250 | 2,250 |
| (ii) Lease Liability (Refer note 1 below) | 19(b) and 21 (a) | - | - | 28,875 | 28,875 |
| (iii) Trade payables (Refer note 1 below) | 22 | - | - | 51,307 | 51,307 |
| (iv) Other financial liabilities (Refer note 1 below) | 23 | - | - | 20,037 | 20,037 |
| | | - | - | 102,469 | 102,469 |

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

| March 31, 2020 | Note No. | Carrying amount | | | in ₹ Lakhs |
|--|------------------|-----------------|--------|----------------|---------------|
| | | FVTPL | FVTOCI | Amortised Cost | Total |
| Financial assets | | | | | |
| (i) Loans (Refer note 2 below) | 14 | - | - | 79 | 79 |
| (ii) Trade receivables (Refer note 1 below) | 11 | - | - | 52,453 | 52,453 |
| (iii) Cash and cash equivalents (Refer note 1 below) | 12 | - | - | 9,604 | 9,604 |
| (iv) Bank balances other than above (Refer note 1 below) | 13 | - | - | 249 | 249 |
| (v) Deposits (Refer note 2 below) | 6 | - | - | 7,235 | 7,235 |
| (vi) Other financial assets (Refer note 1 below) | 6 and 15 | - | - | 1,252 | 1,252 |
| | | - | - | 70,872 | 70,872 |
| Financial liabilities | | | | | |
| (i) Borrowings (Refer note 3 below) | 19(a) | - | - | 5,250 | 5,250 |
| (ii) Lease Liability (Refer note 1 below) | 19(b) and 21 (a) | - | - | 28,809 | 28,809 |
| (iii) Trade payables (Refer note 1 below) | 22 | - | - | 39,109 | 39,109 |
| (iv) Other financial liabilities (Refer note 1 below) | 23 | - | - | 11,720 | 11,720 |
| | | - | - | 84,888 | 84,888 |

Note 1: The carrying value of Trade receivables, cash and cash equivalents, other bank balances, other financial assets, trade payables, lease liability and other financial liability are considered to be the same as their fair values due to their short term nature.

Note 2: Difference between carrying amounts and fair values of loans, deposits, other non-current financial assets measured at amortised cost is not significantly different in each of the year presented.

Note 3: The borrowings includes Term Loan.

Interest rate on term loan is subject to reset periodically considering the then market trend and hence the carrying amount is not materially different from their fair values.

B Financial Risk management

i) Risk management framework

The Company's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Company's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Company's risk assessment and policies and processes are established to identify and analyze the risks faced by the Company to set appropriate risk limits and controls and to monitor such risks and compliance with the policies and processes. Risk assessment and policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities. The Board of Directors and the management is responsible for overseeing the Company's risk assessment and policies and processes.

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. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of expected credit loss in respect of trade and other receivables and investments.

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

Trade and other receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry in which the customer operates also have an influence on credit risk assessment.

Concentrations of credit risk with respect to trade receivables are limited, due to the Company's customer base being large and diverse and also on account of realisation of receivables within six months. All trade receivables are reviewed and assessed for default on a regular basis.

Our historical experience of collecting receivables, supported by the level of default, is that credit risk is low.

Cash and cash equivalents

The Company held cash and cash equivalents with credit worthy banks amounting to ₹ 29,022 Lakhs and ₹ 8,726 Lakhs as at March 31, 2021 and March 31, 2020 respectively. The credit worthiness of such banks is evaluated by the management on an ongoing basis and is considered to be good.

Bank Balance other than above

The Company has invested ₹ 15,007 lakhs in quoted investments of credit worthy mutual funds. The credit worthiness of such mutual funds is evaluated by the management on an ongoing basis and is considered to be good.

Security deposits given to lessors

The Company has given security deposit to lessors for premises leased by the Company as at March 31, 2021 and March 31, 2020. The credit worthiness of such lessors is evaluated by the management on an ongoing basis and is considered to be good.

Inter Corporate Deposit and Payload deposit with Blue Dart Aviation Limited

The Company has given interest free payload deposit of ₹ 2,150 Lakhs and ₹ 2,150 Lakhs as at March 31, 2021 and March 31, 2020 respectively.

Further, during the year Company has extended Inter Corporate Deposits aggregating to ₹ 10,902 Lakhs (Previous year ₹ 2,644 Lakhs) as bridge financing arrangement which got settled in full as at year end.

The operation of Blue Dart Aviation Limited are integral part of Company's operations. Considering the operations, future business plan and cash flow projections of wholly owned subsidiary the recoverability of the payload deposit is considered to be good.

iii) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The Company has access to funds through various debt instruments option.

As of March 31, 2021, the Company had working capital of ₹ 8,510 Lakhs including loans of ₹ 3 Lakhs, cash and cash equivalents including other bank balance of ₹ 30,773 Lakhs, trade receivables of ₹ 51,491 Lakhs, other assets of ₹ 20,019 Lakhs, employee benefit obligations of ₹ 11,317 Lakhs, trade payables of ₹ 51,307 Lakhs and other liabilities of ₹ 31,152 Lakhs.

As of March 31, 2020, the Company had working capital of ₹ 4,490 Lakhs including loans of ₹ 79 Lakhs, cash and cash equivalents of ₹ 9,604 Lakhs, trade receivables of ₹ 52,453 Lakhs, other assets of ₹ 4,940 Lakhs, employee benefit obligations of ₹ 10,703 Lakhs, trade payables of ₹ 39,109 Lakhs and other liabilities of ₹ 12,774 Lakhs.

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

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.

| March 31, 2021 | Carrying amount | Total | Contractual cash flows | | | (in ₹ Lakhs) |
|---|-----------------|----------------|------------------------|---------------|---------------|-------------------|
| | | | 0-1 year | 1-2 years | 2-5 years | More than 5 years |
| Non-derivative financial liabilities | | | | | | |
| Term Loan from Axis Bank | 14,250 | 14,557 | 12,266 | 2,291 | - | - |
| Trade and other payables | 51,307 | 51,307 | 51,307 | - | - | - |
| Lease Liability | 28,875 | 32,855 | 11,774 | 9,513 | 10,670 | 898 |
| Other financial liabilities | 8,037 | 8,037 | 8,037 | - | - | - |
| Total | 102,469 | 106,756 | 83,384 | 11,804 | 10,670 | 898 |

| March 31, 2020 | Carrying amount | Total | Contractual cash flows | | | (in ₹ Lakhs) |
|---|-----------------|---------------|------------------------|---------------|---------------|-------------------|
| | | | 0-1 year | 1-2 years | 2-5 years | More than 5 years |
| Non-derivative financial liabilities | | | | | | |
| Term Loan from Axis Bank | 7,500 | 8,332 | 2,742 | 3,278 | 2,312 | - |
| Trade and other payables | 39,109 | 39,109 | 39,109 | - | - | - |
| Lease Liability | 28,809 | 34,242 | 10,988 | 8,916 | 12,790 | 1,548 |
| Other financial liabilities | 9,470 | 9,470 | 9,470 | - | - | - |
| Total | 84,888 | 91,153 | 62,309 | 12,194 | 15,102 | 1,548 |

iv) Market risk

Market risk is the risk of loss of future earnings, fair values of future cash flows that may result from adverse changes in market rates and prices (such as interest rates and foreign currency exchange rates) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables and all short term and long-term debt. The Company is exposed to market risk primarily related to foreign exchange rate risk and interest rate risk. Thus, the Company's exposure to market risk is a function of investing and borrowing activities and its revenue generating and operating activities.

(a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

Interest rate sensitivity - fixed rate instruments

There is no Fixed rate instrument outstanding as on Balance sheet date.

| | in ₹ Lakhs | |
|---------------------------------------|-----------------|-----------------|
| | 100 bp increase | 100 bp decrease |
| As at 31/03/2021 | | |
| Variable-rate instruments sensitivity | (64) | 64 |
| | (64) | 64 |
| As at 31/03/2020 | | |
| Variable-rate instruments sensitivity | (112) | 112 |
| | (112) | 112 |

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

(b) Currency risk

The fluctuation in foreign currency exchange rates may have potential impact on the Statement of Profit and Loss account and equity, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the entity.

Considering the countries and economic environment in which the Company operates, its operations are subject to risks arising from fluctuations in exchange rates in those countries. The risks primarily relate to fluctuations in U.S. dollar, against the functional currency of the Company.

Exposure to currency risk

The summary quantitative data about the Company's exposure to currency risk as reported to the management of the Company is as follows:

| Foreign Currency Risk | (in ₹ Lakhs) | |
|---|----------------|----------------|
| Amounts in ₹ | March 31, 2021 | March 31, 2020 |
| Trade receivables (in USD) | 18 | 47 |
| Trade payables (in USD) | - | (9) |
| Trade payables (in Euro) | (0) | - |
| Trade payables (in GBP) | - | - |
| Net statement of financial position exposure | 18 | 38 |
| Net exposure | 18 | 38 |

Sensitivity analysis

A 10% strengthening / weakening of the respective foreign currencies with respect to functional currency of Company would result in increase or decrease in profit or loss as shown in table below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. The following analysis has been worked out based on the exposures as of the date of statements of financial position.

| Effect in ₹ Lakhs | Profit or loss | |
|-----------------------|----------------|------------|
| | Strengthening | Weakening |
| March 31, 2021 | | |
| EUR | (0) | 0 |
| USD | 2 | (2) |
| GBP | - | - |
| | 2 | (2) |

| Effect in ₹ Lakhs | Profit or loss | |
|-----------------------|----------------|------------|
| | Strengthening | Weakening |
| March 31, 2020 | | |
| EUR | - | - |
| USD | 4 | (4) |
| GBP | - | - |
| | 4 | (4) |

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

36 TAX EXPENSE

A. Amounts recognised in Statement of Profit and Loss

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| Current income tax | 3,598 | - |
| Deferred income tax liability / (asset), net | | |
| Origination and reversal of temporary differences | (124) | (891) |
| Deferred tax (credit) | (124) | (891) |
| Tax expense for the year | 3,474 | (891) |

B. Reconciliation of effective tax rate

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| Profit / (Loss) before tax | 13,105 | (4,720) |
| Tax using the Company's domestic tax rate (Tax Rate 25.17 %) | 3,299 | (1,188) |
| Add: Tax Effect on amounts which are not deductible/ (taxable) in calculating taxable income: | | |
| Expenditure towards Corporate Social Responsibility activities | 51 | 51 |
| Tax adjustment impact due to change in tax rate in deferred tax | - | 435 |
| Deduction under section 80 JJAA | (116) | (140) |
| Others | 241 | (49) |
| | 3,474 | (891) |

C. Movement in deferred tax balances

| | March 31, 2021 | | | (in ₹ Lakhs) |
|-------------------------------------|-------------------------------|--|----------------------|-------------------------------|
| | Net balance March 31, 2020 | Recognised in Statement of Profit and Loss | Recognised in OCI | Net balance March 31, 2021 |
| Deferred tax liability | | | | |
| Depreciation | (541) | 541 | - | 0 |
| Gross Deferred tax liability | (541) | 541 | - | 0 |
| Deferred tax assets | | | | |
| Depreciation | - | 127 | - | 127 |
| Provision for Compensated Absences | 788 | 104 | - | 892 |
| Provision for Bonus | 116 | 29 | - | 145 |
| Provision for Gratuity | 446 | (238) | 21 | 229 |
| Others | 1,882 | (439) | - | 1,443 |
| Gross Deferred tax assets | 3,232 | (417) | 21 | 2,836 |
| Tax Assets | 2,691 | 124 | 21 | 2,836 |

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

| | March 31, 2020 | | | (in ₹ Lakhs) |
|-------------------------------------|-------------------------------|--|----------------------|-------------------------------|
| | Net balance March 31, 2019 | Recognised in Statement of Profit and Loss | Recognised in OCI | Net balance March 31, 2020 |
| Deferred tax liability | | | | |
| Depreciation | (959) | 418 | - | (541) |
| Gross Deferred tax liability | (959) | 418 | - | (541) |
| Deferred tax assets | | | | |
| Provision for Compensated Absences | 1,008 | (220) | - | 788 |
| Provision for Bonus | 202 | (86) | - | 116 |
| Provision for Gratuity | 483 | (279) | 242 | 446 |
| Others | 824 | 1,058 | - | 1,882 |
| Gross Deferred tax assets | 2,517 | 473 | 242 | 3,232 |
| Tax Assets | 1,558 | 891 | 242 | 2,691 |

The Company 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.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred tax assets. The recoverability of deferred tax assets is based on estimates of taxable income and the period over which deferred tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

37 RELATED PARTY DISCLOSURES

(A) Names of related parties and related party relationship

(i) Enterprises where control exists

| | |
|---------------------------------|---|
| Ultimate Holding Company | Deutsche Post AG, Germany |
| Holding Company | DHL Express (Singapore) Pte. Limited, Singapore |
| Wholly Owned Subsidiary Company | Concorde Air Logistics Limited, India |
| Wholly Owned Subsidiary Company | Blue Dart Aviation Limited, India |

(B) Related party relationships where transactions have taken place during the year

(i) Enterprises where control exists

| | |
|---------------------------|---|
| Ultimate Holding Company | Deutsche Post AG, Germany |
| Holding Company | DHL Express (Singapore) Pte. Limited, Singapore |
| Subsidiary Company | Concorde Air Logistics Limited, India |
| Subsidiary Company | Blue Dart Aviation Limited, India |
| Fellow Subsidiary Company | DHL Express (India) Private Limited, India |
| Fellow Subsidiary Company | DHL Supply Chain India Private Limited, India |
| Fellow Subsidiary Company | DHL Logistics Private Limited, India |
| Fellow Subsidiary Company | DHL eCommerce (India) Private Limited, India (erstwhile known as DHL eCommerce (India) LLP till March 09, 2021) |
| Fellow Subsidiary Company | DHL eCommerce Singapore PTE. Ltd., Singapore |
| Fellow Subsidiary Company | Deutsche Post IT Services, GMBH |
| Fellow Subsidiary Company | DHL Aviation EEMEA, Kingdom of Bahrain |

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

(C) Key Management Personnel

| | |
|--------------------------------|--|
| Balfour Manuel | CEO (up to May 15, 2019) and Managing Director (from May 16, 2019) |
| Sharad Upasani | Chairman |
| Air Marshal M. McMahon (Retd.) | Director |
| Narendra Sarda | Director |
| Kavita Nair | Director |

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|--|--|--|
| (D) Transactions with related parties during the year | | |
| (i) With Holding/Subsidiary/Fellow Subsidiaries Company | | |
| Deutsche Post AG, Germany | | |
| Reimbursements of expenses | - | - |
| Reimbursements of expenses | (23) | (30) |
| DHL Express (Singapore) Pte. Limited, Singapore | | |
| Dividend paid | - | 2,224 |
| Reimbursements of expenses | - | (2) |
| Concorde Air Logistics Limited, India | | |
| Commercial airlift charges | 10,188 | 10,319 |
| DHL Express (India) Private Limited, India | | |
| International servicing charges | 16,422 | 14,289 |
| Domestic service charges income | (8,209) | (6,964) |
| Pickup and Delivery charges | 215 | 200 |
| Legal and professional fees | 86 | 96 |
| DHL Supply Chain India Private Limited, India | | |
| Domestic service charges income | (3,425) | (2,868) |
| Efulfilment Warehousing services | 49 | 283 |
| DHL Logistics Private Limited, India | | |
| Domestic service charges income | (965) | (523) |
| International Servicing Cost | 154 | 145 |
| DHL eCommerce (India) LLP, India | | |
| Domestic service charges income | (8) | (12) |
| Domestic Network Operating Cost | 3,507 | 5,630 |
| Deutsche Post IT Services, GMBH | | |
| Payment towards software maintenance and others | 0 | 1 |
| DHL Aviation EEMEA, Kingdom of Bahrain | | |
| International air charter income | (176) | - |
| Blue Dart Aviation Limited, India | | |
| Aircraft Charter Costs | 76,030 | 79,818 |
| Inter-Corporate Deposits Granted | 10,902 | 2,644 |
| Inter-Corporate Deposits repaid | (10,902) | (2,644) |
| Inter-Corporate Loan repaid | - | (1,092) |
| Interest income on Loan | - | (58) |

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|--|--|--|
| Interest income on Inter-Corporate Deposit | (5) | (19) |
| Domestic service charges income | (35) | (43) |
| Purchase/(Sale) of fixed assets/Consultancy charges | - | 12 |
| (ii) With Key Management Personnel | | |
| Sharad Upasani | | |
| Commission | 18 | - |
| Sitting Fees | 19 | 8 |
| Air Marshal M. McMahon (Retd.) | | |
| Commission | 18 | - |
| Sitting Fees | 9 | 4 |
| Narendra P Sarda | | |
| Commission | 18 | - |
| Sitting Fees | 16 | 6 |
| Kavita Nair | | |
| Commission | 18 | - |
| Sitting Fees | 7 | 2 |
| Balfour Manuel | | |
| Remuneration | 405 | 148 |
| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
| (E) Related party balances as at the year end | | |
| (i) Receivable/(Payable) from/to Subsidiary/Fellow Subsidiaries company | | |
| Concorde Air Logistics Limited, India | (981) | (334) |
| DHL Express (India) Private Limited, India | 3,058 | 2,066 |
| DHL Express (India) Private Limited, India | (8,742) | (5,844) |
| DHL Supply Chain India Private Limited, India | 674 | 733 |
| DHL Supply Chain India Private Limited, India | (1) | (87) |
| DHL Logistics Private Limited, India | 335 | 109 |
| DHL Logistics Private Limited, India | (18) | (26) |
| DHL eCommerce (India) LLP, India | (1,853) | (1,561) |
| DHL eCommerce (India) LLP, India | 3 | 14 |
| Blue Dart Aviation Limited, India | 2,150 | 2,150 |
| Blue Dart Aviation Limited, India | (3,350) | (4,446) |
| Deutsche Post IT Services, GMBH | (0.5) | - |
| (ii) Payable to Key Management Personnel | | |
| Sharad Upasani | 18 | - |
| Air Marshal M. McMahon (Retd.) | 18 | - |

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|----------------|---------------------------------------|---------------------------------------|
| Narendra Sarda | 18 | - |
| Kavita Nair | 18 | - |
| Balfour Manuel | 137 | - |

Note: The terms and conditions of transactions with related parties were no more favourable than those available, or which might be expected to be available, in similar transactions with non related parties on an arm's length basis. All balances outstanding with related parties are unsecured.

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|---|--|--|
| (F) Key management personnel compensation comprised the following: | | |
| Short-term employee benefits | 400 | 144 |
| Post-employment benefits | 5 | 4 |
| Long-term employee benefits | - | - |
| Total | 405 | 148 |

38 DUES TO MICRO AND SMALL ENTERPRISES

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end | 1,098 | 500 |
| Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end | 31 | 16 |
| Principal amounts paid to suppliers registered under the MSMED Act beyond the appointed day during the year | 366 | 132 |
| Interest paid, other than under Section 16 of MSMED Act to suppliers registered under the MSMED Act beyond the appointed day during the year | - | - |
| Interest paid, under Section 16 of MSMED Act to suppliers registered under the MSMED Act beyond the appointed day during the year | - | - |
| Interest due and payable towards suppliers registered under MSMED Act for payments already made | 11 | 2 |
| Further interest remaining due and payable for earlier years | 16 | 11 |

The above information regarding Micro and Small Enterprises given in note 22 - Trade Payables have been identified on the basis of information available with the Company.

Detailed break-up of Interest is as follows:

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end | 31 | 16 |
| Interest due and payable towards suppliers registered under MSMED Act for payments already made | 11 | 2 |
| Further interest remaining due and payable for earlier years | 16 | 11 |
| Interest Charge to Statement of Profit and Loss | 15 | 5 |

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

39 CAPITAL AND OTHER COMMITMENTS

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| Estimated amount of contracts remaining to be executed on capital account and not provided for [net of advances ₹ 145 Lakhs (March 31, 2020-₹ 35 Lakhs)] | 3,126 | 385 |

40 CONTINGENT LIABILITIES

Claims against the Company not acknowledged as debt

a) Stamp Duty - Karnataka and Maharashtra

Not ascertainable Not ascertainable

In response to the notices received from Stamp Authorities of Bangalore, Mangalore and Mumbai for payment of stamp duty under the Karnataka Stamp Act, 1957, and Maharashtra Stamp Act, 1958, based on the legal counsel advise received, the Company has filed its reply with those authorities submitting that on various grounds, it does not consider an air waybill to be an 'acknowledgement' chargeable to stamp duty under the Schedule of the said Act.

b) Pursuant to Aircraft Crew Maintenance and Insurance ("ACMI") agreement entered into between the Company and its wholly owned subsidiary Blue Dart Aviation Limited, the Company where ever required has supported Blue Dart Aviation by issuing Letter of Comfort in favour of various Banks / Financial Institutions to facilitate its borrowings. As at March 31, 2021, the Company has issued letter of comfort worth ₹ 18,500 Lakhs (previous year ₹ 18,500 Lakhs) of which outstanding as on even date is ₹ 11,610 Lakhs (previous year ₹ 13,084 Lakhs).

41 During year ended March 31, 2020 Blue Dart Aviation Limited, wholly owned subsidiary company has repaid the loan in full as per the schedule. There was no amount outstanding as at year end March 31, 2021 (Previous year: ₹ Nil)

42 DIVIDENDS

| | As at March 31, 2021 | As at March 31, 2020 |
|---|-------------------------|-------------------------|
| The final dividend proposed for the year is as follows: | | |
| On Equity Shares of ₹ 10/- each | | |
| Amount of dividend proposed (in ₹ Lakhs) | 3,559 | - |
| Dividend per equity share | 15 | - |

43 CAPITAL MANAGEMENT

The Company's objective for Capital management is to maximise shareholder's value and support the strategic objectives of the Company. The Company determines the capital requirements based on its financial performance, operating and long term investment plans. The funding requirements for current financial year are largely met through operating cash flows generated.

The Company monitors capital using a ratio of 'Adjusted net debt' to 'equity'. For this purpose, adjusted net debt is defined as total borrowings less cash and cash equivalents (excluding collection on cash on delivery shipments held on behalf of customers). Equity comprises all components of equity. Debt equity ratio as at March 31, 2021 is 0.15 and as at March 31, 2020 is 0.07.

44 Note on COVID 19

World Health Organisation (WHO) declared outbreak of Coronavirus Disease (COVID-19) a global pandemic on March 11, 2020. Consequent to this, The Ministry of Home Affairs vide order No.40-3/2020 dated March 24, 2020 notified first ever nationwide lockdown in India to contain the outbreak of COVID-19 which impacted the overall economy and business activities of the Company. It has been over a year but still the pandemic continues to impact across the world.

The operations of the Company were also impacted in the period of lockdown. The Company operated truncated services all through the lockdown period to support movement of essential goods, international charters for movement of medical equipment and medicines for various customers including Central, State Governments and Ministry of Finance and gradually scaling up its operations in compliance with the guidelines issued by Central / State authorities from time to time.

SCHEDULES

Notes forming part of the Standalone Financial Statements as at and for the year ended March 31, 2021

Post the lockdown, the volumes started picking up and the Company has continued playing its role in supporting business and trade.

The impact on our business will depend on future developments that can not be reliably predicted. The impact of global health pandemic might be different from that estimated as at the date of approval of these financial statements and the Company will closely monitor any material changes to future economic conditions.

45 Disclosures pursuant to the Regulation 34(3) read with para A of Schedule V to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|---|--|--|
| (A) Loans and advances in the nature of loans to subsidiary (Blue Dart Aviation Limited) | | |
| Balance as at the year end | - | - |
| Maximum amount outstanding at any time during the year | 7,000 | 3,073 |

(B) Investment by the loanee in the shares of the Company

The loanee has not made any investment in the shares of the Company.

As per our report of even date

For S.R. Batliboi & Associates LLP
ICAI Firm Registration No.101049WE300004
Chartered Accountants

per Sunil Gaggar
Partner
Membership Number 104315

Place: Bengaluru
Date: May 05, 2021

For and on behalf of the Board of Directors

Sharad Upasani
Chairman
DIN:01739334

Balfour Manuel
Managing Director
DIN:08416666

Aneel Gambhir
Chief Financial Officer

Tushar Gunderia
Head (Legal & Compliance) &
Company Secretary

Place: Mumbai
Date: May 05, 2021

BLUE DART AVIATION LIMITED

BOARD OF DIRECTORS

| | |
|--|-------------------|
| Tushar K. Jani | Chairman |
| Tulsi Nowlakha Mirchandaney | Managing Director |
| Air Marshal M. McMahon (Retd.) | Director |
| Air Marshal VA Patkar (Retd.) (resigned w.e.f. May 09, 2021) | Director |
| Ravi S. Menon (appointed as an Independent Director w.e.f May 04, 2021) | Director |
| Sharad P. Upasani | Director |
| Geoffrey Kehr | Director |

KEY MANAGERIAL PERSONNEL

| | |
|------------------|---|
| P. Parameshwaran | Chief Financial Officer |
| N. Palaniappan | Company Secretary & General Manager - Finance |

BANKERS

Axis Bank Ltd.
Bank of America N.A.
Citibank N.A.
Yes Bank Ltd.

AUDITORS

S.R.Batlboi & Associates LLP

REGISTERED OFFICE

Blue Dart Centre,
Sahar Airport Road,
Andheri (E), Mumbai – 400 099
CIN: U35303MH1994PLC078691

HEAD OFFICE

Blue Dart Aviation Terminal,
Gate No.6, Old International Airport,
Meenambakkam, Chennai – 600 027

DIRECTORS' REPORT

To the Members

Your Directors have a great pleasure in presenting the Twenty Seventh Annual Report of your Company for the financial year ended March 31, 2021.

FINANCIAL RESULTS

| | (₹ in Lakhs) | |
|--|---------------------------------|---------------------------------|
| | Year ended March 31, 2021 | Year ended March 31, 2020 |
| Revenues: | | |
| Revenue from Operations | 76,873 | 80,686 |
| Other Income | 831 | 395 |
| Less: Operating Expenses | (45,868) | (52,035) |
| Operating Profit (EBIDTA) | 31,386 | 29,046 |
| Less: Interest cost (Net) | 8,042 | 8,797 |
| Depreciation / Amortisation | 22,927 | 19,448 |
| Earnings before tax | 867 | 801 |
| Less: Provision for Income tax | 325 | 1,161 |
| Profit / (Loss) Earnings after tax | 542 | (360) |
| Other Comprehensive Income | (5) | (201) |
| Total Comprehensive Income / (Loss) for the year | 537 | (561) |

During the year under review, your Company has recorded a profit before tax of ₹ 867 lakhs as compared to profit before tax of ₹ 801 lakhs for the 12 months which ended on March 31, 2020.

REVIEW OF PERFORMANCE

Your Company is the first scheduled domestic cargo airline operating in the Indian skies, with a fleet of six Boeing 757-200 freighters.

During an extremely challenging year, when all passenger airlines were grounded for a period and most were working within the safety of their homes, your Company continued relentlessly with its operations across our network to provide the critical supply chain link for the country. With the severe movement restrictions on surface transport, your Company's network enabled Blue Dart Express Limited to provide a seamless service to its customers, when other forms of transportation were inaccessible. Additionally, your Company was proud to have had the privilege to support our nation and the Ministry of Civil Aviation's Lifeline Udan during the crisis, flying its first truly commercial international flights into China (Guangzhou and Shanghai) to carry emergency medical supplies for those in need. The first flight operated to Guangzhou to deliver urgent supplies to the Government of Assam on April 15, 2020. Subsequently, regular international charters were commissioned to support the Government of India in its fight against the COVID

19 virus. International destinations included Hong Kong, Hanoi in Vietnam, Yangon in Myanmar and Dacca, with the first flight to Hanoi, Vietnam on August 30, 2020, followed by regular flights.

During the year, your Company posted an On Time Performance of 92.14 % and a Technical Dispatch Reliability of 99.57%, with an average fleet life of 26.08 years. The Company handled 123 charters during the year and uplifted 1,01,454 tonnes on its network during the 12 month period which ended on March 31, 2021. This was made possible with additional operations of 1108 flight cycles and a total of 2570 hours, supplementing its scheduled night operations.

During the year, your company successfully carried out three major checks and completed an engine shop visit (ESV) under extremely constrained conditions when parts were difficult to procure, international flights were severely curtailed, and the maintenance and repair organisation overseas was working restricted hours owing to the protocols of lockdown in their own country. ESV costs were controlled by procuring life limited parts (LLPs) and other components from the open market. A few hundred LLPs were shortlisted for procurement from hundreds of parts identified, which helped to control the ESV cost.

Your Company became a proud owner of 2 Boeing 757-200 aircraft during the year. The leased aircraft, VT-BDM and VT-BDN, were acquired by the Company. The Company has also taken on lease three aircraft engines to support operations. BDAL carried out important avionics modifications and upgrades which facilitated operations of its international charters. A major challenge that was handled efficiently without any adverse impact to operations was the sourcing of aircraft spares and material from international locations affected by lockdown and curtailed air connectivity to many airports overseas.

Your Company's Aviation Security Training Institute (ASTI), completed another successful year. Once the approval for the commencement of training was received after July 2020, after the hiatus between April to July 2020, the institute conducted regular classes to ensure the compliance requirement of AVSEC qualifications for our personnel. As per the request from the Bureau of Civil Aviation Security, your Company conducted Aviation Security Training to multiple batches of police personnel. After a closure of six months. As per the DGCA directive, the mandatory Dangerous Goods Training was conducted for company personnel to maintain the currency of their DG certifications so essential to Company operations. A number of entities, including airlines and ground handling agencies, depend on your Company's training institute for their certification, and close to 1100 candidates have been trained by the training team within a short period of 6 months.

During the major period of the pandemic and lockdown, your company's Human Resource team regularly engaged with all company employees to enquire about their health and provided necessary support with reference to doctors, hospitals and tests. All protocols and preventive measures, as laid down by the WHO, were meticulously followed at all stations, with regular campaigns to create better awareness for protection against the pandemic.

DIRECTORS' REPORT

DIRECTORS/ KEY MANAGERIAL PERSONNEL

As on March 31, 2021, Your Company's Board has a strength of 6 (Six) Directors including 1(one) Woman Director and 2 (two) Independent Directors.

The Board of Directors of the Company is duly constituted and the present structure is as follows:

| Sr. No. | Name of the Directors | Designation |
|---------|---|-------------------|
| 1. | Mr. Tushar K. Jani | Chairman |
| 2. | Ms. Tulsi Nowlakhia Mirchandaney | Managing Director |
| 3. | Air Marshal M. McMahan (Retd.) | Director |
| 4. | Air Marshal Vijay Achyut Patkar (Retd.) | Director |
| 5. | Mr. Sharad Upasani | Director |
| 6. | Mr. Geoffrey Kehr | Director |

During the year, Mr. Clyde C Cooper (DIN 382001) resigned from the Company on November 03, 2020. Due to the resignation of Mr. Clyde C. Cooper, Mr. Surendra Sheth (DIN 89981), an alternate Director of Mr. Clyde C Cooper, also ceased to be a Director from the said date.

During the year under review, in terms of the requirements under the Companies Act, 2013, all Independent Directors have provided declarations under Section 149(7) of the Companies Act, 2013 that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013.

The Independent Directors have also confirmed that they have registered themselves in the databank of Independent Directors.

In accordance with the provisions of the Companies Act, 2013, and Articles of Association of the Company, Mr. Tushar K Jani (DIN :00192621), retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

The Key Managerial Personnel (KMPs) in the Company as per Section 2(51) and Section 203 of the Companies Act, 2013 are as follows:

| Sr. No. | Name of the Directors | Designation |
|---------|----------------------------------|-------------------------|
| 1. | Ms. Tulsi Nowlakhia Mirchandaney | Managing Director |
| 2. | Mr. P. Parameshwaran | Chief Financial Officer |
| 3. | Mr. N. Palaniappan | Company Secretary |

During the year, there was no change (appointment or cessation) in the office of any KMP.

Number of Meetings of the Board

During the year, the Board of Directors of your Company has met 6 times. The Maximum interval between any two meetings did not exceed 120 days.

Details of Board Meeting as follows:

| Sr. No. | Date of Meeting |
|---------|-----------------|
| 1. | 26.05.2020 |

Sr. No. Date of Meeting

| | |
|----|------------|
| 2. | 30.07.2020 |
| 3. | 29.10.2020 |
| 4. | 19.11.2020 |
| 5. | 28.01.2021 |
| 6. | 25.03.2021 |

Due to the COVID 19, pandemic, your company conducted all the Board Meetings through Video Conference.

AUDIT COMMITTEE

The Audit Committee comprises of three Non-Executive Directors viz; Air Marshal M. McMahan (Retd.) as Chairman of the Committee, with Mr. Tushar K. Jani and Air Marshal Vijay Achyut Patkar (Retd.) as members of the Committee.

The terms of reference of the Audit Committee are in accordance with the provisions of Section 177 of the Companies Act, 2013.

Ms. Tulsi Nowlakhia Mirchandaney, Managing Director, Mr. Sharad Upasani, Director, Mr. Geoffrey Kehr, Director, and Mr. P. Parameshwaran, Chief Financial Officer are the permanent invitees to the Audit Committee Meetings. Mr. N. Palaniappan, Company Secretary & General Manager – Finance, acts as Secretary to the Committee.

INTERNAL FINANCIAL CONTROL SYSTEMS

Your Company has a sound internal control system to ensure that all assets are protected against loss from any unauthorised use. All transactions are recorded and reported correctly. The Company's internal control system is further supplemented by the internal audits carried out by an outsourced audit firm viz; M/s. KPMG Advisory Services Pvt. Ltd. The internal control system is well established with robust internal audit processes, both at the business and corporate level, and the adequacy and effectiveness of the internal control environment across the Company and status of compliance with operating systems, internal policies and regulatory requirements are continuously monitored. The Audit Committee of the Board addresses significant issues raised by both the Internal Auditors and Statutory Auditors.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

In terms of provisions of Section 177(9)/(10) of the Companies Act, 2013, your Company has formalized the process and institutionalized a Whistle Blower Policy in the Organisation.

The Company engaged the services of M/s. KPMG Advisory Services Pvt. Ltd., renowned consultancy firm, which has established the Blue Dart Ethics Hotline. In terms of the Policy, all suspected violations and reportable matters must be reported to the Ethics Committee via the Blue Dart Ethics Hotline. The Ethics Committee comprises of Mr. Prem K. Thomas, Chief Human Resource Manager, Mr. N. Palaniappan, Company Secretary & General Manager – Finance, and Mr. N. Krishnamoorthy, Chief Quality Manager. The

DIRECTORS' REPORT

Policy is applicable to all Directors, employees, officers, customers, vendors and/or third party intermediaries such as agents and consultants whether appointed on permanent, temporary, full time, part-time, contractual, probation or on retainer basis and engaged to conduct business on behalf of the Company concerned about unacceptable, unethical or illegal activities which affect the workplace. The Policy provides for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases. None of the Whistle Blowers was denied access to the Audit Committee of the Board. The contact details for Blue Dart Ethics Hotline numbers are as follows:

| Sr. No. | Reporting Channel | Contact Information | Availability |
|---------|-------------------|--|---------------------------|
| 1. | Phone (Toll Free) | 1800 200 1072 | 7 AM to 11 PM on weekdays |
| 2. | Email | bluedart@ethicshelpline.in | 24 hours a day |
| 3. | Fax | Dial Toll Free number - 1800 200 1072 and select option 2 on IVR | 24 hours a day |
| 4. | Post | PO Box No. 71, DLF Phase 1, Qutub Enclave, Gurgaon – 122002 | 24 hours a day |
| 5. | Web | www.in.kpmg.com/ethicshelpline | 24 hours a day |

The Company has posted “Whistle Blower Policy” on its website viz <http://bluedartaviation.com>

The web link of the Whistle Blower Policy is <http://bluedartaviation.com/aviation.htm>

POLICY FOR PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company values the dignity of individuals and strives to provide a safe and respectable work environment for all its employees. The Company is committed to providing an environment which is free of discrimination, intimidation and abuse. Pursuant to the requirements of ‘Sexual Harassment of Women at Workplace (Prohibition, Prevention and Redressal) Act, 2013’ and rules made thereunder, the Company has a Policy for Prevention of Sexual Harassment of Women in the Company.

Your company constituted an internal committee consisting of Dr. (Mrs). Prasanna Gettu, External Consultant, Ms. Esha Reddy, Office Manager, Ms. Sowmya G, Dy. Maintenance Manager, Mr. N. Krishnamoorthy, Chief Quality Manager and Mr. N. Palaniappan, Company Secretary and General Manager-Finance as its members to accept complaints pertaining to sexual harassment. There was no complaint received from any employee during the financial year 2020-21 and hence no complaint is outstanding for redressal as on March 31, 2021.

COST AUDIT

During the year under review, provisions of cost audit as stated under

Section 148 of the Act and the Companies (Audit and Auditors) Rules, 2014 were not applicable to the Company.

NOMINATION AND REMUNERATION COMMITTEE

In compliance with the provisions of the Companies Act, 2013, your Company has a Nomination and Remuneration Committee, with Air Marshal M McMahon (Retd.) as Chairman of the Committee, Mr. Tushar K. Jani, Air Marshal Vijay Achyut Patkar (Retd.) and Mr. Sharad Upasani as members of the Committee.

Ms. Tulsi Nowlakha Mirchandaney, Managing Director, is the permanent invitee to the Nomination and Remuneration Committee Meetings.

NOMINATION AND REMUNERATION POLICY

Pursuant to the provisions of Section 178 of Companies Act, 2013, the Board has, on the recommendations of the Nomination and Remuneration Committee, framed a policy on appointment of Directors and Key Managerial Personnel of the Company, and fixation of the remuneration of the Directors, Key Managerial Personnel and other employees of the Company. The Nomination and Remuneration policy of your Company has listed down criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under Section 178(3) of Companies Act, 2013.

CSR COMMITTEE

The CSR Committee of the Company comprises of Air Marshal M. McMahon (Retd.), as Chairman of the Committee and Mr Tushar K Jani and Ms. Tulsi Nowlakha Mirchandaney as members of the Committee. The CSR Committee, along with the CSR Implementation and Management Committee, is responsible for formulating and implementing the CSR Policy of the Company.

Mr. N. Palaniappan, Company Secretary & General Manager-Finance acts as Secretary to the Committee.

CSR INITIATIVES / CSR POLICY

Corporate Social Responsibility is an integral part of our strategy. We are committed to our responsibility towards society, community and the environment. Our endeavor is to make a positive contribution to our world by using our knowledge and domestic as well as global presence in a way that benefits the planet and its people.

In accordance with the provisions of Section 135 of Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has formulated and posted the CSR Policy on website of the company viz; www.bluedartaviation.com.

During the year, your Company has continued its support for the Government schools, which were earlier adopted by the Company for its CSR Projects towards promotion of education. Further, your Company has made a Tri-Party Agreement with Aeronero Solutions Private Limited (hereinafter referred as “Aeronero”) and M/s. RC Chennai ECR Charitable Trust (hereinafter referred as “Rotary”) for installation of a machine which converts air to water, without depleting

DIRECTORS' REPORT

the ground water table or run off in the RO system, at the PCKG Higher Secondary School in Kodambakkam, Chennai.

Your Company appointed "Rotary" as the implementation agency for the above CSR activity and has made an AMC for the period of 9 (nine) years with Aeronero to sustain the project over a long period.

The Annual Report on CSR activities in accordance with the Companies (Corporate Social Responsibility Policy) Rules, 2014, is annexed as 'Annexure A' to the Board's Report.

COMMENTS ON AUDITORS' REPORT/SECRETARIAL AUDIT REPORT

There are no qualifications, reservations or adverse remarks or disclaimers made by M/s. S.R.Batlboi & Associates LLP, Statutory Auditors, in their report, and by M/s. Mohan Kumar & Associates, Company Secretary in Practice, in his secretarial Audit Report.

The Statutory Auditors have not reported any incident of fraud to the Audit Committee of the Company in the year under review.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

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

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The Company has not made any loans, Guarantees or Investments, which falls under Section 186 of the Companies Act, 2013.

RELATED PARTY TRANSACTIONS

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

All Related Party Transactions are placed before the Audit Committee and the Board for approval.

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

The particulars of contracts or arrangements with related parties as required under Section 134(3)(h) in prescribed Form AOC 2 are annexed herewith as an 'Annexure B'.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134 (3) (c) of the Companies Act, 2013, your Directors confirm that;

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

- ii. They 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 and loss of the Company for that year;
- iii. They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. They have prepared the annual accounts on a going concern basis;
- v. They have laid down proper internal financial controls to be followed by the Company and ensure that the financial controls were adequate and were operating effectively; and
- vi. They have devised systems to ensure compliance with the provisions of all applicable laws and that they were adequate and operating effectively.

SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed a new Secretarial Auditor, Company Secretary in Practice to undertake the secretarial audit of the Company for the year ended March 31, 2021.

The Secretarial Audit Report is annexed herewith as an 'Annexure C'. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark. No fraud has been reported by the auditors to the audit committee or the Board.

REPORTING OF FRAUD BY AUDITORS

The auditors of the company have not reported any fraud as specified under Section 143(12) of the Companies Act, 2013.

DISCLOSURE ON CONFIRMATION WITH THE SECRETARIAL STANDARDS

Your Directors confirm that the secretarial standards issued by the Institute of Company Secretaries of India have been duly complied with.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT 9 as per Section 92 (3) of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 is annexed herewith as an 'Annexure D'.

RISK MANAGEMENT

The Company has in place a mechanism to inform the Board on risk assessment and mitigation procedures, and periodic reviews are conducted in order to ensure that management controls risks through a properly defined framework.

The Company has constituted an Internal Risk Management Committee

DIRECTORS' REPORT

comprising of Ms. Tulsi Nowlakha Mirchandaney, Managing Director, Mr. P. Parameshwaran, Chief Financial Officer and Mr. N. Palaniappan, Company Secretary & General Manager – Finance as members to monitor the risks on a periodic basis.

FIXED DEPOSITS

Your Company has not accepted any fixed deposits under the provisions of Section 73 of the Companies Act, 2013.

AUDITORS

Pursuant to the provisions of Section 139 of the Companies Act, 2013 (the Act) read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. S. R. Batliboi & Associates LLP, Chartered Accountants, (Firm Registration no. 101049W/E300004), were appointed as statutory auditors of the Company for a term of five (5) years to hold office from the conclusion of Twenty Third Annual General Meeting of the Company held on July 27, 2017 upto the conclusion of the Twenty Eighth Annual General Meeting, subject to ratification of their appointment at every subsequent Annual General Meeting.

MCA vide its notification dated May 07, 2018 has enforced section 40 of the Companies (Amendment) Act, 2017 and the Companies (Audit and Auditors) Rules, 2014 wherein the requirement for ratifying the appointment of the Auditors of a Company at every Annual General Meeting as per the provisions of section 139 (1) of the Act, 2013 has now been dispensed with.

Accordingly, in terms of the aforesaid amendments, your Company has not sought ratification of the appointment of the Statutory Auditors by the Shareholders at the ensuing Annual General Meeting.

Your Company has received necessary certificate from M/s. S. R. Batliboi & Associates LLP, Chartered Accountants confirming that they satisfy the criteria provided under section 141 of the Companies Act, 2013 and are not disqualified from continuing as Statutory Auditors of the Company.

The Auditors' Report for 2020-21, does not contain any qualification, reservation or adverse remarks.

No fraud has been reported by the auditors to the audit committee or the Board.

EMPLOYEES

People are the human capital of the organization and key to the successful implementation of plans and processes. Your Company continues to maintain its 'People' philosophy. Your Directors take this opportunity to thank each one of our people for their dedicated

service and contributions and going beyond the call of duty, flying to new destinations at short notice, and working under the extremely challenging conditions of an exceptional year and a grave crisis. Your Company's consistent growth has been made possible by their hard work, solidarity, co-operation, commitment and support.

Information on the particulars of employees' remuneration as per Section 197 of the Companies Act, 2013, read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this report. However, as per the provisions of Section 136 (1) of the Companies Act, 2013, the report and accounts are being sent to all shareholders of the Company, excluding the Statement of Particulars of Employees which is available for inspection at the registered office of the Company during working hours. Any shareholder interested in such particulars may inspect the same.

PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND EXPENDITURE

The particulars regarding foreign exchange earnings and expenditure stipulated under section 134(3)(m) are annexed herewith as an 'Annexure E' and forms part of this Report. Since your Company does not own any manufacturing facility, the other particulars relating to conservation of energy and technology absorption stipulated in the Companies (Disclosure of Particulars in the Report of the 'Board of Directors' Rules, 1988) are not applicable.

ACKNOWLEDGEMENT

The Board of Directors wishes to express its sincere appreciation and thanks to all customers, vendors, banks, financial institutions, solicitors, advisors, the Government of India, concerned State Governments and other authorities for their consistent support and co-operation in contributing to the Organization's success.

Your Directors appreciate the contribution made by the employees of the Company and acknowledge their hard work and dedication to ensure that the Company consistently performs to the highest standards of excellence.

For and on behalf of the Board of Directors,

Tushar K. Jani
Chairman
DIN: 0192621

Tulsi Nowlakha Mirchandaney
Managing Director
DIN: 01842520

Chennai,
May 04, 2021

ANNEXURES TO DIRECTORS' REPORT

'ANNEXURE - A'

ANNUAL REPORT ON CSR ACTIVITIES

1. Brief outline on CSR Policy of the Company:

The Corporate Social Responsibility is an integral part of our strategy. We are committed to our responsibility towards society, community and the environment. We endeavour to make a positive contribution to our world by using our knowledge and domestic / global presence in a way that benefits the planet and its people.

2. Composition of the CSR Committee.

| Sl. No. | Name of the director | Designation / Nature of Directorship | Number of meetings of CSR Committee held during the year | Number of meetings of CSR Committee attended during the year |
|---------|---------------------------------|--------------------------------------|--|--|
| 1. | Air Marshal M.McMahon (Retd.) | Chairman | 2 | 2 |
| 2. | Mr. Tushar K. Jani | Member | 2 | 2 |
| 3. | Ms. Tulsi Nowlakha Mirchandaney | Member | 2 | 2 |

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:

<http://bluedartaviation.com/csr.pdf>

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report):

NA

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:

NA

6. Average net profit of the company as per section 135(5) of the Act:

₹ 853 Lakhs

7. (a) Two percent of average net profit of the company as per section 135(5): ₹ 17.07 Lakhs

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: NIL

(c) Amount required to be set off for the financial year, if any: NA

(d) Total CSR obligation for the financial year (7a+7b- 7c): ₹ 17.07 Lakhs

(e) Actual amount spent towards CSR: ₹ 17.07 Lakhs

8. (a) CSR amount spent or unspent for the financial year:

| Total Amount Spent for the Financial Year. (in ₹) | Amount Unspent (in ₹) | | | | |
|---|--|-------------------|--|---------|------------------|
| | Total Amount transferred to Unspent CSR Account as per section 135(6). | | Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5). | | |
| | Amount | Date of transfer. | Name of the Fund | Amount. | Date of transfer |
| 17,07,931/- | - | - | - | - | - |

(b) Details of CSR amount spent against ongoing projects for the financial year 2020-21:

| Sl. No. | Name of the Project/or activity identified | Item from the list of the activities in Schedule VII of the Act. | Local Area (Yes/ No) | Location of the Project | | Project duration | Amount allocated for the project (in ₹) | Amount Spent in the current financial year (in ₹) | Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹). | "Mode of Implementation - Direct (Yes/No)." | Mode of Implementation - Through Implementing Agency | |
|---------|--|--|----------------------|-------------------------|---------|------------------|---|---|---|---|--|----|
| 1 | Installation of a machine which converts air to water without depleting the ground water table or run off in RO system | Ensuring Environmental sustainability | Yes | Tamilnadu | Chennai | 1 year | 1,637,999/- | 1,637,999/- | Nil | Yes | NA | NA |

ANNEXURES TO DIRECTORS' REPORT

| Sl. No. | Name of the Project/or activity identified | Item from the list of the activities in Schedule VII of the Act. | Local Area (Yes/No) | Location of the Project | | Project duration | Amount allocated for the project (in ₹) | Amount Spent in the current financial year (in ₹) | Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹). | "Mode of Implementation - Direct (Yes/No). " | Mode of Implementation - Through Implementing Agency | |
|---------|---|--|---------------------|-------------------------|---------|------------------|---|---|---|--|--|----|
| 2. | To provide Desktop Computer and Printer to Government Boy's Higher Secondary School | Promoting Education | Yes | Tamilnadu | Chennai | 1 year | 69,932/- | 69,932/- | Nil | Yes | NA | NA |
| 3. | Administrative Expenditure | | | | | | | Nil | | | | |
| 4. | Total | | | | | | | 1,707,931/- | | | | |
| 5. | Excess amount | | | | | | | Nil | | | | |
| 6. | Total Budget(2%PBT) | | | | | | | 1,707,931/- | | | | |

(c) Details of CSR amount spent against other than ongoing projects for the financial year: NA

(d) Amount spent in administrative overheads: ₹ NIL

(e) Amount spent on Impact Assessment, if applicable: NA

(f) Total amount spent for the financial Year (8b+8c+8d+8e): ₹ 17.07 Lakhs

(g) Excess amount for set off, if any: **NA**

9. (a) Details of Unspent CSR amount for the preceding three financial years:

NA

(b) Details of CSR amount spent in the financial year for **ongoing projects** of the preceding financial year(s):

NA

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year

NA

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).

NA

The CSR Committee confirms that the implementation and monitoring of CSR Policy is in compliance with the CSR objectives and policy of the company.

For and on behalf of the Board of Directors,

Tushar K. Jani

Director

DIN: 0192621

Chennai,

May 04, 2021

Tulsi Nowlakra Mirchandaney

Managing Director

DIN: 01842520

ANNEXURES TO DIRECTORS' REPORT

'ANNEXURE - B'

FORM NO. AOC - 2

[Pursuant to clause (h) of sub-section (3) of section 134 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 the related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms-length transactions under third proviso thereto.

I. Details of contracts or arrangements or transactions not at arm's length basis

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2021, which were not at arm's length basis.

II. Details of material contracts or arrangement or transactions at arm's length basis

| Name of related party | Nature of relationship | Nature of Contract | Duration of Contract | Date of approval of Board |
|--|--|--|--------------------------|---------------------------|
| Mumbai Cargo Service Center Airport Private Limited. | Entity in which a Director is Interested | Transshipment of General Cargo Agreement | 01.04.2020 to 31.03.2021 | May 26, 2020 |
| Delhi Cargo Service Center Private Limited | | | 01.01.2021 to 31.12.2023 | January 28, 2021 |
| DHL Aviation (Netherlands) B.V | Group Company | Renewal of Aircraft Lease Agreement | 16.10.2020 to 15.10.2025 | October 29, 2020 |
| | | Engine Lease Agreement | 27.10.2020 to 26.10.2027 | |
| | | | 27.11.2020 to 26.11.2027 | |
| | | Purchase of Aircrafts | Not Applicable | |
| | | Renewal of Aircraft Lease Agreement | 22.01.2021 to 21.01.2028 | January 28, 2021 |
| DHL Express (India) Private Limited | Group Company | Courier Services Agreement | Not Applicable | July 30, 2020 |
| | | Cargo Movement Services Agreement | 01.01.2021 to 31.12.2021 | January 28, 2021 |
| | | Courier Services Agreement | 01.01.2021 to 31.12.2021 | |
| Concorde Air Logistics Limited | Group Company | Freight Forward and Handling & Clearing Services Agreement | Not Applicable | October 29, 2020 |
| DHL Logistics Private Limited | Group Company | Term Loan Agreement | 17.11.2020 to 14.10.2022 | October 29, 2020 |
| | | | 30.12.2020 to 29.11.2022 | |

b. Salient terms of the contracts or arrangements or transactions including the value, if any :

All contracts have been executed on Arm's length basis on competitive terms.

c. Amount paid as advances, if any : NIL

For and on behalf of the Board of Directors,

Tushar K. Jani

Chairman

DIN: 0192621

Chennai,

May 04, 2021

Tulsi Nowlakha Mirchandaney

Managing Director

DIN: 01842520

ANNEXURES TO DIRECTORS' REPORT

'ANNEXURE - C'

FORM NO. MR - 3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Blue Dart Aviation Limited

I have conducted the Secretarial Audit of the Compliance of applicable statutory provisions and the adherence to good corporate practices by **Blue Dart Aviation Limited** (hereinafter called "the Company") bearing Corporate Identification Number **U35303MH1994PLC078691**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2021, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2021 according to the provisions of:

- 1) The Companies Act, 2013 (the Act) and the rules made there under;
- 2) The Aircraft Public Health Rules, 1954.
- 3) The Aircraft Act, 1934.
- 4) The Aircraft Rules, 1937.
- 5) The Air (Prevention & control of pollution) Act, 1981.
- 6) The Carriage by Air Act, 1972.
- 7) The Customs Act, 1962.
- 8) The Environment (Protection) Act, 1986.
- 9) The Factories Act, 1948.
- 10) The Foreign Exchange Management Act, 1999.
- 11) The Indian Aircraft Rules, 1920.
- 12) The Industrial Disputes Act, 1947.
- 13) The Industrial Employment (Standing Orders) Act, 1946.
- 14) The Legal Metrology Act, 2009.
- 15) The Motor Vehicles Act, 1988.
- 16) The Trade Mark Act, 1999.
- 17) The Unlawful Acts against safety of Civil Aviation Act, 1982.
- 18) The Water (Prevention & Control of Pollution) Act, 1974.

The Company has duly complied with the Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI) during the audit period.

I further report that the applicable financial laws, such as Direct and Indirect Tax Laws, have not been reviewed under my audit as the same falls under the review of statutory auditor and by other designated professionals.

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

ANNEXURES TO DIRECTORS' REPORT

I Further Report That

- a) 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.
- b) 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.
- c) Majority decision is carried through where there were no dissenting members.
- d) There are adequate system and process in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable Laws, rules, regulations and guidelines.

I further report that during the audit period, there were no instances of:

- (i) Public / Rights / Preferential issue of shares / debentures / sweat equity.
- (ii) Redemption / buy-back of securities.
- (iii) Foreign Technical Collaborations
- (iv) Merger / amalgamation / reconstruction etc.

Place : Chennai

Date : May 04, 2021

UDIN: F004347C000338615

Signature:

For Mohan Kumar & Associates

A. Mohan Kumar

Practicing Company Secretary

FCS No. 4347

COP No: 19145

This Report is to be read with my testimony of even date which is annexed as Annexure A and forms an integral part of this report.

ANNEXURES TO DIRECTORS' REPORT

'Annexure A'

To
The Members,
Blue Dart Aviation Limited

My 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. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process 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. I believe that the process and practices, I have followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I 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. My examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place : Chennai

Date : May 04, 2021

UDIN: F004347C000338615

Signature:

For Mohan Kumar & Associates

A. Mohan Kumar

Practicing Company Secretary

FCS No. 4347

COP No: 19145

ANNEXURES TO DIRECTORS' REPORT

'ANNEXURE D'

EXTRACT OF ANNUAL RETURN

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

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

FORM NO. MGT – 9

I. REGISTRATION AND OTHER DETAILS:

| | | |
|--|---|--|
| i. CIN | : | U35303MH1994PLC078691 |
| ii. Registration Date | : | May 31, 1994 |
| iii. Name of the Company | : | Blue Dart Aviation Limited |
| iv. Category / Sub-Category of the Company | : | Company having Share Capital |
| v. Address of the Registered office and contact details | : | Blue Dart Centre, Sahar Airport Road, Andheri (East) Mumbai - 400 099, India. Tel.No. +91 22 28396444 Head Office : Blue Dart Aviation Terminal, Gate No.6, Old International Airport, Meenambakkam, Chennai – 600 027, India Tel. No. +91 044 22568200 |
| vi. Whether listed company Yes / No | : | No |
| vii. Name, Address and Contact details of Registrar and Transfer Agent, if any | : | Link Intime India Private Limited C 101, First Floor, 247 Park, L.B.S Marg, Vikhroli West, Mumbai-400 083 Tel. No. +91 22 49186270 E mail : mt.helpdesk@linkintime.co.in |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE Company

| Sr. No. | Name and Description of main products / services | NIC Code of the Product/ service | % to total turnover of the company |
|---------|--|----------------------------------|------------------------------------|
| 1 | Express Air Charter Service | 5120 | 99% |
| 2 | Business Support Service | 8299 | 1% |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

| Sr. No. | Name and Address of the Company | CIN/GLN | Holding/ Subsidiary/ Associate | % of shares held | Applicable Section |
|---------|---|-----------------------|--------------------------------|------------------|--------------------|
| 1. | Blue Dart Express Limited Blue Dart Centre, Sahar Airport Road, Andheri (West), Mumbai - 400 099. | L61074MH1991PLC061074 | Holding | 100% | 2(46) |

ANNEXURES TO DIRECTORS' REPORT

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

i. Category-wise Share Holding

| Category of Shareholders | No. of Shares held at the beginning of the year (as on April 1, 2020 i.e. on the basis of Shareholding Pattern of March 31, 2020) | | | | No. of Shares held at the end of the year (as on March 31, 2021 i.e. on the basis of Shareholding Pattern of March 31, 2021) | | | | % change during the year |
|---|---|----------|----------|-------------------|--|----------|----------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoters | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual/HUF | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Central Govt | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) State Govt (s) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Bodies Corp. | 0 | 24000000 | 24000000 | 100.00 | 0 | 24000000 | 24000000 | 100.00 | 0 |
| e) Banks / FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| f) Any Other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-Total (A)(1): | 0 | 24000000 | 24000000 | 100.00 | 0 | 24000000 | 24000000 | 100.00 | 0 |
| (2) Foreign | | | | | | | | | |
| a) NRIs - Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Other - Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Bodies Corporate | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Banks / FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Any Other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-Total (A)(2): | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total Shareholding of Promoters (A) = (A)(1)+(A)(2) | 0 | 24000000 | 24000000 | 100.00 | 0 | 24000000 | 24000000 | 100.00 | 0 |
| B. Public Shareholding | | | | | | | | | |
| 1) Institutions | | | | | | | | | |
| a) Mutual Funds / UTI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Banks / FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Central Govt. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) State Govt.(s) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| f) Insurance Companies | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| g) FIs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| h) Foreign Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| i) Others (specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-Total (B)(1): | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| (2) Non-Institutions | | | | | | | | | |
| a) Bodies Corporate | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| i) Indian | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |

ANNEXURES TO DIRECTORS' REPORT

| | | | | | | | | | |
|---|---|----------|----------|-----|---|----------|----------|-----|------|
| ii) Overseas | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Individuals | | | | | | | | | |
| i. Individual Shareholders holding nominal share capital upto ₹ 1 lakh | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Individual Shareholders holding nominal share capital in excess of ₹ 1 lakh | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Others (specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 1. Clearing Member | | | | | | | | | |
| 2. NRI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 3. Foreign Portfolio Investor (Corporate) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 4. OCB | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-Total (B)(2): | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total Public Shareholding (B)=(B)(1)+(B)(2) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| C. Shares held by Custodian for GDRs & ADRs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Grand Total (A+B+C) | 0 | 24000000 | 24000000 | 100 | 0 | 24000000 | 24000000 | 100 | 0.00 |

ii) Shareholding of Promoters

| Shareholder's Name | Shareholding at the beginning of the year | | | Shareholding at the end of the year | | | % change in shareholding during the year |
|---------------------------|---|----------------------------------|--|-------------------------------------|----------------------------------|--|--|
| | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | |
| Blue Dart Express Limited | 24000000 | 100 | 0 | 24000000 | 100 | 0 | 0 |

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

| Sr. No. | | No. of Shares held at the beginning of the year (as on April 1, 2020 i.e. on the basis of Shareholding Pattern of March 31, 2020) | | Cumulative Shareholding during the year | |
|---------|-------------------------------------|---|----------------------------------|---|----------------------------------|
| | | No. of Shares | % of total Shares of the company | No. of Shares | % of total Shares of the company |
| 1. | At the beginning of the year | No change during the year | | | |
| 2. | Bought / Sold during the year | | | | |
| 3. | At the End of the year (31/03/2021) | | | | |

ANNEXURES TO DIRECTORS' REPORT

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

| Sr. No. | For each of the Top 10 Shareholders | Shareholding at the beginning of the year | | Change in Shareholding (No. of Shares) | | Shareholding at the end of the year | |
|---------|-------------------------------------|---|----------------------------------|--|----------|-------------------------------------|----------------------------------|
| | | No. of Shares | % of total Shares of the company | Increase | Decrease | No. of Shares | % of total Shares of the company |
| 1. | - | 0 | 0 | 0 | 0 | 0 | 0 |

(v) Shareholding of Directors and Key Managerial Personnel:

| Sr. No. | For Each of the Directors and KMP | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---------|-----------------------------------|---|----------------------------------|---|----------------------------------|
| | | No. of Shares | % of total Shares of the company | No. of Shares | % of total Shares of the company |
| | - | 0 | 0 | 0 | 0 |

(v) INDEBTEDNESS

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

₹ in Lakhs

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|--|----------------------------------|-----------------|----------|--------------------|
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | 0 | 45500 | 0 | 45500 |
| ii) Interest due but not paid | 0 | 0 | 0 | 0 |
| iii) Interest accrued but not due | 0 | 53 | 0 | 53 |
| Total (i+ii+iii) | 0 | 45553 | 0 | 45553 |
| Change in Indebtedness during the financial year | | | | |
| • Addition | 0 | 20000 | 0 | 20000 |
| • Reduction | 0 | (20250) | 0 | (20250) |
| Net Change | 0 | (250) | 0 | (250) |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | 0 | 45250 | 0 | 45250 |
| ii) Interest due but not paid | 0 | 0 | 0 | 0 |
| iii) Interest accrued but not due | 0 | 4 | 0 | 4 |
| Total (i+ii+iii) | 0 | 45254 | 0 | 45254 |

ANNEXURES TO DIRECTORS' REPORT

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

₹ in Lakhs

| Sr. No. | Particulars of Remuneration | Name of MD/WTD/ Manager |
|---------|--|--|
| | | Tulsi Nowlakha Mirchandaney, Managing Director |
| 1. | Gross salary | |
| | a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 293.25 |
| | b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | 1.30 |
| | c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | - |
| 2. | Stock Option | - |
| 3. | Sweat Equity | - |
| 4. | Commission - as % of profit - others, specify... | - |
| 5. | Others, please specify | - |
| | Total (A) | 294.55 |
| | Ceiling as per the Act | Refer note |

Note : The remuneration payable to MD is as per the provisions of Companies Act, 2013.

B. Remuneration to other Directors:

₹ in Lakhs

| Sr. No. | Particulars of Remuneration | Name of MD/WTD/ Manager | | Total Amount |
|---------|--|-----------------------------|-------------------------------------|--------------|
| (1) | Independent Directors | | | |
| | | Air Marshal Michael McMahon | Air Marshal VA Patkar | |
| | - Fee for attending board / committee meetings | 8.9 | 2.4 | 11.3 |
| | - Commission | - | - | - |
| | - Others, please specify | - | - | - |
| | Total (B) (1) | 8.9 | 2.4 | 11.3 |
| (2) | Non – Executive Directors | | | |
| | | Tushar K Jani | Sharad Upasani | |
| | - Fee for attending board / committee meetings | 8.9 | 5.05 | 13.95 |
| | - Commission | - | - | - |
| | - Others, please specify | - | - | - |
| | Total (B) (2) | 8.9 | 5.05 | 13.95 |
| (3) | Non – Executive Directors | | | |
| | | Clyde C Cooper | Surendra Sheth - Alternate Director | |
| | - Fee for attending board / committee meetings | - | 2.1 | 2.1 |
| | - Commission | - | - | - |
| | - Others, please specify | - | - | - |
| | Total (B) (3) | - | 2.1 | 2.1 |
| | Total (B) = (B) (1) + (B) (2) + (B) (3) | | | 27.35 |

ANNEXURES TO DIRECTORS' REPORT

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

₹ in Lakhs

| Sr. No. | Particulars of Remuneration | Key Managerial Personnel | | Total Amount |
|---------|--|---|---|---------------|
| | | Mr. P. Parameshwaran Chief Financial Officer | Mr. N. Palaniappan Company Secretary | |
| 1. | Gross salary | | | |
| | a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 86.96 | 35.79 | 122.75 |
| | b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | 0.69 | 0.28 | 0.97 |
| | c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | 0.00 | 0.00 | 0.00 |
| 2. | Stock Option | 0.00 | 0.00 | 0.00 |
| 3. | Sweat Equity | 0.00 | 0.00 | 0.00 |
| 4. | Commission - as % of profit - others, specify... | 0.00 | 0.00 | 0.00 |
| 5. | Others, please specify | 0.00 | 0.00 | 0.00 |
| | Total (C) | 87.65 | 36.07 | 123.72 |

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) |
|--|------------------------------|-------------------|--|-----------------------------|------------------------------------|
| Company Penalty Punishment Compounding | | | None | | |
| Directors Penalty Punishment Compounding | | | None | | |
| Other officers in Default Penalty Punishment Compounding | | | None | | |

ANNEXURES TO DIRECTORS' REPORT

'ANNEXURE - E'

PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND EXPENDITURE

A) Earnings in Foreign Currency

Earnings in foreign currency during year ended March 31, 2021 was NIL.
(March 31, 2020: ₹ 179 Lakhs)

B) Expenditure in Foreign Currency

Expenditure in foreign currency during year ended March 31, 2021 was ₹ 25,078 Lakhs.
(March 31, 2020: ₹ 22,169 Lakhs)

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BLUE DART AVIATION LIMITED

Report on the Audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of Blue Dart Aviation Limited ("the Company") which comprise the Balance Sheet as at March 31 2021, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its profits including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the standalone Ind AS 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 financial statements under the provisions of the Act 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 audit opinion on the standalone Ind AS financial statements.

Information other than the 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 Annual report but does not include the standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the standalone Ind AS 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 standalone Ind AS financial statements, our responsibility is to read the other information and in doing so, consider whether such 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.

Responsibility of Management for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity 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 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS 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 Ind AS financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS 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 Ind AS 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 standalone Ind AS 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.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BLUE DART AVIATION LIMITED

- 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 Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements 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 financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures, and whether the standalone Ind AS 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.

Report on Other Legal and Regulatory Requirements

1. 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 Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
 - (g) In our opinion, the managerial remuneration for the year ended March 31, 2021 has been paid / provided by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to the Act;
 - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For S.R. Battiboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Sunil Gaggar
Partner
Membership Number: 104315
UDIN – 21104315AAAAAV8113

Place: Bengaluru
Date: May 04, 2021

ANNEXURE 1 TO INDEPENDENT AUDITOR'S REPORT

Annexure 1 referred to in paragraph 1 under Report on Other Legal and Regulatory Requirements of our audit report of even date:

Re: Blue Dart Aviation Limited (the "Company")

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) All fixed assets have been physically verified by the Management during the year and no material discrepancies were identified on such verification.
- (c) According to the information and explanations given by the Management and audit procedures performed by us, there are no immovable properties included in property, plant and equipment of the Company and accordingly, the requirements under paragraph 3(i)(c) of the Companies (Auditor's Report) Order, 2016 (the "Order") are not applicable to the Company and hence not commented upon.
- (ii) The Management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.
- (iii) According to the information and explanations given to us and audit procedures performed by us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions of clause 3(iii)(a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- (iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities given in respect of which provisions of Sections 185 and 186 of the Act are applicable. Accordingly, the provisions of clause 3(iv) of the Order is not applicable and hence not commented upon.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Act, for the products / services of the Company.
- vii. (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, duty of custom, goods and service tax, cess and other material statutory dues applicable to it. The provisions relating to wealth tax, sales tax, excise duty and value added tax are not applicable to the Company.
- (b) According to the information and explanations given to us and audit procedures performed by us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, goods and service tax, duty of custom, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable. The provisions relating to wealth tax, sales tax, excise duty and value added tax are not applicable to the Company.
- (c) According to the information and explanations given to us, there are no dues of provident fund, employees' state insurance, income tax, goods and services tax, duty of custom, cess which have not been deposited on account of any dispute.
- (viii) In our opinion and according to the information and explanations given by the Management, the Company has not defaulted in repayment of loans or borrowings dues to a financial institution or bank or to government or dues to debenture holders during the year. There were no debentures outstanding during the year.
- (ix) According to the information and explanations given by the Management and audit procedures performed by us, the Company has not raised any money by way of initial public offer or further public offer or debt instruments during the year under review. The Company has utilized the money raised by way of term loans for the purposes for which they were raised.
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the Management, we report that no fraud by the Company or no material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
- (xi) According to the information and explanations given by the Management and audit procedures performed by us, the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- (xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.
- (xiii) According to the information and explanations given by the Management and audit procedures performed by us, transactions with the related parties are in compliance with Section 188 of Act where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards. The provisions of Section 177 are not applicable to the Company and hence not commented upon.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the Company and not commented upon.
- (xv) According to the information and explanations given by the Management and audit procedures performed by us, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in Section 192 of Act.
- (xvi) According to the information and explanations given to us, the provisions of Section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For S.R. Battiboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Sunil Gaggar
Partner
Membership Number: 104315
UDIN – 21104315AAAAV8113

Place: Bengaluru
Date: May 04, 2021

ANNEXURE 2 TO INDEPENDENT AUDITOR'S REPORT

Annexure 2 to the Independent Auditor's Report of even date on the financial statements of Blue Dart Aviation Limited

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to standalone Ind AS financial statements of Blue Dart Aviation Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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 Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone Ind AS financial statements 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, as specified under Section 143(10) of the Act, 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 with reference to these standalone Ind AS financial statements 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 with reference to these standalone Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone Ind AS financial statements included obtaining an understanding of internal financial controls with reference to these financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with Reference to these Standalone Ind AS Financial Statements

A company's internal financial controls with reference to these standalone Ind AS financial statements 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 controls with reference to these standalone Ind AS financial statements 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.

ANNEXURE 2 TO INDEPENDENT AUDITOR'S REPORT

Inherent Limitations of Internal Financial Controls with Reference to these Standalone Ind AS Financial Statements

Because of the inherent limitations of internal financial controls with reference to these standalone Ind AS financial statements, 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 with reference to these standalone Ind AS financial statements to future periods are subject to the risk that the internal financial control with reference to these standalone Ind AS financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to these standalone Ind AS financial statements and such internal financial controls with reference to these standalone Ind AS financial statements were operating effectively as at March 31, 2021, 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 issued by the Institute of Chartered Accountants of India.

Place: Bengaluru
Date: May 04, 2021

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Sunil Gaggar
Partner
Membership Number: 104315
UDIN – 21104315AAAAAV8113

BLUE DART AVIATION LIMITED

BALANCE SHEET AS AT MARCH 31, 2021

| | Notes | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|-------|---------------------------------------|---------------------------------------|
| ASSETS | | | |
| NON-CURRENT ASSETS | | | |
| Property, Plant and Equipment | 4A | 49,196 | 47,094 |
| Capital work-in-progress | 4A | 341 | 1,375 |
| Right of use assets | 4A | 58,807 | 62,251 |
| Other Intangible Assets | 4B | 850 | 982 |
| Financial Assets | | | |
| Other Financial Assets | 5 | 1,240 | 869 |
| Deferred Tax Assets (Net) | 6 | 5,220 | 3,740 |
| Non-Current Tax Assets (Net) | 7 | 31 | 1,806 |
| Other Non-Current Assets | 8 | 152 | 335 |
| TOTAL NON-CURRENT ASSETS | | 115,837 | 118,452 |
| CURRENT ASSETS | | | |
| Inventories | 9 | 2,596 | 2,326 |
| Financial Assets | | | |
| Trade Receivables | 10 | 3,578 | 4,815 |
| Cash and Cash equivalents | 11 | 102 | 109 |
| Other Financial Assets | 12 | 492 | 370 |
| Other Current Assets | 13 | 1,981 | 1,748 |
| TOTAL CURRENT ASSETS | | 8,749 | 9,368 |
| TOTAL ASSETS | | 124,586 | 127,820 |
| EQUITY AND LIABILITIES | | | |
| EQUITY | | | |
| Equity Share Capital | 14 | 2,400 | 2,400 |
| Other Equity | 15 | 2,777 | 2,240 |
| TOTAL EQUITY | | 5,177 | 4,640 |
| LIABILITIES | | | |
| NON-CURRENT LIABILITIES | | | |
| Financial Liabilities | | | |
| Borrowings | 16 | 22,250 | 35,750 |
| Lease Liabilities | 17B | 55,920 | 56,923 |
| Other Financial Liabilities | 18 | 1,949 | 2,648 |
| Provisions | 19B | 230 | 495 |
| Employee Benefit Obligation | 20B | 715 | 609 |
| TOTAL NON-CURRENT LIABILITIES | | 81,064 | 96,425 |
| CURRENT LIABILITIES | | | |
| Financial Liabilities | | | |
| Trade Payables | 21 | | |
| Total Outstanding dues of Micro and Small Enterprise | | 73 | 80 |
| Total Outstanding dues of Creditors other than Micro and Small Enterprise | | 2,717 | 4,859 |
| Lease Liabilities | 17A | 7,920 | 7,360 |
| Other Financial Liabilities | 22 | 23,154 | 9,953 |
| Provisions | 19A | 129 | 148 |
| Employee Benefit Obligation | 20A | 2,069 | 2,104 |
| Other Current Liabilities | 23 | 2,283 | 2,251 |
| TOTAL CURRENT LIABILITIES | | 38,345 | 26,755 |
| TOTAL LIABILITIES | | 119,409 | 123,180 |
| TOTAL EQUITY AND LIABILITIES | | 124,586 | 127,820 |
| Summary of significant accounting policies. | 3 | - | - |

The above balance sheet should be read in conjunction with the accompanying notes.

As per our report of even date.

For S.R.Batliloi & Associates LLP
ICAI Firm registration number: 101049W/E300004
Chartered Accountants

per Sunil Gaggar
Partner
Membership Number 104315

Place: Bengaluru
Date: May 04, 2021

For and on behalf of the Board of Directors

Tushar K. Jani
Chairman
DIN: 00192621

N. Palaniappan
Company Secretary &
General Manager-Finance

Place: Chennai
Date: May 04, 2021

Tulsi Nowlakra Mirchandaney
Managing Director
DIN: 01842520

P. Parameshwaran
Chief Financial Officer

BLUE DART AVIATION LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021

| | Notes | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|---|-------|--|--|
| INCOME | | | |
| Revenue from Operations | 24 | 76,873 | 80,686 |
| Other Income | 25 | 831 | 395 |
| TOTAL INCOME | | 77,704 | 81,081 |
| EXPENSES | | | |
| Operating Costs | 26 | 24,496 | 29,475 |
| Employee Benefits Expenses | 27 | 16,182 | 15,633 |
| Finance Costs | 28 | 8,042 | 8,797 |
| Depreciation and Amortisation Expenses | 29 | 22,927 | 19,448 |
| Other Expenses | 30 | 5,190 | 6,927 |
| TOTAL EXPENSES | | 76,837 | 80,280 |
| PROFIT BEFORE TAX | | 867 | 801 |
| Income Tax Expense | 32 | | |
| Current Tax | | 1,328 | 1,276 |
| Adjustment of tax relating to earlier year | | 475 | - |
| Deferred Tax (Credit) | | (1,478) | (115) |
| Total Tax Expenses | | 325 | 1,161 |
| PROFIT / (LOSS) FOR THE YEAR | | 542 | (360) |
| OTHER COMPREHENSIVE INCOME ('OCI') | | | |
| Item not to be reclassified to Statement of Profit and Loss in subsequent years | | | |
| - Remeasurement gains/ (losses) on defined benefit plans | | (7) | (268) |
| - Income tax effect | | 2 | 67 |
| TOTAL COMPREHENSIVE INCOME / (LOSS) FOR THE YEAR | | 537 | (561) |
| Earnings Per Equity Share | 31 | | |
| [Nominal value of share ₹ 10 each] | | | |
| Basic and Diluted (in ₹) | | 2.26 | (1.50) |

The above Statement of Profit and Loss should be read in conjunction with the accompanying notes.

As per our report of even date

For S.R.Batliloi & Associates LLP
 ICAI Firm registration number: 101049W/E300004
 Chartered Accountants

per Sunil Gaggur
 Partner
 Membership Number 104315

Place: Bengaluru
 Date: May 04, 2021

For and on behalf of the Board of Directors

Tushar K. Jani
 Chairman
 DIN: 00192621

Tulsi Nowlalkha Mirchandaney
 Managing Director
 DIN: 01842520

N. Palaniappan
 Company Secretary &
 General Manager-Finance

P. Parameshwaran
 Chief Financial Officer

Place: Chennai
 Date: May 04, 2021

BLUE DART AVIATION LIMITED
STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2021

| | Notes | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|---|---------|--|--|
| A. Cash flows from Operating activities: | | | |
| Profit before tax | | 867 | 801 |
| Adjustments to reconcile profit before tax to net cash flows: | | | |
| Depreciation and amortisation expenses of Property, Plant and equipments, Intangible assets and Right of use assets | 29 | 22,927 | 19,448 |
| Gain on reassessment of Finance Lease Liability | 25 | (290) | - |
| Loss / (Gain) on sale scrapping of property, plant and equipment (net) | 30 & 25 | (7) | 23 |
| Finance costs | 28 | 8,042 | 8,797 |
| Rotables/Components & overhaul written off | 26 | 432 | 103 |
| Unrealised loss / (gain) on foreign currency transactions and translation | 30 | 720 | 2,098 |
| Interest on Income tax refund | 25 | (258) | - |
| Unwinding interest on security deposit | 25 | (134) | (77) |
| Provision for slow moving Inventory | 26 | 102 | 107 |
| Operating profit before changes in operating assets and liabilities | | 32,401 | 31,300 |
| Adjustments for changes in operating assets and liabilities: | | | |
| Increase in inventories | | (372) | (421) |
| (Increase)/decrease in trade receivables | | 1,237 | (2,771) |
| (Increase)/decrease in other current financial assets | | 12 | 5 |
| (Increase)/decrease in other current assets | | (233) | 691 |
| (Increase)/ decrease in other non-current Financial assets | | (371) | (38) |
| (Increase)/decrease in other non-current assets | | (73) | (245) |
| (Decrease)/ increase in trade payables | | (2,149) | (1,840) |
| (Decrease)/ increase in other financial liabilities | | (114) | (186) |
| (Decrease)/ increase in non-current provisions and employee benefit obligations | | (159) | 560 |
| (Decrease)/ increase current provisions and employee benefit obligations | | (54) | 459 |
| (Decrease)/ increase in other current liabilities | | 32 | 261 |
| (Decrease)/ increase in other non-current financial liabilities | | (699) | 36 |
| Cash generated from Operations | | 29,458 | 27,811 |
| Taxes paid (net of refunds) | 7 | 148 | (668) |
| Net cash flows from operating activities | | 29,606 | 27,143 |
| B. Cash flows from / (used in) Investing activities: | | | |
| Purchase of property, plant and equipment and other intangible assets | | (13,451) | (14,365) |
| Proceeds from sale of property, plant and equipment | | 12 | 191 |
| Net cash flows (used in) Investing activities | | (13,439) | (14,174) |
| C. Cash flows from / (used in) Financing activities: | | | |
| Proceeds from borrowings | | 20,000 | 30,500 |
| Repayment of borrowings | | (20,250) | (28,592) |

BLUE DART AVIATION LIMITED
STATEMENT OF CASH FLOWS FOR THE YEAR ENDED March 31, 2021

| Notes | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|--|--|--|
| Inter Corporate deposits accepted from Blue Dart Express | 10,902 | 2,644 |
| Inter Corporate deposits repaid to Blue Dart Express | (10,902) | (2,644) |
| Payment of principal portion of Lease liabilities | (8,029) | (6,293) |
| Payment of interest on lease liabilities | (5,104) | (5,012) |
| Interest Paid | (2,791) | (3,546) |
| Net Cash flows (used in) financing activities. | (16,174) | (12,943) |
| Net increase /(decrease) in Cash and cash equivalents | (7) | 26 |
| Cash and cash equivalents at the beginning of the year | 109 | 83 |
| Cash and cash equivalents at the end of the year | 102 | 109 |
| Note : There are no changes in liabilities arising from financing activities, due to non-cash changes. | | |
| Cash and cash equivalents comprise of : | | |
| Balances with banks in current accounts | 100 | 107 |
| Cash on hand | 2 | 2 |
| | 102 | 109 |

Notes:

The above Statement of Cash flows should be read in conjunction with the accompanying notes.

As per our report of even date

For S.R.Batliboi & Associates LLP
 ICAI Firm registration number: 101049W/E300004
 Chartered Accountants

per Sunil Gaggar
 Partner
 Membership Number 104315

Place: Bengaluru
 Date: May 04, 2021

For and on behalf of the Board of Directors

Tushar K. Jani
 Chairman
 DIN: 00192621

N. Palaniappan
 Company Secretary &
 General Manager-Finance

Place: Chennai
 Date: May 04, 2021

Tulsi Nowlakra Mirchandaney
 Managing Director
 DIN: 01842520

P. Parameshwaran
 Chief Financial Officer

BLUE DART AVIATION LIMITED

STATEMENT OF CHANGES IN EQUITY (SOCIE) FOR THE YEAR ENDED MARCH 31, 2021

| A. Equity Share Capital | in ₹ Lakhs |
|-------------------------------------|--------------|
| Balance as at April 1, 2019 | 2,400 |
| Changes in equity share capital | - |
| Balance as at March 31, 2020 | 2,400 |
| Changes in equity share capital | - |
| Balance as at March 31, 2021 | 2,400 |

| B. Other Equity | in ₹ Lakhs | | |
|--|----------------------|-------------------|--------------|
| Particulars | Reserves and Surplus | | |
| | Securities Premium | Retained earnings | Total |
| Balance as at April 1, 2019 | 600 | 2,201 | 2,801 |
| Loss for the year | - | (360) | (360) |
| Other Comprehensive loss | - | (201) | (201) |
| Total comprehensive income for the year | - | (561) | (561) |
| As at March 31, 2020 | 600 | 1,640 | 2,240 |
| Profit for the year | - | 542 | 542 |
| Other comprehensive loss | - | (5) | (5) |
| Total comprehensive income for the year | - | 537 | 537 |
| As at March 31, 2021 | 600 | 2,177 | 2,777 |

The above statement of changes in equity should be read in conjunction with the accompanying notes.

As per our report of even date

For S.R.Batliboi & Associates LLP
ICAI Firm registration number: 101049W/E300004
Chartered Accountants

per Sunil Gaggar
Partner
Membership Number 104315

Place: Bengaluru
Date: May 04, 2021

For and on behalf of the Board of Directors

Tushar K. Jani
Chairman
DIN: 00192621

N. Palaniappan
Company Secretary &
General Manager-Finance

Place: Chennai
Date: May 04, 2021

Tulsi Nowlakra Mirchandaney
Managing Director
DIN: 01842520

P. Parameshwaran
Chief Financial Officer

SCHEDULES

Notes to the financial statements for the year ended March 31, 2021

1. General Information

Blue Dart Aviation Limited ('the Company') is a public company incorporated in India on May 31, 1994 under the provisions of the Companies Act applicable in India. The Company is authorised by the Director General Civil Aviation of India to commercially operate aircrafts for transporting cargo and to provide aircraft maintenance services. "Express Air Charter Services" income is generated from the charter flight services rendered exclusively to Blue Dart Express Limited. The registered office of the Company is located at Blue Dart Centre, Sahar Airport Road, Andheri East, Mumbai - 400 099. The Company is a wholly owned subsidiary of Blue Dart Express Limited.

The standalone financial statements were authorised for issue in accordance with a resolution of the directors on May 04, 2021.

2. Basis of preparation of Financial Statements

a. Statement of compliance with Ind AS

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (amended) under the provisions of the Companies Act, 2013 (the 'Act').

b. Historical cost convention

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities and defined benefit plans - plan assets measured at fair value (Refer Note 5,12,17,18 & 19).

c. Use of estimates and judgements

The preparation of the financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The areas involving critical estimates and judgements are:

- (i) Estimation of useful life of property, plant and equipment and intangible assets [Refer Note 3(a)]
- (ii) Estimation of defined benefit obligation [Refer Note 20]
- (iii) Estimation of provision for inventories
- (iv) Estimation of contingent liabilities [Refer Note 3(l)]
- (v) Estimation of lease term of contract [Refer Note 35 (ii)]

d. Current versus non-current classification

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

- (i) Expected to be realised or intended to be sold or consumed in normal operating cycle
- (ii) Held primarily for the purpose of trading
- (iii) Expected to be realised 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

The Company classifies all other liabilities 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 realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

3. Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements, unless otherwise stated.

a. Property, plant and equipment

Property, Plant and Equipment are carried at historical cost, net of accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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.

Capital work-in-progress represents property, plant and equipment that are not yet ready for their intended use as at the balance sheet date.

SCHEDULES

Notes to the financial statements for the year ended March 31, 2021

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

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

b. Intangible Assets:

Intangible assets are stated at cost less any accumulated amortisation and accumulated impairment losses, if any. Intangible assets are amortised on a straight line basis over the estimated useful life. The Company capitalises the cost of Type-Certification course of pilots and engineers, and amortises it using the straight-line method over a period of five to seven years, being the estimated useful economic life based on the contractual terms with the pilots and engineers.

Depreciation/Amortisation

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

| Asset | Useful Life |
|--------------------------------|---------------------------------|
| Aircrafts | 6 - 10 years |
| Aircraft components & overhaul | Over life cycle/lease term |
| Aircraft rotatable parts | 10 years |
| Computer software | 6 years |
| Computers | 3 to 6 years |
| Electrical equipments | 6 - 10 years |
| Furnitures & fixtures | 2- 10 years |
| Leasehold improvements | Upto the period of lease tenure |
| Office equipment | 2 - 10 years |
| Type Certification | 5-7 years |
| Vehicles | 5 - 8 years |
| Ground Support Equipment | 10 to 15 years |

The Company, based on technical assessment made by technical expert and management estimate, depreciates the assets based on the above specified useful lives which are different from the useful life prescribed in Schedule II of the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used. Depreciation for assets purchased/sold during a year is proportionately charged. Individual assets costing upto ₹ 5,000 are depreciated over a period of one year from the date put to use.

As per standard industry practice prevalent in Aviation Industry the boeing aircrafts are generally used for a period of 35 years, on the basis of which the unexpired useful lives as on the date of purchase of aircrafts is considered for depreciating the aircraft assets on straight line method.

Aircraft components and overhaul includes the Aircraft Engine, cost of engines overhaul, components and modifications of airframes and contractually liable to be incurred by the Company. Such costs are depreciated / amortised on the basis of hours flown or the life cycle of the overhaul programme and lease term, as applicable.

c. Impairment of Assets

The Company assesses at each reporting date whether there is any indication that an asset (tangible or intangible) may be impaired. If any indication exists, 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') net selling price and its value in use. Where 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. Impairment losses are recognised in the statement of profit and loss. Assessment is also done at each balance sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased and such reversal is recorded in the statement of profit and loss.

d. Inventories

Inventory of consumables/spares and loose tools are valued at lower of cost and net realisable value. The cost is calculated at purchase price and expenditure directly attributable to the acquisition of such inventories for bringing them to their present location using the specific identification method.

e. Revenue Recognition

Express Air Charter Services:

Service charges for the Express Air Charter Services are recognised in accordance with the Aircraft Crew Maintenance Insurance (ACMI) Agreement and constitute revenue earned in connection with operating aircrafts for Blue Dart Express Limited on the basis of an agreed mark-up on cost incurred. This includes reimbursement towards certain aircraft operating costs.

Business Support Services:

Income from Infrastructure sharing services is recognised, as and when such services are rendered, on the basis of an agreed mark-up on costs incurred, in accordance with the arrangements entered into or at the contracted rates.

Interest Income:

Interest income is recognised using the effective interest

SCHEDULES

Notes to the financial statements for the year ended March 31, 2021

rate ('EIR') method. EIR 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. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

f. Foreign Currency Transactions

Functional and Presentation currency

Items included in the financial statements of the Company 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 the Company's functional and presentation currency.

Transactions and balances

Foreign currency transactions are translated into functional currency using the exchange rates at the date of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in statement of profit and loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit or loss, within finance cost. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses).

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

g. Employee Benefits

(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Compensated absences:

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of

the balance sheet date are treated as short term employee benefits. Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the year are treated as other long term employee benefits.

(ii) Other long-term employee benefit obligations

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the statement of profit and loss.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of balance sheet date are treated as other long term employee benefits for measurement purposes. The Company's liability is actuarially determined (using the Projected Unit Credit Method) at the end of each year. Remeasurements, comprising of actuarial losses/ gains are recognised immediately in the balance sheet with corresponding debit or credit to retained earnings through OCI in the period in which they occur.

The Company presents the leave as a short term employee benefit obligation in the balance sheet to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

(iii) Post-employment obligations

The Company operates the following post-employment schemes:

- (a) Defined benefit plans such as gratuity
- (b) Defined contribution plans such as provident fund, Employee's state insurance funds and Employee's pension scheme.

Defined Benefit Plans:

Gratuity:

The Company provides for gratuity, a defined benefit plan (the 'Gratuity Plan') covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation, or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year.

SCHEDULES

Notes to the financial statements for the year ended March 31, 2021

Re-measurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in other comprehensive income (OCI).

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

Defined Contribution Plans:

Contribution towards Provident Fund for all employees are made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

The Company also contributes to State plans, namely Employee's State Insurance Fund and Employee's Pension Scheme 1995, and has no further obligation beyond making its contribution.

Company's contributions to the above funds are charged to the statement of profit and loss for the year for which the contributions are due for payment.

(iv) Bonus plans

The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

h. Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section 3(c) Impairment of non-financial assets.

Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate (IBR) wherever the interest implicit in the leases are not readily determined. The incremental borrowing rate (IBR) is the average interest rate incurred by the Company on its borrowing during the period under review. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term.

The Company's lease liabilities are included in Interest-bearing loans and borrowings.

Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of buildings, equipment's (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of buildings, equipment's that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

i. Income Taxes

Income tax expense comprises current and deferred tax. It is recognised in Statement of profit and loss except to the extent that it relates items recognised directly in equity or in Other Comprehensive Income ('OCI').

Current tax

Tax expense for the year, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the year. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in the respective jurisdictions.

SCHEDULES

Notes to the financial statements for the year ended March 31, 2021

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and set off the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are subsequently reversed when it becomes probable that such assets will be realised.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used. Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised 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.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax assets and liabilities are offset only if:

- a) the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
- b) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

j. Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the

effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

k. Provisions

Provisions are recognised when the company has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

l. Contingent Liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

m. Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, demand

SCHEDULES

Notes to the financial statements for the year ended March 31, 2021

deposits with banks, other short-term, highly liquid investments with original maturities of three months. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

n. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

A) Financial assets

i) Classification

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

ii) Initial recognition and measurement

All financial assets are recognised initially at fair value including, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

iii) Derecognition

A financial asset is derecognised only when

- (i) The company has transferred the rights to receive cash flows from the financial asset or
- (ii) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

iv) Impairment of financial assets

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance

- b) Trade receivables

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

- i) Trade receivables which do not contain a significant financing component
- ii) All lease receivables resulting from transactions

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

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.

B) Financial liabilities

i) Classification

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss.

ii) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, as appropriate.

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.

SCHEDULES

Notes to the financial statements for the year ended March 31, 2021

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. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

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

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind-AS 109 are satisfied. For liabilities designated as fair value through statement of profit and loss (FVTPL), fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/loss are not subsequently transferred to profit and loss. 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 Statement of 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 derecognized.

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) 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.

vi) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the 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 realise the assets and settle the liabilities simultaneously.

o. Fair value measurement

'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 in the principal or, in its absence, the most advantageous market to which the Company has access at that date. The fair value of a liability reflects its non-performance risk.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised 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:

- ▶ Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- ▶ Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- ▶ 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 categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

p. Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year, if any and excluding treasury shares (Refer note 31).

SCHEDULES

Notes to the financial statements for the year ended March 31, 2021

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares. (Refer note 31).

q. Segment Information

The Company is primarily engaged in a single segment business to operate aircraft and provide aircraft maintenance services within India for the business of integrated air and ground transportation and distribution of time-sensitive packages of Blue Dart Express Limited. All assets of the Company are domiciled in India and the Company earns entire revenue from its operations in India.

r. Rounding of amounts

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

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

4A. PROPERTY, PLANT AND EQUIPMENT

in ₹ Lakhs

| Description of Assets | GROSS CARRYING VALUE | | | | ACCUMULATED DEPRECIATION | | | | NET CARRYING VALUE |
|--|-------------------------------------|---------------|-------------------------|--------------------------------------|--------------------------|---------------|-------------------------|---------------------|--------------------------------------|
| | Opening Balance as at April 1, 2020 | Additions | Deductions/ Adjustments | Closing Balance as at March 31, 2021 | Upto April 1, 2020 | For the Year | Deductions/ Adjustments | Upto March 31, 2021 | Closing Balance as at March 31, 2021 |
| Tangible Assets: | | | | | | | | | |
| Leasehold Improvements | 2,256 | - | - | 2,256 | 371 | 167 | - | 538 | 1,718 |
| Aircrafts | | 4,419 | - | 4,419 | - | 152 | - | 152 | 4,267 |
| Aircraft Rotable Parts | 7,254 | 825 | 274 | 7,805 | 2,717 | 768 | 185 | 3,300 | 4,505 |
| Aircraft Components and Overhaul | 48,735 | 8,030 | 5,234 | 51,531 | 18,074 | 9,356 | 4,890 | 22,540 | 28,991 |
| Ground Support Equipment | 8,227 | 371 | 1 | 8,597 | 2,662 | 684 | 1 | 3,345 | 5,252 |
| Office Equipment | 736 | 83 | 11 | 808 | 270 | 130 | 10 | 390 | 418 |
| Electrical Equipment | 2,328 | 231 | 8 | 2,551 | 657 | 242 | 6 | 893 | 1,658 |
| Computers | 580 | 68 | 22 | 626 | 265 | 94 | 22 | 337 | 289 |
| Furniture and Fittings | 2,736 | 452 | 1 | 3,187 | 779 | 396 | - | 1,175 | 2,012 |
| Vehicles | 64 | 57 | - | 121 | 27 | 8 | - | 35 | 86 |
| Total Tangible Assets (A) | 72,916 | 14,536 | 5,551 | 81,901 | 25,822 | 11,997 | 5,114 | 32,705 | 49,196 |
| Right of use ('ROU') Assets | | | | | | | | | |
| Buildings | 39,163 | 1,836 | - | 40,999 | 4,711 | 5,347 | - | 10,058 | 30,941 |
| Aircraft | 32,412 | 12,134 | 7,740 | 36,806 | 4,931 | 5,131 | 864 | 9,198 | 27,608 |
| Vehicle | 436 | 55 | - | 491 | 118 | 115 | - | 233 | 258 |
| Total ROU Assets (B) | 72,011 | 14,025 | 7,740 | 78,296 | 9,760 | 10,593 | 864 | 19,489 | 58,807 |
| Total Tangible & ROU Assets (A+B) | 144,927 | 28,561 | 13,291 | 160,197 | 35,582 | 22,590 | 5,978 | 52,194 | 108,003 |
| Capital work-in-progress | 1,375 | - | - | - | - | - | - | - | 341 |

4B. INTANGIBLE ASSETS

in ₹ Lakhs

| Description of Assets | GROSS CARRYING VALUE | | | | ACCUMULATED AMORTISATION | | | | NET CARRYING VALUE |
|--------------------------------|-------------------------------------|------------|-------------------------|--------------------------------------|--------------------------|--------------|-------------------------|---------------------|--------------------------------------|
| | Opening Balance as at April 1, 2020 | Additions | Deductions/ Adjustments | Closing Balance as at March 31, 2021 | Upto April 1, 2020 | For the Year | Deductions/ Adjustments | Upto March 31, 2021 | Closing Balance as at March 31, 2021 |
| Computers - Software | 710 | 17 | 1 | 726 | 565 | 58 | 1 | 622 | 105 |
| Type Certification Course | 1,671 | 188 | 162 | 1,697 | 835 | 279 | 162 | 952 | 745 |
| Total Intangible Assets | 2,381 | 205 | 163 | 2,423 | 1,400 | 337 | 163 | 1,574 | 850 |

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

4A. PROPERTY, PLANT AND EQUIPMENT

in ₹ Lakhs

| Description of Assets | GROSS CARRYING VALUE | | | | ACCUMULATED DEPRECIATION | | | | NET CARRYING VALUE |
|--|-------------------------------------|---------------|-------------------------|--------------------------------------|--------------------------|---------------|-------------------------|---------------------|--------------------------------------|
| | Opening Balance as at April 1, 2019 | Additions | Deductions/ Adjustments | Closing Balance as at March 31, 2020 | Upto April 1, 2019 | For the Year | Deductions/ Adjustments | Upto March 31, 2020 | Closing Balance as at March 31, 2020 |
| Tangible Assets: | | | | | | | | | |
| Leasehold Improvements | 2,288 | 18 | 50 | 2,256 | 196 | 175 | - | 371 | 1,885 |
| Aircraft Rotable Parts | 5,995 | 1,389 | 130 | 7,254 | 2,112 | 655 | 50 | 2,717 | 4,537 |
| Aircraft Components and Overhaul | 36,781 | 13,644 | 1,690 | 48,735 | 12,577 | 7,107 | 1,610 | 18,074 | 30,661 |
| Ground Support Equipment | 7,529 | 742 | 44 | 8,227 | 2,040 | 645 | 23 | 2,662 | 5,565 |
| Office Equipment | 632 | 113 | 9 | 736 | 150 | 128 | 8 | 270 | 466 |
| Electrical Equipment | 1,980 | 374 | 26 | 2,328 | 450 | 219 | 12 | 657 | 1,671 |
| Computers | 429 | 155 | 4 | 580 | 186 | 83 | 4 | 265 | 315 |
| Furniture and Fittings | 2,296 | 533 | 93 | 2,736 | 530 | 274 | 25 | 779 | 1,957 |
| Vehicles | 70 | 9 | 15 | 64 | 30 | 9 | 12 | 27 | 37 |
| Total Tangible Assets (A) | 58,000 | 16,977 | 2,061 | 72,916 | 18,271 | 9,295 | 1,744 | 25,822 | 47,094 |
| Right of use ('ROU') Assets | | | | | | | | | |
| Buildings | - | 39,163 | - | 39,163 | - | 4,711 | - | 4,711 | 34,452 |
| Aircraft | - | 32,412 | - | 32,412 | - | 4,931 | - | 4,931 | 27,481 |
| Vehicle | - | 436 | - | 436 | - | 118 | - | 118 | 318 |
| Total ROU Assets (B) | - | 72,011 | - | 72,011 | - | 9,760 | - | 9,760 | 62,251 |
| Total Tangible & ROU Assets (A+B) | 58,000 | 88,988 | 2,061 | 144,927 | 18,271 | 19,055 | 1,744 | 35,582 | 109,345 |
| Capital work-in-progress | 4,498 | - | - | - | - | - | - | - | 1,375 |

4B. INTANGIBLE ASSETS

in ₹ Lakhs

| Description of Assets | GROSS CARRYING VALUE | | | | ACCUMULATED AMORTISATION | | | | NET CARRYING VALUE |
|--------------------------------|-------------------------------------|------------|-------------------------|--------------------------------------|--------------------------|--------------|-------------------------|---------------------|--------------------------------------|
| | Opening Balance as at April 1, 2019 | Additions | Deductions/ Adjustments | Closing Balance as at March 31, 2020 | Upto April 1, 2019 | For the Year | Deductions/ Adjustments | Upto March 31, 2020 | Closing Balance as at March 31, 2020 |
| Computers - Software | 708 | 3 | - | 711 | 449 | 116 | - | 565 | 146 |
| Type Certification Course | 1,489 | 407 | 225 | 1,671 | 784 | 276 | 225 | 835 | 836 |
| Total Intangible Assets | 2,197 | 410 | 225 | 2,382 | 1,233 | 392 | 225 | 1,400 | 982 |

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| 5 OTHER NON-CURRENT FINANCIAL ASSETS | | |
| (Unsecured, considered good, unless otherwise stated) | | |
| Deposits | 1,240 | 869 |
| Total | 1,240 | 869 |
| 6 DEFERRED TAX ASSET [Refer Note 3 (i) and Note 32] | | |
| Deferred Tax Assets | | |
| Provision for compensated absences | 156 | 135 |
| Provision for Gratuity | 98 | 69 |
| Depreciation | 2,447 | 2,090 |
| Others | 2,519 | 1,446 |
| Total | 5,220 | 3,740 |
| 7 NON-CURRENT TAX ASSETS (NET) | | |
| Opening balance | 1,806 | 2,414 |
| Less: Current tax payable for the year | (1,328) | (1,276) |
| Less: Adjustment of tax relating to earlier year | (475) | - |
| Less: Refund received | (2,035) | (422) |
| Less: Advance Tax adjusted related to earlier year | (1,022) | (579) |
| Add: Tax Provision adjusted related to earlier year | 1,022 | 579 |
| Add: Taxes paid | 2,063 | 1,090 |
| Closing balance | 31 | 1,806 |
| Advance income tax | 3,100 | 4,094 |
| Provision for tax | 3,069 | 2,288 |
| Advance income tax (Net of provision for tax) | 31 | 1,806 |
| 8 OTHER NON-CURRENT ASSETS | | |
| Capital Advances | 17 | 273 |
| Prepaid Expenses | 135 | 62 |
| Total | 152 | 335 |
| 9 INVENTORIES | | |
| Consumables/Spares* | 2,372 | 2,108 |
| Loose Tools | 224 | 218 |
| Total | 2,596 | 2,326 |
| * Net of provision for slow-moving items of ₹ 911 Lakhs, (March 31, 2020 - ₹ 809 Lakhs) | | |
| 10 TRADE RECEIVABLES | | |
| (Unsecured, considered good) | | |
| Trade receivables from Others | 19 | 14 |
| Receivables from related parties (Refer Note 33) | 3,559 | 4,801 |
| Total | 3,578 | 4,815 |

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| Secured, considered good | - | - |
| Unsecured, considered good | 3,578 | 4,815 |
| Trade receivables which have significant increase in credit risk | - | - |
| | 3,578 | 4,815 |
| Impairment Allowance - (provision for doubtful debts) | | |
| Unsecured, considered good | - | - |
| Trade receivables which have significant increase in credit risk | - | - |
| | 3,578 | 4,815 |

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| 11 CASH AND CASH EQUIVALENTS | | |
| Balances with banks in current accounts | 100 | 107 |
| Cash on hand | 2 | 2 |
| Total | 102 | 109 |
| 12 OTHER CURRENT FINANCIAL ASSETS | | |
| (Unsecured, considered good, unless otherwise stated) | | |
| Deposits | 492 | 370 |
| Total | 492 | 370 |
| 13 OTHER CURRENT ASSETS | | |
| (Unsecured, considered good) | | |
| Prepaid Expenses | 963 | 675 |
| Balance with Government Authorities | 809 | 787 |
| Others | 209 | 286 |
| Total | 1,981 | 1,748 |
| 14 EQUITY SHARE CAPITAL | | |
| Authorised | | |
| 40,000,000 Equity Shares(March 31, 2020- 40,000,000 of ₹ 10 each) | 4,000 | 4,000 |
| Issued, Subscribed and Fully Paid up | | |
| 24,000,000 Equity Shares (March 31, 2020 : 24,000,000 of ₹ 10 each fully paid-up) | 2,400 | 2,400 |
| Total | 2,400 | 2,400 |

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

i. Reconciliation of the number of shares

| | As at March 31, 2021 | | As at March 31, 2020 | |
|--|----------------------|---------------------|----------------------|---------------------|
| | Number of shares | Amount (₹ In Lakhs) | Number of shares | Amount (₹ In Lakhs) |
| Balance as at the beginning of the year | 24,000,000 | 2,400 | 24,000,000 | 2,400 |
| Additions/Deletions during the year | - | - | - | - |
| Balance as at the end of the year | 24,000,000 | 2,400 | 24,000,000 | 2,400 |

ii. Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares at a par value of ₹ 10 per share. Each shareholder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the equity share holders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion to their share holding.

iii. Shares held by Holding Company

Blue Dart Express Limited, the Holding Company

24,000,000 (March 31, 2020- 24,000,000) equity shares of ₹ 10 each fully paid up

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------|---------------------------------|
| | 2,400 | 2,400 |

iv. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

| | As at March 31, 2021 | | As at March 31, 2020 | |
|---|----------------------|-------------|----------------------|-------------|
| | Number of shares | % | Number of shares | % |
| Blue Dart Express Limited ('BDEL') and its nominees | 24,000,000 | 100% | 24,000,000 | 100% |
| Total | 24,000,000 | 100% | 24,000,000 | 100% |

15 OTHER EQUITY

Reserves and Surplus

Securities Premium

Retained earnings

Total

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--------------|---------------------------------|---------------------------------|
| | 600 | 600 |
| | 2,177 | 1,640 |
| Total | 2,777 | 2,240 |

i) Securities Premium

Balance as at the beginning and end of the year

| | | |
|--|-----|-----|
| | 600 | 600 |
|--|-----|-----|

ii) Retained Earnings

Balance as at the beginning of the year

Net (loss) / Profit for the year

Remeasurements of defined benefit obligations, (net of tax)

Balance as at the end of the year

Total of Other Equity

| | | |
|--|--------------|--------------|
| | 1,640 | 2,201 |
| | 542 | (360) |
| | (5) | (201) |
| Balance as at the end of the year | 2,177 | 1,640 |
| Total of Other Equity | 2,777 | 2,240 |

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

Nature and purpose of reserve:

Securities Premium

Securities Premium is used to record the premium received on issue of shares. This reserve can be utilised only in accordance with the provisions of the Company Act, 2013.

16 NON CURRENT FINANCIAL LIABILITIES - BORROWINGS

Term loans

Unsecured

(a) Term Loan from financial institutions (Refer note (a))

(b) Term Loan from banks (Refer note (b))

(c) Term Loan from DHL Logistics Private Limited (Refer note (c))

Total

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| (a) Term Loan from financial institutions (Refer note (a)) | - | 10,500 |
| (b) Term Loan from banks (Refer note (b)) | 2,250 | 25,250 |
| (c) Term Loan from DHL Logistics Private Limited (Refer note (c)) | 20,000 | - |
| Total | 22,250 | 35,750 |

Security and Salient Terms:

- a) During the year, the Company has repaid in full the unsecured term loan of ₹18,000 lakhs borrowed from Citicorp Finance India Ltd ('Citicorp') ahead of the repayment schedule
- b) The interest rate of unsecured term loan borrowed from Bank of America for ₹ 20,000 Lakhs (Two tranches of 10,000 Lakhs each) during previous year has been reset to 5.27% p.a. and 5.37% p.a. respectively for the two tranches from October, 2020 onwards. Similarly the interest rate for unsecured term loan borrowed from Axis Bank Limited for ₹ 7,500 Lakhs during previous year has been reset to 4.80% p.a. from October, 2020 onwards.
- c) During the year, the Company has taken unsecured term loan from DHL Logistics Private Limited of ₹ 20,000 lakhs (two tranches of ₹12,500 lakhs & 7,500 Lakhs each) at interest rate of 4.741% p.a. and 4.313% each p.a., respectively, for the purposes of capital expenditure including reimbursements/ refinancing of loan taken earlier for capital expenditure. The loan is to be repaid on bullet payment basis falling due on 29th November 2022 & 14th October 2022 respectively.
- d) During the year Company has borrowed Inter Corporate Deposit from Blue Dart Express Limited amounting to ₹ 10,902 lakhs which has been fully repaid. The outstanding amount as at March 31, 2021 is ₹ Nil.
- e) Blue Dart Express Limited, the holding company, has provided the Letter of Comfort to the banks in respect of credit facilities provided by the banks to the Company.

17 A CURRENT FINANCIAL LIABILITIES - LEASES

Lease Liability (Refer Note 35 (ii))

Total

17 B NON CURRENT FINANCIAL LIABILITIES - LEASES

Lease Liability (Refer Note 35 (ii))

Total

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| Lease Liability (Refer Note 35 (ii)) | 7,920 | 7,360 |
| Total | 7,920 | 7,360 |
| Lease Liability (Refer Note 35 (ii)) | 55,920 | 56,923 |
| Total | 55,920 | 56,923 |
| Aircraft Payload Deposit from Blue Dart Express Limited (refer note 33) | 1,601 | 2,150 |
| Deposit Received from DHL Express (India) Private Limited (refer note 33) | 348 | 498 |
| Total | 1,949 | 2,648 |

18 OTHER FINANCIAL LIABILITIES

Aircraft Payload Deposit from Blue Dart Express Limited (refer note 33)

Deposit Received from DHL Express (India) Private Limited (refer note 33)

Total

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| 19 A CURRENT PROVISIONS | | |
| Provision for aircraft redelivery obligation | 129 | 148 |
| Total | 129 | 148 |
| 19 B NON-CURRENT PROVISIONS | | |
| Provision for aircraft redelivery obligation | 230 | 495 |
| Total | 230 | 495 |
| 20 A CURRENT EMPLOYEE BENEFITS OBLIGATION | | |
| Provision for Employee Benefits: | | |
| Provision for gratuity - [Refer Note 3 (g)] | 263 | 273 |
| Provision for compensated absences - [Refer Note 3 (g)] | 616 | 533 |
| Other Employee Benefits payable | 1,190 | 1,298 |
| Total | 2,069 | 2,104 |
| 20 B NON - CURRENT EMPLOYEE BENEFITS OBLIGATION | | |
| Other Employee Benefits payable | 715 | 609 |
| Total | 715 | 609 |

Employee benefit obligations

The Company has classified the various employee benefits provided to employees as under:

I Defined Contribution Plans

| | For the Year ended March 31, 2021 in ₹ Lakhs | For the Year ended March 31, 2020 in ₹ Lakhs |
|---|---|---|
| - Employer's Contribution to Provident Fund | 231 | 242 |
| - Employer's Contribution to Employees' State Insurance | 20 | 25 |
| - Employer's Contribution to Employees' Pension Scheme 1995 | 165 | 162 |

During the year, the Company has recognised the above amounts in the Statement of Profit and Loss under "Contribution to provident and other funds"

II Defined Benefit Plans

Gratuity:

A The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the years are as follows:

| | Present value of obligation | Fair value of plan assets | Net defined benefit (asset) /liability |
|--|--------------------------------|------------------------------|---|
| Balance as on April 1, 2019 | 1,410 | (1,417) | (7) |
| Interest Cost | 110 | (110) | - |
| Current Service Cost | 99 | - | 99 |
| Expected Return on Plan Assets | - | - | - |
| Total amount recognised in profit or loss | 209 | (110) | 99 |

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

| | Present value of obligation | Fair value of plan assets | Net defined benefit (asset) /liability |
|--|-----------------------------|---------------------------|--|
| Liability Transferred In | 4 | (4) | - |
| Remeasurements | (1) | 1 | - |
| Actuarial (gain)/loss on obligations | 257 | 11 | 268 |
| Total amount recognised in other comprehensive income | 260 | 8 | 268 |
| Benefits Paid | (90) | 90 | - |
| Contributions | - | (87) | (87) |
| Balance as on March 31, 2020 | 1,789 | (1,516) | 273 |
| Interest Cost | 121 | (103) | 18 |
| Current Service Cost | 129 | - | 129 |
| Expected Return on Plan Assets | - | - | - |
| Total amount recognised in profit or loss | 250 | (103) | 147 |
| Liability Transferred In | - | - | - |
| Liability Transferred Out | (11) | 11 | - |
| Remeasurements | - | - | - |
| Return on Plan assets excluding Interest Income | - | (3) | (3) |
| Actuarial (gain)/loss on obligations | 10 | - | 10 |
| Total amount recognised in other comprehensive income | (1) | 8 | 7 |
| Benefits Paid | (98) | 98 | - |
| Contributions | - | (164) | (164) |
| Balance as on March 31, 2021 | 1,940 | (1,677) | 263 |

B Reconciliation of Present Value of Defined Benefit Obligation and the Fair value of Assets

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| Present Value of funded obligation as at the year end | 1,940 | 1,789 |
| Fair Value of Plan Assets as at the end of the year | (1,677) | (1,516) |
| Present Value of unfunded obligation as at the year end | 263 | 273 |
| Unrecognised Actuarial (gains)/losses | - | - |
| Unfunded Net Liability Recognised in Balance Sheet | 263 | 273 |

C Amount recognised in the Balance Sheet

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| Present Value of Obligation at the end of the year | 1,940 | 1,789 |
| Fair value of plan assets | (1,677) | (1,516) |
| Liability recognised in the Balance Sheet | 263 | 273 |

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

D Actuarial assumptions

- i Valuations in respect of gratuity has been carried out by an independent actuary, as at the balance sheet date, based on the following assumptions:

| | As at March 31, 2021 | As at March 31, 2020 |
|--|-------------------------|-------------------------|
| Discount Rate and Expected Return on Plan Assets (per annum) | 6.95% | 6.82% |
| Rate of increase in Salary growth rate | 7.75% | 7.75% |
| Rate of employee turnover | 1.00% | 1.00% |

Note: The estimates of future salary increases, considered in actuarial valuation, takes into account, inflation, seniority, promotions and other relevant factors, such as demand and supply in the employment market.

- ii 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.

| | Impact on defined benefit obligation (In ₹ Lakhs) | | | |
|--------------------------------------|---|--------------------|----------------------|--------------------|
| | As at March 31, 2021 | | As at March 31, 2020 | |
| | Increase (0.5%) | Decrease (0.5%) | Increase (0.5%) | Decrease (0.5%) |
| Discount rate (0.5% movement) | (95) | 103 | (90) | 98 |
| Future salary growth (0.5% movement) | 102 | (95) | 96 | (89) |
| Employee Turnover (0.5% movement) | (7) | 7 | (8) | 8 |

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.

- iii Percentage of each category of Plan Assets to total Fair Value of Plan Assets

The Plan Assets are administered by Life Insurance Corporation of India ("LIC") as per Investment Pattern stipulated for Pension and Group Schemes Fund by Insurance Regulatory and Development Authority ('IRDA') regulations.

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---------------------|---------------------------------------|---------------------------------------|
| Insured fund in LIC | 1,678 | 1516 |

- iv Expected gratuity contribution for the next year

| | 2021 | 2020 |
|--|------|------|
| Weighted average duration of the defined benefit obligation (in years) | 12 | 12 |
| Maturity profile of the defined benefit obligation : | | |
| Within 1 year | 143 | 146 |
| 1-2 year | 61 | 58 |
| 2-3 year | 117 | 69 |
| 3-4 year | 82 | 111 |
| 5-10 year | 959 | 824 |

E Compensated Absences

| | 2021 | 2020 |
|--------------------------------------|------|------|
| Current provisions (Refer note 20 A) | 616 | 533 |

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| 21 TRADE PAYABLES | | |
| Trade Payables: | | |
| Total outstanding dues to micro and Small enterprises (Refer Note 34) | 73 | 80 |
| Total outstanding dues to creditors other than micro and small enterprises: | | |
| Trade payable other than related parties | 1,090 | 1,454 |
| Trade payables to related parties (Refer Note 33) | 972 | 2,699 |
| Other Payables | 655 | 706 |
| Total | 2,790 | 4,939 |
| 22 OTHER FINANCIAL LIABILITIES | | |
| Current maturities of unsecured term loan from Financial Institutions (Refer Note 16) | - | 7,500 |
| Current maturities of unsecured term loan from Banks (Refer Note 16) | 23,000 | 2,250 |
| Interest accrued and due but not paid on borrowings | 4 | 53 |
| Deposit received from DHL Express (India) Private Limited | 150 | 150 |
| Total | 23,154 | 9,953 |
| 23 OTHER CURRENT LIABILITIES | | |
| Statutory dues | 1,753 | 2,251 |
| Air charter service income received in advance | 530 | - |
| Total | 2,283 | 2,251 |
| 24 REVENUE FROM OPERATIONS | | |
| Express Air Charter Services [Refer Note 3(e)] | 76,030 | 79,812 |
| Other Operating Revenue | | |
| Business Support Services [Refer Note 3(e)] | 843 | 874 |
| Total | 76,873 | 80,686 |
| 25 OTHER INCOME | | |
| Gain on reassessment of Finance Lease Liability | 290 | - |
| Interest on income tax refund | 258 | 28 |
| Sale of spares and service income | 141 | 276 |
| Unwinding interest on security deposit | 134 | 77 |
| Profit on sale of fixed assets (Net) | 7 | - |
| Miscellaneous income | 1 | 14 |
| Total | 831 | 395 |
| 26 OPERATING COSTS | | |
| Aircraft Fuel | 15,261 | 21,071 |
| Aircraft and Engine Lease Rentals [Refer Note 3(h)] | 87 | 680 |

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|--|--|--|
| Navigation Charges | 4,350 | 3,445 |
| Engineering Maintenance Costs | 1,150 | 1,088 |
| Loss on sale/scrapping of Rotables/Components & Overhaul written off | 432 | 103 |
| Consumption of Consumables and Tools | 1,433 | 1,279 |
| Provision for aircraft redelivery obligation | (284) | 63 |
| Provision for slow-moving inventory | 102 | 107 |
| Aircraft Insurance | 331 | 237 |
| Handling and Clearing | 960 | 1,005 |
| Interline Expenses | 674 | 397 |
| Total | 24,496 | 29,475 |
| 27 EMPLOYEE BENEFITS EXPENSE | | |
| Salaries, Bonus and compensated absences | 14,744 | 14,199 |
| Contribution to provident and other funds (including administrative charges) | 444 | 456 |
| Gratuity | 147 | 99 |
| Staff Welfare Expenses | 847 | 879 |
| Total | 16,182 | 15,633 |
| 28 FINANCE COSTS | | |
| Interest Expense: | | |
| On Term loan from bank | 1,676 | 1,812 |
| On Term loans from financial institutions | 710 | 1,700 |
| On inter corporate deposits from Blue Dart Express Limited | 5 | 77 |
| On Unsecured term loan from DHL Logistics Private Limited | 269 | - |
| Unwinding of interest on payload deposits | 114 | 186 |
| On Lease | 5,104 | 5,012 |
| On Others | 164 | 10 |
| Total | 8,042 | 8,797 |
| 29 DEPRECIATION AND AMORTISATION EXPENSE | | |
| Depreciation on Tangible assets | 22,590 | 19,056 |
| Amortisation on Intangible assets | 337 | 392 |
| Total | 22,927 | 19,448 |
| 30 OTHER EXPENSES | | |
| Rent | 591 | 929 |
| Electricity | 289 | 352 |
| Repairs and Maintenance - Others | 956 | 993 |
| Communication Expenses | 92 | 87 |
| Directors sitting fees | 27 | 15 |
| Legal and Professional Expenses | 83 | 146 |

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|---|--|--|
| Payment to Auditors | | |
| Statutory Audit fees | 11 | 11 |
| Tax Audit fees | 1 | 1 |
| Reimbursement of Expenses | - | 5 |
| Rates and taxes | 327 | 177 |
| Insurance | 207 | 187 |
| Lease and Hire charges | 24 | 30 |
| Loss on Sale/Scrapping of Assets (net) | - | 23 |
| Loss on Foreign Currency Transactions (net) | 720 | 2,098 |
| Printing and Stationery | 222 | 193 |
| Subscriptions Charges | 339 | 293 |
| Travelling Expenses | 339 | 414 |
| Expenditure towards Corporate Social Responsibility Activities (Refer note below) | 17 | 16 |
| Miscellaneous expenses | 945 | 957 |
| Total | 5,190 | 6,927 |
| Note:- Expenditure on Corporate Social Responsibility Activities | | |
| a) Gross amount required to be spent by the Company during the year | 17 | 16 |
| b) Amount spent during the year on (in cash): | | |
| (i) Expenditure on ensuring environment sustainability | 16 | - |
| (ii) Expenditure on education programmes*^ | 5 | 12 |
| c) Amount unspent carried forward to next year | - | 4 |
| *^ includes the unspent amount carried forward from previous year | | |
| 31 EARNINGS PER SHARE | | |
| Profit / (loss) for the year | 542 | (360) |
| Weighted average number of shares (Nos.) | 24,000,000 | 24,000,000 |
| Basic and Diluted Earnings Per Share (In ₹) | 2.26 | (1.50) |
| Nominal value of shares outstanding (In ₹) | 10 | 10 |
| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
| 32 TAX EXPENSE | | |
| A. Amounts recognised in profit and loss | | |
| (a) Income tax expense | | |
| Current Tax | | |
| Current tax on profits for the year | 1,328 | 1,276 |
| Adjustment of tax relating to earlier year | 475 | - |
| Total current tax expense | 1,803 | 1,276 |
| Deferred tax | | |
| Decrease (increase) in deferred tax (net) | (1,478) | (115) |

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| Total deferred tax expense/(benefit) | (1,478) | (115) |
| Income tax expense | 325 | 1,161 |
| (b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate: | | |
| Profit before income tax expense | 867 | 801 |
| Tax at the Indian tax rate of 25.17% (2019-2020 – 25.17%) | 218 | 202 |
| Tax effect of amounts which are not deductible (taxable) in calculating taxable income: | | |
| Tax adjustment impact due to change in tax rate in deferred tax | - | 995 |
| Others | 107 | (36) |
| Income tax expense | 325 | 1,161 |

B. Movement in deferred tax balances

| | (in ₹ Lakhs) | | | | |
|------------------------------------|----------------------------------|-------------------------------------|----------------------|---------------------------|---|
| | Net balance March 31, 2020 | Recognised in Profit and Loss | Recognised in OCI | Net deferred Tax Asset | Deferred tax asset March 31, 2021 |
| Deferred Tax Assets | | | | | |
| Depreciation | 2,090 | 357 | - | 2,447 | 2,447 |
| Provision for Compensated Absences | 135 | 21 | - | 156 | 156 |
| Provision for Bonus | (5) | (5) | - | (10) | (10) |
| Provision for Gratuity | 69 | 29 | - | 98 | 98 |
| Others | 1,451 | 1,076 | 2 | 2,529 | 2,529 |
| Tax assets | 3,740 | 1,478 | 2 | 5,220 | 5,220 |

| | (in ₹ Lakhs) | | | | |
|------------------------------------|----------------------------------|-------------------------------------|----------------------|---------------------------|---|
| | Net balance March 31, 2019 | Recognised in Profit and Loss | Recognised in OCI | Net deferred Tax Asset | Deferred tax asset March 31, 2020 |
| Deferred Tax Assets | | | | | |
| Depreciation | 2,817 | (727) | - | 2,090 | 2,090 |
| Provision for Compensated Absences | 156 | (21) | - | 135 | 135 |
| Provision for Bonus | 4 | (9) | - | (5) | (5) |
| Provision for Gratuity | (2) | 71 | - | 69 | 69 |
| Others | 583 | 801 | 67 | 1,451 | 1,451 |
| Tax assets | 3,558 | 115 | 67 | 3,740 | 3,740 |

The Company 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.

Significant management judgment is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets.

The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

33 RELATED PARTY DISCLOSURES

A) NAME OF RELATED PARTIES AND NATURE OF RELATIONSHIP:

i) Enterprises where control exists

| | |
|--------------------------|---------------------------|
| Ultimate Holding Company | Deutsche Post AG, Germany |
| Holding Company | Blue Dart Express Limited |

ii) Key Management Personnel

| | |
|---|---------------------------------|
| Ms. Tulsi Nowlakha Mirchandaney | Managing Director |
| Mr. Tushar K. Jani | Non-Executive Chairman |
| Air Marshal M. McMahon (Retd.) | Independent Director |
| Air Marshal Vijay Achyut Patkar (Retd.) | Independent Director |
| Mr. Sharad Upasani | Director |
| Mr. Geoffrey Kehr | Director |
| Mr. Clyde C Cooper * | Ceased to be Director |
| Mr. Surendra Sheth * | Ceased to be Alternate Director |

* Mr. Clyde C Cooper resigned from the Board of Directors w.e.f 19th November, 2020. Mr. Surendra Sheth who was alternate director for Mr. Clyde C Cooper also ceased to be alternate director on the same date.

iii) Entities under common control where transaction have taken place

| |
|--|
| Concorde Air Logistics Limited |
| DHL Express India Private Limited |
| European Air Transport, Leipzig GmbH |
| DHL Aviation (Netherlands) B.V. |
| DHL Logistics Private Limited |
| DHL Aviation EEMEA, Kingdom of Bahrain |
| DHL Worldwide Network NV/SA |

iv) Entities in which a Director is interested, where transaction have taken place

| |
|---|
| Cargo Service Center India Private Limited |
| Delhi Cargo Service Center Private Limited |
| Mumbai Cargo Service Center Airport Private Limited |

Key management personnel compensation

Name : Ms Tulsi Nowlakha Mirchandaney

| Particulars | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|------------------------------|--|--|
| Short-term employee benefits | 309 | 302 |

B) TRANSACTIONS WITH RELATED PARTIES DURING THE YEAR:

| NATURE OF TRANSACTIONS: | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|--|--|--|
| i) With Blue Dart Express Limited | | |
| Express Air Charter Service Income (including service income accrued in advance) | (76,030) | (79,812) |
| Interest charges incurred on Term Loan | - | 59 |
| Interest charges incurred on Inter corporate Deposit | 5 | 18 |

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|--|--|--|
| Courier charges incurred | 35 | 43 |
| Inter Corporate deposits accepted during the year | 10,902 | 2,644 |
| Inter Corporate deposits repaid during the year | (10,902) | (2,644) |
| Unsecured Term Loan repaid during the year | - | (1,092) |
| Purchase / (Sale) of Plant, property and equipment/Consultancy Charges | - | 12 |
| ii) Directors Sitting Fees | | |
| Mr. Tushar K. Jani | 9 | 3 |
| Mr. Clyde C Cooper | - | 1 |
| Air Marshal M. McMahon (Retd.) | 9 | 5 |
| Air Marshal Vijay Achyut Patkar (Retd.) | 2 | 3 |
| Mr. Surendra Sheth | 2 | 2 |
| Mr. Sharad Upasani | 5 | 2 |
| iii) Entities under common control : | | |
| (a) With Concorde Air Logistics Limited: | | |
| Clearing and Forwarding charges | 139 | 83 |
| Agency charges incurred for customs clearing | 11 | 12 |
| (b) With DHL Express India Private Limited | | |
| Business support services income | (843) | (874) |
| Other income | (189) | (95) |
| Courier charges incurred | 571 | 604 |
| Professional fees | 16 | 13 |
| (c) With European Air Transport, Leipzig GmbH | | |
| Expenses towards Aircraft spares /Repairs | 11 | 25 |
| Sale of C Duct | - | (22) |
| (d) With DHL Aviation (Netherlands) B.V. | | |
| Aircraft Dry Lease | 7,275 | 7,098 |
| Aircraft Purchase | 4,176 | - |
| Technical Services | 18 | 17 |
| (e) With DHL Air UK Limited | | |
| Purchase of spares | - | 13 |
| (f) With DHL Aviation EEMEA, Kingdom of Bahrain | | |
| Purchase of Aircraft parts | 1 | 5 |
| (g) With DHL Logistics Private Limited | | |
| Freight Charges | 38 | 1 |
| Interest on Term Loan | 269 | - |
| (h) With Delhi Cargo Service Centre Private Limited | | |
| Rent | 1,740 | 1,613 |
| Electricity /Water/De stuffing charges | 140 | 138 |
| (i) With Cargo Service Centre India Private Limited | | |
| Interline Expenses | 12 | 13 |

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|---|--|--|
| (j) With DHL Worldwide Network NV/SA | | |
| AMC charges for Engineering & Maintenance ERP | 39 | - |
| (k) Mumbai Cargo Service Center Airport Private Limited | | |
| Cargo handling charges | 177 | 154 |
| C) RELATED PARTY BALANCES: | | |
| (i) Receivable/(Payable) from/to subsidiary/Fellow Subsidiaries Company | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
| a) Blue Dart Express Limited | | |
| Aircraft Payload Deposit | (2,150) | (2,150) |
| Account payable | (3) | - |
| Account Receivable(net) | 3,360 | 4,448 |
| b) DHL Express India Private Limited | | |
| Outstanding Security Deposit (refer note 18 & 22) | (498) | (648) |
| Receivables towards other operating income (net) | 199 | 353 |
| Payable towards professional charges | (2) | - |
| Payable towards freight charges | (20) | (12) |
| c) DHL Aviation (Netherlands) B.V. | | |
| Payable towards Aircraft Dry Lease charges | (869) | (2,671) |
| d) DHL Logistics Private Limited | | |
| Unsecured Term Loan | (20,000) | - |
| e) Concorde Air Logistics Limited | | |
| Payable towards clearing & forwarding charges | (69) | (1) |
| f) Cargo Service Center India Private Limited | | |
| Payable towards Interline | - | (1) |
| g) Delhi Cargo Service Center Private Limited | | |
| Security Deposit | 1,518 | 1,314 |
| Payable towards Interline | (4) | (8) |
| h) Mumbai Cargo Service Center Airport Private Limited | | |
| Payable towards cargo handling charges | (5) | (6) |
| i) Payable to Key Management Personnel | | |
| Ms. Tulsi Nowlakha Mirchandaney | 116 | 110 |

D) Notes:

- i) The terms and conditions of transactions with related parties were no more favourable than those available, or which might be expected to be available, in similar transactions with non related parties on an arm's length basis. All balances outstanding with related parties are unsecured.

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

34 DUES TO MICRO AND SMALL ENTERPRISES

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| Principal amount due to suppliers registered under the Micro, Small And Medium Enterprises Development ('MSMED') Act and remaining unpaid as at year end | 73 | 80 |
| Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end | Nil | Nil |
| Principal amounts paid to suppliers registered under the 'MSMED Act beyond the appointed day during the year | Nil | Nil |
| Interest paid, other than under Section 16 of MSMED Act 'to suppliers registered under the MSMED Act beyond the appointed day during the period | Nil | Nil |
| Interest paid, under Section 16 of MSMED Act to suppliers 'registered under the MSMED Act beyond the appointed day during the period | Nil | Nil |
| Interest due and payable towards suppliers registered 'under MSMED Act for payments already made | Nil | Nil |
| Further interest remaining due and payable for earlier years | Nil | Nil |
| The above information regarding Micro, Small and Medium Enterprises given in Note 21 - Trade Payables has been determined to the extent such parties have been identified on the basis of information available with the Company. | | |

35 COMMITMENTS

i) CAPITAL COMMITMENTS

Estimated amount of contracts remaining to be executed on Capital account and not provided for (net of advances)

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| | 554 | 5,725 |

ii) LEASES [Refer Note 3(h)]

Company as lessee

The Company has lease contracts for various items of aircraft, buildings & vehicles used in its operations. Leases of aircraft generally have lease terms between 5 to 7 years, while building & vehicles generally have lease terms in excess of 1 year and upto 15 years. The Company's obligations under its leases are secured by the lessor's title to the leased assets.

The Company also has certain leases of buildings & vehicle with lease terms of 12 months or less or low value. The Company applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

Refer note 4A for carrying amount of right of use assets recognised and the movements during the year.

The effective interest rate for lease liabilities is from 4.93% to 8.60 % for maturity between 2022 to 2031

The following are the amounts recognised in profit or loss:

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|---|--|--|
| Depreciation expense of right-of-use assets | 10,593 | 9,760 |
| Interest expense on lease liabilities | 5,104 | 5,012 |
| Expense relating to short-term leases & low-value assets (included in operating cost, Employee benefit expenses & other expenses) | 615 | 960 |
| Variable lease payments (included in other expenses) | - | - |
| Total amount recognised in profit or loss | 16,312 | 15,732 |

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

36 FINANCIAL INSTRUMENTS – FAIR VALUE AND RISK MANAGEMENT

A Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value.

| March 31, 2021 | Note No. | FVPL | Carrying amount | | in ₹ Lakhs |
|---|------------|------|-----------------|----------------|------------|
| | | | FVOCI | Amortised Cost | Total |
| Financial assets | | | | | |
| (i) Trade receivables (Refer Note 1 below) | 10 | - | - | 3,578 | 3,578 |
| (ii) Cash and cash equivalents (Refer Note 1 below) | 11 | - | - | 102 | 102 |
| (iii) Security Deposits (Refer Note 2 below) | 5 and 12 | - | - | 1,732 | 1,732 |
| | | - | - | 5,412 | 5,412 |
| Financial liabilities | | | | | |
| (i) Borrowings (Refer Note 3 below) | 16 and 22 | - | - | 45,250 | 45,250 |
| (ii) Trade payables (Refer Note 1 below) | 21 | - | - | 2,790 | 2,790 |
| (iii) Lease Liability | 17 A and B | - | - | 63,840 | 63,840 |
| (iv) Other financial liabilities (Refer Note 1 below) | 18 and 22 | - | - | 2,103 | 2,103 |
| | | - | - | 113,983 | 113,983 |

| March 31, 2020 | Note No. | FVPL | Carrying amount | | in ₹ Lakhs |
|---|-----------|------|-----------------|----------------|------------|
| | | | FVOCI | Amortised Cost | Total |
| Financial assets | | | | | |
| (i) Trade receivables (Refer Note 1 below) | 10 | - | - | 4,815 | 4,815 |
| (ii) Cash and cash equivalents (Refer Note 1 below) | 11 | - | - | 109 | 109 |
| (iii) Security Deposits (Refer Note 2 below) | 5 and 12 | - | - | 1,239 | 1,239 |
| | | - | - | 6,163 | 6,163 |
| Financial liabilities | | | | | |
| (i) Borrowings (Refer Note 3 below) | 16 and 22 | - | - | 45,500 | 45,500 |
| (ii) Trade payables (Refer Note 1 below) | 21 | - | - | 4,939 | 4,939 |
| (iii) Lease Liability | 17 | - | - | 64,283 | 64,283 |
| (iv) Other financial liabilities (Refer Note 1 below) | 18 and 22 | - | - | 2,851 | 2,851 |
| | | - | - | 117,573 | 117,573 |

Note 1: The carrying value of trade receivables, cash and cash equivalents, trade payables, other financial liability are considered to be the same as their fair values due to their short term nature.

Note 2: Difference between carrying amounts and fair values of security deposits measured at amortised cost is not significantly different in each of the year presented.

Note 3: Borrowings are taken at variable interest rate which is reviewed and reset periodically considering the market trend and hence the carrying amount is not materially different from their fair values.

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

B Financial Risk management

i. Risk management framework

The Company's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Company's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Company's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the policies and processes. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities. The Board of Directors and the management is responsible for overseeing the Company's risk assessment and management policies and processes.

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. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company does not have any financial assets that are past due but not impaired.

Trade and other receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment.

Exposures to customers outstanding at the end of each reporting period are reviewed by the Company to determine incurred and expected credit losses. As company's customer are its holding company and group company hence impairment of trade receivables do not reflect any significant credit losses. Given that the macro economic indicators affecting customers of the Company have not undergone any substantial change, the Company expects the historical trend of no credit losses. Further, management believes that the unimpaired amounts that are past due by more than 90 days are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk.

The Company has concentration of credit risk due to the fact that the holding company and other group company are the major customers and significant trade receivables are receivable from the parent company and group company as on March 31, 2021 ₹ 3,559 Lakhs (March 31, 2020 ₹ 4,815 Lakhs). However the customers are highly reputed, credit worthy and regular in making payment.

Summary of the Company's exposure to credit risk by age of the outstanding from various customers is as follows:

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|----------------------------------|---------------------------------------|---------------------------------------|
| Neither past due nor impaired | | |
| Past due but not impaired | | |
| Past due 1–90 days | 3,573 | 4,726 |
| Past due 91–180 days | 5 | 89 |
| | 3,578 | 4,815 |

Cash and cash equivalents

The Company held cash and cash equivalents with credit worthy banks and financial institutions of ₹102 Lakhs and ₹109 Lakhs as at March 31, 2021 and March 31, 2020 respectively. The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

Security deposits given to lessors

The Company has given security deposit to lessors for premises leased by the Company as at March 31, 2021 and March 31, 2020. The credit worthiness of such lessors is evaluated by the management on an ongoing basis and is considered to be good.

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

iii. Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

As of March 31, 2021, the Company has negative working capital of ₹ (29,596) lakhs including inventories of ₹ 2,596 lakhs, cash and cash equivalents of ₹ 102 lakhs, trade receivables of ₹ 3,578 lakhs, other assets of ₹ 2,473 lakhs, trade payables of ₹ 2,790 lakhs, provisions for aircraft redelivery obligation ₹129 lakhs, employee benefit obligation of ₹ 2,069 lakhs, lease liability of ₹ 7,920 lakhs and other current liabilities of ₹ 25,437 lakhs.

As of March 31, 2020, the Company had negative working capital of ₹ (17,387) lakhs including inventories of ₹ 2,326 lakhs, cash and cash equivalents of ₹ 109 lakhs, trade receivables of ₹ 4,815 lakhs, other assets of ₹ 2,118 lakhs, trade payables of ₹ 4,939 lakhs, provisions for aircraft redelivery obligation ₹ 148 lakhs, employee benefit obligation of ₹ 2,104 lakhs, lease liability of ₹ 7,360 Lakhs and other current liabilities of ₹ 12,204 lakhs.

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 ₹ Lakhs

| March 31, 2021 | Contractual cash flows | | | | | | |
|---|------------------------|----------------|------------------|---------------|---------------|---------------|-------------------|
| | Carrying amount | Total | 2 months or less | 2-12 months | 1-2 years | 2-5 years | More than 5 years |
| Non-derivative financial liabilities | | | | | | | |
| Borrowings | 45,250 | 47,444 | 373 | 24,198 | 22,873 | - | - |
| Trade payables | 2,790 | 2,790 | 2,790 | - | - | - | - |
| Lease Liability | 63,840 | 82,906 | 2,066 | 10,406 | 12,891 | 33,798 | 23,745 |
| Other financial liabilities | 2,103 | 2,103 | - | 154 | 150 | 1,799 | - |
| Total | 113,983 | 135,243 | 5,229 | 34,758 | 35,914 | 35,597 | 23,745 |

in ₹ Lakhs

| March 31, 2020 | Contractual cash flows | | | | | | |
|---|------------------------|----------------|------------------|---------------|---------------|---------------|-------------------|
| | Carrying amount | Total | 2 months or less | 2-12 months | 1-2 years | 2-5 years | More than 5 years |
| Non-derivative financial liabilities | | | | | | | |
| Borrowings | 45,500 | 50,514 | 1,799 | 10,948 | 27,321 | 10,446 | - |
| Trade payables | 4,939 | 4,939 | 4,939 | - | - | - | - |
| Lease Liability | 64,283 | 86,898 | 2,040 | 10,197 | 11,454 | 33,998 | 29,209 |
| Other financial liabilities | 2,851 | 2,851 | - | 308 | 578 | 1,965 | - |
| Total | 117,573 | 145,202 | 8,778 | 21,453 | 39,353 | 46,409 | 29,209 |

iv Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates and foreign currency exchange rates) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables and all short term and long-term debt. The Company is exposed to market risk primarily related to foreign exchange rate risk and interest rate risk. Thus, the Company's exposure to market risk is a function of investing and borrowing activities and revenue generating and operating activities.

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to market risk for changes in interest rates relates to deposits and borrowings from bank and financial institutions.

For details of the Company's short-term and long term loans and borrowings, including interest rate profiles, refer to Note 16 and Note 22 of these financial statements.

Interest rate sensitivity - variable rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased / decreased equity and profit or loss by amounts shown below. This analyses assumes that all other variables, in particular, foreign currency exchange rates, remain constant. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

| | Profit or loss | |
|---------------------------------------|--------------------|--------------------|
| | 100 bp increase | 100 bp decrease |
| As at March 31, 2021 | | |
| Variable-rate instruments sensitivity | (452) | 452 |
| | (452) | 452 |
| As at March 31, 2020 | | |
| Variable-rate instruments sensitivity | (455) | 455 |
| | (455) | 455 |

b) Currency risk

The fluctuation in foreign currency exchange rates may have potential impact on the profit and loss account and equity, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the entity.

Considering the countries and economic environment in which the Company operates, its operations are subject to risks arising from fluctuations in exchange rates in those countries. The risks primarily relate to fluctuations in U.S. dollar, GBP and Euro, against the functional currency of the Company.

Exposure to currency risk

The summary quantitative data about the Company's exposure to currency risk as reported to the management of the Company is as follows:

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| Lease Liability(in USD) | 10,369 | 4,693 |
| Lease Liability(in Euro) | 20,834 | 25,503 |
| Trade payables(in GBP) | 12 | 4 |
| Trade payables(in USD) | 474 | 1,440 |
| Trade payables(in Euro) | 763 | 2,092 |
| Net statement of financial position exposure | 32,452 | 33,732 |

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

Sensitivity analysis

A 5% strengthening / weakening of the respective foreign currencies with respect to functional currency of Company would result in increase or decrease in profit or loss and equity as shown in table below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. The following analysis has been worked out based on the exposures as of the date of statements of financial position.

| Effect in ₹ Lakhs | Profit or loss | |
|-----------------------|----------------|--------------|
| | Strengthening | Weakening |
| March 31, 2021 | | |
| USD | (542) | 542 |
| EUR | (1,080) | 1,080 |
| GBP | (1) | 1 |
| | (1,623) | 1,623 |

| Effect in ₹ Lakhs | Profit or loss | |
|-----------------------|----------------|--------------|
| | Strengthening | Weakening |
| March 31, 2020 | | |
| USD | (307) | 307 |
| EUR | (1,380) | 1,380 |
| | (1,687) | 1,687 |

(Note: The impact is indicated on the profit/loss and equity before tax basis)

37 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 regularly.

The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total borrowings, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity.

The Company's adjusted net debt to equity ratio at March 31, 2021 was as follows:

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| Total external borrowings | 45,250 | 45,500 |
| Less : Cash and cash equivalent | 102 | 109 |
| Adjusted net debt | 45,148 | 45,391 |
| Total equity | 5,177 | 4,640 |
| Adjusted net debt to adjusted equity ratio | 8.72 | 9.78 |

38 COVID 19 Impact on Business Outlook

World Health Organisation (WHO) declared outbreak of Coronavirus Disease (COVID-19) a global pandemic on March 11, 2020. Consequent to this, The Ministry of Home Affairs vide order No.40-3/2020 dated March 24, 2020 notified first ever nationwide lockdown in India to contain the outbreak of COVID-19 which impacted the overall economy and business activities of the Company. It has been over a year but still the pandemic continues to impact across the world.

SCHEDULES

Notes forming part of Financial Statements as of and for the year ended March 31, 2021

The operations of the Company were also impacted in the period of lockdown. The Company operated truncated services all through the lockdown period to support movement of essential goods, international charters for movement of medical equipment and medicines and gradually scaling up its operations in compliance with the guidelines issued by Central/State authorities from time to time.

Post the lockdown the volumes started picking up and the Company has continued playing its role in supporting business and trade.

The impact on our business will depend on future developments that cannot be reliably predicted. The impact of global health pandemic might be different from that estimated as at the date of approval of these financial statements and the Company will closely monitor any material changes to future economic conditions.

39 CONTINGENT LIABILITY

The Company has no contingent liabilities for the year ended March 31, 2021 which requires disclosure in the financial statements.

40 SEGMENT INFORMATION

Based on the "management approach" as defined in Ind AS 108, the Chief Operating Decision Maker (CODM) comprises of Managing Director and Chief Financial Officer evaluates the Company's performance and reviews the segment business. The Company is primarily engaged in a single segment business to operate aircraft and provide aircraft maintenance services within India for the business of integrated air and ground transportation and distribution of time-sensitive packages of Blue Dart Express Limited. All assets of the Company are domiciled in India and the Company earns entire revenue from its operations in India. Revenue for the year ended March 31, 2021 ₹ 76,030 lakhs (March 31, 2020: ₹ 79,812 lakhs) is derived from the holding company.

As per our report of even date

For S.R.Batliboi & Associates LLP
ICAI Firm registration number: 101049W/E300004
Chartered Accountants

per Sunil Gaggar
Partner
Membership Number 104315

Place: Bengaluru
Date: May 04, 2021

For and on behalf of the Board of Directors

Tushar K. Jani
Chairman
DIN: 00192621

N. Palaniappan
Company Secretary &
General Manager-Finance

Place: Chennai
Date: May 04, 2021

Tulsi Nowlakra Mirchandaney
Managing Director
DIN: 01842520

P. Parameshwaran
Chief Financial Officer

CONCORDE AIR LOGISTICS LIMITED

BOARD OF DIRECTORS

Vaidhyanathan Iyer

Tushar Gunderia

Aneel Gambhir

BANKER

ICICI Bank Ltd.

AUDITORS

S. R. Batliboi & Associates LLP

REGISTERED OFFICE

17, Adarsh Industrial Estate,

Sahar Road, Chakala,

Andheri (East),

Mumbai - 400 099

CIN - U60230MH2004PLC146141

DIRECTORS' REPORT

To the Members

Your Directors have great pleasure in presenting the Seventeenth Annual Report of your Company for the financial year ended March 31, 2021.

FINANCIAL RESULTS

| | Year ended March 31, 2021 | Year ended March 31, 2020 |
|---|---------------------------------|---------------------------------|
| (₹ in Lakhs) | | |
| Revenues: | | |
| Services | 424.86 | 456.22 |
| Commission | - | - |
| Other Income | 51.84 | 28.98 |
| Less: Operating Expenses | 463.42 | 471.71 |
| Operating Profit (EBIDTA) | 13.28 | 13.49 |
| Less: Depreciation / Amortisation | 6.24 | 6.32 |
| Earnings before Tax | 7.04 | 7.17 |
| Less: Provision for income tax | (0.23) | 4.00 |
| Earnings after tax | 7.27 | 3.17 |
| Other Comprehensive Income (Post Tax) | (0.04) | (3.88) |
| Total Comprehensive Income for the year | 7.23 | (0.71) |

DIVIDEND

Your Directors do not recommend any dividend for the year under consideration.

DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint Venture or Associate Company and is a Wholly Owned Subsidiary of M/s. Blue Dart Express Limited.

RESERVES

During the year under review, the Company has not transferred any amount to the reserves.

INDUSTRY / STATE OF COMPANY AFFAIRS

Your Company is engaged in the business of clearing and forwarding of time sensitive air cargo packages.

Your Company is a registered Air Cargo Agent with the International Air Transport Association (IATA) and licensed Customs House Agent under the provisions of Customs Act, 1962.

Your Company is also engaged in the business of clearance of import cargo in addition to export cargo at Mumbai.

Your Company also has a valid break-bulk license to handle consolidated shipments.

DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

During the year under review, there has been no change in the constitution of the Board of the Company i.e. the structure of the Board remains the same.

As per provisions of Companies Act, 2013, the Company is not mandatorily required to appoint whole time KMPs.

In accordance with the provisions of Section 152 of the Companies Act, 2013 read with the Rules made there under and Articles of Association of the Company, Mr. Aneel Gambhir (DIN : 07321422) Director, retires by rotation at the ensuing Annual General Meeting of the Company and being eligible, offers himself for re-appointment.

Brief resume of the Director proposed to be re-appointed along with such other details as stipulated under Secretarial Standards on General Meetings (SS-2) are provided as an Annexure to the Notice convening the Annual General Meeting.

The above proposal for re-appointment of Director forms part of the Notice of the ensuing Annual General Meeting and recommended for the Members approval therein.

NUMBER OF BOARD MEETINGS HELD DURING THE FINANCIAL YEAR 31ST MARCH, 2021

The Board of Directors met 7 (seven) times during the year ended March 31, 2021. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Meetings were conducted on May 26, 2020, July 30, 2020, September 26, 2020, October 29, 2020, January 27, 2021, February 16, 2021 and March 25, 2021.

| Name of Director | Attendance particulars |
|------------------------|------------------------|
| Mr. Vaidhyanathan Iyer | 7/7 |
| Mr. Tushar Gunderia | 7/7 |
| Mr. Aneel Gambhir | 7/7 |

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and date of the report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

Loans, guarantees or investments covered under Section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.

DIRECTORS' REPORT

RELATED PARTY TRANSACTIONS

All Related Party Transactions which were entered into during the Financial Year were on an arm's length basis and in the ordinary course of business.

There are no materially significant related party transactions made by the Company with related party(s) as defined under Section 2(76) of the Companies Act, 2013 which may have a potential conflict with the interest of the Company at large.

Since all related party transactions entered into by the Company were in ordinary course of business and on arm's length basis, from AOC-2 is not applicable to the Company.

INTERNAL FINANCIAL CONTROLS

Your Company has in place a sound internal control system to ensure that all assets are protected against loss from an unauthorised use. All transactions are recorded and reported correctly.

EXTRACT OF ANNUAL RETURN

The details forming part of the extracts of the Annual Return in form MGT 9 as per Section 92 (3) of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 are annexed herewith as an 'Annexure A'.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS

There are no significant and material orders passed by any regulating authority or courts or tribunals impacting the 'going concern' status and company's operations in future.

RISK MANAGEMENT

The Risk Management Policy of Blue Dart Express Limited, Holding Company, is applicable to Concorde Air Logistics Limited for identifying, assessing and managing their business risks in an efficient and cost effective manner; at the same time ensuring effective monitoring and accurate reporting of these risks which are systematically addressed.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134 (3) (c) of the Companies Act, 2013, your Directors confirms that;

- i. In the preparation of the Financial Statement, the applicable accounting standards have been followed and that no material departures have been made from the same;
- ii. They 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 year;
- iii. They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- iv. They have prepared the annual accounts on a going concern basis;
- v. They have devised proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

AUDITORS

Pursuant to the provisions of Section 139 of the Companies Act, 2013 (the Act) read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification (s) or re-enactment thereof, for the time being in force), M/s. S. R. Batliboi & Associates LLP, Chartered Accountants, (Firm Registration no. 101049W/E300004) were appointed as Statutory Auditors of the Company for a term of five (5) years, to hold office from conclusion of the Thirteenth Annual General Meeting of the Company held on July 26, 2017 upto the conclusion of the Eighteenth Annual General Meeting, subject to ratification of their appointment at every subsequent Annual General Meeting.

The requirement of seeking ratification of the members for continuance of their appointment has been withdrawn consequent to changes made by the Companies (Amendment) Act, 2018 with effect from May 07, 2018. Hence, the resolution seeking ratification by members in respect of their appointment is not being placed at the ensuing Annual General Meeting.

You Company has received necessary certificate from M/s. S. R. Batliboi & Associates LLP, Chartered Accountants, confirming that they satisfy the criteria provided under section 141 of the Companies Act, 2013 and are not disqualified from continuing as Statutory Auditors of the Company.

The Auditors' Report for 2020-21, does not contain any qualification, reservation or adverse remarks.

COST AUDITORS

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Companies Act, 2013 and rules made thereunder are not applicable to the Company during the financial year ended 31st March, 2021

POLICY FOR PREVENTION OF SEXUAL HARASSMENT OF WOMAN AT WORKPLACE

The Company has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace and has duly constituted an internal complaints committee in line with the provisions of the sexual harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules thereunder. There was no complaint received from any employee during the financial year 2020-21 and hence no complaint is outstanding as on March 31, 2021 for redressal.

DISCLOSURE ON CONFIRMATION WITH THE SECRETARIAL STANDARDS

Your Directors confirm that 'Secretarial Standards' issued by the Institute of Company Secretaries of India (ICSI) were duly complied with.

DIRECTORS' REPORT

DEPOSIT

During the year under review, the Company has not accepted any deposits within the meaning of the provisions of Section 73 and/or 76 of the Companies Act, 2013 and rules made thereunder.

EMPLOYEES

Your Directors hereby wish to place on record their appreciation on the efficient services rendered by Employees.

During the year under review, your Company did not have any employee falling under the provisions of Section 197 (12) of the Companies Act, 2013 read with Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND EXPENDITURE

The information pursuant of Section 134(3)(m) of the Companies Act, 2013 is as under-

| | |
|--|-----------------------|
| A Conservation of Energy | : Not applicable |
| B Technology absorption | : Not applicable |
| C Foreign Exchange Earnings & Outgo : | |
| Earnings | : Nil |
| Outgo | : Nil |
| | (previous Year : NIL) |

GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Companies Act, 2013.

2. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
3. The Company has no subsidiary and neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its subsidiaries.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
5. CSR is not applicable on the Company.
6. No fraud has been reported by the Auditors to the Board
7. There was no change in the nature of business.
8. There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.
9. There was no instance of a one-time settlement with any Bank or Financial Institution.

ACKNOWLEDGEMENT

Your Directors express their deep sense of gratitude to customers, associates, banks, suppliers and government authorities for their continuous support during the year under review.

The Directors mourn the loss of lives due to COVID-19 pandemic and have immense gratitude and respect for every person who risked their life and safety to fight this pandemic and protect the society at large.

For and on behalf of the Board of Directors

| | | |
|----------------------|---------------------------|------------------------|
| Aneel Gambhir | Vaidhyanathan Iyer | Tushar Gunderia |
| Director | Director | Director |
| DIN: 07321422 | DIN: 00090717 | DIN: 00090321 |

Mumbai,
May 04, 2021

ANNEXURES TO DIRECTORS' REPORT

'ANNEXURE A'

EXTRACT OF ANNUAL RETURN

For the Financial Year ended March 31, 2021

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

FORM NO. MGT – 9

I. REGISTRATION AND OTHER DETAILS

| | | |
|--|---|--|
| i. CIN | : | U60230MH2004PLC146141 |
| ii. Registration Date | : | May 7, 2004 |
| iii. Name of the Company | : | Concorde Air Logistics Limited |
| iv. Category / Sub-Category of the Company | : | Company Limited by Shares Indian Non-Government Company |
| v. Address of the Registered office and contact details | : | 17, Adarsh Industrial Estate, Sahar Road, Andheri East, Chakala, Mumbai - 400099. Tel : 022 2836 6268 |
| vi. Whether listed company Yes / No | : | No |
| vii. Name, Address and Contact details of Registrar and Transfer Agent, if any | : | Not Applicable |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE Company

| Sr. No. | Name and Description of main products / services | NIC Code of the Product/ service | % to total turnover of the company |
|---------|--|----------------------------------|------------------------------------|
| 1 | Custom House Agent. Clearing and forwarding Agent. | 63090 | 100% |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

| Sr. No. | Name and Address of the Company | CIN/GLN | Holding/ Subsidiary/ Associate | % of shares held | Applicable Section |
|---------|---|-----------------------|--------------------------------|------------------|--------------------|
| 1. | Blue Dart Express Limited Blue Dart Centre, Sahar Airport Road, Andheri (East), Mumbai - 400 099 | L61074MH1991PLC061074 | Holding | 100% | 2(46) |

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

Company is wholly owned subsidiary of Blue Dart Express Limited

i) Category-wise Share Holding

| Category of Shareholders | No. of Shares held at the beginning of the year (as on April 1, 2020) | | | | No. of Shares held at the end of the year (as on March 31, 2021) | | | | % change during the year |
|--------------------------|---|----------|-------|-------------------|--|----------|-------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoters | | | | | | | | | |
| (1) Indian | - | - | - | - | - | - | - | - | - |
| a) Individual/HUF | - | - | - | - | - | - | - | - | - |

ANNEXURES TO DIRECTORS' REPORT

| | | | | | | | | | |
|---|---|--------|--------|------|---|--------|--------|------|---|
| b) Central Govt | - | - | - | - | - | - | - | - | - |
| c) State Govt (s) | - | - | - | - | - | - | - | - | - |
| d) Bodies Corp. | - | 110000 | 110000 | 100% | - | 110000 | 110000 | 100% | - |
| e) Banks / FI | - | - | - | - | - | - | - | - | - |
| f) Any Other | - | - | - | - | - | - | - | - | - |
| Sub-Total (A)(1) | - | 110000 | 110000 | 100% | - | 110000 | 110000 | 100% | - |
| (2) Foreign | - | - | - | - | - | - | - | - | - |
| a) NRIs - Individuals | - | - | - | - | - | - | - | - | - |
| b) Other - Individuals | - | - | - | - | - | - | - | - | - |
| c) Bodies Corporate | - | - | - | - | - | - | - | - | - |
| d) Banks / FI | - | - | - | - | - | - | - | - | - |
| e) Any Other | - | - | - | - | - | - | - | - | - |
| Sub-Total (A)(2) | - | - | - | - | - | - | - | - | - |
| Total Shareholding of Promoters (A) = (A)(1)+(A)(2) | - | 110000 | 110000 | 100% | - | 110000 | 110000 | 100% | - |
| B. Public Shareholding | - | - | - | - | - | - | - | - | - |
| 1) Institutions | - | - | - | - | - | - | - | - | - |
| a) Mutual Funds / UTI | - | - | - | - | - | - | - | - | - |
| b) Banks / FI | - | - | - | - | - | - | - | - | - |
| c) Central Govt. | - | - | - | - | - | - | - | - | - |
| d) State Govt.(s) | - | - | - | - | - | - | - | - | - |
| e) Venture Capital Funds | - | - | - | - | - | - | - | - | - |
| f) Insurance Companies | - | - | - | - | - | - | - | - | - |
| g) FIIs | - | - | - | - | - | - | - | - | - |
| h) Foreign Venture Capital Funds | - | - | - | - | - | - | - | - | - |
| i) Others (specify) | - | - | - | - | - | - | - | - | - |
| Sub-Total (B)(1) | - | - | - | - | - | - | - | - | - |
| (2) Non-Institutions | - | - | - | - | - | - | - | - | - |
| a) Bodies Corporate | - | - | - | - | - | - | - | - | - |
| i) Indian | - | - | - | - | - | - | - | - | - |
| ii) Overseas | - | - | - | - | - | - | - | - | - |
| b) Individuals | - | - | - | - | - | - | - | - | - |
| i. Individual Shareholders holding nominal share capital upto ₹ 1 lakh | - | - | - | - | - | - | - | - | - |
| ii. Individual Shareholders holding nominal share capital in excess of ₹ 1 lakh | - | - | - | - | - | - | - | - | - |
| c) Others (specify) | - | - | - | - | - | - | - | - | - |
| 1. Clearing Member | - | - | - | - | - | - | - | - | - |
| 2. NRI | - | - | - | - | - | - | - | - | - |

ANNEXURES TO DIRECTORS' REPORT

| | | | | | | | | | |
|--|---|--------|--------|------|---|--------|--------|------|---|
| 3. Foreign Portfolio Investor (Corporate) | - | - | - | - | - | - | - | - | - |
| 4. OCB | - | - | - | - | - | - | - | - | - |
| Sub-Total (B)(2) | - | - | - | - | - | - | - | - | - |
| Total Public Shareholding (B)=(B)(1)+(B)(2) | - | - | - | - | - | - | - | - | - |
| C. Shares held by Custodian for GDRs & ADRs | - | - | - | - | - | - | - | - | - |
| Grand Total (A+B+C) | - | 110000 | 110000 | 100% | - | 110000 | 110000 | 100% | - |

ii) Shareholding of Promoters

| Shareholder's Name | Shareholding at the beginning of the year | | | Shareholding at the end of the year | | | % change in share holding during the year |
|------------------------|---|----------------------------------|--|-------------------------------------|----------------------------------|--|---|
| | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | |
| Blue Dart Express Ltd. | 110000 | 100% | Nil | 110000 | 100% | Nil | Nil |

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

| Sr. No. | | No. of Shares held at the beginning of the year i.e. on the basis of Share Holding Pattern of March 31, 2020) | | Cumulative Shareholding during the year | |
|---------|---|---|----------------------------------|---|----------------------------------|
| | | No. of Shares | % of total Shares of the company | No. of Shares | % of total Shares of the company |
| 1. | At the beginning of the year | 110000 | 100% | 110000 | 100% |
| 2. | Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | No change during the year | | | |
| 3. | At the end of the year | 110000 | 100% | 110000 | 100% |

Note – There is no change in the total shareholding of promoters between 01.04.2020 and 31.03.2021

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

| Sr. No. | For each of the Top 10 Shareholders | Shareholding at the beginning of the year | | Change in Shareholding (No. of Shares) | | Shareholding at the end of the year | |
|---------|-------------------------------------|---|----------------------------------|--|----------|-------------------------------------|----------------------------------|
| | | No. of Shares | % of total Shares of the company | Increase | Decrease | No. of Shares | % of total Shares of the company |
| 1. | - | - | - | - | - | - | - |
| 2. | - | - | - | - | - | - | - |

ANNEXURES TO DIRECTORS' REPORT

| | | | | | | | |
|-----|---|---|---|---|---|---|---|
| 3. | - | - | - | - | - | - | - |
| 4. | - | - | - | - | - | - | - |
| 5. | - | - | - | - | - | - | - |
| 6. | - | - | - | - | - | - | - |
| 7. | - | - | - | - | - | - | - |
| 8. | - | - | - | - | - | - | - |
| 9. | - | - | - | - | - | - | - |
| 10. | - | - | - | - | - | - | - |

v) Shareholding of Directors and Key Managerial Personnel

Company is wholly owned subsidiary of Blue Dart Express Limited and Mr. V.N.Iyer, Mr. Tushar Gunderia and Mr. Aneel Gambhir hold 1 share each of the Company as nominee of Blue Dart Express Ltd.

| Sr. No. | For Each of the Directors and KMP | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---------|---|---|----------------------------------|---|----------------------------------|
| | | No. of Shares | % of total Shares of the company | No. of Shares | % of total Shares of the company |
| 1. | Mr. V.N.Iyer (as nominee of Blue Dart Express Ltd.) | | | | |
| | At the beginning of the year | 1 | 0.01% | 1 | 0.01% |
| | Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease | - | - | - | - |
| | At the End of the year | 1 | 0.01% | 1 | 0.01% |
| 2. | Mr. Tushar Gunderia (as nominee of Blue Dart Express Ltd.) | | | | |
| | At the beginning of the year | 1 | 0.01% | 1 | 0.01% |
| | Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease | - | - | - | - |
| | At the End of the year | 1 | 0.01% | 1 | 0.01% |
| 3. | Mr. Aneel Gambhir (as nominee of Blue Dart Express Ltd.) | | | | |
| | At the beginning of the year | 1 | 0.01% | 1 | 0.01% |
| | Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease | - | - | - | - |
| | At the End of the year | 1 | 0.01% | 1 | 0.01% |

ANNEXURES TO DIRECTORS' REPORT

V. INDEBTEDNESS

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

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|--|-------------------------------------|--------------------|----------|-----------------------|
| Indebtedness at the beginning of the financial year | NIL | NIL | NIL | NIL |
| i) Principal Amount | | | | |
| ii) Interest due but not paid | | | | |
| iii) Interest accrued but not due | | | | |
| Total (i+ii+iii) | NIL | NIL | NIL | NIL |
| Change in Indebtedness during the financial year | NIL | NIL | NIL | NIL |
| • Addition | | | | |
| • Reduction | | | | |
| Net Change | | | | |
| Indebtedness at the end of the financial year | NIL | NIL | NIL | NIL |
| i) Principal Amount | | | | |
| ii) Interest due but not paid | | | | |
| iii) Interest accrued but not due | | | | |
| Total (i+ii+iii) | NIL | NIL | NIL | NIL |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

| Sr. No. | Particulars of Remuneration | Name of MD/WTD/ Manager |
|---------|--|-------------------------|
| | | NA |
| 1. | Gross salary | - |
| | a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | |
| | b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | |
| | c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | |
| 2. | Stock Option | - |
| 3. | Sweat Equity | - |
| 4. | Commission - as % of profit - others, specify | - |
| 5. | Others, please specify | - |
| | Total (A) | - |
| | Ceiling as per the Act | - |

B. Remuneration to other Directors: Nil

| Sr. No. | Particulars of Remuneration | Name of Directors | | | Total Amount |
|---------|--|-------------------|---|---|--------------|
| (1) | Independent Directors | | | | |
| | - Fee for attending board / committee meetings | - | - | - | - |
| | - Commission | - | - | - | - |
| | - Others, please specify | - | - | - | - |
| | Total (1) | - | - | - | - |

ANNEXURES TO DIRECTORS' REPORT

| Sr. No. | Particulars of Remuneration | Name of Directors | | | Total Amount |
|---------|---|-------------------|---|---|--------------|
| (2) | Non – Executive Directors & Non-Independent Directors | | | | |
| | Date wise Increase /Decrease in Promoters | | | | |
| | Shareholding during the year specifying the reasons for increase / decrease | - | - | - | - |
| | Commission | - | - | - | - |
| | Others, please specify | - | - | - | - |
| | Total (2) | - | - | - | - |
| | Total (1) + (2) | - | - | - | - |
| | Overall Ceiling as per the Act | - | - | - | - |

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD - N.A.

| Sr. No. | Particulars of Remuneration | Key Managerial Personnel | | Total Amount |
|---------|--|--------------------------|---|--------------|
| 1. | Gross salary a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 b) Value of perquisites u/s 17(2)Income-tax Act, 1961 c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 d) Company contribution towards PF | - | - | - |
| 2. | Stock Option | - | - | - |
| 3. | Sweat Equity | - | - | - |
| 4. | Commission - as % of profit - others, specify | - | - | - |
| 5. | Others, please specify | - | - | - |
| | Total | - | - | - |

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) |
|--|------------------------------|-------------------|--|-----------------------------|------------------------------------|
| Company Penalty Punishment Compounding | | | None | | |
| Directors Penalty Punishment Compounding | | | None | | |
| Other officers in Default Penalty Punishment Compounding | | | None | | |

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF CONCORDE AIR LOGISTICS LIMITED

Report on the Audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of Concorde Air Logistics Limited ("the Company"), which comprise the Balance Sheet as at March 31 2021, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its profits including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the standalone Ind AS 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 financial statements under the provisions of the Act 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 audit opinion on the standalone Ind AS financial statements.

Information other than the Financial Statements and Auditor's Report Thereon

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

Our opinion on the standalone Ind AS 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 standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such 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.

Responsibility of Management for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity 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 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS 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 Ind AS financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF CONCORDE AIR LOGISTICS LIMITED

Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS 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 Ind AS 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 standalone Ind AS 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 Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements 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 financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures, and whether the standalone Ind AS 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.

Report on Other Legal and Regulatory Requirements

1. 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 Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - (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 Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - (iv) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF CONCORDE AIR LOGISTICS LIMITED

- (v) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 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 with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
- (vii) In our opinion, the managerial remuneration for the year ended March 31, 2021 has been paid / provided by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to the Act;
- (viii) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Sunil Gaggar
Partner
Membership Number: 104315
UDIN: 21104315AAAAAU4216

Place: Bengaluru
Date: May 4, 2021

ANNEXURE 1 TO INDEPENDENT AUDITOR'S REPORT

Annexure 1 referred to in paragraph 1 under Report on Other Legal and Regulatory Requirements of our audit report of even date
Re: Concorde Air Logistics Limited (the "Company")

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) All fixed assets have been physically verified by the Management during the year and no material discrepancies were identified on such verification;
- (c) According to the information and explanations given by the Management and audit procedures performed by us, the title deeds of immovable property included in property, plant and equipment are held in the name of the Company.
- ii. The Company's business does not involve inventories and, accordingly, the requirements under paragraph 4 (ii) of the Order are not applicable to the Company.
- iii. According to the information and explanations given to us and audit procedures performed by us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions of clause 3(iii)(a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- iv. In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities given in respect of which provisions of Section 185 and 186 of the Act are applicable. Accordingly, the provisions of clause 3(iv) of the Order is not applicable and hence not commented upon.
- v. The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- vi. To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Act, for the products/services of the Company.
- vii. (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, duty of custom, goods and service tax, cess and other material statutory dues applicable to it. The provisions relating to wealth tax, sales tax, excise duty and value added tax are not applicable to the Company.
- (b) According to the information and explanations given to us and audit procedures performed by us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, goods and service tax, duty of custom, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable. The provisions relating to wealth tax, sales tax, excise duty and value added tax are not applicable to the Company.
- (c) According to the information and explanations given to us, there are no dues of provident fund, employees' state insurance, income tax, goods and services tax, duty of custom, cess which have not been deposited on account of any dispute.
- viii. The Company did not have any outstanding loans or borrowings dues in respect of a financial institution or bank or to government or due to debenture holders during the year.
- ix. According to the information and explanations given by the Management and audit procedures performed by us, the Company has not raised any money by way of initial public offer or further public offer or debt instruments or term loans during the year under review. Hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.
- x. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the Management, we report that no fraud by the Company or no material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
- xi. According to the information and explanations given by the Management and audit procedures performed by us, the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- xii. In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.
- xiii. According to the information and explanations given by the Management and audit procedures performed by us, transactions with the related parties are in compliance with Section 188 of Act where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards. The provisions of Section 177 are not applicable to the Company and hence not commented upon.
- xiv. According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the Company and, not commented upon.
- xv. According to the information and explanations given by the Management and audit procedures performed by us, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in Section 192 of Act.
- xvi. According to the information and explanations given to us, the provisions of Section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

ANNEXURE 2 TO INDEPENDENT AUDITOR'S REPORT

Annexure 2 referred to in paragraph 2 under Report 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")

We have audited the internal financial controls with reference to standalone Ind AS financial statements of Concorde Air Logistics Limited ("the Company") as of March 31, 2021 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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 Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone Ind AS financial statements 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, as specified under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by Institute 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 with reference to these standalone Ind AS financial statements 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 with reference to these standalone Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone Ind AS financial statements included obtaining an understanding of internal financial controls with reference to these financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with Reference to these Standalone Ind AS Financial Statements

A company's internal financial controls with reference to these standalone Ind AS financial statements 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 controls with reference to these standalone Ind AS financial statements 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 with reference to these Standalone Ind AS Financial Statements

Because of the inherent limitations of internal financial controls with reference to these standalone Ind AS financial statements, 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 with reference to these standalone Ind AS financial statements to future periods are subject to the risk that the internal financial control with reference to these standalone Ind AS financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

ANNEXURE 2 TO INDEPENDENT AUDITOR'S REPORT

Annexure 2 referred to in paragraph 2 under Report on Other Legal and Regulatory Requirements of our report of even date

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to these standalone Ind AS financial statements and such internal financial controls with reference to these standalone Ind AS financial statements were operating effectively as at March 31, 2021, 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 issued by the Institute of Chartered Accountants of India.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Sunil Gaggar
Partner
Membership Number: 104315
UDIN: 21104315AAAAAU4216

Place: Bengaluru
Date: May 4, 2021

CONCORDE AIR LOGISTICS LIMITED
STATEMENT OF CHANGES IN EQUITY (SOCIE) FOR THE YEAR ENDED MARCH 31, 2021

A. Equity Share Capital (Refer Note 12) in ₹ ('000)

| | |
|-------------------------------------|-------|
| Balance as at March 31, 2019 | 1,100 |
| Changes in equity share capital | - |
| Balance as at March 31, 2020 | 1,100 |
| Changes in equity share capital | - |
| Balance as at March 31, 2021 | 1,100 |

B. Other Equity (Refer Note 13) in ₹ ('000)

| | Reserves and Surplus | | | Total |
|--|----------------------|-----------------|-------------------|--------|
| | Securities Premium | General Reserve | Retained Earnings | |
| Balance as at March 31, 2020 | 13,500 | 4,500 | 30,848 | 48,848 |
| Profit for the year | - | - | 727 | 727 |
| Other comprehensive income | - | - | (4) | (4) |
| Total comprehensive income for the year | - | - | 723 | 723 |
| Balance as at March 31, 2021 | 13,500 | 4,500 | 31,571 | 49,571 |

in ₹ ('000)

| | Reserves and Surplus | | | Total |
|--|----------------------|-----------------|-------------------|--------|
| | Securities Premium | General Reserve | Retained Earnings | |
| Balance as at March 31, 2019 | 13,500 | 4,500 | 30,920 | 48,920 |
| Profit for the year | - | - | 317 | 317 |
| Other comprehensive income | - | - | (389) | (389) |
| Total comprehensive loss for the year | - | - | (72) | (72) |
| Balance as at March 31, 2020 | 13,500 | 4,500 | 30,848 | 48,848 |

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

As per our report of even date

For S.R. BATLIBOI & ASSOCIATES LLP
 Firm Registration Number: 101049W/E300004
 Chartered Accountants

per Sunil Gaggar
 Partner
 Membership Number 104315

Place : Bengaluru
 Date: May 04, 2021

For and on behalf of the Board of Directors

V. N. Iyer Tushar Gunderia
 Director Director
 DIN : 00090717 DIN : 00090321

Aneel Gambhir
 Director
 DIN : 07321422

Place : Mumbai
 Date: May 04, 2021

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

1 General Information

Concorde Air Logistics Limited "the Company" is an International Air Cargo Agent with International Air Transport Association ('IATA') and engaged inter alia in the business of clearing and forwarding of time sensitive air cargo packages. The Company is a public limited company incorporated in India having its registered office at 17, Adarsh Industrial Estate, Sahar Airport Road, Andheri (E), Mumbai. The financial statements were authorised for issue in accordance with a resolution of the directors on May 04, 2021.

2 Basis of preparation of financial statements

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 under the provisions of the Companies Act, 2013 (the 'Act') and subsequent amendments thereof. The financial statements have been prepared under the historical cost basis except for certain financial assets and liabilities measured at fair value (Refer note 3(l)) and Defined benefit plans - plan assets measured at fair value (Refer note 21).

The financial statements are presented in Indian Rupees ('INR') and all values are rounded off to the nearest thousands (INR 000), except when otherwise indicated. The financial statements are prepared on a going concern basis.

Current versus non-current classification

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

- a. Expected to be realised or intended to be sold or consumed in normal operating cycle
- b. Held primarily for the purpose of trading
- c. Expected to be realised within twelve months after the reporting period, or
- d. 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:

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

The Company classifies all other liabilities as non-current.

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

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

Use of estimates and judgements

The preparation of the financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The areas involving critical estimates and judgements are:

- (i) Estimation of useful life of property, plant and equipment and intangibles assets (Refer note 3(a))
- (ii) Estimation of defined benefit obligation (Refer note 21)
- (iii) Estimation of current tax expense and receivable/payable (Refer note 7 and 30)

3. Significant Accounting Policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

(a) Property, plant and equipment

All items of Property, Plant and Equipment are at historical cost net of accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditures that is directly attributable to the acquisition of the items.

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 Statement of Profit and Loss during the reporting period in which they are incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Intangible Assets:

Intangible assets are stated at acquisition cost net of accumulated amortisation and accumulated impairment losses, if any.

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

Depreciation

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

| Asset | Useful Life |
|----------------------|--------------------|
| Office Equipments | 10 years |
| Electrical Equipment | 6 to 10 years |
| Computers | 3 to 6 years |
| Furniture Fixtures | 10 years |
| Vehicles | 8 years |

The Company, based on technical assessment made by technical expert and management estimate, depreciates computers over estimated useful lives of 3 to 6 years which are different from the useful life prescribed in Schedule II to the Act. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Depreciation for assets purchased/sold during a year is proportionately charged.

Amortisation

Computer software, other than internally generated, is amortised under straight line method over the estimated useful life of 6 years.

(b) Impairment of Assets

The Company assesses at each reporting date whether there is any indication that an asset (tangible or intangible) may be impaired. If any indication exists, 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) net selling price and its value in use. Where 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. Impairment losses are recognised in the Statement of Profit and Loss. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased and such reversal is recorded in the Statement of Profit and Loss.

(c) Revenue Recognition

Service Charges:

Service charges for clearing and forwarding of shipments are recognised as income when shipments are manifested and represent amounts invoiced, net of goods and service tax and all discounts and allowances.

Commission Income:

Commission is accrued when cargo is delivered to the custody of the airline and the master airway bill is issued.

Interest Income:

Interest Income is recognised on a time proportion basis taking into account the amount outstanding and applicable interest rate. Interest income is included in "Other Income" in the statement of profit and loss.

Interest from government authorities is recognised when there is reasonable assurance that the interest will be received.

(d) Employee Benefits

i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Compensated absences:

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the Balance Sheet date are treated as short term employee benefits. The liability in respect of compensated absences of short term nature is not actuarially valued and is provided on an estimated basis.

ii) Other long-term employee benefit obligations

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in Statement of Profit and Loss.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of Balance Sheet date are treated as other long term employee benefits for measurement purposes. The Company's liability is actuarially determined (using the Projected Unit Credit Method) at the end of each year. Actuarial losses/ gains are recognised in the Statement of Profit and Loss in the year in which they arise.

The Company presents the leave as a short term employee benefit obligation in the balance sheet to the extent it does

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

not have an unconditional right to defer its settlement for 12 months after the reporting date.

iii) Post-employment obligations

The Company operates the following post-employment schemes:

- (a) Defined benefit plans such as Gratuity
- (b) Defined contribution plans such as Provident fund, Employee's state insurance funds and Employee's pension scheme.

Defined Benefit Plans

Gratuity :

The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is actuarially determined (using the Projected Unit Credit Method) at the end of each year. Re-measurement of the net defined liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in other comprehensive income (OCI).

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

Defined Contribution Plans:

Contribution towards Provident Fund for all employees are made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

The Company also contributes to State plans, namely Employee's State Insurance Fund and Employee's Pension Scheme 1995, and has no further obligation beyond making its contribution.

Company's contributions to the above funds are charged to the Statement of Profit and Loss for the year for which the contributions are due for payment.

iv) Bonus plans

The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

(e) Leases

The Company assesses at contract inception whether a contract is or contains, lease. That is, if contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee:

Short term leases and low value assets:

The Company applies the short term lease recognition exemption to its short term leases of buildings (i.e. those leases that have a lease term for 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases and leases of low-value assets are recognised as expense on a systematic basis, which reflects the pattern of lease benefit i.e. on an as and when basis.

(f) Income Taxes

Income tax expense comprises current and deferred tax. It is recognised in Statement of Profit and Loss except to the extent that it relates to items recognised directly in equity or in other comprehensive income.

Current tax

Tax expense for the year, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the year. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in the respective jurisdictions.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and set off the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets or liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are subsequently reversed

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

when it becomes probable that such assets will be realised.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised 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.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax assets and liabilities are offset only if:

- a) the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
- b) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

(g) Trade and other payables

These amounts represent liabilities for services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid as per contractual terms. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

(h) Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of a past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated.

Provisions are measured at present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value pre-text rate that reflect current market assessment of the time value of money and the risk specific to the liability.

(i) Cash and Cash Equivalents

In the cash flow statement, cash and cash equivalents include cash in hand, cheques in hand, demand deposits with banks and other short-term highly liquid investments with original maturities of three months or less.

(j) Trade receivables

Trade receivables are recognised initially at fair value, less provision for impairment.

(k) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(l) A. Financial assets

i. Classification

The Company classifies financial assets as subsequently measured at amortised cost, fair value through OCI or fair value through profit or loss (Statement of Profit and Loss) on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

ii. Initial recognition and Measurement

All financial assets are recognised initially at fair value, in the case of financial assets not recorded at fair value through profit or loss (Statement of Profit and Loss), transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

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 to cash flows on specified dates 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 and fees or costs that are an integral part of the EIR. The

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

EIR amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss.

Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

iv. Derecognition

A financial asset is derecognised only when

- (i) The Company has transferred the rights to receive cash flows from the financial asset or
- (ii) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised.

Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

v. Impairment of financial assets

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments, and are measured at amortised cost e.g., deposits, and bank balance
- b) Trade receivables

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

- i) Trade receivables which do not contain a significant financing component
- ii) All lease receivables resulting from transactions

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

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.

B. Financial liabilities

i. Classification

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss (Statement of Profit and Loss). Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

ii. Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss (Statement of Profit and Loss), loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value.

The Company's financial liabilities include trade and other payables.

iii. Financial liabilities at fair value through Statement of Profit and 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 (Statement of Profit and Loss). Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

Financial liabilities designated upon initial recognition at fair value through profit or loss (Statement of Profit and Loss) are designated at the initial date of recognition, and only if the criteria in Ind-AS 109 are satisfied. For liabilities designated as Fair Value Through Profit and Loss (FVTPL), fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/losses are not subsequently transferred to Statement of Profit and Loss. 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 Statement of Profit and Loss.

iv. 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.

v. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the 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 realise the assets and settle the liabilities simultaneously.

(m) Fair value measurement

'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 in the principal or, in its absence, the most advantageous market to which the Company has access at that date. The fair value of a liability reflects its non-performance risk.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised 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:

- ▶ Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- ▶ Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- ▶ 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 categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

(n) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares (Refer note 24).

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares. (Refer note 24).

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

4.(a) PROPERTY, PLANT AND EQUIPMENT

in ₹ ('000)

| Description of Assets | GROSS BLOCK | | | | DEPRECIATION | | | | NET BLOCK |
|------------------------------|-------------------------------------|--------------|-------------------------|--------------------------------------|--------------------|--------------|--------------------------|---------------------|--------------------------------------|
| | Opening Balance as at April 1, 2020 | Additions | Deductions/ Adjustments | Closing Balance as at March 31, 2021 | Upto April 1, 2020 | For the year | Deductions / Adjustments | Upto March 31, 2021 | Closing Balance as at March 31, 2021 |
| Tangible Assets | | | | | | | | | |
| Buildings | 4 | - | - | 4 | - | 1 | - | 1 | 3 |
| Office Equipment | 99 | - | - | 99 | 81 | 6 | - | 87 | 12 |
| Electrical Equipment | 590 | - | - | 590 | 422 | 77 | - | 499 | 91 |
| Computers | 851 | - | - | 851 | 598 | 99 | - | 697 | 154 |
| Furniture and Fixtures | 1,355 | - | - | 1,355 | 927 | 185 | - | 1,112 | 243 |
| Vehicles | 1,474 | 1,311 | - | 2,785 | 843 | 209 | - | 1,052 | 1,733 |
| Total Tangible Assets | 4,373 | 1,311 | - | 5,684 | 2,871 | 577 | - | 3,448 | 2,236 |

in ₹ ('000)

| Description of Assets | GROSS BLOCK | | | | DEPRECIATION | | | | NET BLOCK |
|------------------------------|-------------------------------------|-----------|-------------------------|--------------------------------------|--------------------|--------------|-------------------------|---------------------|--------------------------------------|
| | Opening Balance as at April 1, 2019 | Additions | Deductions/ Adjustments | Closing Balance as at March 31, 2020 | Upto April 1, 2019 | For the Year | Deductions/ Adjustments | Upto March 31, 2020 | Closing Balance as at March 31, 2020 |
| Tangible Assets | | | | | | | | | |
| Buildings | 4 | - | - | 4 | - | - | - | - | 4 |
| Office Equipment | 99 | - | - | 99 | 76 | 5 | - | 81 | 18 |
| Electrical Equipment | 590 | - | - | 590 | 343 | 79 | - | 422 | 168 |
| Computers | 851 | - | - | 851 | 470 | 128 | - | 598 | 253 |
| Furniture and Fixtures | 1,355 | - | - | 1,355 | 742 | 185 | - | 927 | 428 |
| Vehicles | 1,474 | - | - | 1,474 | 653 | 190 | - | 843 | 631 |
| Total Tangible Assets | 4,373 | - | - | 4,373 | 2,284 | 587 | - | 2,871 | 1,502 |

4 (b) OTHER INTANGIBLE ASSETS

in ₹ ('000)

| Description of Assets | GROSS BLOCK | | | | AMORTISATION | | | | NET BLOCK |
|--------------------------------|-------------------------------------|-----------|-------------------------|--------------------------------------|--------------------|--------------|--------------------------|---------------------|--------------------------------------|
| | Opening Balance as at April 1, 2020 | Additions | Deductions/ Adjustments | Closing Balance as at March 31, 2021 | Upto April 1, 2020 | For the year | Deductions / Adjustments | Upto March 31, 2021 | Closing Balance as at March 31, 2021 |
| Intangible Assets | | | | | | | | | |
| Computer Software | 335 | - | - | 335 | 226 | 47 | - | 273 | 62 |
| Total Intangible Assets | 335 | - | - | 335 | 226 | 47 | - | 273 | 62 |

in ₹ ('000)

| Description of Assets | GROSS BLOCK | | | | AMORTISATION | | | | NET BLOCK |
|--------------------------------|-------------------------------------|-----------|-------------------------|--------------------------------------|--------------------|--------------|--------------------------|---------------------|--------------------------------------|
| | Opening Balance as at April 1, 2019 | Additions | Deductions/ Adjustments | Closing Balance as at March 31, 2020 | Upto April 1, 2019 | For the year | Deductions / Adjustments | Upto March 31, 2020 | Closing Balance as at March 31, 2020 |
| Intangible Assets: | | | | | | | | | |
| Computer Software | 298 | 37 | - | 335 | 181 | 45 | - | 226 | 109 |
| Total Intangible Assets | 298 | 37 | - | 335 | 181 | 45 | - | 226 | 109 |

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ ('000) | As at March 31, 2020 in ₹ ('000) |
|--|--|--|
| 5 Other Non current Financial Assets | | |
| Margin money deposit against Guarantees | 433 | 410 |
| Interest accrued but not due | 22 | 6 |
| Deposits | 25 | 225 |
| Total | 480 | 641 |
| 6 Deferred Tax Assets (Net) | | |
| Deferred Tax Assets | | |
| Provision for Compensated Absences | 538 | 428 |
| Provision for Gratuity | 1,676 | 1,511 |
| Provision for Bonus | 133 | 341 |
| Depreciation | 37 | - |
| | 2,384 | 2,280 |
| Deferred Tax Liability | | |
| Depreciation | - | 5 |
| Total | 2,384 | 2,275 |
| 7 Non-Current Tax Assets (Net) | | |
| Opening balance | 96,174 | 106,641 |
| Less : Current tax payable for the year | (289) | (510) |
| Less : Tax in respect of previous year | - | (166) |
| Less : ROI Adjustment in respect of previous year | - | (179) |
| Less: Advance Tax adjusted related to earlier year | (4,558) | - |
| Add: Tax Provision adjusted related to earlier year | 4,761 | - |
| Less : Refund Received | (62,042) | (23,889) |
| Add: Taxes paid | 10,924 | 14,277 |
| Closing balance | 44,970 | 96,174 |
| Advance income tax | 55,528 | 111,207 |
| Provision for tax | 10,558 | 15,033 |
| Advance income tax (Net of provision for tax) | 44,970 | 96,174 |
| 8 Trade Receivables | | |
| Trade Receivables | 9 | 12 |
| Receivables from related parties [Refer note 26(d)] | 104,984 | 33,511 |
| Total | 104,993 | 33,523 |
| Break-up of security details | | |
| Secured, considered good | - | - |
| Unsecured, considered good | 104,993 | 33,523 |
| Trade Receivables which have significant increase in credit Risk | - | - |
| Total | 104,993 | 33,523 |

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ ('000) | As at March 31, 2020 in ₹ ('000) |
|---|--|--|
| 9 Cash And Cash Equivalents | | |
| Balance with banks : | | |
| In current accounts | 17,614 | 3,773 |
| Cash on Hand | 55 | 54 |
| Total | 17,669 | 3,827 |
| 10 Other Financial Assets | | |
| (Unsecured, considered good) | | |
| Advances to Employees | 6 | 40 |
| Total | 6 | 40 |
| 11 Other Current Assets | | |
| (Unsecured, considered good) | | |
| Prepaid Expenses | 265 | 240 |
| Advance to vendor | 156 | 369 |
| Other loans and advances: | | |
| Balances with Government Authorities | 9,867 | 8,701 |
| Total | 10,288 | 9,310 |
| 12 Equity Share Capital | | |
| Authorised | | |
| 200,000 (March 31, 2020 : 200,000) equity shares of ₹ 10 each | 2,000 | 2,000 |
| Issued, Subscribed and Paid up | | |
| 110,000 (March 31, 2020 : 110,000) equity shares of ₹ 10 each fully paid-up | 1,100 | 1,100 |
| Total | 1,100 | 1,100 |

a. Reconciliation of the number of shares

| | As at March 31, 2021 | | As at March 31, 2020 | |
|--|----------------------|-----------------------|----------------------|-----------------------|
| | Number of shares | Amount In ₹ ('000) | Number of shares | Amount In ₹ ('000) |
| Balance as at the beginning of the year | 110,000 | 1,100 | 110,000 | 1,100 |
| Additions/Deletions during the year | - | - | - | - |
| Balance as at the end of the year | 110,000 | 1,100 | 110,000 | 1,100 |

b. Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10 per share. Every share holder is entitled to participate in dividends. Each shareholder of equity shares is entitled to one vote per share.

The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend which is approved by the Board of Directors.

In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their share holding.

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

c. Shares held by holding company

Out of the above equity shares issued by the Company, shares held by the holding company:

| | As at March 31, 2021 In ₹ ('000) | As at March 31, 2020 In ₹ ('000) |
|--|--|--|
| Blue Dart Express Limited, the Holding Company and its nominees 110,000 (March 31, 2020 : 110,000) equity shares of ₹ 10 each fully paid up | 1,100 | 1,100 |

d. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

| | As at March 31, 2021 | | As at March 31, 2020 | |
|---------------------------|----------------------|-----|----------------------|-----|
| | Number of shares | % | Number of shares | % |
| Blue Dart Express Limited | 110,000 | 100 | 110,000 | 100 |

13 OTHER EQUITY

Reserves and Surplus

| | As at March 31, 2021 in ₹ ('000) | As at March 31, 2020 in ₹ ('000) |
|--------------------|--|--|
| Securities Premium | 13,500 | 13,500 |
| General Reserve | 4,500 | 4,500 |
| Retained earnings | 31,571 | 30,848 |
| Total | 49,571 | 48,848 |

Securities Premium

| | | |
|--|---------------|---------------|
| Balance as at the beginning and end of the year | 13,500 | 13,500 |
|--|---------------|---------------|

General Reserve

| | | |
|--|--------------|--------------|
| Balance as at the beginning and end of the year | 4,500 | 4,500 |
|--|--------------|--------------|

Retained Earnings

| | | |
|---|---------------|---------------|
| Balance as at the beginning of the year | 30,848 | 30,920 |
| Add: Profit for the year | 727 | 317 |
| Items of other comprehensive income recognised directly in retained earnings | | |
| Actuarial loss/gain arising from remeasurements of post employment benefit obligation | (4) | (389) |
| Balance as at the end of the year | 31,571 | 30,848 |
| Total | 49,571 | 48,848 |

14 (a) Non-Current Employee Benefit Obligations

| | | |
|--|--------------|--------------|
| Provision for Gratuity (Refer Note 21) | 5,941 | 5,726 |
| Total | 5,941 | 5,726 |

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ ('000) | As at March 31, 2020 in ₹ ('000) |
|--|--|--|
| 14 (b) Current Employee Benefit Obligations | | |
| Provision for Gratuity (Refer Note 21) | 711 | 277 |
| Provision for Compensated Absences (Refer Note 21) | 2,140 | 1,869 |
| Other Employee benefits obligations | 3,473 | 3,341 |
| Total | 6,324 | 5,487 |
| 15 Trade Payables | | |
| Total outstanding dues of micro enterprises and small enterprises | - | - |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 117,295 | 83,856 |
| Total | 117,295 | 83,856 |
| 16 Other Current Liabilities | | |
| Statutory Dues (including Provident Fund, Employee State Insurance, Professional Tax and Tax deducted at Source) | 2,857 | 2,384 |
| Total | 2,857 | 2,384 |
| | Year ended March 31, 2021 in ₹ ('000) | Year ended March 31, 2020 in ₹ ('000) |
| 17 Revenue from Operations | | |
| Income from Service Charges | 42,486 | 45,622 |
| Total | 42,486 | 45,622 |
| 18 Other Income | | |
| Interest on | | |
| - Fixed deposits | 154 | 30 |
| - income tax refund | 5,030 | 2,863 |
| Miscellaneous Income | - | 5 |
| Total | 5,184 | 2,898 |
| 19 Freight, Handling and Servicing Costs | | |
| Handling and clearing charges | 3,989 | 7,392 |
| Domestic network operating costs | 2,165 | 2,872 |
| Printing, stationery and consumables | 145 | 226 |
| Total | 6,299 | 10,490 |

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

| | Year ended March 31, 2021 in ₹ ('000) | Year ended March 31, 2020 in ₹ ('000) |
|---|---|---|
| 20 Employee Benefits Expense | | |
| Salaries, Wages, Bonus and Compensated absences | 33,437 | 29,401 |
| Contribution to provident and other funds | 1,789 | 1,648 |
| Gratuity | 843 | 737 |
| Staff welfare expenses | 200 | 257 |
| Total | 36,269 | 32,043 |

21 The Company has classified the various employee benefits provided to employees as under:

I Defined Contribution Plans

- a. Provident Fund
- b. State Defined Contribution Plans
 - i. Employers' Contribution to Employee's State Insurance
 - ii. Employers' Contribution to Employee's Pension Scheme 1995.

During the year the Company has recognised the following amounts in the Statement of Profit and Loss under "Contribution to provident and other funds" -

| | Year ended March 31, 2021 in ₹ ('000) | Year ended March 31, 2020 in ₹ ('000) |
|---|---|---|
| - Employers' Contribution to Provident Fund | 822 | 738 |
| - Employers' Contribution to Employee's State Insurance | 172 | 141 |
| - Employers' Contribution to Employee's Pension Scheme 1995 | 795 | 769 |

II Defined Benefit Plan

GRATUITY

A) The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

| | Net defined benefit liability |
|--|----------------------------------|
| Balance as on April 1, 2020 | 6,003 |
| Interest Cost | 409 |
| Current Service Cost | 434 |
| Expected Return on Plan Assets | |
| Total amount recognised in Statement of Profit and Loss | 843 |
| Benefit Paid Directly by The Employer | (201) |
| Remeasurements | |
| (Gain)/loss from change in demographic assumptions | - |
| (Gain)/loss from change in financial assumptions | (73) |
| Experience (gain)/losses | 79 |

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

| | Net defined benefit liability |
|--|--------------------------------------|
| Total amount recognised in other comprehensive income | 6 |
| Benefits Paid | - |
| Contributions | - |
| Balance as on March 31, 2021 | 6,652 |
| Balance as on April 1, 2019 | 4,745 |
| Interest Cost | 370 |
| Current Service Cost | 368 |
| Expected Return on Plan Assets | |
| Total amount recognised in Statement of Profit and Loss | 738 |
| Remeasurements | |
| (Gain)/loss from change in demographic assumptions | - |
| (Gain)/loss from change in financial assumptions | 464 |
| Experience (gain)/losses | 56 |
| Total amount recognised in other comprehensive income | 520 |
| Benefits Paid | - |
| Contributions | - |
| Balance as on March 31, 2020 | 6,003 |

B) Reconciliation of Present Value of Defined Benefit Obligation and the Fair value of Assets

| | As at March 31, 2021 in ₹ ('000) | As at March 31, 2020 in ₹ ('000) |
|---|---|---|
| Present Value of funded obligation as at the year end | 6,652 | 6,003 |
| Fair Value of Plan Assets as at the end of the year | - | - |
| Unfunded Net Liability Recognised in Balance Sheet | (6,652) | (6,003) |

C) Amount recognised in the Balance Sheet

| | As at March 31, 2021 in ₹ ('000) | As at March 31, 2020 in ₹ ('000) |
|--|---|---|
| Present Value of Obligation at the end of the year | (6,652) | (6,003) |
| Fair value of plan assets | - | - |
| Liability recognised in the Balance Sheet | (6,652) | (6,003) |

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

- D) i) Valuations in respect of gratuity have been carried out by an independent actuary, as at the Balance Sheet date, based on the following assumptions.

| | As at March 31, 2021 | As at March 31, 2020 |
|---|-------------------------|-------------------------|
| Discount Rate (per annum) | 6.95% | 6.82% |
| Rate of increase in Compensation levels (refer note below) | 6.75% | 6.75% |
| Rate of Return on Plan Assets | Nil | Nil |
| Expected Average remaining working lives of employees (years) | 18 | 18 |
| Attrition rate | 1% | 1% |

Note: The estimates of future salary increases, considered in actuarial valuation, takes into account, inflation, seniority, promotions and other relevant factors, such as demand and supply in the employment market.

- ii) 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.

| | Impact on defined benefit obligation [In ₹ ('000)] | | | |
|---------------------------------------|--|----------|----------------------|----------|
| | As at March 31, 2021 | | As at March 31, 2020 | |
| | Increase | Decrease | Increase | Decrease |
| Discount rate (0.5 % movement) | (266) | 288 | (250) | 270 |
| Future salary growth (0.5 % movement) | 287 | (268) | 269 | (251) |
| Employee turnover (0.5 % movement) | 3 | (4) | 1 | (1) |

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

| | As at March 31, 2021 in ₹ ('000) | As at March 31, 2020 in ₹ ('000) |
|--|--|--|
| Recognised under: | | |
| Non Current Employee Benefits Obligation [Refer note 14(a)] | 5,941 | 5,726 |
| Current Employee Benefits Obligation [Refer note 14(b)] | 711 | 277 |
| | 6,652 | 6,003 |
| III Compensated Absences | | |
| The liabilities for Compensated Absences as at year end (Refer note 14(b)) | 2,140 | 1,869 |

22 Depreciation and Amortisation expense

| | Year ended March 31, 2021 in ₹ ('000) | Year ended March 31, 2020 in ₹ ('000) |
|---|---|---|
| Depreciation on Tangible assets [Refer Note 4(a)] | 577 | 587 |
| Amortisation on Intangible assets [Refer Note 4(b)] | 47 | 45 |
| Total | 624 | 632 |

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

| | Year ended March 31, 2021 in ₹ ('000) | Year ended March 31, 2020 in ₹ ('000) |
|---|---|---|
| 23 Other Expenses | | |
| Legal and Professional charges | 939 | 1,353 |
| Payment to Auditors: | | |
| - Statutory Audit fees | 450 | 450 |
| - Tax Audit fees | 50 | 50 |
| - Reimbursement of Expenses | - | 21 |
| Office expenses | 349 | 237 |
| Electricity | 149 | 227 |
| Communication expenses | 126 | 155 |
| Rates and taxes | 18 | 54 |
| Repairs and maintenance - others | 168 | 157 |
| Travelling and conveyance | 818 | 1,292 |
| Insurance | 707 | 642 |
| Total | 3,774 | 4,638 |
| 24 Earnings Per Share (EPS) | | |
| Profit for the year (in ₹ '000) | 727 | 317 |
| Weighted Average number of Equity shares (Nos.) | 110,000 | 110,000 |
| Basic and Diluted Earnings per share (in ₹) | 6.61 | 2.88 |
| Face value per Equity share (in ₹) | 10 | 10 |
| 25 Segment Reporting | | |
| The Company has only one operating segment , which is clearing and forwarding of time sensitive shipments. All assets of the Company are domiciled in India and the Company earns entire revenue from its operation in India. | | |
| 26 Related Party Disclosures | | |
| a) Enterprises where control exists | | |
| i) Blue Dart Express Limited - Holding Company | | |
| ii) Deutsche Post AG, Germany - Ultimate Holding Company | | |
| b) Related party relationships where transactions have taken place during the year | | |
| i) Blue Dart Express Limited - Holding Company | | |
| ii) Blue Dart Aviation Limited - Fellow Subsidiary | | |
| c) Transactions with related parties during the year : | | |
| (i) With Holding Company | | |
| Blue Dart Express Limited | | |
| Recoveries towards air freight,etc. | (1,018,812) | (1,031,936) |

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

| | Year ended March 31, 2021 in ₹ ('000) | Year ended March 31, 2020 in ₹ ('000) |
|-----------------------------------|---|---|
| (ii) With Fellow Subsidiary | | |
| Blue Dart Aviation Limited | | |
| Reimbursement of expenses | (13,946) | (8,328) |
| Service Charges | (1,116) | (1,295) |

d) Related party balances as at the year end :

| | As at March 31, 2021 in ₹ ('000) | As at March 31, 2020 in ₹ ('000) |
|---|--|--|
| Receivable /(Payable) from Holding Company | | |
| Blue Dart Express Limited | 98,058 | 33,446 |
| Blue Dart Aviation Limited | 7,046 | 65 |

27 Lease Disclosure

The Company has entered into various cancellable leasing arrangements for motor cars and official/residential premises. The lease rentals for motor cars of ₹ 1,391 ('000) [Previous year ₹ 1,381 ('000)] and the lease rentals for residential premises ₹ 693 ('000) [Previous year ₹ 645 ('000)] has been included under the head "Employee Benefits Expense - Salaries, Bonus and Leave Encashment" under Note 20 forming part of the Statement of Profit and Loss.

28 Dues to Micro and Small Enterprises

Based on the information available with the Company, the Company does not have suppliers who are registered as micro or small enterprise under the Micro, Small and Medium Enterprises Development Act, 2006 as at March 31, 2021 and March 31, 2020. The information regarding micro or small enterprises has been determined on the basis of information available with the management.

29 Financial instruments – Fair Values and Risk Management

A Accounting classification and fair values

The carrying value and fair values of financial instruments by categories are as follows. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of its fair value.

| | March 31, 2021 | Note No. | Carrying amount | | | |
|----------------------------------|----------------|----------|-----------------|--------|----------------|---------|
| | | | FVTPL | FVTOCI | Amortised Cost | Total |
| Financial assets | | | | | | |
| (i) Trade Receivables | 8 | | - | - | 104,993 | 104,993 |
| (ii) Cash and cash equivalents | 9 | | - | - | 17,669 | 17,669 |
| (iii) Deposits | 5 | | - | - | 25 | 25 |
| (iv) Other financial assets | 5 & 10 | | - | - | 460 | 460 |
| | | | - | - | 123,147 | 123,147 |
| Financial liabilities | | | | | | |
| (i) Trade payables | 15 | | - | - | 117,295 | 117,295 |
| (ii) Other financial liabilities | | | - | - | - | - |
| | | | - | - | 117,295 | 117,295 |

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

in ₹ ('000)

| March 31, 2020 | Note No. | Carrying amount | | | Total |
|----------------------------------|----------|-----------------|--------|----------------|--------|
| | | FVTPL | FVTOCI | Amortised Cost | |
| Financial assets | | | | | |
| (i) Trade Receivables | 8 | - | - | 33,523 | 33,523 |
| (ii) Cash and cash equivalents | 9 | - | - | 3,827 | 3,827 |
| (iii) Deposits | 5 | - | - | 225 | 225 |
| (iv) Other financial assets | 5 & 10 | - | - | 456 | 456 |
| | | - | - | 38,031 | 38,031 |
| Financial liabilities | | | | | |
| (i) Trade payables | 15 | - | - | 83,856 | 83,856 |
| (ii) Other financial liabilities | | | | - | - |
| | | - | - | 83,856 | 83,856 |

Note 1: The carrying value of Trade receivables, cash and cash equivalents, other financial assets, trade payables, other financial liability are considered to be the same as their fair values due to their short term nature.

Note 2: Difference between carrying amounts and fair values of deposits, other non-current financial assets measured at amortised cost is not significantly different in each of the year presented.

B Financial Risk management

i) Risk management framework

The Company's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Company's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Company's risk management assessment and policies and processes are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities. The Board of Directors and the management is responsible for overseeing the Company's risk assessment and management policies and processes.

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. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables.

Trade and other receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment.

Concentration of credit risk with respect to trade receivables is limited, due to the Company's customer base being small and consisting of mainly related parties and also on account of realisation of receivables within six months. All trade receivables are reviewed and assessed for default on a regular basis.

Past due more than 180 days

Cash and Cash Equivalents

The Company held Cash and Cash Equivalents with credit worthy banks and financial institutions of ₹ 17,614 ('000), ₹ 3,773 ('000) as at March 31, 2021, March 31, 2020 respectively. The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

iii) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The net-worth of the Company as on March 31, 2021, March 31, 2020 is ₹ 50,671 ('000), ₹ 49,948 ('000) respectively. Further, there is continued support from Blue Dart Express Limited, the Holding Company, to provide financial support to the Company to meet its financial obligations, as and when they fall due for a period not less than twelve months from the date of signing the Financial Statements.

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

| in ₹ ('000) | | | | | | |
|---|------------------------|----------------|----------------|-----------|-----------|-------------------|
| March 31, 2021 | Contractual cash flows | | | | | |
| | Carrying amount | Total | 0-1 year | 1-2 years | 2-5 years | More than 5 years |
| Non-derivative financial liabilities | | | | | | |
| Trade and other payables | 117,295 | 117,295 | 117,295 | - | - | - |
| Total | 117,295 | 117,295 | 117,295 | - | - | - |

| in ₹ ('000) | | | | | | |
|---|------------------------|---------------|---------------|-----------|-----------|-------------------|
| March 31, 2020 | Contractual cash flows | | | | | |
| | Carrying amount | Total | 0-1 year | 1-2 years | 2-5 years | More than 5 years |
| Non-derivative financial liabilities | | | | | | |
| Trade and other payables | 83,856 | 83,856 | 83,856 | - | - | - |
| Total | 83,856 | 83,856 | 83,856 | - | - | - |

iv) Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates and foreign currency exchange rates) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables and all short term and long-term debts. The Company is exposed to market risk primarily related to foreign exchange rate risk and interest rate risk. Thus, the Company's exposure to market risk is a function of investing activities.

(a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

30 Tax expense

A. Amounts recognised in Statement of Profit and Loss

| | For the Year ended March 31, 2021 in ₹ ('000) | For the Year ended March 31, 2020 in ₹ ('000) |
|---|---|---|
| (a) Income tax expense | | |
| Current income tax | | |
| Current tax expense of profits for the year | 289 | 507 |
| Adjustment of tax relating to earlier year | (203) | (273) |
| Tax current tax expense | 86 | 234 |

SCHEDULES

Notes Forming Part of the Financial Statements as at and for the year ended March 31, 2021

The Company 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.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

31 Going Concern

The Net worth of the Company as at March 31, 2020 is ₹ 50,671 (000) [as at March 31, 2020: ₹ 49,948 (000)]. The Company has positive working capital as at March 31, 2021 of ₹ 6,480 (000) [as at March 31, 2020: ₹ -45,028 (000)]. The holding Company, Blue Dart Express Limited, is committed to provide operational and financial support to the Company, to meet its financial obligations as and when they fall due, in the foreseeable future. Accordingly, these financial statements have been prepared on the going concern basis.

32 Note on COVID-19

World Health Organisation (WHO) declared outbreak of Coronavirus Disease (COVID-19) a global pandemic on March 11, 2020. Consequent to this, The Ministry of Home Affairs vide order No.40-3/2020 dated March 24, 2020 notified first ever nationwide lockdown in India to contain the outbreak of COVID-19 which impacted the overall economy and business activities of the Company. It has been over a year but still the pandemic continues to impact across the world.

The operations of the Company were also impacted in the period of lockdown. The Company operated truncated services all through the lockdown period to support movement of essential goods, international charters for movement of medical equipment and medicines for various customers including Central, State Governments and Ministry of Finance and gradually scaling up its operations in compliance with the guidelines issued by Central / State authorities from time to time.

Post the lockdown the volumes started picking up and the Company has continued playing its role in the distribution of critical items supporting business and trade.

The impact on our business will depend on future developments that cannot be reliably predicted. The impact of global health pandemic might be different from that estimated as at the date of approval of these financial statements and the Company will closely monitor any material changes to future economic conditions.

33 Capital Management

The Company's objective for Capital Management is to maximise shareholder's value, support the strategic objectives of the Company. The Company determines the capital requirements based on its financial performance, operating and long term investment plans. The funding requirements are met through operating cash flows generated.

As per our report of even date

For S.R. BATLIBOI & ASSOCIATES LLP
Firm Registration Number: 101049W/E300004
Chartered Accountants

per Sunil Gaggar
Partner
Membership Number 104315

Place : Bengaluru
Date: May 04, 2021

For and on behalf of the Board of Directors

| | |
|----------------|-----------------|
| V. N. Iyer | Tushar Gunderia |
| Director | Director |
| DIN : 00090717 | DIN : 00090321 |

Aneel Gambhir
Director
DIN : 07321422

Place : Mumbai
Date: May 04, 2021

CONSOLIDATED FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BLUE DART EXPRESS LIMITED

Report on the Audit of the Consolidated Ind AS Financial Statements

Opinion

We have audited the accompanying consolidated Ind AS financial statements of Blue Dart Express Limited (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") comprising of the consolidated Balance Sheet as at March 31 2021, the consolidated Statement of Profit and Loss, including Other Comprehensive Income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended and notes to the consolidated Ind AS financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2021, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the audit of the consolidated Ind AS financial statements' section of our report. We are independent of the Group 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 financial statements under the provisions of the Act 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 audit opinion on the consolidated Ind AS financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated Ind AS financial statements for the financial year ended March 31, 2021. These matters were addressed in the context of our audit of the consolidated Ind AS financial statements as a whole and in forming our opinion thereon and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matter described below to be the key audit matter to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated Ind AS financial statements. The results of audit procedures performed by us, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated Ind AS financial statements.

| Key audit matter | How our audit addressed the key audit matter |
|--|---|
| <p>Revenue recognition</p> <p>The Group enters into contracts with customers for the provision of services. Revenue from these contracts is recognized in accordance with the requirements of Ind AS 115, Revenue from Contracts with Customers (as described in note 3(d) of the Consolidated Ind AS financial statements).</p> <p>As at the year end, for all incomplete contracts, revenue is recognized for the completed performance obligation which are part of incomplete contract based on the stage of completion and transaction price allocated to the specific completed performance obligation.</p> <p>The process of identifying the stage of completion and allocation of transaction price to the specific performance obligation as at the balance sheet date is complex and dependent on management estimates and relevant IT controls in certain operational systems.</p> | <p>Our audit procedures included assessing the Group's revenue recognition accounting policies in accordance with Ind AS 115, Revenue from Contracts with Customers.</p> <p>We understood management's internal controls over the revenue process and evaluated whether these were designed in line with the Group's accounting policies. We tested relevant internal controls, including IT controls over revenue process. We assessed the management's evaluation process to recognize revenue over a period of time, ascertain stage of completion and allocation of transaction price to the specific performance obligation.</p> <p>We performed test of details for the selected sample of revenue transactions during the year and traced these to underlying supporting documentation / evidence.</p> |

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BLUE DART EXPRESS LIMITED

| Key audit matters | How our audit addressed the key audit matter |
|--|---|
| Revenue recognition | |
| Considering complexity and volume, there is a risk that revenue recognized for completed performance obligations which are part of incomplete contracts as at the balance sheet date may not be appropriate. | We selected a sample of revenue transactions wherein revenue was recognized for the completed performance obligation which was a part of incomplete contracts as at the year end. For the transactions selected we compared the underlying documents including proof of service delivery for services completed subsequent to the year end and tested the working for allocation of transaction price to the specific completed performance obligation. |

Information Other than the Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report but does not include the consolidated Ind AS financial statements and our auditor's report thereon.

Our opinion on the consolidated Ind AS 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 Ind AS financial statements, our responsibility is to read the other information and in doing so, consider whether such 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, 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 for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated Ind AS financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated Ind AS 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 Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated Ind AS financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the audit of the Consolidated Ind AS financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated Ind AS 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 Ind AS financial statements.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BLUE DART EXPRESS LIMITED

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 Ind AS 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 Act, we are also responsible for expressing our opinion on whether the Holding Company and its subsidiary companies, which are companies incorporated in India, have adequate internal financial controls with reference to financial statements 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 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 Ind AS financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures and whether the consolidated Ind AS 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 of which we are the independent auditors, to express an opinion on the consolidated Ind AS 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.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated Ind AS financial statements 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 Ind AS financial statements for the financial year ended March 31, 2021 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

As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable, that:

- (a) We have 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 Ind AS financial statements;
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements;

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BLUE DART EXPRESS LIMITED

- (d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
- (e) On the basis of the written representations received from the directors and taken on record by the Board of Directors of the Holding Company and its subsidiaries incorporated in India as on March 31, 2021, none of the directors of the Group's companies incorporated in India are disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements of the Holding Company and its subsidiary companies incorporated in India, refer to our separate Report in "Annexure 1" to this report;
- (g) In our opinion, the managerial remuneration for the year ended March 31, 2021 has been paid / provided by the Holding Company and its subsidiaries incorporated in India to their directors in accordance with the provisions of Section 197 read with Schedule V to the Act;
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated Ind AS financial statements disclose the impact of pending litigations on its consolidated financial position of the Group in its consolidated Ind AS financial statements. Refer Note 41 to the consolidated Ind AS financial statements;
 - ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Holding Company. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the subsidiary companies incorporated in India.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Sunil Gaggar
Partner
Membership Number: 104315
UDIN: 21104315AAAAAZ1127

Place: Bengaluru
Date: May 05, 2021

ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED IND AS FINANCIAL STATEMENTS OF BLUE DART EXPRESS LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements of Blue Dart Express Limited (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") as of and for the year ended March 31, 2021, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the companies included in the Group, 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 Holding 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to these consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("Guidance Note") and the Standards on Auditing, both, issued by Institute of Chartered Accountants of India and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements 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 with reference to these consolidated financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to these consolidated financial statements.

Meaning of Internal Financial Controls with Reference to these Consolidated Ind AS Financial Statements

A Company's internal financial control with reference to these consolidated financial statements 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 with reference to these consolidated financial statements 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 with Reference to these Consolidated Ind AS Financial Statements

Because of the inherent limitations of internal financial controls with reference to these consolidated financial statements, 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 with reference to these consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to these consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF BLUE DART EXPRESS LIMITED

Opinion

In our opinion, the Holding Company and its subsidiary companies, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls with reference to these consolidated financial statements and such internal financial controls with reference to these consolidated financial statements were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the Institute of Chartered Accountants of India.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Sunil Gaggar
Partner
Membership Number: 104315
UDIN: 21104315AAAAAZ1127

Place: Bengaluru
Date: May 05, 2021

BLUE DART EXPRESS LIMITED

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2021

| | Note | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|--------|---------------------------------------|---------------------------------------|
| ASSETS | | | |
| NON-CURRENT ASSETS | | | |
| Property, plant and equipment | 4 | 64,438 | 66,169 |
| Capital Work-in-progress | 4 | 394 | 1,596 |
| Right of use assets | 4 | 86,284 | 90,640 |
| Other Intangible Assets | 4 (a) | 7,596 | 9,689 |
| Intangible Assets under development | 4 (a) | 274 | 207 |
| | | 158,986 | 168,301 |
| Financial Assets | | | |
| Other Financial Assets | 5 | 6,375 | 5,963 |
| Deferred Tax Assets (Net) | 6 | 8,078 | 6,451 |
| Non-Current Tax Assets (Net) | 7 | 7,501 | 10,623 |
| Other Non-Current Assets | 8 | 765 | 610 |
| | | 22,719 | 23,647 |
| CURRENT ASSETS | | | |
| Inventories | 9 | 3,178 | 2,699 |
| Financial Assets | | | |
| Investments | 9A | 15,007 | - |
| Trade Receivables | 10 | 51,792 | 52,823 |
| Cash and Cash Equivalents | 11 | 8,351 | 9,751 |
| Bank balances other than above | 12 | 22,701 | 249 |
| Loans | 13 | 3 | 79 |
| Other Financial Assets | 14 | 3,233 | 1,909 |
| Other Current Assets | 15 | 3,773 | 4,621 |
| | | 108,038 | 72,131 |
| | | 289,743 | 264,079 |
| TOTAL | | | |
| EQUITY AND LIABILITIES | | | |
| EQUITY | | | |
| Equity Share Capital | 16 | 2,376 | 2,376 |
| Other Equity | 17 | 56,820 | 46,707 |
| | | 59,196 | 49,083 |
| LIABILITIES | | | |
| NON-CURRENT LIABILITIES | | | |
| Financial Liabilities | | | |
| Borrowings | 18 | 24,500 | 41,000 |
| Lease Liability | 18 (a) | 74,848 | 76,856 |
| Other Financial Liabilities | 19 | 348 | 498 |
| Employee Benefit Obligations | 20 | 1,564 | 1,796 |
| Provisions | 21 | 230 | 495 |
| | | 101,490 | 120,645 |
| CURRENT LIABILITIES | | | |
| Financial Liabilities | | | |
| Lease Liability | 22 | 17,867 | 16,236 |
| Trade Payables | 23 | | |
| Total outstanding dues to micro and small enterprises | | 1,171 | 580 |
| Total outstanding dues to creditors other than micro and small enterprises | | 49,770 | 39,523 |
| Other Financial Liabilities | 24 | 43,191 | 21,673 |
| Other Current Liabilities | 25 | 3,608 | 3,478 |
| Employee Benefit Obligations | 26 | 13,450 | 12,861 |
| | | 129,057 | 94,351 |
| | | 289,743 | 264,079 |

The above Consolidated Balance Sheet should be read in conjunction with the accompanying notes.

As per our report of even date

For S.R. Battliboi & Associates LLP
ICAI Firm Registration No.101049W/E300004
Chartered Accountants

per Sunil Gaggar
Partner
Membership Number 104315

Place: Bengaluru
Date: May 05, 2021

For and on behalf of the Board of Directors

Sharad Upasani
Chairman
DIN:01739334

Balfour Manuel
Managing Director
DIN:08416666

Aneel Gambhir
Chief Financial Officer

Tushar Gunderia
Head (Legal & Compliance) &
Company Secretary

Place: Mumbai
Date: May 05, 2021

BLUE DART EXPRESS LIMITED
CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021

| | Note | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|---|--------|--|--|
| INCOME | | | |
| Revenue from Operations | 27 | 328,813 | 317,513 |
| Other Income | 28 | 2,030 | 1,552 |
| Total Income | | 330,843 | 319,065 |
| EXPENSES | | | |
| Freight, Handling and Servicing Costs | 29 | 157,766 | 165,605 |
| Employee Benefits Expenses | 30 | 72,903 | 73,353 |
| Finance Costs | 31 | 11,095 | 11,738 |
| Depreciation and Amortisation Expense | 32 | 43,000 | 34,733 |
| Other Expenses | 33 | 29,515 | 31,137 |
| Total Expenses | | 314,279 | 316,566 |
| PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX | | | |
| Exceptional Items | 33 (a) | 2,585 | 6,411 |
| PROFIT/(LOSS) BEFORE TAX | | | |
| Income Tax Expense | 37 | 13,979 | (3,912) |
| Current Tax | | 4,929 | 1,281 |
| Adjustment of tax relating to earlier years | | 473 | 2 |
| Deferred Tax (Credit) | | (1,604) | (1,009) |
| Total Tax Expense | | 3,798 | 274 |
| PROFIT/(LOSS) FOR THE YEAR | | 10,181 | (4,186) |
| OTHER COMPREHENSIVE INCOME | | | |
| Items that will not be reclassified to Statement of Profit and Loss in subsequent years | | | |
| Actuarial loss arising from remeasurements of post employment benefit obligation | | 91 | 1,237 |
| Income tax relating to this item | | (23) | (310) |
| TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE YEAR | | 10,113 | (5,113) |
| Earnings Per Equity Share [Nominal value of share ₹ 10 each] | | | |
| Basic and Diluted (in ₹) | 34 | 42.91 | (17.64) |

The above Consolidated Statement of Profit and Loss should be read in conjunction with the accompanying notes.

As per our report of even date

For S.R. Batliboi & Associates LLP
ICAI Firm Registration No.101049W/E300004
Chartered Accountants

per Sunil Gaggar
Partner
Membership Number 104315

Place: Bengaluru
Date: May 05, 2021

For and on behalf of the Board of Directors

Sharad Upasani
Chairman
DIN:01739334

Balfour Manuel
Managing Director
DIN:08416666

Aneel Gambhir
Chief Financial Officer

Tushar Gunderia
Head (Legal & Compliance) &
Company Secretary

Place: Mumbai
Date: May 05, 2021

BLUE DART EXPRESS LIMITED
CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2021

| | Note | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|--|----------|--|--|
| A. Cash flows from Operating activities: | | | |
| Profit / (Loss) before Tax | | 13,979 | (3,912) |
| Adjustments for: | | | |
| Depreciation and Amortisation Expense of Property, plant and equipment and right of use assets. | 32 | 43,000 | 36,232 |
| Finance Costs | 31 | 11,095 | 11,738 |
| Interest income | 28 | (291) | (146) |
| Gain on sale of Mutual Funds /Dividend on Mutual Funds | 28 | (410) | (305) |
| Rotables/Components & overhaul written off | 29 | 432 | 103 |
| Loss on sale/scraping of Property, Plant and Equipments (Net) | 33 | - | 43 |
| Provision for slow moving inventory | 29 | 102 | 107 |
| Unwinding interest on Lease Deposit | 28 | (466) | (543) |
| Unrealised loss on Foreign currency Transactions and Translation | 33 | 726 | 2,098 |
| Bad debts written off (Net) | 33 | 269 | (26) |
| Operating profit before changes in operating assets and liabilities | | 68,436 | 45,389 |
| Adjustments for changes in operating assets and liabilities: | | | |
| (Increase) in Inventories | | (581) | (205) |
| Decrease / (Increase) in Trade Receivables | | 761 | (3,695) |
| (Increase) in Other non-current Financial Assets | | (100) | (19) |
| (Increase) in Other non-current Assets | | (301) | (483) |
| (Increase) / Decrease in Other current Financial Assets | | (1,275) | 878 |
| Decrease / (Increase) in Other current Assets | | 848 | (537) |
| Decrease in current loans | | 76 | 14 |
| Increase / (Decrease) in Trade Payables | | 10,838 | (3,533) |
| (Decrease) / Increase in Other Current Financial Liabilities | | (1,384) | 1,037 |
| Increase in Other Current Liabilities | | 130 | 595 |
| (Decrease) in Other Non-Current Financial Liabilities | | (150) | (161) |
| Increase in Current Employee Benefits Obligations | | 497 | 2,448 |
| (Decrease) / Increase in Other Non current Provisions | | (265) | 133 |
| (Decrease) / Increase in Non-Current Employee benefits obligations | | (232) | 628 |
| Cash generated from Operations | | 77,298 | 42,489 |
| Taxes paid (net of refunds) | 7 | (2,280) | (6,078) |
| Net cash from Operating activities | | 75,018 | 36,411 |
| B. Cash flows from Investing activities: | | | |
| Payments for Property, Plant and Equipments and Other Intangible Assets (including movement in capital work-in-progress and Intangible assets under development) | | (16,060) | (19,895) |
| Proceeds from sale of Property, Plant and Equipments | | 17 | 147 |
| Interest received | | 242 | 150 |
| Sale of Mutual Funds /Dividend on Mutual Funds | 28 | 410 | 305 |
| Investments in mutual funds | | (205,607) | (287,353) |
| Redemptions of mutual funds | | 190,600 | 287,353 |
| Investment in Bank fixed deposits (net) | 5 and 12 | (22,500) | 35 |
| Net cash (used in) Investing activities | | (52,898) | (19,258) |

BLUE DART EXPRESS LIMITED
CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2021

| | | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|--|-----------|--|--|
| C. Cash flows used in Financing activities: | | | |
| Redemption of Debentures | | - | (7,118) |
| Proceeds from borrowings from Institutions | 18 and 24 | 30,000 | 30,500 |
| Repayment of Bank Loan | 18 and 24 | (23,500) | (27,500) |
| Payment of principal portion of Lease liabilities | 35 | (18,876) | (14,632) |
| Payment of interest on Lease liabilities | 31 | (7,450) | (7,175) |
| Interest paid | 31 | (3,694) | (4,508) |
| Dividend paid | 17 | - | (2,966) |
| Dividend distribution tax paid | 17 | - | (610) |
| Net cash (used in) Financing Activities | | (23,520) | (34,009) |
| Net (decrease) in Cash and Cash Equivalents | | (1,400) | (16,856) |
| Cash and cash equivalents at the beginning of the year | | 9,751 | 26,607 |
| Cash and cash equivalents at the end of the year | | 8,351 | 9,751 |
| Note : There are no changes in liabilities arising from financing activities, due to non-cash changes. | | | |
| Cash and Cash Equivalents: | | | |
| Cheques and Drafts on hand | 11 | 526 | 153 |
| Balances with banks: | | | |
| In current accounts* | 11 | 6,739 | 8,811 |
| Deposits with maturity period less than 3 months | 11 | 35 | 36 |
| Cash on hand* | 11 | 1,051 | 751 |
| | | 8,351 | 9,751 |
| | | 4,188 | 6,021 |

* Cash and Bank balances in current account include collections on "Cash on Delivery" shipments held on behalf of customers.

The above Consolidated Statement of Cash flows should be read in conjunction with the accompanying notes.

As per our report of even date

For S.R. Batliboi & Associates LLP
ICAI Firm Registration No.101049W/E300004
Chartered Accountants

per Sunil Gaggar
Partner
Membership Number 104315

Place: Bengaluru
Date: May 05, 2021

For and on behalf of the Board of Directors

Sharad Upasani
Chairman
DIN:01739334

Balfour Manuel
Managing Director
DIN:08416666

Aneel Gambhir
Chief Financial Officer

Tushar Gunderia
Head (Legal & Compliance) &
Company Secretary

Place: Mumbai
Date: May 05, 2021

BLUE DART EXPRESS LIMITED
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (SOCIE) FOR THE YEAR ENDED MARCH 31, 2021

A. Equity Share Capital in ₹ Lakhs

| | |
|-------------------------------------|-------|
| Balance as at March 31, 2019 | 2,376 |
| Changes in equity share capital | - |
| Balance as at March 31, 2020 | 2,376 |
| Changes in equity share capital | - |
| Balance as at March 31, 2021 | 2,376 |

B. Other Equity (Refer note 17) in ₹ Lakhs

| | Reserves and Surplus | | | | Total |
|---|----------------------|-----------------|------------------------------|-------------------|--------|
| | Securities Premium | General Reserve | Debenture Redemption Reserve | Retained Earnings | |
| Balance as at March 31, 2020 | 3,475 | 6,273 | - | 36,959 | 46,707 |
| Profit for the year | - | - | - | 10,181 | 10,181 |
| Other comprehensive income | - | - | - | (68) | (68) |
| Total comprehensive income for the year | - | - | - | 10,113 | 10,113 |
| Transfer (to)/from other reserves (Net) | - | - | - | - | - |
| Transactions with owners in their capacity as owners: | | | | | |
| Dividend paid during the year ended March 31, 2021 of ₹ 0 (March 31, 2020 - ₹ 12.50) per fully paid share | - | - | - | - | - |
| Dividend Distribution tax (DDT) | - | - | - | - | - |
| Balance as at March 31, 2021 | 3,475 | 6,273 | - | 47,072 | 56,820 |

in ₹ Lakhs

| | Reserves and Surplus | | | | Total |
|---|----------------------|-----------------|------------------------------|-------------------|---------|
| | Securities Premium | General Reserve | Debenture Redemption Reserve | Retained Earnings | |
| Balance as at March 31, 2019 | 3,475 | 6,273 | 1,572 | 44,076 | 55,396 |
| Loss for the year | - | - | - | (4,186) | (4,186) |
| Other comprehensive income | - | - | - | (927) | (927) |
| Total comprehensive loss for the year | - | - | - | (5,113) | (5,113) |
| Transfer to/from other reserves (Net) | - | - | (1,572) | 1,572 | - |
| Transition impact (Ind AS 115) | - | - | - | - | - |
| Transactions with owners in their capacity as owners: | | | | | |
| Dividend paid during the year ended March 31, 2020 of ₹12.50 (March 31, 2019 - ₹12.50) per fully paid share | - | - | - | (2,966) | (2,966) |
| Dividend Distribution tax (DDT) | - | - | - | (610) | (610) |
| Balance as at March 31, 2020 | 3,475 | 6,273 | - | 36,959 | 46,707 |

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

As per our report of even date

For S.R. Batliboi & Associates LLP
 ICAI Firm Registration No.101049W/E300004
 Chartered Accountants

per Sunil Gaggar
 Partner
 Membership Number 104315

Place: Bengaluru
 Date: May 05, 2021

For and on behalf of the Board of Directors

Sharad Upasani
 Chairman
 DIN:01739334

Balfour Manuel
 Managing Director
 DIN:08416666

Aneel Gambhir
 Chief Financial Officer

Tushar Gunderia
 Head (Legal & Compliance) &
 Company Secretary

Place: Mumbai
 Date: May 05, 2021

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

1. General Information

Blue Dart Express Limited ('the Company') is engaged in the business of integrated air and ground transportation and distribution of time sensitive packages to various destinations, primarily within India. The Company is a public limited company incorporated in India having its registered office situated at Blue Dart Centre, Sahar Airport Road, Andheri (East), Mumbai, Maharashtra. The Company has its equity shares listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE). These consolidated financial statements comprise the financial statement of Company and its subsidiaries (referred collectively as 'the Group').

The Company has following subsidiaries:

| Name of the Subsidiary | Ownership Interest |
|--------------------------------|--------------------|
| Blue Dart Aviation Limited | 100% |
| Concorde Air Logistics Limited | 100% |

Blue Dart Aviation Limited (BDAL) was incorporated on May 31, 1994. BDAL is authorised by the Director General of Civil Aviation to commercially operate aircrafts for transporting cargo and to provide aircraft maintenance services. "Express Air Charter Services" income is generated from the charter flight services rendered exclusively to the Company.

Concorde Air Logistics Limited is an International Air Cargo Agent with International Air Transport Association ('IATA') and engaged inter alia in the business of clearing and forwarding of time sensitive air cargo packages.

The Consolidated financial statements were authorised for issue in accordance with a resolution of the directors on May 05, 2021.

2. Basis of preparation of financial statements

These consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (amended) under the provisions of the Companies Act, 2013 (the 'Act'). The financial statements have been prepared under the historical cost basis except for certain financial assets and liabilities measured at fair value and Defined benefit plans - plan assets measured at fair value (Refer note 30).

The financial statements are presented in Indian Rupees ('INR') in lakhs, which is also the Group's functional currency. The financial statements are prepared on a going concern basis.

Current versus non-current classification

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

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading

- Expected to be realised within twelve months after the reporting period, or
- 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:

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

The Group classifies all other liabilities as non-current.

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

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

Use of estimates and judgements

The preparation of the consolidated financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The areas involving critical estimates and judgements are:

- Estimation of useful life of property, plant and equipment and intangibles (Refer note 3(a))
- Estimation of defined benefit obligation (Refer note 30)
- Estimation of current tax expense and payable (Refer note 7 and 37)
- Estimation of contingent liabilities (Refer note 41)
- Estimation of deferred costs (Refer note 15)
- Estimation of revenue recognised (Refer note 27)
- Estimation of lease term of contracts (Refer note 35)

Principles of consolidation

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable return from its involvement with the entity and has the ability to affect those returns through its power to direct the

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group.

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

3. Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements.

a. Property, plant and equipment

Free hold land is carried at historical cost net of accumulated impairment losses, if any. All other items of Property, Plant and Equipment are at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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.

Capital work-in-progress represents fixed assets that are not yet ready for their intended use as at the balance sheet date.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Intangible Assets:

Intangible assets are stated at acquisition cost net of accumulated amortisation and accumulated impairment losses, if any. The Group capitalises identifiable costs relating to development of internally generated software and these are stated net off accumulated amortization.

Intangible assets under development comprise costs relating to development of software that are not yet ready for their intended use as at the balance sheet date.

Depreciation

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

| Asset | Useful Life |
|-------------------------------|----------------------------|
| Leasehold improvements | Over the period of lease |
| Office Equipments | 5 to 10 years |
| Electrical Equipment | 6 to 10 years |
| Computers | 3 to 6 years |
| Furniture Fixtures | 10 years |
| Vehicles | 8 years |
| Material Handling Equipment | 10 to 15 years |
| Machinery and equipment | 2 to 6 years |
| Buildings | 60 years |
| Aircraft Componets & Overhaul | Over the engine life cycle |
| Aircraft Rotable Parts | 10 years |

The Group, based on technical assessment made by technical expert and management estimate, depreciates computers over estimated useful lives of 3 to 6 years which are different from the useful life prescribed in Schedule II to the Act. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Depreciation for assets purchased/sold during a year is proportionately charged.

Aircraft components and overhaul includes the cost of engines overhaul, components and modifications of airframes owned and contractually liable to be incurred by the Group. Such costs are depreciated / amortised on the basis of hours flown or the life cycle of the overhaul programme, as applicable.

Amortisation

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses, if any. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognised in the profit and loss unless such expenditure forms part of carrying value of another asset.

Computer softwares, are amortised under straight line method over the estimated useful life of 6 to 10 years. Internally generated software is amortised using the straight-line method over a period of 10 years, based upon its estimated useful economic life. Type Certification are amortised under straight line method over the estimated useful life 3 to 5 years.

b. Impairment of Non-Financial Assets

The Group assesses at each reporting date whether there is

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

any indication that an asset (tangible or intangible) may be impaired. If any indication exists, 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) net selling price and its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered to be impaired and is written down to its recoverable amount. Impairment losses are recognised in the Statement of Profit and Loss. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased then such reversal is recorded in the Statement of Profit and Loss.

c. Inventories

Inventories are stated at lower of cost and net realisable value.

Inventories of packing and stationery consumables are valued at cost (arrived at using First-in First-out basis).

Inventory of consumables and loose tools are valued at lower of cost and net realisable value. The cost is calculated at purchase price and expenditure directly attributable to the acquisition of such inventories for bringing them to their present location using the specific identification method.

d. Revenue Recognition

Service Charges:

Group's normal business operations consist of the business of integrated air and ground transportation and distribution of time sensitive packages to various destinations, primarily in India. All income relating to normal business operations is recognised as revenue in the Statement of profit and loss. All other income is reported as other operating income.

Revenue has been recognised when control over the services transfers to the customer i.e., when the customer has the ability to control the use of the transferred services provided and generally derive their remaining benefits. The requirement is that a contract with enforceable rights and obligations exists and, amongst other things, the receipt of consideration is likely, taking into account the customer's credit quality. The revenue corresponds to the transaction price to which the Group is expected to be entitled. Variable consideration is included in the transaction price when it is highly probable that a significant reversal in the amount of revenue recognised will not occur and as soon as the uncertainty associated with the variable consideration no longer exists. The Group does not expect to have contracts where the period between the transfer of the promised services to the customer and payment by the customer exceeds one year. Accordingly, the promised consideration is not adjusted for the time value of money. For each performance obligation under contracts entered for logistic services, revenue is recognised over a certain period of time as determined by the Group.

Business Support Service Income (net of goods and services tax):

Income from Infrastructure sharing services is recognised, as and when such services are rendered, on the basis of an agreed mark-up on costs incurred, in accordance with the arrangements entered into or at the contracted rates.

Other Income:

Interest Income (including Unwinding interest on Lease Deposit):

Interest income is recognised using the effective interest rate method. EIR 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. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

Dividend Income:

Dividend income is recognised when the right to receive the dividend is established.

e. Foreign Currency Transactions

i. Functional and Presentation currency

Items included in the financial statements of the Group 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 the Group's functional and presentation currency.

ii. Transactions and balances

Foreign currency transactions are translated into functional currency using the exchange rates at the date of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in the Statement of Profit or Loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, within finance cost. All other foreign exchange gains and losses are presented in the statement of Profit and Loss on a net basis within other gains/(losses).

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

f. Employee Benefits

i. Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Compensated absences:

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the Balance Sheet date are treated as short term employee benefits. The liability in respect of compensated absences of short term nature is determined based on actuarial valuation and is provided on an estimated basis.

ii. Other long-term employee benefit obligations

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in Statement of Profit and Loss.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of Balance Sheet date are treated as other long term employee benefits for measurement purposes. The Group's liability is actuarially determined (using the Projected Unit Credit Method) at the end of each year. Actuarial losses/ gains are recognised in the Statement of Profit and Loss in the year in which they arise.

The Group presents the leave as a short term employee benefit obligation in the balance sheet to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

iii. Post-employment obligations

The Group operates the following post-employment schemes:

- (a) Defined benefit plans such as gratuity
- (b) Defined contribution plans such as provident fund, super annuation fund, employee's state insurance funds and employee's pension scheme.

Defined Benefit Plans:

Gratuity:

The Group provides for gratuity, a defined benefit plan (the 'Gratuity Plan') covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Group's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Re-measurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in other comprehensive income (OCI).

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

Defined Contribution Plans:

Contribution towards Provident Fund for all employees are made to the regulatory authorities, where the Group has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Group does not carry any further obligations, apart from the contributions made on a monthly basis.

Superannuation is classified as a defined contribution scheme of the Group. Contribution due towards Superannuation Fund for eligible employees is made to an insurance company, and the Group has no further obligation beyond making this payment.

The Group also contributes to State plans, namely Employee's State Insurance Fund and Employee's Pension Scheme 1995, and has no further obligation beyond making its contribution.

Group's contributions to the above funds are charged to the Statement of Profit and Loss for the year for which the contributions are due for payment.

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

iv. Bonus plans

The Group recognises a liability and an expense for bonuses. The Group recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

g. Leases

The Group assesses at contract inception whether a contract is or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any initial lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

- Building: 1 to 10 years
- Motor Vehicles and other equipments: 1 to 5 years

The right-of-use assets are also subject to impairment assessment. Refer to the accounting policies in section 3(b) Impairment of non-financial assets.

Lease Liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable.

In calculating the present value of lease payments, the Group calculates its incremental borrowing rate by using the Government's Zero coupon yield rates adjusted for the financial spreads for AA rated bonds at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term.

Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of buildings, equipments (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of equipments that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a systematic basis, which reflects the pattern of lessee's benefit, i.e., on an as and when basis.

h. Income Taxes

Income tax expense comprises current and deferred tax. It is recognised in Statement of Profit and Loss except to the extent that it relates to items recognised directly in equity or in other comprehensive income(OCI).

Current tax

Tax expense for the year, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the year. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the provision of The Income Tax Act, 1961.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts and it is intended to realise the asset and set off the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets or liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are subsequently reversed when it becomes probable that such assets will be realised.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

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.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax assets and liabilities are offset only if:

- a) the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
- b) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

i. Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid as per contractual terms. Trade and other payables are presented as current financial liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

j. Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of a past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated.

Provisions are measured at present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value pre-tax rate that reflect current market assessment of the time value of money and the risk specific to the liability.

k. Contingent Liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

l. Cash and Cash Equivalents

In the cash flow statement, cash and cash equivalents include cash in hand, cheques in hand, demand deposits with banks and other short-term highly liquid investments with original maturities upto three months adjusted for bank overdrafts, if any. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

m. Trade receivables

Trade receivables are recognised initially at fair value, less provision for impairment.

n. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

A. Financial assets

i. Classification

The Group classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

ii. Initial recognition and Measurement

All financial assets are recognised initially at fair value including, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

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 to cash flows on specified dates 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

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss.

Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

iv. Derecognition

A financial asset is derecognised only when:

- (i) The Group has transferred the rights to receive cash flows from the financial asset or
- (ii) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Group has not retained control of the financial asset. Where the Group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

v. Impairment of financial assets

In accordance with Ind-AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets that are debt instruments and are measured at amortised cost e.g., loans, debt securities, deposits and bank balance
- b) Trade receivables

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

- i) Trade receivables which do not contain a significant financing component
- ii) All lease receivables resulting from transactions

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises

impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

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.

B. Financial liabilities

i. Classification

The Group classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through Statement of Profit and Loss. Such liabilities, including derivatives that are liabilities, are subsequently measured at fair value.

ii. Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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.

iii. Financial liabilities at fair value through Statement of Profit and 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. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind-

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

AS 109 are satisfied. For liabilities designated as fair value through Statement of Profit and Loss (FVTPL), fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/losses are not subsequently transferred to Statement of Profit and Loss. 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 fair value through Statement of 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 Statement of Profit and Loss when the liabilities are derecognized.

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. 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.

vi. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the 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 realise the assets and settle the liabilities simultaneously.

o. Fair value measurement

'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 in the principal or, in its absence, the most advantageous market to which the Group has access at that date. The fair value of a liability reflects its non-performance risk.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised 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:

▶ Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities

▶ Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

▶ 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 categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

p. Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the net profit attributable to owners of the Group
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year, if any and excluding treasury shares (Refer note 34).

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares. (Refer note 34).

q. Segment Information

The Group has only one operating segment, which is integrated air and ground transportation and distribution. All assets of the Group are domiciled in India and the Group earns its entire revenue from its operations in India. There is no single customer which contributes more than 10% of the Group's total revenues. (Refer note 46).

r. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest Lakhs as per the requirement of Schedule III of the Act.

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

4. PROPERTY, PLANT AND EQUIPMENT

in ₹ Lakhs

| Description of Assets | GROSS BLOCK (At Cost) | | | | DEPRECIATION | | | | NET BLOCK |
|------------------------------------|-------------------------------------|---------------|-------------------------|--------------------------------------|--------------------|---------------|----------------------------|---------------------|--------------------------------------|
| | Opening Balance as at April 1, 2020 | Additions | Deductions/ Adjustments | Closing Balance as at March 31, 2021 | Upto April 1, 2020 | For the Year | On Deductions/ Adjustments | Upto March 31, 2021 | Closing Balance as at March 31, 2021 |
| Tangible Assets: | | | | | | | | | |
| Land - Freehold | 3,963 | - | - | 3,963 | - | - | - | - | 3,963 |
| Leasehold Improvements | 2,755 | - | - | 2,755 | 749 | 243 | - | 992 | 1,763 |
| Buildings | 1,208 | 1 | - | 1,209 | 239 | 41 | - | 280 | 929 |
| Office Equipment | 4,458 | 386 | 19 | 4,825 | 2,370 | 625 | 13 | 2,982 | 1,843 |
| Electrical Equipment | 6,230 | 389 | 11 | 6,608 | 3,080 | 653 | 7 | 3,726 | 2,882 |
| Computers | 13,263 | 1,384 | 43 | 14,604 | 6,364 | 4,336 | 40 | 10,660 | 3,944 |
| Furniture and Fixtures | 9,098 | 548 | 3 | 9,643 | 4,851 | 974 | - | 5,825 | 3,818 |
| Vehicles | 473 | 422 | - | 895 | 272 | 55 | - | 327 | 568 |
| Aircraft Rotable Parts | 7,254 | 825 | 274 | 7,805 | 2,717 | 768 | 185 | 3,300 | 4,505 |
| Aircraft | - | 4,419 | - | 4,419 | - | 152 | - | 152 | 4,267 |
| Aircraft Components and Overhaul | 48,735 | 8,030 | 5,234 | 51,531 | 18,074 | 9,356 | 4,890 | 22,540 | 28,991 |
| Material Handling Equipment | 10,254 | 446 | 1 | 10,699 | 2,888 | 898 | 1 | 3,785 | 6,914 |
| Machinery and Equipment | 984 | 1 | - | 985 | 902 | 32 | - | 934 | 51 |
| Tangible Assets (A) | 108,675 | 16,851 | 5,585 | 119,941 | 42,506 | 18,133 | 5,136 | 55,503 | 64,438 |
| Buildings-ROU Assets | 75,471 | 14,591 | 6,764 | 83,298 | 14,057 | 16,450 | 4,723 | 25,784 | 57,514 |
| Aircraft -ROU Assets | 32,412 | 12,134 | 7,685 | 36,861 | 4,931 | 5,131 | 809 | 9,253 | 27,608 |
| Vehicles-ROU Assets | 2,375 | 119 | 263 | 2,231 | 701 | 652 | 263 | 1,090 | 1,141 |
| Office Equipment-ROU Assets | 137 | - | 51 | 86 | 66 | 50 | 51 | 65 | 21 |
| ROU Assets (B) | 110,395 | 26,844 | 14,763 | 122,476 | 19,755 | 22,283 | 5,846 | 36,192 | 86,284 |
| Total Tangible Assets (A+B) | 219,070 | 43,695 | 20,348 | 242,417 | 62,261 | 40,416 | 10,982 | 91,695 | 150,722 |
| Capital work-in-progress | 1,596 | - | - | - | - | - | - | - | 394 |

4 (a). OTHER INTANGIBLE ASSETS

in ₹ Lakhs

| Description of Assets | GROSS BLOCK (At Cost) | | | | AMORTISATION | | | | NET BLOCK |
|--|-------------------------------------|------------|-------------------------|--------------------------------------|--------------------|--------------|----------------------------|---------------------|--------------------------------------|
| | Opening Balance as at April 1, 2020 | Additions | Deductions/ Adjustments | Closing Balance as at March 31, 2021 | Upto April 1, 2020 | For the Year | On Deductions/ Adjustments | Upto March 31, 2021 | Closing Balance as at March 31, 2021 |
| Intangible Assets: | | | | | | | | | |
| Internally Generated Softwares | 1,703 | - | - | 1,703 | 960 | 240 | - | 1,200 | 503 |
| Computer Software | 14,680 | 304 | 978 | 14,006 | 6,332 | 2,066 | 978 | 7,420 | 6,586 |
| Type Certification Course | 1,691 | 187 | 162 | 1,716 | 1,093 | 278 | 162 | 1,209 | 507 |
| Total Intangible Assets | 18,074 | 491 | 1,140 | 17,425 | 8,385 | 2,584 | 1,140 | 9,829 | 7,596 |
| Intangible Assets under development | 207 | - | - | - | - | - | - | - | 274 |
| Expenses capitalised in respect of above Intangible Assets under development | | | | | | | | | |
| Employee benefit expenses | - | - | - | - | - | - | - | - | - |
| Other Expenses | - | - | - | - | - | - | - | - | - |
| Total | - | - | - | - | - | - | - | - | - |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

4. PROPERTY, PLANT AND EQUIPMENT

in ₹ Lakhs

| Description of Assets | GROSS BLOCK (At Cost) | | | | DEPRECIATION | | | | NET BLOCK |
|------------------------------------|-------------------------------------|----------------|-------------------------|--------------------------------------|--------------------|---------------|----------------------------|---------------------|--------------------------------------|
| | Opening Balance as at April 1, 2019 | Additions | Deductions/ Adjustments | Closing Balance as at March 31, 2020 | Upto April 1, 2019 | For the Year | On Deductions/ Adjustments | Upto March 31, 2020 | Closing Balance as at March 31, 2020 |
| Tangible Assets: | | | | | | | | | |
| Land - Freehold | 3,963 | - | - | 3,963 | - | - | - | - | 3,963 |
| Leasehold Improvements | 2,787 | 18 | 50 | 2,755 | 552 | 197 | - | 749 | 2,006 |
| Buildings | 1,206 | 2 | - | 1,208 | 187 | 52 | - | 239 | 969 |
| Office Equipment | 3,819 | 660 | 21 | 4,458 | 1,647 | 738 | 15 | 2,370 | 2,088 |
| Electrical Equipment | 5,462 | 817 | 49 | 6,230 | 2,306 | 789 | 15 | 3,080 | 3,150 |
| Computers | 10,141 | 3,145 | 23 | 13,263 | 4,469 | 1,905 | 10 | 6,364 | 6,899 |
| Furniture and Fixtures | 8,358 | 781 | 41 | 9,098 | 3,478 | 1,401 | 28 | 4,851 | 4,247 |
| Vehicles | 390 | 98 | 15 | 473 | 248 | 37 | 13 | 272 | 201 |
| Aircraft Rotable Parts | 5,995 | 1,389 | 130 | 7,254 | 2,112 | 655 | 50 | 2,717 | 4,537 |
| Aircraft Components and Overhaul | 36,781 | 13,644 | 1,690 | 48,735 | 12,577 | 7,107 | 1,610 | 18,074 | 30,661 |
| Material Handling Equipment | 9,484 | 816 | 46 | 10,254 | 2,020 | 891 | 23 | 2,888 | 7,366 |
| Machinery and Equipment | 924 | 51 | (9) | 984 | 860 | 41 | (1) | 902 | 82 |
| Tangible Assets (A) | 89,310 | 21,421 | 2,056 | 108,675 | 30,456 | 13,813 | 1,763 | 42,506 | 66,169 |
| Buildings-ROU Assets | - | 75,471 | - | 75,471 | - | 14,057 | - | 14,057 | 61,414 |
| Aircraft -ROU Assets | - | 32,412 | - | 32,412 | - | 4,931 | - | 4,931 | 27,481 |
| Vehicles-ROU Assets | - | 2,375 | - | 2,375 | - | 701 | - | 701 | 1,674 |
| Office Equipment-ROU Assets | - | 137 | - | 137 | - | 66 | - | 66 | 71 |
| ROU Assets (B) | - | 110,395 | - | 110,395 | - | 19,755 | - | 19,755 | 90,640 |
| Total Tangible Assets (A+B) | 89,310 | 131,816 | 2,056 | 219,070 | 30,456 | 33,568 | 1,763 | 62,261 | 156,809 |
| Capital work-in-progress | 5,262 | - | - | - | - | - | - | - | 1,596 |

4 (a). OTHER INTANGIBLE ASSETS

in ₹ Lakhs

| Description of Assets | GROSS BLOCK (At Cost) | | | | AMORTISATION | | | | NET BLOCK |
|--|-------------------------------------|--------------|-------------------------|--------------------------------------|--------------------|--------------|----------------------------|---------------------|--------------------------------------|
| | Opening Balance as at April 1, 2019 | Additions | Deductions/ Adjustments | Closing Balance as at March 31, 2020 | Upto April 1, 2019 | For the Year | On Deductions/ Adjustments | Upto March 31, 2020 | Closing Balance as at March 31, 2020 |
| Intangible Assets: | | | | | | | | | |
| Internally Generated Softwares | 1,703 | - | - | 1,703 | 720 | 240 | - | 960 | 743 |
| Computer Software | 9,316 | 5,364 | - | 14,680 | 4,184 | 2,148 | - | 6,332 | 8,348 |
| Type Certification Course | 1,509 | 407 | 225 | 1,691 | 1,042 | 276 | 225 | 1,093 | 598 |
| Total Intangible Assets | 12,528 | 5,771 | 225 | 18,074 | 5,946 | 2,664 | 225 | 8,385 | 9,689 |
| Intangible Assets under development | 3,804 | - | - | - | - | - | - | - | 207 |
| Expenses capitalised in respect of above Intangible Assets under development | | | | | | | | | |
| Employee benefit expenses | 1,698 | - | 1,698 | - | - | - | - | - | - |
| Other Expenses | 63 | - | 63 | - | - | - | - | - | - |
| Total | 1,761 | - | 1,761 | - | - | - | - | - | - |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| 5 OTHER NON-CURRENT FINANCIAL ASSETS | | |
| (Unsecured, Considered good, Unless otherwise stated) | | |
| Margin money deposit | 7 | 7 |
| Long term deposits with banks with maturity period more than 12 months* | 0 | 0 |
| Deposits (Refer note 36 B (ii)) | 6,368 | 5,956 |
| Total | 6,375 | 5,963 |
| * Amount is below the rounding off norm adopted by the Company | | |
| 6 DEFERRED TAX ASSETS/LIABILITIES (NET) | | |
| Deferred Tax Assets | | |
| Provision for Compensated Absences | 1,053 | 926 |
| Provision for Bonus | 137 | 124 |
| Provision for Gratuity | 344 | 529 |
| Depreciation | 2,574 | 2,090 |
| Others | 3,970 | 3,323 |
| Gross Deferred Tax Asset | 8,078 | 6,992 |
| Deferred Tax Liability | | |
| Depreciation | - | 541 |
| Gross Deferred Tax Liability | - | 541 |
| Total | 8,078 | 6,451 |
| 7 NON-CURRENT TAX ASSETS (NET) | | |
| Opening balance | 10,623 | 5,828 |
| Less: Current tax payable for the year | 4,929 | 1,281 |
| Less: Adjustment of tax relating to earlier years | (473) | (2) |
| Add: Taxes paid (net of refund received) | 2,280 | 6,078 |
| Closing balance | 7,501 | 10,623 |
| Advance income tax | 86,962 | 84,682 |
| Provision for tax | 79,461 | 74,059 |
| Advance income tax (Net of provision for tax) | 7,501 | 10,623 |
| 8 OTHER NON-CURRENT ASSETS | | |
| Capital advances | 162 | 308 |
| Other loans and advances: | | |
| Prepaid expenses | 603 | 302 |
| Total | 765 | 610 |
| 9 INVENTORIES | | |
| Packing and Stationery Consumables | 582 | 373 |
| Consumables (Refer note below) | 2,372 | 2,108 |
| Loose Tools | 224 | 218 |
| Total | 3,178 | 2,699 |
| Note: Net of provision for slow-moving items. | 911 | 809 |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| 9A CURRENT INVESTMENTS | | |
| Investment in mutual funds (Quoted) | | |
| Fund Details: | | |
| Aditya Birla Liquid Fund | 6,136 | - |
| HDFC Liquid Fund | 5,526 | - |
| ICICI Prudential Liquid Fund | 3,345 | - |
| Total | 15,007 | - |
| Aggregate amount of quoted investments | 15,007 | |
| 10 TRADE RECEIVABLES | | |
| (Unsecured, considered good) | | |
| Trade receivables | 47,523 | 48,240 |
| Receivables from related parties [Refer note 38(F)(i)] | 4,269 | 4,583 |
| Total | 51,792 | 52,823 |
| As at March 31, 2021 ₹413 lakhs (March 31, 2020: ₹407 lakhs) was recognised as provision for expected credit losses on trade receivables. | | |
| Break-up for security details: | | |
| Trade receivables | | |
| Secured, considered good | - | - |
| Unsecured, considered good | 51,792 | 52,823 |
| Trade Receivables which have significant increase in credit Risk | - | - |
| | 51,792 | 52,823 |
| Impairment Allowance (allowance for bad and doubtful debts) | | |
| Unsecured, considered good | - | - |
| Trade Receivables which have significant increase in credit Risk | - | - |
| | 51,792 | 52,823 |
| Note: No trade or other receivable are due from directors or other officers of the Group either severally or jointly with any other person. No trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member. | | |
| 11 CASH AND CASH EQUIVALENTS | | |
| Cash and Cash Equivalents | | |
| Cheques and Drafts on hand | 526 | 153 |
| Balances with banks: | | |
| In current accounts* | 6,739 | 8,811 |
| Deposits with original maturity period less than 3 months | 35 | 36 |
| Cash on hand* | 1,051 | 751 |
| Total | 8,351 | 9,751 |
| * Cash and Bank balances in current account include collections on "Cash on Delivery" shipments held on behalf of customers. | 4,188 | 6,021 |
| 12 BANK BALANCES OTHER THAN ABOVE | | |
| Unpaid dividend accounts | 55 | 103 |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| Unpaid interest accounts | - | - |
| Unpaid debenture accounts | 125 | 125 |
| Deposits with maturity period more than 3 months but less than 12 months | 22,521 | 21 |
| Total | 22,701 | 249 |
| 13 LOANS - CURRENT ASSETS | | |
| (Unsecured, considered good, unless otherwise stated) | | |
| Loans and advances to employees | 3 | 79 |
| Total | 3 | 79 |
| 14 OTHER CURRENT FINANCIAL ASSETS | | |
| (Unsecured, considered good) | | |
| Interest accrued on Deposits | 62 | 13 |
| Deposits | 492 | 370 |
| Others | 2,679 | 1,526 |
| Total | 3,233 | 1,909 |
| 15 OTHER CURRENT ASSETS | | |
| Deferred costs* | 238 | 14 |
| Prepaid expenses | 1,964 | 1,674 |
| Balances with Government Authorities | 1,571 | 2,933 |
| Total | 3,773 | 4,621 |
| *Deferred costs represent costs pertaining to undelivered shipments as at the reporting date. (Refer note 27) | | |
| 16 Share Capital | | |
| Authorised | | |
| 40,000,000 equity shares (March 31, 2020: 40,000,000) of ₹ 10 each | 4,000 | 4,000 |
| Issued, Subscribed and Paid up | | |
| 23,727,934 equity shares (March 31, 2020: 23,727,934) of ₹ 10 each fully paid-up | 2,373 | 2,373 |
| Add: Forfeited Shares | 3 | 3 |
| Total | 2,376 | 2,376 |

a. Reconciliation of the number of shares

| | As at March 31, 2021 | | As at March 31, 2020 | |
|--|----------------------|------------------------|----------------------|------------------------|
| | Number of shares | Amount (₹ In Lakhs) | Number of shares | Amount (₹ In Lakhs) |
| Outstanding as at the beginning of the year | 2,37,27,934 | 2,373 | 2,37,27,934 | 2,373 |
| Additions/Deletions during the year | - | - | - | - |
| Outstanding as at the end of the year | 2,37,27,934 | 2,373 | 2,37,27,934 | 2,373 |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

b. Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10 per share. Every share holder is entitled to participate in dividends. Each shareholder of equity shares is entitled to one vote per share.

The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend which is approved by the Board of Directors.

In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their share holding.

c. Shares held by Holding Company

Out of the above equity shares issued by the Company, shares held by the Holding Company:

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| DHL Express (Singapore) Pte. Limited, Singapore the Holding Company 17,795,950 (March 31, 2020: 17,795,950) equity shares of ₹ 10 each fully paid up | 1,780 | 1,780 |

d. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

| | As at March 31, 2021 | | As at March 31, 2020 | |
|--|----------------------|--------|----------------------|--------|
| | Number of shares | % | Number of shares | % |
| DHL Express (Singapore) Pte. Limited, Singapore | 17,795,950 | 75.00% | 17,795,950 | 75.00% |
| Derive Trading Private Limited (along with persons acting in concert) (Refer note below) | - | - | 1,268,696 | 5.35% |

Note: Shareholding of Derive trading was less than 5% of aggregate shares in the Company as at March 31, 2021. Therefore it is not disclosed in current year.

17 OTHER EQUITY

Reserves and Surplus

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| Securities Premium | 3,475 | 3,475 |
| General Reserve | 6,273 | 6,273 |
| Debenture Redemption Reserve | - | - |
| Retained earnings | 47,072 | 36,959 |
| Total | 56,820 | 46,707 |
| Securities Premium | | |
| Balance as at the beginning and end of the year | 3,475 | 3,475 |
| General Reserve | | |
| Balance as at the beginning and end of the year | 6,273 | 6,273 |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| Debenture Redemption Reserve | | |
| Balance as at the beginning of the year | - | 1,572 |
| Add: Transferred to Retained Earning during the year | - | (1,572) |
| | - | - |
| Retained Earnings | | |
| Balance as at the beginning of the year | 36,959 | 44,076 |
| Add: Profit / (Loss) for the year | 10,181 | (4,186) |
| Less: Appropriations | | |
| Dividend (including dividend distribution tax) | - | 3,576 |
| Transfer from Debenture Redemption Reserve | - | (1,572) |
| Items of other comprehensive income recognised directly in retained earnings: | | |
| Actuarial loss arising from remeasurements of post employment benefit obligation, net of tax | 68 | 927 |
| Balance as at the end of the year | 47,072 | 36,959 |
| Total | 56,820 | 46,707 |

Nature and purpose of reserve:

Securities Premium

Securities Premium is used to record the premium received on issue of shares. The reserve can be utilised only in accordance with the provisions of the Act.

Debenture Redemption Reserve

During the year ended March 31, 2015, the Group had issued and allotted 166,095,538 nos. of Series I, 94,911,736 nos. of Series II and 71,183,802 nos. of Series III, Unsecured Redeemable Non-convertible Fully Paid Debentures of ₹ 10 each by way of Bonus, aggregating to ₹ 33,219 Lakhs to its shareholders by appropriating the Surplus in the Statement of Profit and Loss (Retained earning as per Ind AS) through a Scheme of Arrangement (Scheme) approved by Hon'ble High Court of Mumbai and other relevant authorities.

During the year ended March 31, 2020, the Group redeemed the balance tranche of Non convertible debenture Series III on 20th November and transferred the accumulated balance of Debenture redemption reserve to retained earnings as per the requirements of the Act and in accordance with the clarifications given by the Ministry of Corporate Affairs.

General Reserve

Under the erstwhile Companies Act 1956, General Reserve was created through an annual transfer from net profit after tax at a specified percentage in accordance with applicable regulations. The purpose of these transfers was to ensure that in a year in which dividend distribution is more than 10% of the paid-up capital of the Company, then the total dividend distribution is lower than the total distributable profits for that year.

Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies the Act, 2013.

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 In ₹ Lakhs | As at March 31, 2020 In ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| 18 NON CURRENT FINANCIAL LIABILITIES- BORROWINGS | | |
| Unsecured Loan | | |
| Term Loan from Bank (Refer note below) | 4,500 | 30,500 |
| Term Loan from Financial Institutions (Refer note below) | - | 10,500 |
| Term Loan from DHL Logistics Private Limited (Refer note below) | 20,000 | - |
| Total | 24,500 | 41,000 |

Notes:

Blue Dart Express Limited:

In November 2018, Company availed an unsecured loan of ₹ 7,500 Lakhs (Noncurrent portion as on March 31, 2021 is ₹ 2,250 lakhs, March 31, 2020; ₹ 5,250 lakhs) from Axis Bank. The said loan is repayable in ten equal quarterly instalments of ₹ 750 lakhs commencing from August 14, 2020. The current rate of interest on the said loan is 4.8% p.a. (which was reset w.e.f. October 1, 2020, prior to that rate of interest was 7.4% p.a.) and subject to reset periodically.

During the year, Company further availed an unsecured loan of ₹ 10,000 Lakhs from Axis Bank in two tranches. First tranche of ₹ 5,000 lakhs was drawn on June 10, 2020 and second tranche of ₹ 5,000 lakhs was drawn on July 27, 2020. The said loan is repayable in five equal monthly instalments of ₹ 1,000 lakhs for each tranche commencing from March 10, 2021 and April 27, 2021 respectively. The current rate of interest on the said loan is 4.8% p.a. (which was reset w.e.f. October 1, 2020) and subject to reset periodically. Current portion of outstanding loan amount of ₹ 9,000 Lakhs is disclosed under other financial liability (Refer note 24).

During the year, the Company has repaid the term loan of ₹ 3,250 lakhs availed from Axis Bank as per repayment schedule.

Blue Dart Aviation Limited:

During the year, the BDAL has repaid in full the unsecured term loan of ₹ 18,000 lakhs borrowed from Citicorp Finance India Ltd ('Citicorp') ahead of the repayment schedule.

During the year, the BDAL has taken unsecured term loan from DHL Logistics Private Limited of ₹ 20,000 lakhs (two tranches of ₹ 12,500 lakhs & ₹ 7,500 Lakhs each) at interest rate of 4.741% p.a. and 4.313% each p.a., respectively, for the purposes of capital expenditure including reimbursements/ refinancing of loan taken earlier for capital expenditure. The loan is to be repaid on bullet payment basis falling due on 29th November 2022 and 14th October 2022 respectively.

The interest rate of unsecured term loan borrowed from Bank of America for ₹ 20,000 Lakhs (Two tranches of ₹ 10,000 Lakhs each) during previous year has been reset to 5.27% p.a. and 5.37% p.a. respectively for the two tranches from October, 2020 onwards. Similarly the interest rate for unsecured term loan borrowed from Axis Bank Limited for ₹ 7,500 Lakhs during previous year has been reset to 4.80% p.a. from October, 2020 onwards.

| | As at March 31, 2021 In ₹ Lakhs | As at March 31, 2020 In ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| 18 (a) NON-CURRENT FINANCIAL LIABILITIES-LEASES | | |
| Lease Liability | 74,848 | 76,856 |
| Total | 74,848 | 76,856 |
| 19 OTHER FINANCIAL LIABILITIES | | |
| Deposit received from DHL Express (India) Private Limited, India | 348 | 498 |
| Total | 348 | 498 |
| 20 NON-CURRENT EMPLOYEE BENEFIT OBLIGATIONS | | |
| Provision for Gratuity (Refer note 30) | 59 | 58 |
| Employee benefits payable | 1,505 | 1,738 |
| Total | 1,564 | 1,796 |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 In ₹ Lakhs | As at March 31, 2020 In ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| 21 PROVISION - LONG TERM | | |
| Provision for aircraft redelivery obligation | 230 | 495 |
| Total | 230 | 495 |
| 22 CURRENT FINANCIAL LIABILITIES-LEASES | | |
| Lease Liability | 17,867 | 16,236 |
| Total | 17,867 | 16,236 |
| 23 TRADE PAYABLES | | |
| Trade Payables | | |
| Total outstanding dues to micro and small enterprises (Refer note 39) | 1,171 | 580 |
| Total outstanding dues to creditors other than micro and small enterprises | | |
| Trade payables other than related parties | 37,758 | 29,306 |
| Trade payables to related parties [Refer note 38(F)(i)] | 12,012 | 10,217 |
| Total | 50,941 | 40,103 |
| 24 OTHER FINANCIALS LIABILITIES | | |
| Unpaid Dividend (Refer note below) | 55 | 103 |
| Unpaid Interest (Refer note below) | 4 | - |
| Unpaid Debenture (Refer note below) | 125 | 125 |
| Interest accrued and due | - | 53 |
| Payables towards 'Cash on Delivery' shipments | 7,020 | 8,554 |
| Current maturities of Unsecured term loan from bank and Financial Institutions (Refer note 18) | 35,000 | 12,000 |
| Trade Deposits | 837 | 688 |
| Deposit Received from DHL Express (India) Private Limited | 150 | 150 |
| Total | 43,191 | 21,673 |
| Note: There are no amounts due for transfer to the Investor Education and Protection Fund under Section 125 of the Act as at the respective year ends. | | |
| 25 OTHER CURRENT LIABILITIES | | |
| Statutory dues (including Provident Fund, GST, Employees State Insurance and Tax Deducted at Source) | 2,949 | 3,330 |
| Provision for aircraft redelivery obligation | 129 | 148 |
| Air charter service income received in advance | 530 | - |
| Total | 3,608 | 3,478 |
| 26 CURRENT EMPLOYEE BENEFIT OBLIGATIONS | | |
| Provision for Gratuity (Refer note 30) | 1,268 | 2,047 |
| Provision for Compensated Absences (Refer note 30) | 4,181 | 3,683 |
| Other Employee benefits payable | 8,001 | 7,131 |
| Total | 13,450 | 12,861 |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

| | Year ended March 31, 2021 In ₹ Lakhs | Year ended March 31, 2020 In ₹ Lakhs |
|---|--|--|
| 27 REVENUE FROM OPERATIONS | | |
| Service charges | 327,970 | 316,639 |
| Other Operating income: | | |
| Business support services | 843 | 874 |
| Total | 328,813 | 317,513 |
| a) Disaggregation of Revenue | | |
| Revenue from Operation | | |
| Service Charges | 327,970 | 316,639 |
| Business support services | 843 | 874 |
| b) Contract Balances | | |
| Contract assets | 238 | 14 |
| Contract liabilities | 2,045 | 507 |
| Contract assets include deferred cost with respect to shipments in transit as at year end. For Trade receivable Refer note 10. Contract liabilities include revenue related to undelivered shipments as at year end. Revenue is completely recognized in F.Y. 2020-21 against contract liabilities at the beginning of the year. | | |
| c) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price | | |
| Particulars | | |
| Revenue as per contracted price | 336,691 | 323,687 |
| Adjustments: | | |
| Credit notes | (8,702) | (6,971) |
| Discount | (19) | (77) |
| Revenue from contract with customers | 327,970 | 316,639 |
| d) Significant Judgement and Estimates | | |
| The allocation of the transaction price over timing of satisfaction of performance obligation: Under the revenue recognition standard Ind AS 115 revenue has been recognised when control over the services transfers to the customer i.e., when the customer has the ability to control the use of the transferred services provided and generally derive their remaining benefits. The revenue from logistics service is recognised over a period of time. The Group has recognized the revenue in respect of undelivered shipments to the extent of completed activities undertaken with respect to delivery. The Group has taken incurrence of cost incurred at stages of delivery (First mile, Network and Last mile) as base to identify the percentage of service completion in respect of undelivered shipments as at year end. At year end, the Group, based on its tracking systems classifies the ongoing deliveries into stages of delivery and applies estimated percentages as calculated above to recognise revenue. | | |
| 28 OTHER INCOME | | |
| Gain on sale of Mutual Funds | 410 | - |
| Dividend from Mutual Funds | - | 305 |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

| | Year ended March 31, 2021 In ₹ Lakhs | Year ended March 31, 2020 In ₹ Lakhs |
|--|--|--|
| Gain on sale/scraping of fixed assets (Net) | 4 | - |
| Interest on deposits with banks | 291 | 146 |
| Net Gain on Foreign Currency Transactions and Translation | - | 5 |
| Sale of Spares | 141 | 276 |
| Unwinding interest on Lease Deposit | 466 | 543 |
| Miscellaneous income | 718 | 277 |
| Total | 2,030 | 1,552 |
| 29 FREIGHT, HANDLING AND SERVICING COSTS | | |
| Domestic network operating costs | 90,325 | 95,177 |
| International servicing charges | 16,422 | 14,289 |
| Commercial airlift charges | 12,779 | 13,236 |
| Handling and clearing charges | 10,400 | 9,711 |
| Printing, stationery and consumables | 4,304 | 4,770 |
| Aircraft Fuel | 15,261 | 21,023 |
| Aircraft and Engine Lease Rentals | 87 | 680 |
| Navigation Charges | 4,350 | 3,445 |
| Engineering Maintenance Costs | 1,150 | 1,088 |
| Loss on sale/ scrapping of Rotables/Components & Overhaul written off | 432 | 103 |
| Consumption of Consumables and Tools | 1,433 | 1,279 |
| Provision for aircraft redelivery obligation | (284) | 63 |
| Provision for slow-moving inventory | 102 | 107 |
| Aircraft Insurance | 331 | 237 |
| Interline Expenses | 674 | 397 |
| Total | 157,766 | 165,605 |
| 30 EMPLOYEE BENEFITS EXPENSE | | |
| Salaries, Bonus and Compensated absences | 64,337 | 64,208 |
| Contribution to provident and other funds (including administration charges) | 3,538 | 3,785 |
| Gratuity | 1,066 | 912 |
| Staff welfare expenses | 3,962 | 4,448 |
| Total | 72,903 | 73,353 |

The Group has classified the various employee benefits provided to employees as under:

I Defined Contribution Plans

- a. Superannuation Fund
- b. State Defined Contribution Plans
 - i. Employers' Contribution to Employee's State Insurance Scheme
 - ii. Employers' Contribution to Employee's Pension Scheme 1995
 - iii. Employers' Contribution to Provident Fund

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

During the year, the Group has recognised the following amounts in the Statement of Profit and Loss under “Contribution to provident and other funds” -

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|--|--|--|
| - Employers' Contribution to Provident Fund | 1,180 | 1,278 |
| - Employers' Contribution to Superannuation Fund | 96 | 94 |
| - Employers' Contribution to Employee's State Insurance Scheme | 440 | 528 |
| - Employers' Contribution to Employee's Pension Scheme 1995 | 1,599 | 1,620 |

II Defined Benefit Plans

I. Gratuity:

A) The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

| | Present value of obligation | Fair value of plan assets | Net defined benefit (asset) /liability |
|--|--------------------------------|------------------------------|---|
| Balance as on April 1, 2020 | 10,630 | (8,525) | 2,105 |
| Interest Cost/(Income) | 729 | (585) | 144 |
| Current Service Cost | 925 | - | 925 |
| Expected Return on Plan Assets | - | (3) | (3) |
| Total amount recognised in Profit and Loss | 1,654 | (588) | 1,066 |
| Return on Plan Assets | - | 52 | 52 |
| Remeasurements | - | - | - |
| (Gain)/loss from change in financial assumptions | (111) | 10 | (101) |
| Experience (gain)/losses | 140 | - | 140 |
| Total amount recognised in other comprehensive income | 29 | 62 | 91 |
| Benefits Paid | (545) | 545 | - |
| Transferred In/Acquisitions | 11 | (11) | - |
| Contributions | - | (1,935) | (1,935) |
| Balance as on March 31, 2021 | 11,779 | (10,452) | 1,327 |
| Balance as on April 1, 2019 | 9,627 | (8,204) | 1,423 |
| Interest Cost/(Income) | 748 | (638) | 110 |
| Current Service Cost | 802 | - | 802 |
| Total amount recognised in Profit and Loss | 1,550 | (638) | 912 |
| Return on Plan Assets | - | (37) | (37) |
| Remeasurements | (1) | 1 | - |
| (Gain)/loss from change in financial assumptions | 1,213 | 11 | 1,224 |
| Experience (gain)/losses | 50 | - | 50 |
| Total amount recognised in other comprehensive income | 1,262 | (25) | 1,237 |
| Benefits Paid | (1,813) | 1,813 | - |
| Transferred In/Acquisitions | 4 | (4) | - |
| Contributions | - | (1,467) | (1,467) |
| Balance as on March 31, 2020 | 10,630 | (8,525) | 2,105 |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| B) Reconciliation of Present Value of Defined Benefit Obligation and the Fair value of Assets | | |
| Present Value of funded obligation as at the year end | 11,779 | 10,630 |
| Fair Value of Plan Assets as at the end of the year | 10,452 | 8,525 |
| Funded Status (Deficit) | (1,327) | (2,105) |
| C) Amount recognised in the Balance Sheet | | |
| Present Value of Obligation at the end of the year | (11,779) | (10,630) |
| Fair value of plan assets at the end of the year | 10,452 | 8,525 |
| Liability recognised in the Balance Sheet (Net) | (1,327) | (2,105) |

D) i) Valuations in respect of Gratuity has been carried out by an independent actuary, as at the Balance sheet date, based on the following assumptions:

| | As at March 31, 2021 | As at March 31, 2020 |
|---|-------------------------|-------------------------|
| Discount Rate and Rate of Return on Plan Assets (per annum) | 6.95% | 6.87% / 6.82% |
| Rate of increase in Compensation levels (Refer note below) | 7.75% / 6.75% | 7.75% / 6.75% |
| Attrition rate | 1% | 1% |

Note: The estimates of future salary increases, considered in actuarial valuation, takes into account, inflation, seniority, promotions and other relevant factors, such as demand and supply in the employment market.

ii) 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.

| | As at March 31, 2021 | | As at March 31, 2020 | |
|--|----------------------|----------|----------------------|----------|
| | Increase | Decrease | Increase | Decrease |
| Discount rate (0.5 % movement) | (687) | 754 | (635) | 698 |
| Rate of increase in Compensation levels (0.5 % movement) | 745 | (685) | 688 | (632) |
| Attrition rate (0.5 % movement) | (58) | 61 | (60) | 63 |

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.

iii) Percentage of each category of Plan Assets to total Fair Value of Plan Assets

The Plan Assets are administered by Life Insurance Corporation of India ('LIC') as per Investment Pattern stipulated for Pension and Group Schemes Fund by Insurance Regulatory and Development Authority ('IRDA') regulations.

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---------------------|---------------------------------------|---------------------------------------|
| Insured fund in LIC | 10,452 | 8,525 |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|--|--|
| iv) Expected gratuity contribution for the next year | 1,532 | 1,433 |
| Weighted average duration of the Defined Benefit Obligation (in years) | 15/12 | 15/12 |
| Maturity profile of defined benefit obligation: | | |
| Within 1 year | 662 | 575 |
| 1-2 year | 363 | 189 |
| 2-3 year | 499 | 497 |
| 3-4 year | 595 | 475 |
| 4-5 year | 575 | 565 |
| 5-10 years | 4,040 | 3,662 |
| E) Compensated Absences | | |
| Current employee benefit obligations (Refer note 26) | 4,181 | 3,683 |
| | | |
| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
| 31 FINANCE COSTS | | |
| Interest on Term Loan | 3,481 | 4,127 |
| Interest on Bank Overdraft* | - | 0 |
| Interest on Debentures | - | 434 |
| Interest on Lease Liability | 7,450 | 7,175 |
| Interest paid to others | 164 | 2 |
| Total | 11,095 | 11,738 |
| * Amount is below the rounding off norm adopted by the Group | | |
| 32 DEPRECIATION AND AMORTISATION EXPENSE | | |
| Depreciation on Tangible assets (Refer note 4 and 33(a)) | 40,416 | 32,069 |
| Amortisation on Intangible assets (Refer note 4(a)) | 2,584 | 2,664 |
| Total | 43,000 | 34,733 |
| 33 OTHER EXPENSES | | |
| Rent (Refer note 35) | 2,384 | 5,813 |
| Office expenses | 6,357 | 5,080 |
| Security expenses | 3,910 | 3,964 |
| Electricity | 1,961 | 2,414 |
| Repairs and maintenance - others | 5,534 | 4,410 |
| Communication expenses | 1,958 | 1,502 |
| Directors sitting fees | 78 | 35 |
| Legal and professional | 938 | 849 |
| Payment to Auditors | | |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|---|--|--|
| As auditor: | | |
| Statutory Audit fees | 52 | 52 |
| Tax Audit fees | 6 | 6 |
| Reimbursement of Expenses | 1 | 9 |
| Other Matters | 24 | 19 |
| Rates and taxes | 1,708 | 1,281 |
| Travelling and conveyance | 396 | 720 |
| Lease rentals (Refer note 35) | 307 | 286 |
| Insurance | 663 | 636 |
| Sales promotion and advertising | 683 | 202 |
| Bad debts written off (net) | 269 | (26) |
| Expenditure towards Corporate Social Responsibility activities (Refer note below) | 219 | 388 |
| Loss on sale/scraping of fixed assets (Net) | - | 43 |
| Net Loss on Foreign Currency Transactions and Translation | 726 | 2,098 |
| Subscriptions charges | 339 | 293 |
| Miscellaneous expenses | 1,002 | 1,063 |
| Total | 29,515 | 31,137 |
| Note:- Expenditure on Corporate Social Responsibility Activities | | |
| a) Gross amount required to be spent by the Company during the year | 212 | 388 |
| b) Amount spent during the year on (in cash): | | |
| (i) Expenditure on Educational programmes | 65 | 78 |
| (ii) Expenditure on Health care programmes | 5 | 40 |
| (iii) Expenditure on accommodation for needy children | 127 | 125 |
| (iv) Expenditure for plantation of trees | - | 100 |
| (v) Other CSR expenditures | 22 | 45 |
| Total | 219 | 388 |
| 33 (a) EXCEPTIONAL ITEMS | | |
| Expenses relating to Organisation right sizing exercise | (832) | 4,609 |
| Fixed Assets written off for discontinued business activities (Refer note 4 and 32) | - | 1,499 |
| Other Incidental expenses | - | 303 |
| Ex-gratia paid to Employees | 3,417 | - |
| Total | 2,585 | 6,411 |

During the year ended March 31, 2020, with an intention to create long term value for its stakeholders, Management conducted an Organisation Right Sizing exercise and had recognized provision of ₹ 4,609 lakhs. The Management further decided to discontinue certain business activities and change the operating software for certain business function and accordingly the net book value of related assets aggregating to ₹ 1,802 lakhs was written down. Together this had an impact of ₹ 6,411 lakhs.

During the year ended March 31, 2021, the Group rewarded its employees for the outstanding efforts during the COVID-19 crisis with one time ex-gratia as a token of appreciation. Accordingly ₹ 3,417 lakhs had been paid and reported as an exceptional item. Further post the completion of Organisation Right Sizing Exercise and settlement of the compensation to the identified employees, an amount of ₹ 832 lakhs was reversed. Together this had an impact of ₹ 2,585 lakhs.

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|--|--|--|
| 34 EARNINGS PER SHARE | | |
| Profit/(Loss) for the year (In ₹ Lakhs) | 10,181 | (4,186) |
| Weighted average number of shares (Nos.) | 23,727,934 | 23,727,934 |
| Basic Earnings Per Share (In ₹) | 42.91 | (17.64) |
| Diluted Earnings Per Share (In ₹) | 42.91 | (17.64) |
| Nominal value of shares outstanding (In ₹) | 10 | 10 |

35 LEASES

The Group has lease contracts for various items of Buildings, Office Equipment, Vehicles and Aircrafts used in its operations. Leases of buildings generally have lease terms between 2 and 10 years, Leases of aircraft generally have lease terms between 5 to 7 years, while vehicles and office equipment generally have lease terms of 5 years. The Group's obligations under its leases are secured by the lessor's title to the leased assets.

The Group also has certain leases of buildings with lease terms of 12 months or less and leases of office equipment with low value. The Group applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

Refer note 4 for carrying amount of right-of-use assets recognised and the movements during the year.

The maturity analysis of lease liability is disclosed in note 36(b).

Rent concession

The Group has applied the practical expedient in paragraph 46A of IndAS 116 to all rent concessions that meet the conditions of in paragraph 46B of IndAS 116. An amount of ₹ 61 Lakhs has been netted off against rent expenses in statement of profit and loss account for the year ending March 31, 2021 to reflect changes in lease payments that arise from rent concessions to which the lessee has applied practical expedient in paragraph 46A.

The effective interest rate for lease liabilities is from 7.22 % to 8.68 %, with maturity between 2021-2030

The following are the amounts recognised in profit and loss:

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|---|--|--|
| Depreciation expense of right-of-use assets | 22,283 | 19,755 |
| Interest expense on lease liabilities | 7,450 | 7,175 |
| Expense relating to short-term leases | 2,682 | 6,248 |
| Expense relating to leases of low-value assets | 595 | 760 |
| Total amount recognised in profit and loss | 33,010 | 33,938 |
| Total cash outflow | 26,326 | 21,807 |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

36 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT

A Accounting classification and fair values

The carrying value and fair value of financial instruments by categories are as follows. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of its fair value.

| March 31, 2021 | Note No. | Carrying amount | | | in ₹ Lakhs |
|--|---------------|-----------------|--------|----------------|------------|
| | | FVTPL | FVTOCI | Amortised Cost | Total |
| Financial assets | | | | | |
| (i) Loans (Refer note 1 below) | 13 | - | - | 3 | 3 |
| (ii) Trade receivables (Refer note 1 below) | 10 | - | - | 51,792 | 51,792 |
| (iii) Cash and cash equivalents (Refer note 1 below) | 11 | - | - | 8,351 | 8,351 |
| (iv) Bank balances other than above (Refer note 1 below) | 12 | - | - | 22,701 | 22,701 |
| (v) Deposits (Refer note 2 below) | 5 and 14 | - | - | 6,860 | 6,860 |
| (vi) Investments | 9A | - | - | 15,007 | 15,007 |
| (vii) Other financial assets (Refer note 1 below) | 5 and 14 | - | - | 2,748 | 2,748 |
| | | - | - | 107,462 | 107,462 |
| Financial liabilities | | | | | |
| (i) Borrowings | 18 | | | | |
| Term Loan and Bank overdraft (Refer note 3 below) | | - | - | 24,500 | 24,500 |
| (ii) Lease Liability (Refer note 1 below) | 18 (a) and 22 | - | - | 92,715 | 92,715 |
| (iii) Trade payables (Refer note 1 below) | 23 | - | - | 50,941 | 50,941 |
| (iv) Other financial liabilities (Refer note 1 below) | 19 and 24 | - | - | 43,539 | 43,539 |
| | | - | - | 211,695 | 211,695 |

| March 31, 2020 | Note No. | Carrying amount | | | in ₹ Lakhs |
|--|---------------|-----------------|--------|----------------|------------|
| | | FVTPL | FVTOCI | Amortised Cost | Total |
| Financial assets | | | | | |
| (i) Loans (Refer note 1 below) | 13 | - | - | 79 | 79 |
| (ii) Trade receivables (Refer note 1 below) | 10 | - | - | 52,823 | 52,823 |
| (iii) Cash and cash equivalents (Refer note 1 below) | 11 | - | - | 9,751 | 9,751 |
| (iv) Bank balances other than above (Refer note 1 below) | 12 | - | - | 249 | 249 |
| (v) Deposits (Refer note 2 below) | 5 and 14 | - | - | 6,326 | 6,326 |
| (vi) Other financial assets (Refer note 1 below) | 5 and 14 | - | - | 1,546 | 1,546 |
| | | - | - | 70,774 | 70,774 |
| Financial liabilities | | | | | |
| (i) Borrowings | 18 | | | | |
| Term Loan and Bank overdraft (Refer note 3 below) | | - | - | 41,000 | 41,000 |
| (ii) Lease Liability (Refer note 1 below) | 18 (a) and 22 | - | - | 93,092 | 93,092 |
| (iii) Trade payables (Refer note 1 below) | 23 | - | - | 40,103 | 40,103 |
| (iv) Other financial liabilities (Refer note 1 below) | 19 and 24 | - | - | 22,171 | 22,171 |
| | | - | - | 196,366 | 196,366 |

Note 1: The carrying value of Trade receivables, Loans, cash and cash equivalents, other bank balances, other financial assets, trade payables, lease liability and other financial liability are considered to be the same as their fair values due to their short term nature.

Note 2: Difference between carrying amounts and fair values of loans, deposits, other non-current financial assets measured at amortised cost is not significantly different in each of the year presented.

Note 3: Term Loans and Bank Overdraft are taken at interest rates which are subject to reset periodically considering the then market trend and hence the carrying amount is not materially different from their fair values.

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

B Financial Risk management

i) Risk management framework

The Group's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Group's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Group's risk assessment and policies and processes are established to identify and analyze the risks faced by the Group to set appropriate risk limits and controls and to monitor such risks and compliance with the policies and processes. Risk assessment and policies and processes are reviewed regularly to reflect changes in market conditions and the Group's activities. The Board of Directors and the management is responsible for overseeing the Group's risk assessment and policies and processes.

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. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business. The Group establishes an allowance for doubtful debts and impairment that represents its estimate of expected credit loss in respect of trade and other receivables and investments.

Trade and other receivables

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry in which the customer operates also have an influence on credit risk assessment.

Concentrations of credit risk with respect to trade receivables are limited, due to the Group's customer base being large and diverse and also on account of realisation of receivables within six months. All trade receivables are reviewed and assessed for default on a regular basis.

Our historical experience of collecting receivables, supported by the level of default, is that credit risk is low.

Cash and cash equivalents

The Group held cash and cash equivalents with credit worthy banks amounting to ₹ 29,302 Lakhs and ₹ 8,875 Lakhs as at March 31, 2021 and March 31, 2020 respectively. The credit worthiness of such banks is evaluated by the management on an ongoing basis and is considered to be good.

Bank Balance other than above

The Group has invested ₹ 15,007 lakhs in quoted investments of credit worthy mutual funds. The credit worthiness of such mutual funds is evaluated by the management on an ongoing basis and is considered to be good.

Security deposits given to lessors

The Group has given security deposit to lessors for premises leased by the Group as at March 31, 2021 and as at March 31, 2020. The credit worthiness of such lessors is evaluated by the management on an ongoing basis and is considered to be good.

iii) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they become due. The Group manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Group's reputation.

The Group has access to funds through various debt instruments option.

As of March 31, 2021, the Group had working capital of ₹ (21,019) Lakhs including inventories of ₹ 3,178 Lakhs, cash and cash equivalents of ₹ 31,052 Lakhs including other bank balances, trade receivables of ₹ 51,793 Lakhs, other assets of ₹ 22,017 Lakhs, employee benefit obligation of ₹ 13,450 Lakhs, trade payables of ₹ 50,905 Lakhs and other liabilities of ₹ 64,704 Lakhs.

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

As of March 31, 2020, the Group had working capital of ₹ (5,984) Lakhs including inventories of ₹ 2,699 Lakhs, cash and cash equivalents of ₹ 9,751 Lakhs, trade receivables of ₹ 52,823 Lakhs, other assets of ₹ 6,858 Lakhs, employee benefit obligation of ₹ 12,861 Lakhs, trade payables of ₹ 40,103 Lakhs and other liabilities of ₹ 25,151 Lakhs.

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.

| March 31, 2021 | Carrying amount | Total | Contractual cash flows | | | in ₹ Lakhs |
|---|-----------------|----------------|------------------------|---------------|---------------|-------------------|
| | | | 0-1 year | 1-2 years | 2-5 years | More than 5 years |
| Non-derivative financial liabilities | | | | | | |
| Term Loan from Bank | 59,500 | 62,001 | 36,837 | 25,164 | - | - |
| Trade and other payables | 50,941 | 50,941 | 50,941 | - | - | - |
| Lease Liability | 92,715 | 114,999 | 24,245 | 22,405 | 44,318 | 24,031 |
| Other financial liabilities | 8,539 | 8,539 | 6,586 | 300 | 1,653 | - |
| Total | 211,695 | 236,480 | 118,609 | 47,869 | 45,971 | 24,031 |

| March 31, 2020 | Carrying amount | Total | Contractual cash flows | | | in ₹ Lakhs |
|---|-----------------|----------------|------------------------|---------------|---------------|-------------------|
| | | | 0-1 year | 1-2 years | 2-5 years | More than 5 years |
| Non-derivative financial liabilities | | | | | | |
| Unsecured non convertible debentures (Series III) | - | - | - | - | - | - |
| Term Loan from Bank | 53,000 | 53,832 | 12,492 | 28,903 | 12,437 | - |
| Trade and other payables | 40,103 | 40,103 | 40,103 | - | - | - |
| Lease Liability | 93,092 | 121,141 | 23,225 | 20,371 | 46,788 | 30,757 |
| Other financial liabilities | 10,171 | 10,171 | 6,914 | 578 | 2,679 | - |
| Total | 196,366 | 225,247 | 82,734 | 49,852 | 61,904 | 30,757 |

iv) Market risk

Market risk is the risk of loss of future earnings, fair values of future cash flows that may result from adverse changes in market rates and prices (such as interest rates and foreign currency exchange rates) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables and all short term and long-term debt. The Group is exposed to market risk primarily related to foreign exchange rate risk and interest rate risk. Thus, the Group's exposure to market risk is a function of investing and borrowing activities and its revenue generating and operating activities.

a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

Interest rate sensitivity - fixed rate instruments

The Group's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk since neither the carrying amount nor the future cash flow will fluctuate because of a change in market interest rates.

Interest rate sensitivity - variable rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased / decreased equity and profit or loss by amounts shown below. This analysis assumes that all other variables, in particular, foreign currency exchange rates, remain constant. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The year end balances are not necessarily representative of the average debt outstanding during the period.

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

| | in ₹ Lakhs | |
|--|--------------------|--------------------|
| | Profit or loss | |
| | 100 bp increase | 100 bp decrease |
| As at 31/03/2021 | | |
| Variable-rate instruments sensitivity | (516) | 516 |
| | (516) | 516 |
| As at 31/03/2020 | | |
| Variable-rate instruments sensitivity | (567) | 567 |
| | (567) | 567 |

b) Currency risk

The fluctuation in foreign currency exchange rates may have potential impact on the Statement of Profit and Loss account and equity, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the entity.

Considering the countries and economic environment in which the Group operates, its operations are subject to risks arising from fluctuations in exchange rates in those countries. The risks primarily relate to fluctuations in U.S. dollar and Euro, against the functional currency of the Group.

Exposure to currency risk

The summary quantitative data about the Group's exposure to currency risk as reported to the management of the Group is as follows:

| Amounts in INR | in ₹ Lakhs | |
|---|-----------------|-----------------|
| | March 31, 2021 | March 31, 2020 |
| Lease Liability (in USD) | (10,369) | (4,693) |
| Lease Liability (in Euro) | (20,834) | (25,503) |
| Trade receivables (in USD) | 18 | 47 |
| Trade payables (in USD) | (474) | (1,449) |
| Trade payables (in Euro) | (763) | (2,092) |
| Trade payables (in GBP) | (12) | (4) |
| Net statement of financial position exposure | (32,434) | (33,694) |
| Net exposure | (32,434) | (33,694) |

Sensitivity analysis

A 10% strengthening / weakening of the respective foreign currencies with respect to functional currency of Group would result in increase or decrease in profit or loss as shown in table below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. The following analysis has been worked out based on the exposures as of the date of statements of financial position.

| Effect in ₹ Lakhs | Profit or loss | |
|-----------------------|----------------|--------------|
| | Strengthening | Weakening |
| March 31, 2021 | | |
| EUR | (2,160) | 2,160 |
| USD | (1,083) | 1,083 |
| GBP | (1) | 1 |
| | (3,244) | 3,244 |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

| Effect in ₹ Lakhs March 31, 2020 | Profit or loss | |
|-------------------------------------|----------------|--------------|
| | Strengthening | Weakening |
| EUR | (2,760) | 2,760 |
| USD | (610) | 610 |
| GBP | (0) | 0 |
| | (3,370) | 3,370 |

37 TAX EXPENSE

A. Amounts recognised in Statement of Profit and Loss

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| Current income tax | 4,929 | 1,281 |
| Adjustment of tax relating to earlier years | 473 | 2 |
| Deferred income tax liability / (asset), net | | |
| Origination and reversal of temporary differences | (1,604) | (1,009) |
| Deferred tax (credit) | (1,604) | (1,009) |
| Tax expense for the year | 3,798 | 274 |

B. Reconciliation of effective tax rate

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| Profit/(Loss) before tax | 13,979 | (3,912) |
| Tax using the Group's domestic tax rate (Tax Rate 25.17%) | 3,519 | (985) |
| Add: Tax Effect on amounts which are not deductible/(Taxable) in calculating taxable income: | | |
| Expenditure towards Corporate Social Responsibility activities | 51 | 51 |
| Tax adjustment impact due to change in tax rate in deferred tax | - | 435 |
| Deduction under section 80 JJAA | (116) | (140) |
| Others | 344 | 913 |
| | 3,798 | 274 |

C. Movement in deferred tax balances

| | March 31, 2021 | | | | in ₹ Lakhs |
|------------------------------------|----------------------------------|--|----------------------|----------|----------------------------------|
| | Net balance March 31, 2020 | Recognised in Statement of Profit and Loss | Recognised in OCI | Others | Net balance March 31, 2021 |
| Deferred tax assets | | | | | |
| Depreciation | 1,549 | 1,025 | - | - | 2,574 |
| Provision for Compensated Absences | 926 | 127 | - | - | 1,053 |
| Provision for Bonus | 124 | 13 | - | - | 137 |
| Provision for Gratuity | 529 | (208) | 23 | - | 344 |
| Other | 3,323 | 647 | - | - | 3,970 |
| Tax Assets | 6,451 | 1,604 | 23 | - | 8,078 |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

| | March 31, 2020 | | | | in ₹ Lakhs |
|------------------------------------|----------------------------------|--|----------------------|----------|----------------------------------|
| | Net balance March 31, 2019 | Recognised in Statement of Profit and Loss | Recognised in OCI | Others | Net balance March 31, 2020 |
| Deferred tax assets | | | | | |
| Depreciation | 1,857 | (308) | - | - | 1,549 |
| Provision for Compensated Absences | 1,012 | (86) | - | - | 926 |
| Provision for Bonus | 204 | (80) | - | - | 124 |
| Provision for Gratuity | 495 | (276) | 310 | - | 529 |
| Other | 1,564 | 1,759 | - | - | 3,323 |
| Tax Assets | 5,132 | 1,009 | 310 | - | 6,451 |

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.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred tax assets. The recoverability of deferred tax assets is based on estimates of taxable income and the period over which deferred tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

38 RELATED PARTY DISCLOSURES

(A) Names of related parties and related party relationship

(i) Enterprises where control exists

| | |
|--------------------------|---|
| Ultimate Holding Company | Deutsche Post AG, Germany |
| Holding Company | DHL Express (Singapore) Pte. Limited, Singapore |

(B) Related party relationships where transactions have taken place during the year

(i) Enterprises where control exists

| | |
|---------------------------|---|
| Ultimate Holding Company | Deutsche Post AG, Germany |
| Holding Company | DHL Express (Singapore) Pte. Limited, Singapore |
| Fellow Subsidiary Company | DHL Express (India) Private Limited, India |
| Fellow Subsidiary Company | DHL Supply Chain India Private Limited, India |
| Fellow Subsidiary Company | DHL Logistics Private Limited, India |
| Fellow Subsidiary Company | DHL eCommerce (India) Private Limited, India (erstwhile known as DHL eCommerce (India) LLP till March 09, 2021) |
| Fellow Subsidiary Company | DHL eCommerce Singapore PTE. Ltd., Singapore |
| Fellow Subsidiary Company | Deutsche Post IT Services, GMBH |
| Fellow Subsidiary Company | European Air Transport, Leipzig GMBH |
| Fellow Subsidiary Company | DHL Aviation (Netherlands) B.V. |
| Fellow Subsidiary Company | DHL Aviation EEMEA, Kingdom of Bahrain |
| Fellow Subsidiary Company | DHL WorldWide Network NV/SA |
| Fellow Subsidiary Company | DHL Air UK Ltd., UK |

(C) Entities in which a Director of a Subsidiary Company is interested

| |
|---|
| Cargo Service Center India Private Limited |
| Delhi Cargo Service Center Private Limited |
| Mumbai Cargo Service Center Airport Private Limited |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

(D) Key Management Personnel

| | |
|--------------------------------|--|
| Balfour Manuel | CEO (up to May 15, 2019) and Managing Director (from May 16, 2019) - Blue Dart Express Limited |
| Sharad Upasani | Chairman |
| Air Marshal M. McMahon (Retd.) | Director |
| Tulsi Nowlakha Mirchandaney | Managing Director - Blue Dart Aviation Limited and Director in Blue Dart Express Limited. |
| Narendra Sarda | Director |
| Kavita Nair | Director |

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|--|--|--|
| (E) Transactions with related parties during the year | | |
| (i) With Holding / Fellow Subsidiaries | | |
| Deutsche Post AG, Germany | | |
| Reimbursements of expenses | (23) | (30) |
| DHL Express (Singapore) Pte. Limited, Singapore | | |
| Dividend paid | - | 2,224 |
| Reimbursements of expenses | - | (2) |
| DHL Express (India) Private Limited, India | | |
| International servicing cost | 16,422 | 14,289 |
| Domestic service charges income | (8,209) | (6,964) |
| Legal and professional fees | 102 | 109 |
| Business support services income | (843) | (874) |
| Other income | (189) | (95) |
| Pickup and Delivery charges | 215 | 200 |
| Courier charges incurred | 578 | 604 |
| DHL Supply Chain India Private Limited, India | | |
| Domestic service charges income | (3,425) | (2,868) |
| Efulfilment Warehousing services | 49 | 283 |
| DHL Logistics Private Limited, India | | |
| Domestic service charges income | (965) | (523) |
| International Servicing Cost | 154 | 145 |
| Interest on Term Loan | 269 | - |
| Freight income | (31) | (1) |
| DHL eCommerce (India) LLP, India | | |
| Domestic service charges income | (8) | (12) |
| Domestic Network Operating Cost | 3,507 | 5,630 |
| European Air Transport, Leipzig GMBH | | |
| Aircraft spares /Repairs | 11 | 25 |
| Sale of C Duct | - | (22) |
| Deutsche Post IT Services, GMBH | | |
| Payment towards software maintenance and others | 0 | 1 |
| DHL Air UK Ltd., UK | | |
| Purchase of spares | - | 13 |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
|---|--|--|
| DHL Aviation (Netherlands) B.V. | | |
| Aircraft Dry Lease | 7,275 | 7,098 |
| Aircraft Purchase | 4,219 | - |
| Technical services | 18 | 17 |
| DHL Aviation EEMEA, Kingdom of Bahrain | | |
| International air charter income | (176) | - |
| Purchase of Aircraft parts | 0 | 5 |
| Delhi Cargo Service Centre Private Limited | | |
| Rent, Civil and Other work | 1,880 | 1,751 |
| Cargo Service Centre India Private Limited | | |
| Interline Expenses | 12 | 13 |
| DHL WorldWide Network NV/SA | | |
| AMC charges for Engineering & Maintenance ERP | 39 | - |
| Mumbai Cargo Service Center Airport Private Limited | | |
| Cargo handling charges | 177 | 154 |
| (ii) With Key Management Personnel | | |
| Sharad Upasani | | |
| Commission | 18 | - |
| Sitting Fees | 19 | 8 |
| Air Marshal M. McMahon (Retd.) | | |
| Commission | 18 | - |
| Sitting Fees | 9 | 4 |
| Narendra P Sarda | | |
| Commission | 18 | - |
| Sitting Fees | 16 | 6 |
| Kavita Nair | | |
| Commission | 18 | - |
| Sitting Fees | 7 | 2 |
| Balfour Manuel | | |
| Remuneration | 405 | 148 |
| Tulsi Nowlakha Mirchandaney - Blue Dart Aviation Limited | | |
| Remuneration | 309 | 302 |
| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
| (F) Related party balances as at the year end | | |
| (i) Receivable/(Payable) from/to Fellow Subsidiaries | | |
| DHL Express (India) Private Limited, India | 3,257 | 2,419 |
| DHL Express (India) Private Limited, India | (9,262) | (6,504) |
| DHL Supply Chain India Private Limited, India | 674 | 733 |
| DHL Supply Chain India Private Limited, India | (1) | (87) |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| DHL Logistics Private Limited, India | 335 | 109 |
| DHL Logistics Private Limited, India | (20,018) | (26) |
| DHL eCommerce (India) LLP, India | (1,853) | (1,561) |
| DHL eCommerce (India) LLP, India | 3 | 14 |
| DHL Aviation (Netherlands) B.V. | (869) | (2,671) |
| Cargo Service Center India Private Limited | - | (2) |
| Delhi Cargo Service Center Private Limited | 1,518 | 1,314 |
| Delhi Cargo Service Center Private Limited | (4) | (8) |
| European Air Transport, Leipzig GmbH | - | - |
| Mumbai Cargo Service Center Airport Private Limited | (5) | (6) |
| (ii) Payable to Key Management Personnel | | |
| Sharad Upasani | 18 | - |
| Air Marshal M. McMahon (Retd.) | 18 | - |
| Narendra Sarda | 18 | - |
| Kavita Nair | 18 | - |
| Balfour Manuel | 137 | - |
| Tulsi Nowlakha Mirchandaney | 116 | 110 |

Note: The terms and conditions of transactions with related parties were no more favourable than those available, or which might be expected to be available, in similar transactions with non related parties on an arm's length basis. All balances outstanding with related parties are unsecured.

(G) Key management personnel compensation comprised the following:

| | Blue Dart Express Limited | | Blue Dart Aviation Limited | |
|------------------------------|--|--|--|--|
| | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs | Year ended March 31, 2021 in ₹ Lakhs | Year ended March 31, 2020 in ₹ Lakhs |
| Short-term employee benefits | 400 | 144 | 309 | 302 |
| Post-employment benefits | 5 | 4 | - | - |
| Long-term employee benefits | - | - | - | - |
| Total | 405 | 148 | 309 | 302 |

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| 39 DUES TO MICRO AND SMALL ENTERPRISES | | |
| Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end | 1,171 | 580 |
| Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end | 31 | 16 |
| Principal amounts paid to suppliers registered under the MSMED Act beyond the appointed day during the year | 366 | 132 |
| Interest paid, other than under Section 16 of MSMED Act to suppliers registered under the MSMED Act beyond the appointed day during the year | - | - |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| Interest paid, under Section 16 of MSMED Act to suppliers registered under the MSMED Act beyond the appointed day during the year | - | - |
| Interest due and payable towards suppliers registered under MSMED Act for payments already made | 11 | 2 |
| Further interest remaining due and payable for earlier years | 16 | 11 |
| The above information regarding Micro and Small Medium Enterprises given in note 23 - Trade Payables have been identified on the basis of information available with the Group. | | |

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|---|---------------------------------------|---------------------------------------|
| Detailed break-up of Interest is as follows: | | |
| Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end | 31 | 16 |
| Interest due and payable towards suppliers registered under MSMED Act for payments already made | 11 | 2 |
| Further interest remaining due and payable for earlier years | 16 | 11 |
| Interest Charge to Statement of Profit and Loss | 15 | 5 |

40 CAPITAL AND OTHER COMMITMENTS

| | As at March 31, 2021 in ₹ Lakhs | As at March 31, 2020 in ₹ Lakhs |
|--|---------------------------------------|---------------------------------------|
| Estimated amount of contracts remaining to be executed on capital account and not provided for [net of advances ₹ 145 Lakhs (March 31, 2020 - ₹ 35 Lakhs)] | 3,680 | 6,110 |

41 CONTINGENT LIABILITIES

Claims against the group not acknowledged as debt

| | | |
|---------------------------|-------------------|-------------------|
| a) Stamp Duty - Karnataka | Not ascertainable | Not ascertainable |
|---------------------------|-------------------|-------------------|

In response to the notices received from Stamp Authorities of Bangalore, Mangalore and Mumbai for payment of stamp duty under the Karnataka Stamp Act, 1957, and Maharashtra Stamp Act, 1958, based on the legal counsel advise received, the Company has filed its reply with those authorities submitting that on various grounds, it does not consider an air waybill to be an 'acknowledgement' chargeable to stamp duty under the Schedule of the said Act.

42 Disclosures required by Schedule III of the Companies Act, 2013 by way of additional information:

| Name of the entity | Net Assets, i.e., total assets minus total liabilities | | Share in profit or loss | |
|--------------------------------|--|-------------------|-----------------------------|-------------------|
| | As % of consolidated net assets | Amount in ₹ Lakhs | As % of consolidated profit | Amount in ₹ Lakhs |
| Parent: | | | | |
| Blue Dart Express Limited | 95% | 56,242 | 95% | 9,631 |
| Subsidiaries (Indian): | | | | |
| Blue Dart Aviation Limited | 6% | 3,428 | 5% | 542 |
| Concorde Air Logistics Limited | -1% | (474) | 0% | 8 |
| Total | 100% | 59,196 | 100% | 10,181 |

SCHEDULES

Notes forming part of the Consolidated Financial Statements as at and for the year ended March 31, 2021

43 CAPITAL MANAGEMENT

The Group's objective for Capital management is to maximise shareholder's value and support the strategic objectives of the Group. The Group determines the capital requirements based on its financial performance, operating and long term investment plans. The funding requirements are met through operating cash flows generated.

The Group monitors capital using a ratio of 'debt' to 'equity'. For this purpose, adjusted net debt is defined as total borrowings, comprising term loan from financial institution and Bank, less cash and cash equivalents. Equity comprises all components of equity. Debt equity ratio as at March 31, 2021 is 0.93 and as at March 31, 2020 is 1.00.

44 DIVIDENDS

The final dividend proposed for the year is as follows:

On Equity Shares of ₹ 10/- each

Amount of dividend proposed (in ₹ Lakhs)

Dividend per equity share

| | As at March 31, 2021 | As at March 31, 2020 |
|--|-------------------------|-------------------------|
| | 3,559 | - |
| | 15 | - |

45 NOTE ON COVID 19

World Health Organisation (WHO) declared outbreak of Coronavirus Disease (COVID-19) a global pandemic on March 11, 2020. Consequent to this, The Ministry of Home Affairs vide order No.40-3/2020 dated March 24, 2020 notified first ever nationwide lockdown in India to contain the outbreak of COVID-19 which impacted the overall economy and business activities of the Group. It has been over a year but still the pandemic continues to impact across the world.

The operations of the Group were also impacted in the period of lockdown. The Group operated truncated services all through the lockdown period to support movement of essential goods, international charters for movement of medical equipment and medicines for various customers including Central, State Governments and Ministry of Finance and gradually scaling up its operations in compliance with the guidelines issued by Central / State authorities from time to time.

Post the lockdown, the volumes started picking up and the Group has continued playing its role in supporting business and trade.

The impact on our business will depend on future developments that can not be reliably predicted. The impact of global health pandemic might be different from that estimated as at the date of approval of these financial statements and the Group will closely monitor any material changes to future economic conditions.

46 SEGMENT INFORMATION

The Group has only one operating segment, which is integrated air and ground transportation and distribution. All assets of the Group are domiciled in India and the Group earns its entire revenue from its operations in India. There is no single customer which contributes more than 10% of the Group's total revenues.

As per our report of even date

For S.R. Batliboi & Associates LLP
ICAI Firm Registration No.101049W/E300004
Chartered Accountants

per Sunil Gaggar
Partner
Membership Number 104315

Place: Bengaluru
Date: May 05, 2021

For and on behalf of the Board of Directors

Sharad Upasani
Chairman
DIN:01739334

Balfour Manuel
Managing Director
DIN:08416666

Aneel Gambhir
Chief Financial Officer

Tushar Gunderia
Head (Legal & Compliance) &
Company Secretary

Place: Mumbai
Date: May 05, 2021

LEADERSHIP



Corporate Information

Registered Office:

Blue Dart Centre, Sahar Airport Road,
Andheri (E), Mumbai - 400 099.
Tel: +91 22 2839 6444
Fax: +91 22 2824 4131, 2831 1184
CIN: L61074MH1991PLC061074
www.bluedart.com
communications@bluedart.com

Bankers:

Axis Bank
Canara Bank
Citibank N.A.
HDFC Bank Ltd.
ICICI Bank Ltd.
IDBI Bank Ltd.
Standard Chartered Bank
State Bank of India
Yes Bank Ltd.

Statutory Auditors:

S. R. Batliboi & Associates LLP

Internal Auditors:

Grant Thornton Bharat LLP
(co-sourced with Company's
Internal Audit Team)

Solicitors:

Mulla & Mulla & Craigie Blunt & Caroe
DSK Legal

Registrar & Transfer Agent:

Link Intime India Pvt. Ltd.



Corporate Office:

Blue Dart Express Limited, Blue Dart Centre, Sahar Airport Road, Andheri (East), Mumbai - 400 099. India.

Tel: (022) 2839 6444 | **Fax:** (022) 2824 4131



1860 233 1234 / 022 6260 1234 / 044 6634 4600



www.bluedart.com



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THE ECONOMIC TIMES



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EXPRESS LIMITED

NOTICE

NOTICE is hereby given that the Thirtieth Annual General Meeting of Blue Dart Express Limited will be held on Friday, July 30, 2021 at 4:00 p.m. through Video Conference (“VC”)/ Other Audio-Visual Means (“OAVM”) to transact the following business.

ORDINARY BUSINESS:

1. To receive, consider and adopt;
 - a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, the reports of the Board of Directors and Auditors; and
 - b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, together with the Report of the Auditors thereon.
2. To declare Dividend on Equity Shares for the financial year ended March 31, 2021.
3. To appoint a director in place of Mr. R.S. Subramanian (DIN: 02946608) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

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

“**RESOLVED THAT** in accordance with the provisions of Section 152 read with other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or amendment(s) thereto or substitution(s) or re-enactment(s) made thereof for the time being in force), Mr. Florian Ulrich Bumberger (DIN 09045904) who has been appointed as an ‘Additional Director’ of the Company with effect from February 24, 2021 by the Board of Directors of the Company pursuant to the provisions of Section 161(1) of the Act and pursuant to Article 147 of the Articles of Association of the Company and who holds the office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director, under the provisions of Section 160 of the Companies Act, 2013 and who being eligible for appointment to the office of Director and on recommendation of the Nomination & Remuneration Committee and approval of the Board, be and is hereby appointed as Director of the Company, liable to retire by rotation;

RESOLVED FURTHER THAT any Director and / or Company Secretary be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto.”

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

“**RESOLVED THAT** in accordance with the provisions of Section 152 read with other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or amendment(s) thereto or substitution(s) or re-enactment(s) made thereof for the time being in force), Mr. Sebastian Paeßens (DIN: 09058693) who has been appointed as an ‘Additional Director’ of the Company with effect from February 24, 2021 by the Board of Directors of the Company pursuant to the provisions of Section 161(1) of the Act and pursuant to Article 147 of the Articles of Association of the Company and who holds the office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director, under the provisions of Section 160 of the Companies Act, 2013 and who being eligible for appointment to the office of Director and on recommendation of the Nomination & Remuneration Committee and approval of the Board, be and is hereby appointed as a Director of the Company, liable to retire by rotation;

RESOLVED FURTHER THAT any Director and / or Company Secretary be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto.”

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

“**RESOLVED THAT** in partial modification of earlier resolution passed by the Members at the Twenty Ninth Annual General Meeting of the Company held on July 31, 2020 and pursuant to provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or amendment(s) thereto or substitution(s) or re-enactment(s) made thereof for the time

being in force), relevant provisions of the Articles of Association of the Company and in terms of recommendation of the Nomination and Remuneration Committee and as approved by the Board of Directors vide its resolution dated March 23, 2021, approval of Members of the Company be and is hereby accorded for payment of an additional 5% incentive of ₹ 6.86 Lakhs aggregating to a total incentive of 105% amounting to ₹ 144.06 Lakhs as compared to ₹ 137.20 Lakhs (100%) already approved by the Members at the last Annual General Meeting held on July 31, 2020, for Mr. Balfour Manuel, Managing Director (DIN : 08416666) for the calendar year ended December 31, 2020;

RESOLVED FURTHER THAT any Director and / or Company Secretary be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto.”

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

“**RESOLVED THAT** in partial modification of earlier Resolutions passed at the Twenty Eighth and Twenty Ninth Annual General Meetings of the Company held on July 31, 2019 and July 31, 2020 respectively and pursuant to provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) made thereof for the time being in force), relevant provisions of the Articles of Association of the Company and in terms of recommendation of the Nomination & Remuneration Committee and as approved by the Board of Directors in its Meeting held on May 5, 2021, approval of Members of the Company be and is hereby accorded to revise remuneration of Mr. Balfour Manuel, Managing Director (DIN: 08416666) for the financial year April 1, 2021 to March 31, 2022 as set out in the Explanatory Statement and Supplementary Agreement (“the Agreement”) to be entered into between the Company and Mr. Balfour Manuel, Managing Director, the draft whereof is placed before this meeting and initialed by the Chairman for the purpose of identification, which Agreement is hereby specifically sanctioned with liberty to the Board of Directors to alter and vary the terms and conditions of the said Agreement and/or remuneration or any modifications thereto, as may be agreed to between the Board of Directors and Mr. Balfour Manuel;

RESOLVED FURTHER THAT in the event of, during aforesaid financial year, the Company has no profits or its profits are inadequate, the Company will pay to the Managing Director remuneration as set out in the Explanatory Statement as minimum remuneration;

RESOLVED FURTHER THAT any Director and / or Company Secretary be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto.”

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 (‘the Rules’), Regulation 16, 17 and 17(1A) of Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or any amendment(s) thereto or any substitution(s) or any re-enactment(s) made thereof for the time being in force, Air Marshal M. McMahon (Retd.) (DIN 00234293), aged 76 years, whose term of office expires on February 09, 2022 and who has submitted a declaration that he meets the criteria of ‘independence’ as provided in Section 149(6) of the Act and who is eligible for re-appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, proposing his candidature for the office of a Director and on the basis of approval and recommendation received from the Nomination & Remuneration Committee and Board of Directors, Air Marshal M. McMahon (Retd.), be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term, to hold office for a further period of three (3) consecutive years commencing from February 10, 2022 to February 09, 2025;

RESOLVED FURTHER THAT any Director and/ or the Company Secretary be and is hereby authorized severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto.”

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 (‘the Rules’), Regulation 16 and 17 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or any amendment(s) thereto or any substitution(s) or an re-enactment(s) made thereof for the time being in force, Ms. Kavita Nair (DIN 07771200), whose term of office expires on September 25, 2021 and who has submitted a declaration that she meets the criteria of independence as provided in Section 149(6) of the Act and who is

eligible for re-appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, proposing her candidature for the office of a Director and on the basis of approval and recommendation received from the Nomination & Remuneration Committee and Board of Directors, Ms. Kavita Nair be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term, to hold office for a further period of five (5) consecutive years commencing from September 26, 2021 to September 25, 2026;

RESOLVED FURTHER THAT any Director and/ or the Company Secretary, be and is hereby authorized severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto.”

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

“**RESOLVED THAT** pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (‘the Rules’) including any statutory modification(s) or amendment(s) thereto or re-enactment or substitution made thereof for the time being in force and in pursuance of Regulation 17(1)(6)(a) of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, relevant provisions of the Articles of Association of the Company and pursuant to approval of the Board, approval of Members of the Company be and is hereby accorded that the Non-Executive Directors of the Company, in addition to sitting fees being paid to them for attending the

meetings of the Board and its Committees, be paid every year for a period of five years with effect from August 1, 2021, commission of an amount as may be determined by the Board from time to time and as may be permitted by law, subject to a ceiling of 1% of the net profits of the Company for each financial year (computed in the manner specified in Section 198 of the Act read with the rules made thereunder), to be distributed amongst such Directors in such a manner as the Board of Directors may from time to time determine and deem fit;

RESOLVED FURTHER THAT any Director and/ or Company Secretary, be and is hereby authorized severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto.”

Mumbai,
May 05, 2021

By Order of the Board
sd/-
Tushar Gunderia
Head (Legal & Compliance) &
Company Secretary

Regd. Office:
Blue Dart Centre, Sahar Airport Road,
Andheri (East), Mumbai – 400 099.
Tel : 28396444 | Fax : 28244131
CIN: L61074MH1991PLC061074
www.bluedart.com
communications@bluedart.com

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, ('the Act') relating to the Special Business to be transacted at the Annual General Meeting ('AGM') and relevant details in respect of Item no. 3 pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 & Secretarial Standard on General Meeting (SS-2) are annexed hereto. In compliance with the general circular no. 20/2020 issued by the MCA, the Board of Directors have considered and decided to include item nos. 4 to 10 given above as 'Special Business' in the forthcoming AGM, as they are unavoidable in nature. The venue of the Meeting shall be deemed to be the Registered Office of the Company viz; Blue Dart Centre, Sahar Airport Road, Andheri (East), Mumbai 400 099.
2. In view of continuing COVID-19 pandemic, the Ministry of Corporate Affairs (MCA), vide its General Circular No. 20/2020 dated May 05, 2020 read with General Circular No. 14/2020 dated April 08, 2020 and General Circular No. 17/2020 dated April 13, 2020, Circular no. 02/2021 dated January 13, 2021 and other applicable circulars issued by the Securities and Exchange Board of India (SEBI), has allowed the Companies to conduct the AGM through Video Conference (VC) or Other Audio Visual Means (OAVM). In accordance with the said circulars of MCA, SEBI and applicable provisions of the Act and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (Listing Regulations), the 30th AGM of the Company shall be conducted through VC / OAVM. The National Securities Depository Limited ('NSDL') will be providing facility for voting through remote e-voting, for participation in the AGM through VC / OAVM facility and e-voting during the AGM. The procedure for participating in the meeting through VC / OAVM is explained below and is also available on website of the Company at www.bluedart.com.
3. Pursuant to provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
4. Pursuant to Section 113 of the Companies Act, 2013, Institutional / Corporate shareholders (i.e. other than individuals, HUF, NRI, etc.) are requested to send a scanned copy (PDF/JPEG format) of the Board Resolution/ authorization etc., authorising their representatives to attend and vote at the AGM through VC/ OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail through its registered e-mail address to nilesh@ngshah.com with a copy marked to evoting@nsdl.co.in

5. The Company has fixed July 22, 2021 as the 'Record Date' for determining entitlement of members to dividend for the financial year ended March 31, 2021, if approved at the AGM.
6. If dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend subject to deduction of tax at source will be made on or after August 03, 2021 as under:
 - i. To all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL"), collectively "Depositories", as of end of day on July 22, 2021;
 - ii. To all Members in respect of shares held in physical form after giving effect to valid transmission or transposition requests lodged with the Company as of the close of business hours on July 22, 2021.
7. Pursuant to Finance Act 2020, dividend income is taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For prescribed rates for various categories, please refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the DP (if shares held in electronic form) and with the Company / RTA (if shares held in physical form).

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G / 15H, to avail the benefit of non-deduction of tax at source by submitting the documents at its dedicated link - <https://linkintime.co.in/formsreg/submission-of-form-15g-15h.html> or by an e-mail communication at bluedarttaxexemption@linkintime.co.in. Shareholders are requested to note that, in case, their PAN is not registered, the tax will be deducted at a higher rate of 20%. Non-resident shareholders [including Foreign Portfolio Investors(FPIs)] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. For this purpose, the shareholder may submit the above documents (PDF / JPG Format) to our Registrars & Transfer Agents, Link Intime India Private Limited at its dedicated link - <https://linkintime.co.in/formsreg/submission-of-form-15g-15h.html> or by sending an email communication on bluedarttaxexemption@linkintime.co.in on or before July 17, 2021.

ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF E-MAIL ID FOR OBTAINING COPY OF ANNUAL REPORT:

8. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to

those Members whose e-mail addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website viz; www.bluedart.com, website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com and on website of NSDL <https://www.evoting.nsdl.com>

9. Members holding shares in physical mode and who have not updated their e-mail addresses with the Company are requested to update their e-mail addresses by writing to the Company's Registrar & Share Transfer Agent, Link Intime India Pvt. Ltd., C-101, 1st Floor, 247 Park, LBS Marg, Vikhroli (West), Mumbai - 400083 along with copy of the signed request letter mentioning the name and address of the Member, self-attested copy of the PAN card and self-attested copy of any document (eg; Driving License, Election Identity Card, Passport) in support of address of the Member. Members holding shares in dematerialised mode are requested to register / update their e-mail addresses with the relevant Depository Participants. Pursuant to general circular no. 20/2020 dated May 05, 2020 issued by the Ministry of Corporate Affairs, the Company has also enabled the process for the limited purpose of receiving the Company's Annual Report and notice of Annual General Meeting (including remote e-voting instructions) electronically and members may temporarily update their e-mail address by accessing the link https://linkintime.co.in/emailreg/email_register.html or on their web site www.linkintime.co.in under the Investor Services tab by choosing the e-mail registration heading and follow registration process as guided therein.

PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM:

10. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned below for an access to NSDL e-Voting system. After successful login, you can see the link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that members who do not have User ID and Password for an e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
11. For convenience of Members and proper conduct of AGM, Members can login and join at least 30 (thirty) minutes prior to the time scheduled for the AGM and facility to join AGM shall be kept open throughout the proceedings of AGM. Members will be allowed to attend the AGM on first come, first served basis.
12. Please note that participants connecting from Mobile devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio / Video loss due to fluctuations in their respective

network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

13. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT:

14. As the AGM is being conducted through VC / OAVM, for smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their names, demat account no./folio no., email id, mobile no. at Investors@bluedart.com. Questions / queries received by the Company by Wednesday, July 28, 2021 till 5:00 p.m. shall be considered and responded during AGM.
15. Members who would like to express their views or ask questions during the AGM, may register themselves as a speaker by sending an e-mail to the Company at Investors@bluedart.com by Wednesday, July 28, 2021 till 5:00 p.m.
16. The Company reserves its right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.

PROCEDURE FOR REMOTE E-VOTING AND E-VOTING DURING THE AGM:

17. Pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility Provided by Listed Entities, the Company is pleased to provide the facility to Members to exercise their rights to vote on the resolutions proposed to be passed at AGM by electronic means. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
18. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Thursday, July 22, 2021, i.e. the cut-off date, are entitled to vote on the Resolutions set forth in this Notice.
19. Members may cast their votes on electronic voting system from any place (remote e-voting). The remote e-voting period will commence at 9.00 a.m. on Saturday, July 24, 2021 and will end at 5.00 p.m. on Thursday, July 29, 2021. The remote e-voting module shall be disabled by NSDL for voting thereafter. In addition, the facility for voting through electronic voting system shall also be made available during the AGM. Members attending the AGM who have not cast their votes by remote e-voting shall be eligible to cast

their votes through e-voting during the AGM. Members who have voted through remote e-voting shall be eligible to attend the AGM, however, they shall not be eligible to vote at the meeting. Members holding shares in physical form are requested to access the remote e-voting facility provided by the Company through NSDL e-voting system at <https://www.evoting.nsd.com/>.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

| Type of shareholders | Login Method |
|---|--|
| Individual Shareholders holding securities in demat mode with NSDL. | <ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL viz; https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp |

| | |
|--|--|
| | <ol style="list-style-type: none"> Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| Individual Shareholders holding securities in demat mode with CDSL | <ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress. |

| | |
|--|--|
| Individual Shareholders (holding securities in demat mode) login through their depository participants | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
|--|--|

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

| Login type | Helpdesk details |
|--|---|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30 |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43 |

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after

using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:

- a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c. How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a. Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b. Physical User Reset Password?” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 - a. Now, you will have to click on “Login” button.
 - b. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investors@bluedart.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investors@bluedart.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively the shareholders/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

GENERAL INFORMATION:

20. It is strongly recommended not to share your password with any other person and ensure utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot User Details/Password?' or 'Physical User Reset Password?' option available on www.evoting.nSDL.com to reset the password.
21. The voting rights of Members shall be in proportion to their shares of the paid – up equity share capital of the Company as on July 22, 2021, being the cut-off date. Members are eligible to cast vote electronically only if they are holding shares as on that date.
22. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nSDL.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nSDL.com or call on toll free no. 1800 1020 990 and 1800 22 44 30. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. July 22, 2021 may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".
23. The Company has appointed Mr. Nilesh Shah, Practicing Company Secretary (Membership No. FCS 4554), failing him, Ms. Hetal Shah (Membership No. FCS – 8063), to act as the 'Scrutinizer', to scrutinize the entire e-voting process in a fair and transparent manner.
24. The results of the electronic voting shall be declared to the Stock Exchanges, within two working days of conclusion of AGM pursuant to Regulation 44 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements). The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.bluedart.com and on website of NSDL and communicated to the BSE Limited (BSE), and National Stock Exchange of India Limited (NSE) where the shares of the Company are listed. The results shall also be displayed on the Notice Board at the Registered Office of the Company.

PROCEDURE FOR INSPECTION OF DOCUMENTS:

25. All documents referred to in the accompanying Notice and Explanatory Statements, shall be available for inspection through an electronic mode, based on the request being sent on Investors@bluedart.com.
26. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode, based on the request being sent on Investors@bluedart.com.

OTHERS:

27. The Company has transferred unclaimed dividend declared for the Financial Years 1995-96, 1996-97, 1998-99, 1999-2000 (interim and final dividend), 2000-2001, 2001-2002, 2002-2003, 2003-2004, 2004-2005 December 2006, December 2007, December 2008, December 2009, December 2010, December 2011, fifteen months period ended March 2013 and Interim Dividend for 2013-2014 to "The Investors Education and Protection Fund" (IEPF) Account established by the Central Government.
28. The Ministry of Corporate Affairs has notified provisions relating to unpaid/ unclaimed dividend under sections 124 and 125 of Companies Act, 2013 and the Investor Education & Protection Fund (IEPF) (Accounting, Audit, Transfer and Refund) Rules, 2016. As per the rules, dividends which are not encashed/ claimed by the shareholders for a period of seven consecutive years shall be transferred to the IEPF Authority. The new IEPF rules mandate the Companies to transfer shares of shareholders whose dividends have remained unpaid/ unclaimed for a period of seven consecutive years to Demat Account of the IEPF Authority.

Accordingly, the shares in respect of which dividend was not claimed for a period of seven years starting from the year ended December 31, 2009, December 31, 2010, December 31, 2011, fifteen months ended March 31, 2013 and Interim Dividend for the year 2013-2014 were transferred to the IEPF Account in November, 2017, May 2018, May 2019, September 2020 and March 2021 respectively. Details of shares transferred to the IEPF Authority are available on website of the Company and on the Ministry of Corporate Affairs (MCA) Website. The Members whose dividend/ Shares have been transferred to the IEPF Authority can now claim the same from the Authority by following the Procedure as detailed on IEPF website <http://iepf.gov.in/IEPFA/refund.html>
29. All members who have either not received or have not yet encashed their dividend warrant(s) for the year 2014 till the financial year ended March 31, 2019, are requested to write

to the Company's Registrar and Share Transfer Agent at the address mentioned below for obtaining duplicate dividend warrant without any further delay.

30. Members are requested to furnish their Bank Account details, change of address, e-mail address etc. to the Company's Registrar and Transfer Agent viz; Link Intime India Pvt. Ltd. at the address mentioned below, in respect of shares held in the physical form and to their respective Depository Participants, if shares are held in electronic form.
31. Members desirous of getting any information about accounts of the Company are requested to send their queries at Investors@bluedart.com of the Company at least 10 days prior to the date of meeting so that the requisite information can be readily made available at the meeting.
32. In case of any queries, you may refer the 'Frequently Asked Questions' (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to (Ms Soni Singh) at evoting@nsdl.co.in
33. The Securities and Exchange Board of India (SEBI) vide its circular dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all securities holders. Members holding shares in the physical form are therefore, requested to submit their PAN and Bank Account Details to Link Intime India Pvt. Ltd. / Company by sending a duly signed letter along with self-attested copy of PAN Card and original cancelled cheque. The original cancelled cheque should bear name of the Member. In the alternative, Members are requested to submit a copy of the bank passbook/ statement attested by the bank. Members holding shares in Demat mode are requested to submit the aforesaid information to their respective Depository Participant.

34. As per Regulation 40 of SEBI Listing Regulations as amended, securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. in view of this and to eliminate all risks associated with physical shares and ease of portfolio management, members holding shares in physical form are requested to consider converting their holding to dematerialised form.
35. Members of the Company had approved the appointment of M/s. S. R. Batliboi & Associates LLP, Chartered Accountants, as Statutory Auditors at the Twenty Sixth Annual General Meeting of the Company held on July 27, 2017, for a term of five years subject to ratification by the members at every Annual General Meeting. The Ministry of Corporate Affairs vide its Notification dated May 7, 2018 has enforced Section 40 of the Companies (Amendment) Act, 2017 and Companies (Audit and Auditors) Rules, 2014 wherein the requirement for ratifying the appointment of the Statutory Auditors of the Company at every Annual General Meeting has now been dispensed with. Accordingly, the proposal for ratification of the appointment of Statutory Auditors is not forming part of the Notice convening ensuing Annual General Meeting.

REGISTRAR & SHARE TRANSFER AGENT:

Link Intime India Pvt. Ltd.,
C- 101, First Floor, 247 Park,
LBS Marg, Vikhroli West,
Mumbai - 400083.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

As required by the provisions of Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating to the business mentioned under item nos. 4 to 10 of the accompanying Notice dated May 05, 2021.

Item No. 4

Mr. Florian Ulrich Bumberger was appointed by the Board of Directors of the Company as an 'Additional Director' with effect from February 24, 2021 and holds office upto the date of this Annual General Meeting, pursuant to provisions of Section 161 of the Companies Act, 2013, and Article 147 of the Articles of Association of the Company. The Notice under Section 160 of the Companies Act, 2013 has been received from the Member proposing name of Mr. Florian Ulrich Bumberger as a candidate for the office of Director of the Company. The Nomination & Remuneration Committee and Board of Directors have recommended and approved appointment of Mr. Florian Ulrich Bumberger as a Director of the Company.

Brief resume of Mr. Florian Ulrich Bumberger pursuant to Regulation 36 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting is provided below.

Mr. Florian Ulrich Bumberger, aged 42 years, is currently the divisional CHRO, Chief of Staff & Programs of DHL eCommerce Solutions and member of the DPDHL Group HR Board. Furthermore, he is responsible for divisional strategic initiatives & programs, M&A and Compliance. Mr. Florian holds a Diploma in Business Administration and is a Certified Institutional Investment Analyst (CIIA).

Mr. Bumberger commenced his career as an 'Investor Relations Professional' with numerous awards like Institutional Investor & Thomson Extel IR Survey. Thereafter, he transitioned into Strategic, business development and Financial positions. He led numerous strategic programs from the greenfield market entries, cost optimization programs, working capital management initiatives in a €16bn turnover and 200k employees division to several M&A transactions. Mr. Bumberger had a leading role in the carve-out and creation of a new business division, within DPDHL Group, including necessary change management and communication initiatives.

Details of remuneration sought to be paid - NIL

The number of Meetings of the Board attended during the year -1 (one)

Directorship of other Companies - NIL

Mr. Bumberger, Director, is a member of the Nomination & Remuneration Committee and does not hold any shares in the Company.

Mr. Bumberger and any of the other Directors / Key Managerial Personnel of the Company do not have any inter-se relationship.

Except Mr. Bumberger, being an appointee, none of the other Directors

and Key Managerial Personnel of the Company and their respective relatives, is concerned or interested, financial or otherwise, in the resolution set out in item no. 4.

The Board of Directors recommends the resolution for your approval.

Item No. 5

Mr. Sebastian Paeßens was appointed by the Board of Directors of the Company as an Additional Director with effect from February 24, 2021 and holds office upto the date of this Annual General Meeting, pursuant to provisions of Section 161 of the Companies Act, 2013 and Article 147 of the Articles of Association of the Company. The Notice under Section 160 of the Companies Act, 2013 has been received from a Member proposing name of Mr. Sebastian Paeßens as a candidate for the office of Director of the Company. The Nomination & Remuneration Committee and Board of Directors have recommended and approved appointment of Mr. Sebastian Paeßens as a Director of the Company.

Brief resume of Mr. Sebastian Paeßens pursuant to Regulation 36 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting is provided below.

Mr. Sebastian Paeßens, aged 47 years, is CFO of DHL eCommerce Solutions, a business division of Germany based Deutsche Post DHL Group. Mr. Sebastian Paeßens started his professional career as Management Consultant for Finance and Controlling related projects. He joined Deutsche Post DHL Group in 2008 and held various management positions in the DHL Express division, the German Post and Parcel division and in the Corporate Controlling department. In October 2017, he assumed the role of CFO DHL eCommerce. In October 2018, Mr. Sebastian Paeßens was appointed CFO DHL eCommerce and DHL Parcel Europe, before moving on to his current role January 2019. He is member of Deutsche Post DHL Group's Finance Board. Mr. Sebastian holds a Master of Science degree in Business Administration and Mechanical Engineering.

Details of remuneration sought to be paid - NIL

The number of Meetings of the Board attended during the year -1(one)

Directorship of other Companies - Deutsche Post AG

Mr. Sebastian Paeßens, Director, is not a member/ Chairman of any committee and does not hold any shares in the Company.

Mr. Sebastian Paeßens and any of the other Directors/ Key Managerial Personnel of the Company do not have any inter-se relationship.

Except Mr. Sebastian Paeßens, being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their respective relatives, is concerned or interested, financial or otherwise, in the resolution set out in item no. 5.

The Board of Directors recommends the resolution for your approval.

Item No. 6

Mr. Balfour Manuel was appointed as Managing Director of the Company by an ordinary resolution passed by the Members at the Twenty Eighth Annual General Meeting (“AGM”) of the Company held on July 31, 2019 for a period of (three) years with effect from May 16, 2019 to May 15, 2022. Further, Members at the AGM of the Company held on July 31, 2020 by way of a Special Resolution, approved remuneration payable to Mr. Balfour Manuel, Managing Director, for the year April 1, 2020 to March 31, 2021.

The Members had approved incentive payment based on achievement of profitability levels and other performance parameters as determined by the Board of Directors for the calendar year ended December 31, 2020, upto a maximum of ₹ 137.20 lakhs.

The Members are requested to note that, based on Company's excellent turn-around of performance reported for the Financial Year ended March 31, 2021, despite being a pandemic year (discounting the months of complete lock down), the Nomination & Remuneration Committee and Board of Directors decided to recommend an additional incentive of 5% aggregating to a total incentive upto 105% for the calendar year ended December, 2020.

The Incentive payment upto 100% has already been approved by the Members at the last Annual General Meeting held on July 31, 2020. The Members approval is now being sought for payment of an additional incentive of 5% i.e. ₹ 6.86 lakhs to Mr. Balfour Manuel, Managing Director, for the calendar year ended December, 2020 since it would exceed approval of incentive upto 100% accorded by the Member at the last Annual General Meeting.

Mr. Balfour Manuel a Company veteran of over 37 years, has been instrumental in success of the organisation since inception. He is one of the key managerial personnel who uses his wide business experience and network in expanding business opportunities for the Company and has taken overall responsibility towards operations, business, financial performance and subsidiaries. The year 2020 was extremely challenging year for the Company, but the Company had successfully sailed through the global pandemic under the able leadership of Mr. Balfour Manuel, Managing Director. The Company maintained its position as the market leader and became ‘Trade Facilitator’ for the Nation. During pandemic which impacted entire nation and subsequent lockdown, Mr. Balfour Manuel, Managing Director ensured that the Company continuously operated, our Pilots flew aircrafts every night, hubs operated 24/7 and logistics deliveries were done each day, ensuring deliveries within ‘time window’ to businesses /homes and Company re-emphasized its role as the Nation's Trade Facilitator. The Company earned immense respect from its customers across the sectors, from channel/vendor partners, the Government and the media alike. The Company delivered COVID testing Kits to hospitals, PPE to doctors and nurses, life-saving medical equipments and pharmaceutical products, respirators and ventilators and stepped up as an ‘essential service provider’ to the nation in its battle against pandemic.

The Company's few achievements during pandemic inter-alia included viz; adopting innovative initiatives, introducing ‘Contact- Less Delivery’ (CLD) to ensure government prescribed social distancing norms and customers safety, closely working with the Government on ‘Lifeline Udan’ Initiative, bringing colleagues together on ‘Blue Connect’ Platform, nurturing and creating strong brand with the advertising on television channels and winning prestigious accolades viz; Super Brand Award, Readers Digest Trusted Brand Award and ‘The Great Places to Work For’ Award.

This Explanatory Statement be treated as written memorandum under the provisions of Section 190 of the Companies Act, 2013, for the Agreement to be entered into between the Company and Mr. Balfour Manuel.

In compliance of applicable provisions of Companies Act, 2013, the ‘Special Resolution’ as per the terms set out in Item No. 6 of the accompanying Notice is being placed before the members in the Annual General Meeting.

Except Mr. Balfour Manuel, none of the Directors and Key Managerial Personnel of the Company and their respective relatives is concerned or interested, financially or otherwise, in the resolution set out in Item no. 6.

The Board of Directors recommends the resolution for approval by the members.

Item No. 7

Subject to necessary approval by the Members at the Annual General Meeting and on recommendation of Nomination & Remuneration Committee in its meeting held on May 5, 2021, the Board of Directors in its meeting held on May 5, 2021, approved revision in remuneration terms of Mr. Balfour Manuel as Managing Director, for the financial year April 1, 2021 to March 31, 2022 as under :

| | | |
|----------------------|---|-------------------------|
| Basic | - | ₹ 13.90 lakhs per month |
| House Rent Allowance | - | ₹ 0.54 lakhs per month |

In addition to above amount, Mr. Balfour Manuel shall be entitled to the following;

- (i) The Company's contribution to Provident Fund, in accordance with Rules and Regulations of the Company.
- (ii) Superannuation contribution subject to a maximum ceiling of 15% of basic salary by way of contribution to a fund or an allowance in lieu thereof or combination of both.
- (iii) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
- (iv) Car as per Company's Car scheme along with chauffeur.
- (v) Group Insurance Coverages and reimbursement of telephone expenses.

- (vi) The Managing Director shall be entitled to an incentive payment based on achievement of profitability level and other performance parameters determined by the Board of Directors for the calendar year ended December 31, 2021, upto a maximum of ₹ 129 lakhs.
- (vii) Increment for each year shall be determined by NRC and subject to approval of Board and members at the General Meeting of members.
- (viii) LTI as per the scheme.

Save and except as indicated hereinabove, other terms of appointment of Mr. Balfour Manuel, Managing Director, remains the same.

This Explanatory Statement be treated as a written memorandum under Section 190 of the Companies Act, 2013, for the Agreement to be entered into between the Company and Mr. Balfour Manuel.

A copy of draft of the Supplementary Agreement referred to in the said resolution is available for inspection in the electronic mode. Members can inspect the same by sending an e-mail to Investors@bluedart.com.

In compliance with applicable provisions of the Companies Act, 2013, 'Special Resolution' as per the terms set out in Item No. 7 of the accompanying Notice is being placed before the members in the Annual General Meeting.

Except Mr. Balfour Manuel, none of the Directors and Key Managerial Personnel of the Company and their respective relatives is concerned or interested, financially or otherwise, in the resolution set out in Item no. 7.

The Board of Directors recommends the resolution for approval by the members.

Item no. 8

As per provisions of Section 149, 152, Schedule IV of the Act read with rules made thereunder, the Company has appointed Air Marshal M. McMahon (Retd.) as an Independent Director as per the requirement of the Companies Act, 2013 for a period of 5 (Five) years commencing from February 10, 2017 to February 09, 2022. He would be completing his term on February 09, 2022 and being eligible for re-appointment for another term under the applicable provisions of Companies Act, 2013 offers himself to be appointed as Independent Director of the Company for a second term.

Since Air Marshal M. McMahon (Retd.) attained the age of 75 years on September 27, 2019, consent of Members by way of Special Resolution is also sought by the Company in compliance with Regulation 17 (1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, for his appointment as an Independent Director of the Company, beyond the age of 75 years, for the period of three years with effect from February 10, 2022 to February 09, 2025.

Air Marshal M. McMahon (Retd.) is a Member of Risk Management and Stakeholders Relationship Committees of the Board and

rendering valuable advice and guidance to the Board of Directors and Management from time to time and had debated constructively with other Independent Directors, leveraging range of their skills and experience to drive the Board's performance. Based on a comprehensive appraisal of the performance against a range of criteria including effectiveness of leadership, efficiency of meetings, time and focus given to particular areas, information issues, corporate governance standards, it was concluded that Air Marshal M. McMahon (Retd.)'s contribution to the performance of the Board has been effective and valuable.

Accordingly, based on performance evaluation of Air Marshal M. McMahon (Retd.), the Board of Directors of the Company ('the Board') at the meeting held on May 05, 2021 on recommendation of Nomination & Remuneration Committee and subject to approval of Members, approved and recommended re-appointment of Air Marshal M. McMahon (Retd.) as an Independent Director, for a second term as set out in the Resolution and he shall not be liable to retire by rotation at the Annual General Meeting as provided under Section 152(6) of the Companies Act, 2013.

The Company has received from Air Marshal M. McMahon (Retd.), (i) consent in writing to act as a Director in Form DIR- 2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR- 8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under the provisions of sub-section (2) of Section 164 of the Companies Act, 2013, and (iii) a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Air Marshal M. McMahon (Retd.) fulfils the conditions specified under Companies Act, 2013 and Rules framed there under for appointment as an Independent Director and he is independent of the management.

Brief resume of Air Marshal M. McMahon (Retd.) pursuant to Regulation 36 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting are provided below.

Air Marshal M. McMahon (Retd.) aged 76 years, has wide experience in the Aviation Industry. He was commissioned as a fighter pilot and served in the IAF for 42 years. On graduating, he stood first in Flying. He underwent the T - 33 / F- 86 Advanced Gunnery Course in the USA and was awarded certificates for standing first in Low Level Strafe and Low Angle Bombing. He was an A2 Qualified Flying Instructor and was winner of the Chief's of Air Staff trophy for standing first in flying during the QFI course. His important staff appointments were Director, Air Staff Requirements, Asst. Chief of Air Staff (Operations), Inspector General of the IAF and Vice Chief of Air Staff. He is a recipient of the Param Vishist Seva Medal, Ati Vishist Seva Medal and Vishist Seva Medal.

Air Marshal M. McMahon (Retd.) holds 'Nil' Equity Shares in the Company. He has no relationship with other Directors and other 'Key Managerial Personnel' of the Company.

Date of first appointment on the Board : February 10, 2017

Details of remuneration sought to be paid: Air Marshal M. McMahon (Retd.) shall be entitled to receive sitting fees and commission.

The remuneration last drawn by Air Marshal M. McMahon (Retd.)

₹ 9,00,000 (Sitting fees for the period from April 01, 2020 to March 31, 2021).

The number of Meetings of the Board attended during the year: 6

Directorship/ Membership/ Chairmanship of Committees of Other Boards:

| Sr. No. | Names of the Companies | Designation |
|---------|-------------------------|---|
| 1. | Blue Dart Aviation Ltd. | Director |
| 2. | Blue Dart Aviation Ltd. | Chairman, Audit Committee |
| 3. | Blue Dart Aviation Ltd. | Chairman, Nomination and Remuneration Committee |
| 4. | Blue Dart Aviation Ltd. | Chairman, CSR Committee |

A copy of the draft letter of appointment and terms and conditions of re-appointment of Air Marshal M. McMahon (Retd.), is available for inspection in the electronic mode. Members can inspect the same by sending an e-mail to Investors@bluedart.com.

Given his expertise, knowledge and experience, the Board considers that, continued association of Air Marshal M. McMahon (Retd.) would be of immense benefit to the Company and it is desirable to continue to avail the services of Air Marshal M. McMahon (Retd.) as an Independent Director. Accordingly, the Board considers the re-appointment of Air Marshal M. McMahon (Retd.) as an Independent Director for a second term of three years with effect from February 10, 2022 to February 09, 2025, in the best interest of the Company and recommends the resolution as set out in the accompanying Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives, other than Air Marshal M. McMahon (Retd.) for his re-appointment are in any manner concerned or interested in the resolution as set out at Item no. 8 in the accompanying Notice of Annual General Meeting.

Item no. 9

As per provisions of Section 149, 152, Schedule IV of the Act read with rules made thereunder, the Company has appointed Ms. Kavita Nair as an Independent Director as per requirement of Companies Act, 2013 for a period of 2 years and 6 months commencing from March 26, 2019 to September 25, 2021. Ms. Kavita would be completing her term on September 25, 2021 and being eligible for re-appointment for

another term under the applicable provisions of Companies Act, 2013 offers herself to be appointed as Independent Director of the Company for a second term.

Ms. Kavita Nair is a Member of the Nomination & Remuneration Committee and rendering valuable advice and guidance to the Board of Directors and Management from time to time and actively contributing to the Board deliberations. Based on comprehensive appraisal of the performance against a range of criteria including expertise in the areas of digital, Technology and operations, efficiency of meetings, time and focus given to particular areas, information issues, corporate governance standards, it was concluded that Ms. Kavita Nair's contribution to the performance of the Board was effective and valuable.

Accordingly, based on performance evaluation of Ms. Kavita Nair, the Board of Directors of the Company ('the Board') at the meeting held on May 05, 2021, on recommendation of the Nomination & Remuneration Committee and subject to approval of Members, approved and recommended re-appointment of Ms. Kavita Nair as an Independent Director, for a second term as set out in the Resolution, and she shall not be liable to retire by rotation at the Annual General Meeting as provided under Section 152(6) of the Companies Act, 2013.

The Company has received from Ms. Kavita Nair (i) consent in writing to act as a Director in Form DIR- 2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR- 8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under the provisions of sub-section (2) of Section 164 of the Companies Act, 2013, and (iii) a declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Ms. Kavita Nair fulfils the conditions specified under the Companies Act, 2013 and Rules framed thereunder for appointment as an Independent Director and she is independent of the management.

Brief resume of Ms. Kavita Nair pursuant to Regulation 36 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting are provided below.

Ms. Kavita Nair is an alumnus of the Faculty of Management Studies (FMS), M. S. University, Baroda, where she did her MBA in Marketing and has also completed Senior Leadership Programs from London Business School and IIM Ahmedabad.

An award winning and dynamic leader, Ms. Kavita Nair aged 48 years, has proven success in managing a wide range of leadership roles. She has spent majority of her working years with Vodafone Idea. Her career spanned 22 years here where she held leadership roles

in diverse functions across both consumer and enterprise domains. In her last assignment, Ms. Nair was 'Chief Digital Transformation & Brand Officer' of Vodafone Idea Limited, India's leading telecom service provider. Her areas of expertise include marketing, digital, retail, pricing, product management, channel and customer operations.

Her talent and success has been acknowledged at several prestigious forums - Economic Times included her in its 25 Rising Women Leaders of India Inc. in 2015; Business Today voted her as one of the Young Executives to watch out for in 2011 and Brand Equity named her amongst the 8 Marketing Premier League Icons in 2009.

Ms. Kavita Nair holds 'Nil' Equity Shares in the Company. She has no relationship with other Directors and other 'Key Managerial Personnel' of the Company.

Date of first appointment on the Board : March 26, 2019

Details of remuneration sought to be paid: Ms. Kavita Nair shall be entitled to receive sitting fees and commission.

The remuneration last drawn by Ms. Kavita Nair

₹ 7,00,000 (Sitting fees for the period from April 01, 2020 to March 31, 2021).

The number of Meetings of the Board attended during the year: 6

Directorship/ Membership/ Chairmanship of Committees of Other Boards:

NIL

A copy of the draft letter of appointment and terms and conditions of re-appointment of Ms. Kavita Nair, is available for inspection in the electronic mode. Members can inspect the same by sending an e-mail to Investors@bluedart.com.

Given her expertise, knowledge and experience, the Board considers that the continued association of Ms. Kavita Nair would be of immense benefit to the Company and it is desirable to continue to avail the services of Ms. Kavita Nair as an Independent Director. Accordingly, the Board considers re-appointment of Ms. Kavita Nair as an Independent Director for a second term of 5 (five) years from September 26, 2021 to September 25, 2026 in the best interest of the Company and recommends the resolution as set out in the accompanying Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives, other than Ms. Kavita Nair for her re-appointment are in any manner concerned or interested in the resolution as set out at Item no. 9 in the accompanying Notice of Annual General Meeting.

Item No. 10

The Members of the Company at the Annual General Meeting held on July 28, 2016 had approved payment of commission to Non - Executive Directors of the Company at a rate not exceeding one percent of net profit of the Company for a period of 5 (five) years from August 1, 2016. Accordingly, the validity of the said resolution shall expire on July 31, 2021.

Pursuant to Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('Listing regulations') under the provisions of Regulation 17(1)(6)(a) of the Listing Regulations and Section 197 of the Companies Act, 2013, compensation payable to Non-Executive Directors, including the independent Directors, shall require previous approval of the Members in the General Meeting.

On recommendation and approval by Board of Directors in its Meeting held on May 05, 2021, approval of the Members is being sought by way of an Ordinary Resolution for payment of commission for a further period of five years to Non-Executive Directors as set out in the resolution at Item no. 10 of this notice.

All Directors of the Company except Mr. Balfour Manuel, Managing Director and Key Managerial Personnel of the Company and their respective relatives may be considered to be concerned or interested, financial or otherwise, in the resolution set out in Item no. 10.

Mumbai,

May 05, 2021

By Order of the Board

sd/-

Tushar Gunderia

Head (Legal & Compliance) &
Company Secretary

Regd. Office:

Blue Dart Centre, Sahar Airport Road,
Andheri (East), Mumbai – 400 099.

Tel : 28396444 | Fax : 28244131

CIN: L61074MH1991PLC061074

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communications@bluedart.com

**PROFILE OF MR. R.S. SUBRAMANIAN, DIRECTOR RETIRING BY ROTATION AND SEEKING
RE-APPOINTMENT
(Pursuant to Regulation 36 of Securities and Exchange Board of India)
[(Listing Obligations & Disclosure Requirements) Regulations, 2015
and Secretarial Standard (SS - 2)]**

Mr. R. S. Subramanian, aged 55 years is the SVP & Managing Director, DHL Express India Pvt. Ltd. and member of the DHL Express Asia Pacific Management Board.

With over 30 years of experience in Product-led as well as Service Industry, Mr. Subramanian has extensive knowledge across areas of business strategy, Marketing, Team development and Customer Management. Mr. Subramanian joined DHL Express India as the Head of Sales, subsequently moving up to the position of Vice President for South Asia Cluster (RoSA) wherein he was managing DHL Express operations in Pakistan, Bangladesh, Sri Lanka, Nepal, Maldives and Bhutan. He was instrumental in restructuring and developing DHL operations in these markets.

Mr. Subramanian assumed the role of Managing Director, DHL Express India in 2010. India business grew manifold to a leadership position in the last decade with investments in best in class infrastructure, state of the art technology and strong people processes.

Mr. Subramanian is a Graduate in Industrial Engineering and a Masters in Management from IIM – Bangalore. He is Gold Certified in First Choice which is Deutsche Post DHL's internal quality program based on the Six-Sigma DMAIC methodology.

Details of remuneration sought to be paid: No remuneration is drawn by Mr. R. S. Subramanian.

Date of first appointment on the Board : March 27, 2019

The number of Meetings of the Board attended during the year: 6 (six)

Directorship/ Membership/ Chairmanship of Committees of Other Boards:

| Sr. No | DHL Express (India) Pvt. Ltd | Designation |
|--------|--|-------------------------|
| 1. | DHL Express (India) Pvt. Ltd | SVP & Managing Director |
| 2. | Indo German Chamber of Commerce | Director |
| 3. | Express Industry Council of India (EICI) | Director |
| 4. | Governing body of Logistics Sector Skill Council (LSC) | Member |
| 5. | DHL Express Asia Pacific Management Board | Member |

Shareholding of the Company as on March 31, 2021 - Nil

Mr. R. S. Subramanian and any of the other Directors, Manager or Key Managerial Personnel of the Company do not have any inter-se relationship.