ADITYA BIRLA
UltraTech

21st June, 2019

BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001. Tel.: 22721233/4 Fax: 022 2272 2039 **Scrip Code: 532538**	The Manager Listing Department The National Stock Exchange of India Limited "Exchange Plaza", Bandra-Kurla Complex, Bandra (East), Mumbai 400 051. Tel.: 26598236 Fax: 2659 8237 / 38. **Scrip Code: ULTRACEMCO**

Dear Sirs,

Sub: Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
Notice of Annual General Meeting and Annual Report for the year ended 31st March, 2019

We are pleased to attach the Notice of the 19th Annual General Meeting to be held on Thursday, 18th July, 2019 at Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai- 400 025 at 3.30 p.m, together with the Annual Report for the financial year ended 31st March, 2019.

The same is being despatched to the Company's shareholders by the permitted mode(s).

This is for your information and records please.

Thanking You,

Yours faithfully,

S. K. Chatterjee
Company Secretary

Encl: as above

UltraTech Cement Limited

Registered Office: 'B' Wing, Ahura Centre, 2nd Floor, Mahakali Caves Road, Andheri (East), Mumbai 400 093
Tel No.: 022-66917800/29267800, **Fax No.:** 022-66928109, **website:** www.ultratechcement.com,
CIN: L26940MH2000PLC128420

NOTICE

NOTICE is hereby given that the Nineteenth Annual General Meeting of UltraTech Cement Limited will be held at Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai – 400 025 on Thursday, 18th July, 2019 at 3:30 p.m. to transact the following business:

ORDINARY BUSINESS:

Item no. 1 - Adoption of Audited Financial Statements

To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the financial year ended 31st March, 2019 and the Reports of Directors' and Auditors' thereon.

Item no. 2 - Declaration of Dividend

To declare dividend on equity shares for the year ended 31st March, 2019.

SPECIAL BUSINESS:

Item no. 3 - Retirement by rotation of Mr. O. P. Puranmalka

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

"RESOLVED THAT Mr. O. P. Puranmalka (DIN: 00062212), a Director who retires by rotation and who has not offered himself for re-appointment, be not re-appointed as a Director of the Company and that the vacancy so caused on the Board of the Company not be presently filled-up."

Item no. 4 - Ratification of the remuneration of the Cost Auditors viz. M/s. D. C. Dave & Co., Cost Accountants, Mumbai and M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad for the financial year ending 31st March, 2020.

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Cost Auditors viz. M/s. D. C. Dave & Co., Cost Accountants, Mumbai and M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2020 be paid the remuneration as set out below:

– M/s. D. C. Dave & Co., Cost Accountants, Mumbai – ₹ 13,50,000/- (rupees thirteen lakhs fifty thousand only)

– M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad – ₹ 15,00,000/- (rupees fifteen lakhs only)

plus tax as applicable and reimbursement of out-of-pocket expenses.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things and take all such steps as may be necessary or expedient to give effect to this resolution."

Item no. 5 - Appointment of Mr. K. C. Jhanwar as a Director

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

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. K. C. Jhanwar (DIN: 01743559), who was appointed as an Additional Director by the Board of Directors of the Company and who holds office as such up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

Item no. 6 - Appointment of Mr. K. C. Jhanwar as a Whole-time Director designated as Deputy Managing Director and Chief Manufacturing Officer

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the relevant provisions of the Articles of Association of the Company and all applicable guidelines issued by the Central Government from time to time and subject to such other approvals, as may be necessary, consent of the Members be and is hereby accorded to the appointment of Mr. K. C. Jhanwar (DIN: 01743559) as Whole-time Director (designated as Deputy Managing Director and Chief Manufacturing Officer) of the Company, subject to retirement by rotation, for the period and upon the following terms and conditions including remuneration, with further liberty to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee constituted / to be constituted by the Board) from time to time to alter the said terms and conditions of appointment and remuneration of Mr. Jhanwar in the best interests of the Company and as may be permissible at law, viz.:

A. **Period**

4 Years w.e.f. 19th October, 2018 with the liberty to either party to terminate the appointment on three months' notice in writing to the other.

B. **Remuneration**

i. Basic Salary: ₹ 12,76,000/- (rupees twelve lakhs seventy six thousand only) per month with such increments as the Board may decide from time to time, subject however to a ceiling of ₹ 25,00,000/- (rupees twenty five lakhs only) per month.

ii. Special Allowance: ₹ 9,51,336/- (rupees nine lakhs fifty one thousand three hundred and thirty six only) per month with such increments as the Board may decide from time to time, subject however to a ceiling of ₹ 21,00,000/- (rupees twenty one lakhs only) per month. This allowance however, will not be taken into account for calculation of benefits such as Provident Fund, Gratuity, Superannuation and Leave encashment.

iii. Annual Incentive Pay: Performance Bonus linked to the achievement of targets, as may be decided by the Board from time to time, subject to a maximum of ₹ 3,50,00,000/- (rupees three crore fifty lakhs only) per annum.

iv. Long-term Incentive Compensation (LTIC) including Employee Stock Options, Restricted Stock Units, Stock Appreciation Rights, Phantom Restricted Stock Units as per the Scheme applicable to Executive Directors and / or Senior Executives of the Company and / or its Subsidiaries and / or any other incentive applicable to Senior Executives of the Company / Aditya Birla Group, in such manner and with such provisions as may be decided by the Board, considering the above.

C. **Perquisites**

i. Housing: Free furnished accommodation or HRA in lieu of Company provided accommodation.

ii. Medical Expenses Reimbursement: Reimbursement of all expenses incurred for self and family (including domiciliary and medical expenses and insurance premium for medical and hospitalisation policy as applicable), as per Company policy.

iii. Leave Travel Expenses: Leave Travel Expenses for self and family in accordance with the policy of the Company.

iv. Car: Two cars for use of Company's Business as per Company car policy.

v. Reimbursement of expenses on actuals pertaining to electricity, gas, water, telephone and other reasonable expenses for the upkeep and maintenance in respect of such accommodation as per the policy of the Company.

vi. Club fees: Fees of one corporate club in India (including admission and annual membership fee).

vii. Reimbursement of entertainment, travelling and all other expenses incurred for the business of the Company as per the policy of the Company.

viii. Leave and encashment of leave: as per the policy of the Company.

ix. Personal accident insurance premium: as per the policy of the Company.

x. Contribution towards Provident Fund and Superannuation Fund or Annuity Fund, as per the policy of the Company.

xi. Gratuity and /or contribution to the Gratuity Fund of the Company: as per the policy of the Company.

xii. Other Allowances / benefits, perquisites: Any other allowances, benefits and perquisites as per the Rules applicable to Senior Executives of the Company and / or which may become applicable in the future and / or any other allowance, perquisites as the Board may decide from time to time.

xiii. Any other one time / periodic retirement allowances / benefits as may be decided by the Board at the time of retirement.

D. Annual remuneration review is effective 1st July each year, as per the policy of the Company.

E. Subject as aforesaid, the Deputy Managing Director and Chief Manufacturing Officer shall be governed by such other Rules as are applicable to the Senior Executives of the Company from time to time.

F. For the purposes of Gratuity, Provident Fund, Superannuation and other like benefits, if any, the service of Mr. K. C. Jhanwar, will be considered as continuous service with the Company from the date of his joining the Aditya Birla Group.

G. The aggregate of the remuneration and perquisites as aforesaid in any financial year shall not exceed the limit from time to time under Section 197, Section 198 and other applicable provisions of the Act read with Schedule V of the Act or any statutory modification(s) or re-enactment(s) thereof for the time being in force, or otherwise as may be permissible at law.

H. When in any financial year, the Company has no profits or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Mr. K. C. Jhanwar in accordance with the applicable provisions of the Act read with the Rules thereunder and Schedule V of the Act.

I. The Nomination, Remuneration and Compensation Committee will review and recommend the remuneration payable to the Deputy Managing Director and Chief Manufacturing Officer during the tenure of his appointment.

J. Though considering the provisions of Section 188 of the Act and the applicable Rules and Schedules thereto, Mr. K. C. Jhanwar would not be holding any office or place of profit by his being a mere director of the Company's subsidiaries / Joint Ventures, approval be and is hereby granted by way of abundant caution for him to accept the sitting fees / commission paid / payable to other directors for attending meetings of Board(s) of Directors / Committee(s) of subsidiaries / Joint Ventures of the Company or companies promoted by the Aditya Birla Group.

K. Mr. K. C. Jhanwar shall be subject to retirement by rotation during his tenure as the Deputy Managing Director and Chief Manufacturing Officer of the Company. So long as Mr. Jhanwar functions as the Deputy Managing Director and Chief Manufacturing Officer, he shall not be paid any fees for attending the meetings of the Board or any Committee(s) thereof of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution."

Item no. 7 - Re-appointment of Mr. Arun Adhikari as an Independent Director

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Arun Adhikari (DIN: 00591057), who was appointed as an Independent Director and who holds office of Independent Director up to the conclusion of this Annual General Meeting and being eligible and fulfilling the criteria of independence as provided in the Act and the Listing Regulations and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company from the conclusion of this Annual General Meeting till 17th July, 2024."

Item no. 8 - Re-appointment of Mr. S. B. Mathur as an Independent Director:

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. S. B. Mathur (DIN: 00013239), who was appointed as an Independent Director and who holds office of Independent Director up to the conclusion of this Annual General Meeting and who will be attaining the age of 75 years and being eligible and fulfilling the criteria of independence as provided in the Act and the Listing Regulations and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company from the conclusion of this Annual General Meeting till 17th July, 2024."

Item no. 9 - Re-appointment of Mrs. Sukanya Kripalu as an Independent Director:

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mrs. Sukanya Kripalu (DIN: 06994202), who was appointed as an Independent Director of the Company to hold office for a term upto 5 (five) consecutive years with effect from 11th October, 2014, being eligible and fulfilling the criteria of independence as provided in the Act and the Listing Regulations and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director of the Company, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company with effect from 11th October, 2019 till 10th October 2024."

Item no. 10 - Re-appointment of Mrs. Renuka Ramnath as an Independent Director

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mrs. Renuka Ramnath (DIN: 00147182), who was appointed as an Independent Director of the Company to hold office for a term upto 5 (five) consecutive years with effect from 11th October, 2014, being eligible and fulfilling the criteria of independence as provided in the Act and the listing Regulations and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director of the Company be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company with effect from 11th October, 2019 till 10th October 2024."

Item no. 11 - Increase in borrowing limits from ₹ 6,000 crores over and above the aggregate of the paid-up share capital and free reserves of the Company to ₹ 8,000 crores over and above the aggregate of the paid-up share capital, free reserves and securities premium of the Company.

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

"RESOLVED THAT in supersession of the special resolution passed by the Members of the Company at the Annual General Meeting held on 19th July, 2016 and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board), to borrow any sum or sums of money from time to time at its discretion, for the purpose of the business of the Company, from any one or more Banks, Financial Institutions and other Persons, Firms, Bodies Corporate, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may, at any time, exceed the aggregate of the paid-up share capital of the Company and its free reserves (that is to say reserves not set apart for any specific purpose), subject to such aggregate borrowings not exceeding the amount which is ₹ 8,000 crores (rupees eight thousand crores only) over and above the aggregate of the paid-up share capital of the Company, its free reserves (that is to say reserves not set apart for any specific purpose) and its securities premium and that the Board be and is hereby empowered and authorised to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise as it may, in its absolute discretion, think fit.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

Item no. 12 - Creation of charge on the movable and immovable properties of the Company, both present and future, in respect of borrowings

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

"RESOLVED THAT in supersession of the special resolution passed by the Members of the Company at the Annual General Meeting held on 19th July, 2016 and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and the Articles of Association of the Company, consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board) for creation of charge / mortgage / pledge / hypothecation / security in addition to existing charge / mortgage / pledge / hypothecation / security, in such form and manner and with such ranking and at such time and on such terms as the Board may determine, on all or any of the movable and / or immovable properties, tangible or intangible assets of the Company, both present and future and / or the whole or any part of the undertaking(s) of the Company, as the case may be in favour of the Lender(s), Agent(s) and Trustee(s), for securing the borrowings availed / to be availed by the Company and its subsidiaries by way of loan(s) (in foreign currency and / or rupee currency) and securities (comprising fully / partly convertible debentures and / or non-convertible debentures with or without detachable or non-detachable warrants and / or secured premium notes and / or floating rate notes / bonds or other debt instruments), issued / to be issued by the Company and its subsidiaries including deferred sales tax loans availed / to be availed by various Units of the Company and its subsidiaries, ("hereinafter collectively referred to as "Loans") provided that the total amount of loans shall not at any time exceed ₹ 8,000 crores (rupees eight thousand crores only) over and above the aggregate of the paid-up share capital of the Company, its free reserves (that is to say reserves not set apart for any specific purpose) and its securities premium, together with interest at the respective agreed rates, additional interest, compound interest in case of default, accumulated interest, liquidated damages, commitment charges, premia on prepayment, remuneration of the Agent(s) / Trustee(s), premium (if any) on redemption, all other costs, charges and expenses, including any increase as a result of devaluation / revaluation / fluctuation in the rates of exchange and all other monies payable by the Company in terms of the loan agreement(s), debenture trust deed(s) or any other document, entered into / to be entered into between the Company and the Lender(s) / Agent(s) / Trustee(s) / State Government(s) / Agency(ies) representing various state government and / or other agencies etc. in respect of the said loans / borrowings / debentures / securities / deferred sales tax loans and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board and the Lender(s) / Agent(s) / Trustee(s) / State Government(s) / Agency(ies), etc.

RESOLVED FURTHER THAT the securities to be created as aforesaid may rank prior / pari passu / subservient with / to the mortgages and /or charges already created or to be created in future by the Company or in such other manner and ranking as may be thought expedient by the Board and as may be agreed to between the concerned parties.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to finalise, settle, and execute such documents / deeds / writings / papers / agreements as may be required and to do all such acts, deeds, matters and things, including the power to delegate authority in favour of such Officers of the Company, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in regard to creating mortgages / charges as aforesaid."

By Order of the Board

S. K. Chatterjee
Company Secretary

Place: Mumbai
Date: 24th April, 2019

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE NINETEENTH ANNUAL GENERAL MEETING ("the Meeting") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

2. **A PERSON SHALL ACT AS PROXY FOR ONLY 50 MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. MEMBER HOLDING MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER MEMBER.**

3. If a Person is appointed as Proxy for more than 50 Members, he shall choose any 50 Members and confirm the same to the Company 24 hours before the commencement of the Meeting. In case, the Proxy fails to do so, the Company shall consider only the first 50 proxies received in respect of such person as valid.

4. Proxy holder shall prove his identity at the time of attending the Meeting. A Proxy Form which does not state the name of the Proxy shall be considered invalid.

5. Corporate members intending to send their authorised representatives to attend the meeting pursuant to Section 113 of Companies Act, 2013 ("the Act") are requested to send to the Company a certified copy of the Board resolution authorising their representatives to attend and vote on their behalf at the meeting.

6. Proxy Form(s) and certified copy of Board resolution(s) authorising representative(s) to attend and vote at the meeting shall be sent to the registered office of the Company and addressed to the "Secretarial Department".

7. The Company' Statutory Auditors M/s. BSR & Co. LLP, Chartered Accountants, Mumbai (Registration No: 101248W/W100022) and M/s. Khimji Kunverji & Co., Chartered Accountants, Mumbai (Registration No: 105146W) were appointed as Joint Statutory Auditors of the Company for a period of five consecutive years on a remuneration to be determined by the Board of Directors. Their appointment was subject to ratification by the Members at every subsequent Annual General Meeting held after their appointment.

   Pursuant to the amendments made to Section 139 of the Act by the Companies (Amendment) Act, 2017 effective from 7th May, 2018, the requirement of seeking ratification of the Members for the appointment of the Statutory Auditors has been withdrawn from the Statute.

   In view of the above, ratification of the Members for continuance of the appointment of Statutory Auditors at this Annual General Meeting is not being sought. The Statutory Auditors have given a confirmation to the effect that they are eligible to continue with their appointment and that they have not been disqualified in any manner from continuing as Statutory Auditors. The remuneration payable to the Statutory Auditors shall be determined by the Board of Directors based on the recommendation of the Audit Committee.

8. An Explanatory Statement pursuant to Section 102 of the Act in respect of Item nos. 3 to 12 of the Notice set out above, is annexed hereto. The relevant details as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") of persons seeking re-appointment as Director is also annexed.

9. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 12th July, 2019 to Thursday, 18th July, 2019 (both days inclusive) for the purpose of payment of dividend, if any, approved by the Members.

10. The dividend, as recommended by the Board of Directors, if approved at the meeting, will be paid on or after 19th July, 2019 to those Members or their mandates whose names are registered in the Company's Register of Members:

    a) as Beneficial Owners as at the end of business on 11th July, 2019 as per the lists to be furnished by National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") in respect of the shares held in electronic form, and

    b) as Members in the Register of Members of the Company in physical form which are maintained with the Company's Registrar & Transfer Agent ("RTA") viz. Karvy Fintech Private Limited having their address at Karvy Selenium, Tower B, Plot No. 31 & 32, Financial District, Gachibowli, Nanakramguda, Hyderabad – 500 032 on 11th July, 2019.

    Equity shares that may be allotted upon exercise of stock options granted under the Employee Stock Option Scheme – 2006 and Employee Stock Option Scheme - 2013 before the book closure date shall rank pari passu with the existing equity shares and shall also be entitled to receive the dividend, if approved at the Meeting.

11. *Pursuant to the provisions of Section 124 of the Act, the unpaid / unclaimed dividend for the financial year 2010 –*

2011 has been transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government.

12. *In terms of the provisions of Section 124(5) of the Act, dividend, which remains unpaid or unclaimed for a period of 7 (seven) years from the data of declaration will be transferred to IEPF.*

    Further, in terms of the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), equity shares in respect of which dividend has not been paid or claimed for 7 (seven) consecutive years or more from the date of declaration will also be transferred to an account viz. IEPF Suspense Account, which is operated by the IEPF Authority pursuant to the IEPF Rules.

    Shareholders, who have so far not encashed their dividend relating to the financial year 2011-12 are requested to do so by 30th August, 2019, by writing to the Secretarial Department at the Registered Office of the Company or to the RTA, failing which the dividend and the equity shares relating thereto will be transferred to the IEPF and the IEPF Suspense Account respectively.

    In compliance with the aforesaid Rules, the Company has already transferred equity shares pertaining to the financial year 2010-11 to the IEPF Suspense Account, after providing necessary intimations to the relevant shareholders.

    Details of unpaid / unclaimed dividend and equity shares for the financial year 2010–11 are uploaded on the website of the Company as well as that of the Ministry of Corporate Affairs, Government of India ("MCA"). No claim shall lie against the Company in respect of unclaimed dividend amount and equity shares transferred to the IEPF and IEPF Suspense Account, respectively, pursuant to the IEPF Rules. Members can however claim both the unclaimed dividend amount and the equity shares from the IEPF Authority by making applications in the manner provided in the IEPF Rules.

13. a) Members are requested to notify immediately any change of address:

    (i) to their Depository Participants (DPs) in respect of the shares held in electronic form, and

    (ii) to the Company or its RTA, in respect of the shares held in physical form together with a proof of address viz. Electricity Bill, Telephone Bill, Voter ID Card, Passport etc.

    b) In case the mailing address mentioned on this Annual Report is without the PINCODE, Members are requested to kindly inform their PINCODE immediately.

14. Non-resident Indian Members are requested to inform the Company or its RTA or to the concerned DPs, as the case may be, immediately:

    (a) the change in the residential status on return to India for permanent settlement.

    (b) the particulars of the NRE Account with a Bank in India, if not furnished earlier.

15. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or its RTA quoting their Folio number or their Client ID number with DP ID number, as the case may be.

16. Members who are holding shares in identical order of names in more than one folio are requested to send to the Company or its RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. The share certificates will be returned to the Members after making requisite changes thereon.

17. (a) Members are advised to avail of the facility for receipt of dividend through National Electronic Clearing Service (NECS). The NECS facility is available at specified locations. Members holding shares in electronic form are requested to contact their respective DPs for availing NECS facility. Members holding shares in physical form are requested to download the NECS form from the website of the Company viz. www.ultratechcement.com and the same duly filled up and signed along with a photocopy of a cancelled cheque may be sent to the Company or its RTA.

    (b) Members who hold shares in electronic form and want to change / correct the bank account details should send the same immediately to their concerned DPs and not to the Company. Members are also requested to give the MICR Code of their bank to their DPs. The Company will not entertain any direct request from such Members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details. The said details will be considered, as will be furnished by NSDL/CDSL to the Company.

    (c) The Listing Regulations specifies companies to use any of the approved electronic payment facility such as NECS or RTGS etc. for making payments to investors. The Company or its RTA is required to maintain bank details of their investors as follows:

    – for investors holding securities in dematerialised form, companies shall seek relevant bank details from the depositories.

- for investors holding securities in physical mode, companies shall maintain updated bank details of the investors at their end.

(d) To avoid the incidence of fraudulent encashment of dividend warrants, Members are requested to intimate the Company under the signature of the Sole / First Joint holder, the following information, so that the bank account number, name and address of the bank can be printed on the dividend warrants:

1) Name of Sole / First Joint holder and Folio number.

2) Particulars of bank account, viz.

i) Name of bank

ii) Name of branch

iii) Complete address of bank with PINCODE

iv) Account type, whether Savings (SB) or Current Account (CA)

v) Bank Account Number

18. *Depository System*

The Company has entered into agreements with NSDL and CDSL. The Depository System envisages the elimination of several problems involved in the scrip-based system such as bad deliveries, fraudulent transfers, fake certificates, thefts in postal transit, delay in transfers, mutilation of share certificates, etc. Simultaneously, Depository System offers several advantages like exemption from stamp duty, elimination of concept of market lot, elimination of bad deliveries, reduction in transaction costs, improved liquidity, etc.

Members, therefore, now have the option of holding and dealing in the shares of the Company in electronic form through NSDL or CDSL. Members are encouraged to convert their holdings to electronic mode.

In terms of the amendments to the Listing Regulations, w.e.f. 1st April, 2019 requests for effecting transfer of securities in physical form shall not be processed unless the securities are held in dematerialised form with the depository, i.e. NSDL and CDSL.

Members are therefore requested to demat their physical holding for any further transfer. Members can however continue to make request for transmission or transposition of securities held in physical form.

19. As per the provisions of Section 72 of the Act, facility for making nominations is now available to INDIVIDUALS holding shares in the Company. Members holding shares in physical form may obtain the Nomination Form from the Company's Secretarial Department at its Registered Office or its RTA or can download the form from the Company's website viz. www.ultratechcement.com. Members holding shares in electronic form have to approach their DPs for completing the nomination formalities.

20. The Annual Report of the Company for the year 2018-19, circulated to the Members of the Company, is available on the Company's website viz. www.ultratechcement.com. The annual accounts of the Company's subsidiary companies and the related detailed information shall be made available to shareholders of the holding and subsidiary companies seeking such information at any point of time.

21. In terms of the Listing Regulations, it is mandatory to furnish a copy of PAN card to the Company or its RTA in the following cases viz. deletion of name, transmission of shares and transposition of shares.

22. All documents referred to in this Notice will be available for inspection at the Company's registered office between 11:00 am and 1:00 pm up to 17th July, 2019 on all days (except Saturdays, Sundays and public holidays).

23. In terms of the provisions of the Listing Regulations, the Company is pleased to provide the facility of the webcast of proceedings of the Meeting. Members can view the proceeding of the Meeting by logging on the e-voting website of Karvy at https://evoting.karvy.com using their remote e-voting credentials.

24. The route map of the venue of the Meeting is given in the Notice. The prominent landmark for the venue is near Siddhivinayak Temple in Prabhadevi.

ANNEXURE TO THE NOTICE

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013:

Item no. 3 - Retirement by rotation of Mr. O. P. Puranmalka

In accordance with the provisions of Section 152(6) of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company, Mr. O. P. Puranmalka is to retire by rotation at the upcoming Annual General Meeting. Mr. Puranmalka has conveyed to the Company that he will not be seeking re-appointment as a Director due to other personal commitments.

At present, it is proposed that the vacancy on the Board of the Company created by Mr. Puranmalka's retirement be not filled-up. Under Section 152(7) of the Act, where a vacancy created by retirement by rotation of a director is not to be filled-up, a resolution of the shareholders is required.

Mr. Puranmalka has a long association with the Company. He was earlier the Managing Director of the Company, having retired as such on 31st March, 2016. The Board places on record its appreciation for the valuable contributions during his tenure with the Company.

None of the Directors, Key Managerial Personnel and their relatives, other than Mr. Puranmalka and his relatives, are in any way, concerned or interested in the said resolution.

The Board accordingly recommends the resolution set out at item no. 3 of this Notice for your approval.

Item no. 4 - Ratification of the remuneration of the Cost Auditors viz. M/s. D. C. Dave & Co., Cost Accountants, Mumbai and M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad for the financial year ending 31st March, 2020

The Board of Directors of the Company, on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. D. C. Dave & Co., Cost Accountants, Mumbai and M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad, Cost Auditors, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2020 as per the following details:

- M/s. D. C. Dave & Co., Cost Accountants, Mumbai – ₹ 13,50,000/- (rupees thirteen lakhs fifty thousand only)
- M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad – ₹ 15,00,000/- (rupees fifteen lakhs only)

plus tax as applicable and reimbursement of out-of-pocket expenses.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company.

Accordingly, consent of the Members is sought for passing the resolution as set out in item no. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2020.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested in the said resolution.

The Board accordingly recommends the resolution set out at item no. 4 of this Notice for your approval.

Item nos. 5 and 6 - Appointment of Mr. K. C. Jhanwar as a Director and as a Whole-time Director designated as Deputy Managing Director and Chief Manufacturing Officer

Based on the recommendation of the Nomination, Remuneration and Compensation Committee ("NRC Committee"), Mr. K. C. Jhanwar (DIN: 01743559) was appointed as an Additional Director on the Board of the Company with effect from 19th October, 2018 to hold office upto the date of the Annual General Meeting and is eligible to be appointed as Director. He was also appointed as Whole-time Director (designated as Deputy Managing Director and Chief Manufacturing Officer) of the Company with effect from 19th October, 2018, subject to the approval of the Members.

Mr. Jhanwar is a Chartered Accountant with over 39 years' experience, of which 38 years' have been with the Aditya Birla Group. He has held various roles in Finance, Operations and General Management across the Cement and Chemicals Business of the Group, including greenfield and brownfield expansions.

The remuneration and other terms and conditions of Mr. Jhanwar's appointment as Whole-time Director (designated as Deputy Managing Director and Chief Manufacturing Officer) as set out in the resolution is subject to your approval.

Mr. Jhanwar is a member of the Company's Stakeholders Relationship Committee and the Risk Management and Sustainability Committee. Other details required to be disclosed in terms of the provisions of the Secretarial Standard on General Meetings forms part of this Notice.

Mr. Jhanwar is not related to any other Director and Key Managerial Personnel of the Company.

None of the Directors, Key Managerial Personnel and their relatives other than Mr. Jhanwar and his relatives are, in any way, concerned or interested in the said resolutions.

The Board accordingly recommends the resolutions set out at item nos. 5 and 6 of this Notice for your approval.

Item nos. 7 to 10 - Re-appointment of Mr. Arun Adhikari, Mr. S. B. Mathur, Mrs. Sukanya Kripalu and Mrs. Renuka Ramnath as Independent Directors

Mr. Arun Adhikari (DIN: 00591057), Mr. S. B. Mathur (DIN: 00013239), Mrs. Sukanya Kripalu (DIN: 06994202) and Mrs. Renuka Ramnath (DIN: 00147182) were appointed as Independent Directors on the Board of the Company pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the erstwhile Clause 49 of the Listing Agreement with the stock exchanges. Mr. Adhikari and Mr. Mathur hold office as Independent Directors of the Company up to the conclusion / date of the ensuing Annual General Meeting of the Company and Mrs. Kripalu and Mrs. Ramnath hold office as Independent Directors of the Company upto 10th October, 2019 ("first term" in line with the explanation to Sections 149(10) and 149(11) of the Act).

The Nomination, Remuneration and Compensation Committee (the "NRC Committee") of the Board of Directors, on the basis of the report of performance evaluation of Independent Directors, have recommended the re-appointment of Mr. Adhikari, Mr. Mathur, Mrs. Kripalu and Mrs. Ramnath as Independent Directors for a second term of 5 (five) consecutive years on the Board of the Company in accordance with the provisions of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). The NRC Committee has also considered the continuation of Mr. Mathur as Director as he will be attaining the age of 75 years.

The Board, based on the performance evaluation of Independent Directors and as per the recommendation of the NRC Committee considers that, given their background and experience and contributions made by them during their tenure, the continued association of Mr. Adhikari, Mr. Mathur, Mrs. Kripalu and Mrs. Ramnath would be beneficial to the Company and it is desirable to continue to avail their services as Independent Directors. Accordingly, it is proposed to re-appoint Mr. Adhikari, Mr. Mathur, Mrs. Kripalu and Mrs. Ramnath as Independent Directors of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company.

A brief profile of the Directors, being re-appointed, is given below:

- Mr. Adhikari is an alumni of the Indian Institute of Technology, Kanpur and the Indian Institute of Management, Calcutta. He joined Hindustan Lever Limited as a Management Trainee in 1977 and worked with the Unilever Group in India, UK, Japan and Singapore. His areas of responsibility included, sales and marketing, culminating in general management and leadership roles. Mr. Adhikari retired from Unilever in January, 2014 following which he was a Senior Advisor with McKinsey and Company for four years.

- Mr. Mathur is a Chartered Accountant who has served as the Chairman of the Life Insurance Corporation of India (LIC) from August, 2002 to October, 2004. He is on the board of various companies. He also holds Trusteeships, Advisory/Administrative Roles on Government Bodies, Authorities and Corporations.

- Mrs. Kripalu is a graduate from St. Xavier's College and the Indian Institute of Management, Calcutta. She is a consultant in the fields of marketing, strategy, advertising and market research. Her experience includes working with leading corporates like Nestle India Limited, Cadbury India Limited and Kellogg's India. She was also the CEO of Quadra Advisory a WPP Group Company.

- Mrs. Ramnath has over the course of three decades in financial services, successfully built several businesses. In 2009, she founded Multiples, a dedicated India focused private equity fund with an AUM of close to USD 1 billion. The young independent platform of Multiples has had stellar success under her leadership and has supported transformational journeys of young companies and new-age professional entrepreneurs across various sectors and situations to build a successful track record for Multiples.

  Mrs. Ramnath started her career with the ICICI Group including stints in investment banking and e-commerce; she led ICICI Venture as the MD & CEO of ICICI Venture, to become one of the largest private equity funds in India, scaling the proprietary platform from USD 50 mn to USD 2.5 bn under her management in 8 years. In the Indian PE market, she has pioneered first-to-market transactions like leveraged buyouts and management buyouts as well as incubated several companies. Mrs. Ramnath thrives on the challenges that markets and competition throw in the business, consistently finding ways to succeed by deploying the full human potential to deliver extraordinary returns.

The above mentioned Directors are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Directors. The Company has received declarations from each of them that they meet the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations.

In the opinion of the Board, Mr. Adhikari, Mr. Mathur, Mrs. Kripalu and Mrs. Ramnath fulfil the conditions for their re-appointment as Independent Directors as specified in the Act, the Rules made thereunder and the Listing Regulations. All of them are independent of the management.

A copy of their draft letters of appointment as Independent Directors setting out the terms and conditions are available for inspection by the Members at the registered office of the Company on all working days (except Saturdays, Sundays and Public Holidays) between 11:00 am to 1:00 pm up to 17th July, 2019.

None of the Directors, Key Managerial Personnel and their relatives other than Mr. Adhikari, Mr. Mathur, Mrs. Kripalu and Mrs. Ramnath and their relatives are concerned or interested in the respective resolutions for their appointment.

The Board accordingly recommends the resolutions as set out at item nos. 7 to 10 of this Notice for your approval.

Item no. 11 and 12 –Increase in borrowing limits from ₹ 6,000 crores over and above the aggregate of the paid-up share capital and free reserves of the Company to ₹ 8,000 crores over and above the aggregate of the paid-up share capital, free reserves and securities premium of the Company and creation of charge over the movable and immovable properties of the Company, both present and future, in respect of borrowings

The Members of the Company at the Annual General Meeting held on 19th July, 2016, authorised the Board of Directors (which term shall be deemed to include any Committee of the Board) to borrow money(ies) on behalf of the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) and for creation of charge over the movable and immovable properties of the Company as security in favour of lending agencies for a sum not exceeding ₹ 6,000 crores (rupees six thousand crores only), over and above the aggregate of the paid-up share capital and free reserves of the Company.

Keeping in view your Company's business requirements and growth plans, it is considered desirable to increase the said borrowing limits under the provisions of Section 180(1)(c) of the Companies Act, 2013 (the "Act") to ₹ 8,000 crores (rupees eight thousand crores only) above the aggregate of the paid-up share capital, free reserves and securities premium of the Company.

The borrowings by a Company, in general, are required to be secured by mortgage or charge on all or any of the movable or immovable properties of the Company in such form, manner and ranking as may be determined by the Board from time to time, in consultation with the lender(s).

Your consent is required under the provisions of Sections 180(1)(c) and 180(1)(a) of the Act, to increase the borrowing limits and to mortgage and / or create a charge over any of the movable and / or immovable properties and / or the whole or any part of the undertaking(s) of your Company to secure its borrowings and those of its subsidiary(ies).

None of the Directors, Key Managerial Personnel and their relatives, are in any way, concerned or interested in the said resolutions.

The Board accordingly recommends the resolutions set out at item nos. 11 and 12 of this Notice for your approval.

By Order of the Board

S. K. Chatterjee
Company Secretary

Place: Mumbai
Date: 24th April, 2019

Disclosure relating to Directors pursuant to Regulation 36(3) of Listing Regulations and Secretarial Standard on General Meetings:

Name of Director	K. C. Jhanwar	Arun Adhikari	S. B. Mathur	Sukanya Kripalu	Renuka Ramnath
Date of Birth / Age	30th June, 1957 / 62 years	20th January, 1954 / 65 years	11th October, 1944 / 75 years	30th October, 1960 / 59 years	14th September, 1961 / 58 years
Date of First Appointment	19th October, 2018	3rd December, 2013	10th September, 2008	11th October, 2014	11th October, 2014
Expertise in specific functional area	Company Executive	Company Executive	Company Executive	Marketing consultant	Private equity fund Manager
Qualification	Chartered Accountant	B Tech, PGDM	B.Com, F.C.A, ICWA Part I & II London	IIM, Calcutta	BE and MBA from Mumbai University, AMP from Harvard Business School.
Shareholding in the Company	-	-	-	-	-
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	-	-	-	-	-
No. of Board meetings attended during FY19	2	6	5	6	2
Names of other public limited companies in which directorships held	1. Bahar Ready Mix Concrete Limited 2. Merit Plaza Limited 3. Swiss Merchandise Infrastructure Limited 4. UltraTech Nathdwara Cement Limited	1. Aditya Birla Capital Limited 2. Aditya Birla Sun Life Insurance Company Limited 3. Vodafone Idea Limited 4. Voltas Limited	1. DCM Shriram Industries Limited 2. ITC Limited 3. National Collateral Management Services Limited 4. NSE Investments Limited 5. QRG Enterprises Limited 6. Thomas Cook (India) Limited 7. Travel Corporation (India) Limited	1. Aditya Birla Fashion and Retail Limited 2. Aditya Birla Health Insurance Company Limited 3. Colgate-Palmolive (India) Limited 4. Entertainment Network (India) Limited 5. Huhtamaki PPL Limited	1. Arvind Limited 2. Indian Energy Exchange Limited 3. Institutional Investor Advisory Services India Limited 4. L&T Technology Services Limited 5. PVR Limited 6. Tata Communications Limited 7. Vastu Housing Finance Corporation Limited
Chairman / Member of the Committee of Directors of other public limited companies in which he / she is a Director					
a) Audit Committee	1. UltraTech Nathdwara Cement Limited - Member	1. Aditya Birla Sun Life Insurance Company Limited - Member 2. Voltas Limited - Member	1. ITC Limited- Chairman 2. Travel Corporation (India) Limited - Chairman 3. DCM Shriram Industries Limited – Member 4. NSE Investments Limited – Member 5. QRG Enterprises Limited – Member 6. Thomas Cook (India) Limited - Member	1. Aditya Birla Fashion and Retail Limited-Member 2. Aditya Birla Health Insurance Company Limited - Member 3. Colgate Palmolive (India) Limited – Member	1. Tata Communications Limited – Chairperson 2. L&T Technology Services Limited - Member
b) Stakeholders Relationship Committee	-	-	1. Thomas Cook (India) Limited - Member	1. Huhtamaki PPL Limited-Chairperson 2. Aditya Birla Fashion and Retail Limited-Member	1. L&T Technology Services Limited - Chairperson

Note: Pursuant to Regulation 26 of the Listing Regulations, only two Committees viz. Audit Committee and Stakeholders Relationship Committee have been considered.

Instructions for Remote e-voting

1. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its Members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting ("AGM") by electronic means and the business may be transacted through e-voting services arranged by Karvy Fintech Private Limited ("Karvy"). The Members may cast their votes using an electronic voting system from a place other than the venue of the AGM ("remote e-voting").
2. The facility for voting through electronic voting system or polling paper shall be made available at the AGM and the Members attending the AGM who have not cast their vote by remote e-voting shall be able to exercise their right at the AGM.
3. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
4. The remote e-voting period commences on Monday, 15th July, 2019 (9:00 a.m. IST) and ends on Wednesday, 17th July, 2019 (5:00 p.m. IST). During this period, Members of the Company holding shares either in physical form or in demat form, as on the cut-off date of Thursday, 11th July, 2019 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by Karvy for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

The process and manner for remote e-voting are as under:

A. In case a Member receives an e-mail from Karvy (for Members whose e-mail addresses are registered with the Company/ Depository Participants):

(i) Launch internet browser by typing the URL: *https://evoting.karvy.com*.

(ii) Enter the login credentials (i.e. User ID and Password mentioned above). Your Folio No./ DP ID-Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.

(iii) After entering these details appropriately, Click on "LOGIN".

(iv) You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

(v) You need to login again with the new credentials.

(vi) On successful login, the system will prompt you to select the "EVENT" i.e., UltraTech Cement Limited.

(vii) On the voting page, enter the number of shares (which represents the number of votes) as on the Cut Off date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding as mentioned hereinabove. You may also choose the option ABSTAIN. If the shareholder does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

(viii) Shareholders holding multiple folios/demat accounts shall choose the voting process separately for each folios/demat accounts.

(ix) Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.

(x) You may then cast your vote by selecting an appropriate option and click on "Submit".

(xi) A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

(xii) Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter, etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: *ultratechevoting@karvy.com* with a copy marked to *evoting@karvy.com*. The scanned image of the above mentioned documents should be in the naming format "Corporate Name_ EVENT NO."

B. In case a Member receives physical copy of the Notice of AGM (for members whose email IDs are not registered with the Company/ Depository Participant or requesting physical copy)

(i) Initial Password is provided, as below, at the bottom of the Attendance Slip for the AGM.

User ID	Password/PIN
-	-

(ii) Please follow all steps from Sr. No. (i) to Sr. No. (xii) above in (A), to cast your vote.

C. Other Instructions:

I. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Thursday, 11th July, 2019.

II. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.

III. Any person who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice of AGM and holding shares as of the cut-off date i.e. Thursday, 11th July, 2019 may obtain the User ID and Password in the manner as mentioned below:

a. If the mobile number of the Member is registered against Folio No. / DP ID Client ID, the Member may send SMS: MYEPWD<space>E-voting Event Number + Folio No. or DP ID Client ID to +91 9212993399

Example for NSDL:
MYEPWD<SPACE> XXXXIN12345612345678

Example for CDSL:
MYEPWD<SPACE> XXXX1402345612345678

Example for Physical:
MYEPWD<SPACE> XXXX1234567890

b. If e-mail address of the Member is registered against Folio No. / DP ID Client ID, then on the home page of *https://evoting.karvy.com*, the Member may click "Forgot password" and enter Folio No. or DP ID Client ID and PAN to generate a password.

c. Members may call Karvy's toll free number 1-800-3454-001.

d. Members may send an e-mail request to evoting: *evoting@karvy.com*. If the Member is already registered with the Karvy e-voting platform then such member can use his/her existing User ID and password for casting the vote through remote e-voting.

IV. The Board of Directors has appointed Mr. B. Narasimhan, Company Secretary of M/s. B. N. & Associates, Company Secretaries as a Srutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner.

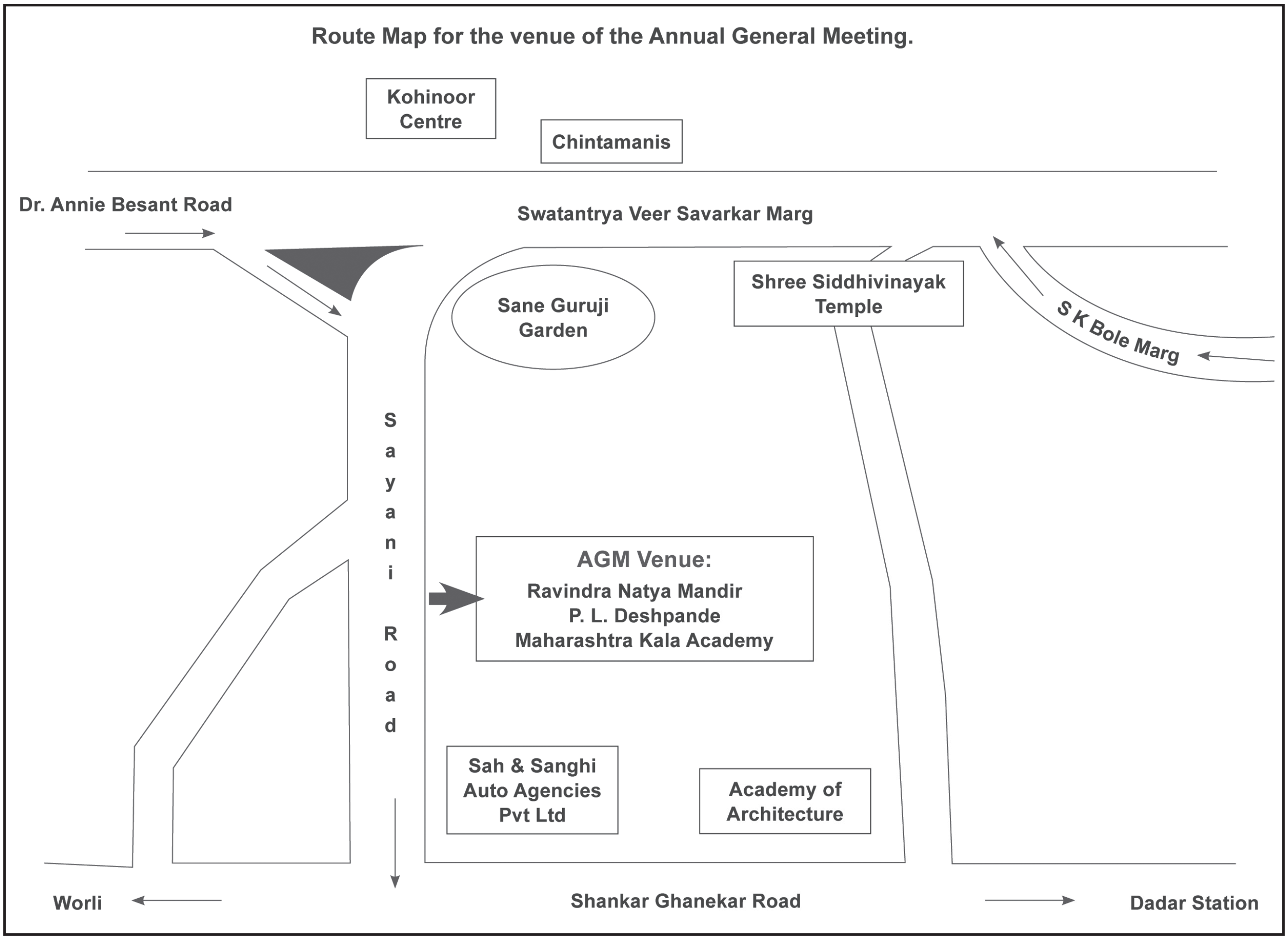
V. At the AGM, at the end of discussion on the resolutions on which voting is to be held, the Chairman shall with the assistance of the Scrutinizer order voting for all those Members who are present but have not cast their vote electronically using the remote e-voting facility.

VI. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes at the meeting, there after unblock the votes cast through remote e-voting in the presence of atleast two witnesses, not in employment of the Company, and make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman in writing, who shall countersign the same and declare the result of the voting forthwith.

VII. The results declared along with the Scrutinizer's report shall be placed on the Company's website *www.ultratechcement.com* and on the website of Karvy *www.evoting.karvy.com* immediately after the result declared by the Chairman or any other person authorised by the Chairman and the same shall be communicated to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

VIII. In case of any queries, please visit Help and Frequently Asked Questions (FAQs) section available at Karvy's website *www.evoting.karvy.com*.

Route map to the venue of the Annual General Meeting



UltraTech Cement Limited

Registered Office: 'B' Wing, Ahura Centre, 2nd Floor, Mahakali Caves Road, Andheri (East), Mumbai 400 093
Tel No.: 022-66917800/29267800, **Fax No:** 022-66928109, **website:** www.ultratechcement.com
CIN: L26940MH2000PLC128420

Form No. MGT – 11

PROXY FORM

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

Name of the Member(s): ....

Registered address: ....

E-mail ID: ....

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

I/We, being the Member(s) of .... Shares of the above named Company, hereby appoint

1. Name: .... E-Mail ID:...

   Address ....

   Signature .... or failing him/her

2. Name: .... E-Mail ID:...

   Address ....

   Signature .... or failing him/her

3. Name: .... E-Mail ID:...

   Address ....

   Signature ....

as my/our proxy to attend and vote (on a poll) for me/us and my/our behalf at the 19th Annual General Meeting, to be held on Thursday, 18th July, 2019 at 3:30 p.m. at Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai – 400 025 and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

* I/We wish my above proxy(ies) to vote in the manner as indicated in the box below:

Resolution No.	Description	For	Against
1.	Adoption of the Audited Financial Statements (including audited consolidated financial statements) for the financial year ended 31st March, 2019, the Report of the Board of Directors' and Auditors' thereon.		
2.	Declaration of Dividend.		
3.	Retirement by rotation of Mr. O. P. Puranmalka.		

Resolution No.	Description	For	Against
4.	Ratification of the remuneration of the Cost Auditors viz. M/s. D. C. Dave & Co., Cost Accountants, Mumbai and M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad for the financial year ending 31st March, 2020.		
5.	Appointment of Mr. K. C. Jhanwar as a Director.		
6.	Appointment of Mr. K. C. Jhanwar as a Whole-time Director (designated as Deputy Managing Director and Chief Manufacturing Officer).		
7.	Re-appointment of Mr. Arun Adhikari as an Independent Director.		
8.	Re-appointment of Mr. S. B. Mathur as an Independent Director.		
9.	Re-appointment of Mrs. Sukanya Kripalu as an Independent Director.		
10.	Re-appointment of Mrs. Renuka Ramnath as an Independent Director.		
11.	Increase in borrowing limits from ₹ 6,000 crores over and above the aggregate of the paid-up share capital and free reserves of the Company to ₹ 8,000 crores over and above the aggregate of the paid-up share capital, free reserves and securities premium of the Company.		
12.	Creation of charge on the movable and immovable properties of the Company, both present and future, in respect of borrowings.		

Signed this .... day of 2019

Affix a
Re. 1/-
Revenue
Stamp

....

Signature of Shareholder

....

Signature of first proxy holder | Signature of second proxy holder | Signature of third proxy holder

* Please Put a (✓) in the appropriate column against the resolution as indicated in the Box. Alternatively, you may mention the number of shares in the appropriate column in respect of which you would like your proxy to vote. If you leave all the columns blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

Notes:

1. **This Form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.**
2. A proxy need not be a Member of the Company.
3. In case the Member appointing proxy is a body corporate, the proxy form should be signed under its seal or be signed by an officer or an attorney duly authorised by it and an authenticated copy of such authorisation should be attached to the proxy form.
4. A person can act as proxy on behalf of such number of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Further, a Member holding more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.
5. Appointing a proxy does not prevent a Member from attending the meeting in person if he/she so wishes.
6. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

ANNUAL REPORT

2018-19

UltraTech Cement Limited

BIG IN YOUR LIFE

Mr. Aditya Vikram Birla
We live by his values.
Integrity, Commitment, Passion, Seamlessness and Speed.

The Chairman's Letter to Shareholders

Dear Shareholder,

Global Economy:

The global economy recorded a healthy growth of 3.6% in 2018. During the second half of the year, however, the global economy lost some momentum, mainly on account of the increased trade frictions between the US and China, and the tightening of financial conditions. International Monetary Fund (IMF) expects growth to decelerate to 3.3% in 2019 and its projections suggest that all three major engines of the global economy, viz. US, China and Euro area are likely to decelerate in 2019. On the positive side, however, IMF expects world economic output to recover and grow at 3.6% in 2020.

Of late, there have been a few growth-supportive factors such as the announcement of economic stimulus in China and halt to the process of monetary policy tightening in developed countries. But the business sentiment has become somewhat clouded with challenges arising from the apparent setback to the US-China trade talks, the spread of trade frictions to technology sectors and the increased intermingling of economic policies. These challenges signal that global commodity prices could be under pressure.

The Indian cement industry witnessed a year of favourable demand scenario, achieving double-digit volume growth, last seen in FY10. With healthy volume off-take and comparatively lesser new capacity addition of 12 mtpa during FY19, capacity utilisation for the industry improved to 71%, about 5% higher than the previous year.

Indian Economy:

Indian economy exhibited mixed record in the just concluded fiscal. GDP growth slowed from 7.2% in FY18 to 6.8% in FY19. Sub-par rainfall in 2018, tight financial conditions faced by the non-banking financial sector and moderation of external demand were the key challenges faced by the economy. Consumption growth declined during the second half of the year, but there were some signs of revival in the investment cycle, as the rate of gross fixed capital formation improved from 31.4% of GDP in FY18 to 32.3% in FY19.

Macroeconomic stability indicators broadly maintained their health. Low inflation has created the space for monetary policy easing, which will also help support growth revival. The fiscal deficit target for FY19 was adhered to, despite a shortfall in tax revenues. While the current account deficit was high at 2.6% of GDP during the first three quarters of FY19, the softness in international oil prices portends its narrowing in the coming quarters. Following the resounding political mandate for the ruling Government, expectations of further economic reforms and impetus to large infrastructure investments have been reinforced. These are reflected in strong inflows in the capital market, taking equity indices to record levels in the weeks following the general elections.

India's medium-term growth prospects continue to be robust. Significant reforms undertaken in the recent years such as GST and insolvency code would raise India's growth potential in the coming years, amplifying the effect of the long-term structural cornerstones of the Indian growth story such as demography and urbanisation. In the near-term, however, uncertainty over the forthcoming monsoon season and the heightened global risks present headwinds for FY20. Accordingly, the outlook for the Indian economy in FY20 is one of cautious optimism at this juncture.

Your Company's Performance:

The Indian cement industry witnessed a year of favourable demand scenario, achieving double-digit volume growth, last seen in FY10. With healthy volume off-take and comparatively

lesser new capacity addition of 12 mtpa during FY19, capacity utilisation for the industry improved to 71%, about 5% higher than the previous year.

During FY19, your Company put in an impressive performance attaining net revenues of US$ 5.26 billion (₹ 36,775 crores) and EBITDA of US$ 1.03 billion (₹ 7,227 crores).

The significant development of the year was the successful acquisition of Binani Cement Limited, renamed as UltraTech Nathdwara Cement Limited, having an installed capacity of 6.25 mtpa in India. The acquisition provides your Company access to large reserves of high-quality limestone. It also consolidates your Company's leadership in the fast-growing Northern and Western markets in the country. After completing quality upgradation, the "UltraTech" brand was successfully launched from the erstwhile Binani plants.

Your Company also commissioned a greenfield cement project of 3.50 mtpa at Manavar in Madhya Pradesh. With this, the total cement capacity for your Company has enhanced to 94.75 mtpa in India.

In the next fiscal, with the acquisition of Century Cement, we expect UltraTech's installed capacity to scale up to over 113 mtpa. It gives me great satisfaction to inform you that UltraTech is today the third largest cement company in the World, excluding China.

Your Company has also made rapid strides in its sustainability journey. UltraTech has a water-positive score of over 2.00 across its plants as appraised by DNV-GL, a global quality assurance and risk management company. Three of its integrated plants became water-sufficient as a first step towards becoming water-positive in the foreseeable future.

Your Company has developed in-house technology to use all waste generated from the rejected concrete in the form of waste sludge or slurry for recycling into Ready Mix Concrete production. This technology is fully automated and enables the plant to be real zero discharge with no water and solid waste. This eliminates the cost of waste disposal and recycling material

Your Company has also made rapid strides in its sustainability journey. UltraTech has a water-positive score of over 2.00 across its plants as appraised by DNV-GL, a global quality assurance and risk management company.

I am proud to inform that your Company has commissioned the First Green RMC Plant by using the said technology in Mumbai, having zero discharge - A First of its kind RMC Plant in the World.

generated out of the said process. The partial substitution of sand, fly ash and water makes it a sustainable business proposition.

I am proud to inform that your Company has commissioned the First Green RMC Plant by using the said technology in Mumbai, having zero discharge - A First of its kind RMC Plant in the World.

Outlook:

We remain optimistic in our outlook for the cement sector in FY20 and expect the industry to grow at 7 to 8%.

With a stable government at the Centre, we expect a renewed thrust on infrastructure development through the construction of roads, metro rail projects, airports renovation, irrigation projects etc. This augurs well for your Company. UltraTech, with its strategic expansion plans in the last three years, is well positioned to participate in the growth story of a rising India.

The Aditya Birla Group: In Perspective

The Aditya Birla Group in many ways is a proxy for a Rising India, given the diversified nature of our businesses.

FY19 has been one of strategic decisions and partnerships; with many transformational business transactions: Vodafone-Idea merger, purchase of Binani Cement, acquisition of Aleris in Metals and Soktas in Textiles. We have demonstrated the courage to think mega scale, to act decisively and to be calm in a volatile and changing environment. We have reaffirmed the commitment and trust that we can reinvent ourselves and be game changers in the industry. Consequently, we are globally the third largest cement company (outside of China), and among the top 3 telecom players in the world. We closed the year with revenues of US$ 48.3 billion and an EBITDA of US$ 6.1 billion.

We believe our people and people processes give us the definitive edge to manage scale and yet remain nimble to embrace change proactively.

On the people front, I am delighted to share that our robust people processes that have been the bedrock of our success over the years continue to evolve and stay contemporary. Let me give you a flavour of what we have accomplished and how it is making a difference.

As a Group, we continue to be deeply invested in our talent pipeline across levels. At one level, we have on-boarded over 200 fresh recruits from top engineering and management institutes for premier trainee programs, and at the other end, we are actively building an internal talent pipeline in our businesses. Our Employee Value Proposition of 'A World Of Opportunities' is truly coming alive with this eclectic mix of experienced and young leaders. We have developed a robust leadership pipeline with a healthy ratio of 1:1 identified successors for more than 300 leadership roles across the Group.

Gyanodaya, the Aditya Birla Group Centre for Leadership Development continues to build curiosity for new learning, self-reflection and coaching in existing and future leaders. Broad-based leadership programs like Chairman Series brought 300 top leaders across the globe together on marketing, finance and strategy and built cohesion and cross-functional appreciation.

Functional Academies have been established in 5 distinct areas: Human Resources, Manufacturing, Sales / Marketing and Customer Centricity, Information Technology and Finance to develop cutting edge functional capabilities in these areas. Over the past three years, over 5,000 employees have refreshed their skills, thereby enhancing the functional design and experience across the Group.

ABG Core Conclave, of middle managers across businesses, enabled 3,000 managers and business leaders to share nuances and have candid conversations on missed opportunities and challenges ahead. This unique platform reinforced the One ABG connect, brought new perspectives and gave me a first-hand feel of the excitement, passion and commitment of our vibrant next generation leaders.

Businesses have adopted new areas like Robotic Process Automation, Artificial Intelligence, Machine Learning, Analytics, Design thinking. They are experimenting with the same in manufacturing processes, servicing customers, logistics, enhancing the agility of the business and turnaround times, dramatically.

I believe the real test of HR processes lies in advancing business outcomes, and we have demonstrated a track record of doing

ABG Core Conclave............

reinforced the One ABG connect, brought new perspectives and gave me a first-hand feel of the excitement, passion and commitment of our vibrant next generation leaders.

We are determined to innovate. We are determined to grow........

We move into 2019, with the confidence that we have the right capabilities not just to seize, but pounce on every opportunity that comes our way.

The best is yet to come.

just that. Greenfield projects were commissioned at earlier than planned time, and at a lower cost, acquired units were rebranded and recommissioned in days instead of months, earlier. While saving precious capital and related resources, these initiatives inspire confidence within the organisation and in the ecosystem.

The Aditya Birla Group, over the years, has institutionalised best practices that have led to efficiency, safety, sustainability, and stronger Businesses. We have systematically got the customer to the centre of our Business discussions. As we continue to strive on this front, we need to get closer to the end consumer and innovate continuously to ensure a faster growth trajectory. With this in mind, we have constituted the Central Innovation Team. This team will not only build the innovation framework and pipeline but also get an outside-in perspective to our Businesses. This team works closely with Business R&D and Marketing teams, Technology talent, and a strong team of Data scientists. We are also in the process of evaluating partnerships with Global Universities and Start-ups relevant to the sectors in which we operate. The intent is to shift the Centre of gravity of your Company closer to the consumer.

We are determined to innovate. We are determined to grow.

I am excited with the speed and precision with which we are transforming ourselves to be future-focused while remaining steadfast to our time-tested values. We move into 2019, with the confidence that we have the right capabilities not just to seize, but pounce on every opportunity that comes our way.

The best is yet to come. Thank you for your continuing support.

Yours sincerely,

Kumar Mangalam Birla

BOARD OF DIRECTORS

Kumar Mangalam Birla
Chairman

Non-Executive Directors

Mrs. Rajashree Birla

O. P. Puranmalka

Independent Directors

Arun Adhikari

Mrs. Alka Bharucha

G. M. Dave

Mrs. Sukanya Kripalu

S. B. Mathur

Mrs. Renuka Ramnath

Executive Directors

K. K. Maheshwari
Managing Director

K. C. Jhanwar
Deputy Managing Director & Chief Manufacturing Officer

Atul Daga
Whole-time Director & CFO

COMMITTEES OF THE BOARD

Audit

S. B. Mathur
Mrs. Alka Bharucha
G. M. Dave
Mrs. Renuka Ramnath
K. K. Maheshwari

Corporate Social Responsibility

Mrs. Rajashree Birla
G. M. Dave
K. K. Maheshwari
O. P. Puranmalka

Nomination, Remuneration & Compensation

G. M. Dave
Arun Adhikari
Kumar Mangalam Birla

Stakeholders Relationship

S. B. Mathur
Mrs. Sukanya Kripalu
K. C. Jhanwar

Finance

Arun Adhikari
Mrs. Alka Bharucha
Atul Daga

Risk Management & Sustainability

K. K. Maheshwari
K. C. Jhanwar
Atul Daga

Senior Management

Vivek Agrawal
Group Executive President &
Chief Marketing Officer

Pramod Rajgaria
President – International Operations

Ramesh Mitragotri
Chief Human Resource Officer

Sujeet Jain
Chief Legal Officer

Company Secretary

S. K. Chatterjee

Statutory Auditors

BSR & Co. LLP,
Chartered Accountants, Mumbai

Khimji Kunverji & Co.,
Chartered Accountants, Mumbai

Cost Auditors

D. C. Dave & Co.,
Cost Accountants, Mumbai

N. D. Birla & Co.,
Cost Accountants, Ahmedabad

Secretarial Auditor

BNP & Associates,
Company Secretaries, Mumbai

Registrar & Transfer Agent

Karvy Fintech Private Limited,
Hyderabad

Registered Office

'B' Wing, Ahura Centre, 2nd Floor, Mahakali Caves Road, Andheri (East), Mumbai 400 093.
Tel: (022) 6691 7800/2926 7800 Fax: (022) 6692 8109. Website: www.ultratechcement.com / www.adityabirla.com
CIN: L26940MH2000PLC128420

Registrar & Transfer Agent

Karvy Fintech Private Limited. "Karvy Selenium", Tower B, Plot No. 31-32,
Gachibowli, Financial District, Nanakramguda, Hyderabad-500032.
Toll Free No.: 1800 5724 001 Fax: +91 40 2342 0814

At UltraTech, growth is not just about the topline and bottomline.

It is about a number of continuing business-strengthening initiatives.

Expanding scale and presence across a wider geographic footprint

Strengthening market position

Improving processes and resource utilisation

Caring for employees, communities and the environment

These pillars help UltraTech 'Create a Sustainable Ecosystem'.

For today and tomorrow...

UltraTech Cement Limited

The largest cement company in the second largest **cement market** in the world

Identity

UltraTech is among the largest global cement manufacturers and the largest manufacturer of grey cement, ready mix concrete and white cement in India.

Network

UltraTech's distribution network comprises a network of 49 cement plants, over 100 ready mix concrete plants, more than 650 warehouses and more than 200 railheads in India. UltraTech services 20,000 orders of different order sizes on a daily basis through a mix of logistical modes comprising rail, road and sea.

Capacity

UltraTech possesses a consolidated capacity of 102.75 million tonnes per annum of grey cement (including 4.00 million tonnes per annum under commissioning), a capacity of 0.68 million tonnes per annum of white cement and two wall care putty plants at the close of FY19.

Certifications

UltraTech's high quality standard has been accredited with the ISO 9001 certification for quality systems, ISO 14001 for environment management systems and OHSAS 18001 for occupational hazard and safety management systems.

Services

UltraTech provides a range of products catering to various construction needs and requirements from foundation to finishing. The Company's 360-degree building solution makes it a dependable one-stop shop for every construction activity.

Respect

UltraTech is a founding member of the Global Cement & Concrete Association (GCCA), which intends to develop the cement sector's role in the over-arching cause of sustainable construction through collaborations with industry associations, architects and engineers.

ULTRATECH POSSESSES A CONSOLIDATED CAPACITY OF 102.75 MILLION TONNES PER ANNUM OF GREY CEMENT, A CAPACITY OF 0.68 MILLION TONNES PER ANNUM OF WHITE CEMENT AND A CAPACITY OF 0.85 MILLION TONNES PER ANNUM OF WALL CARE PUTTY AT THE CLOSE OF FY19.

Presence

UltraTech enjoys an operational presence in five countries (India, UAE, Bahrain, Bangladesh and Sri Lanka), making it the third largest cement company globally (excluding China).

Branding

UltraTech is India's No 1 cement and concrete brand, not just that, it is the brand "Most recommended by Engineers & Architects" across the nation. The brand has been recognised as the 26th most valuable Indian brand across product /service categories by global brand consultancy "InterBrand" in their latest "Best Indian Brands 2019" report.

UltraTech Cement

Ordinary Portland Cement, Portland Blast Furnace Slag Cement, Portland Composite Cement and Portland Pozzolona Cement.

UltraTech Concrete

Ready-mix-concrete (RMC) and a range of value-added concrete varieties, designed to address typical application requirements.

UltraTech Building Products

Aerated Autoclaved Concrete blocks and dry mix products comprising waterproofing, grouting and plastering solutions.

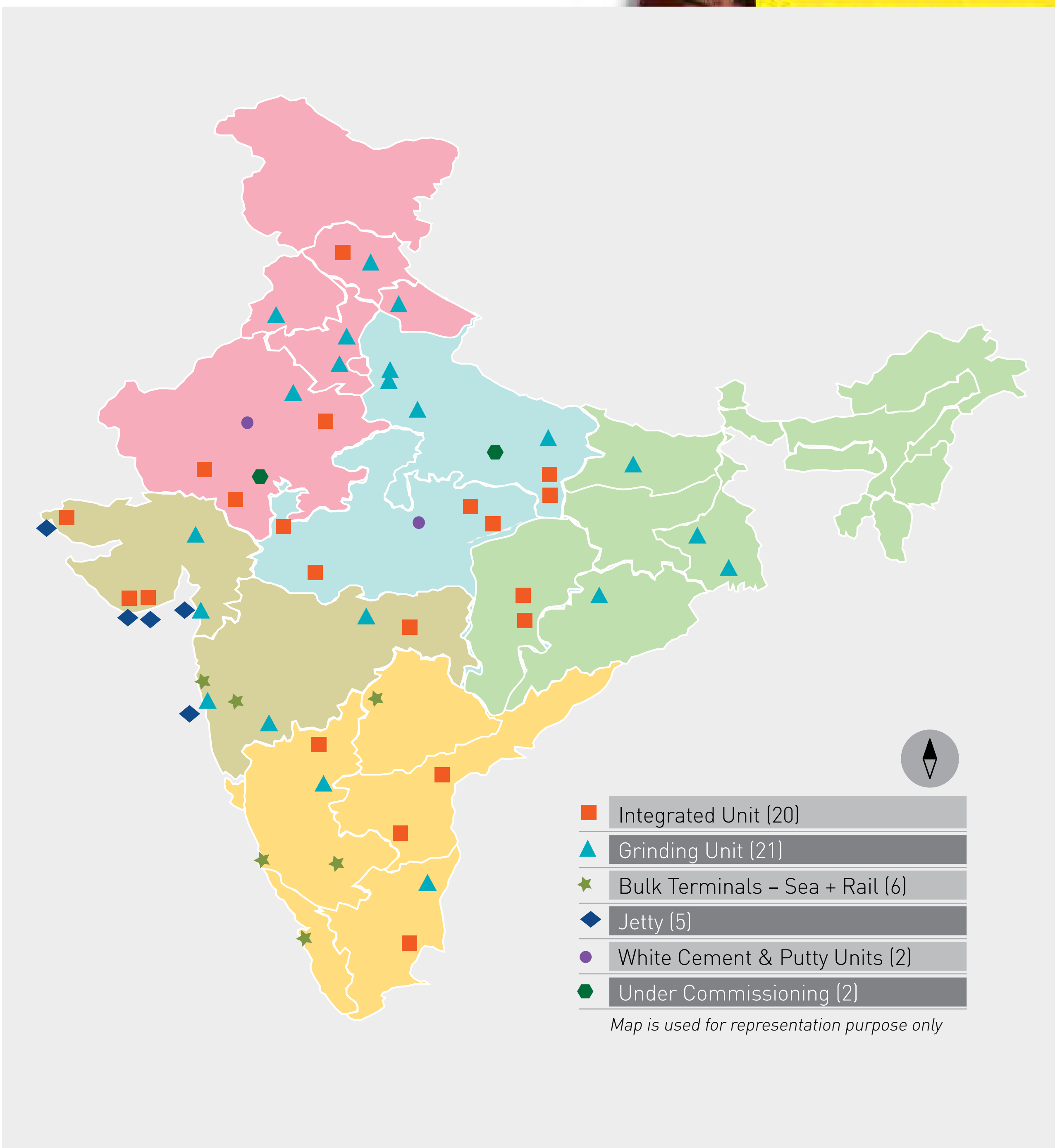
UltraTech Building Solutions

Offering a range of construction products addressing pan-India construction needs with 1,900+ outlets.

Birla White Cement

White cement, wall care putty and white cement-based products.

Wherever you go across India, a familiar sight awaits you



The big numbers at UltraTech*

20	1	25	5	100+
Integrated plants	Clinkerisation plant	Grinding units	Jetties	Ready-mix concrete plants

2	1	7	1900+
Wall care putty plants	White cement plant	Bulk terminals	Retail outlets

**Including overseas*

Zonal presence

Zones	Zonal capacity (MTPA)			
	UTCL capacity	UTCL market mix	Industry capacity@	UTCL share in Industry
North	23.8	24%	102	23%
Central	21.1*	21%	62	32%
East	11.7	12%	92	13%
West	21.7	22%	64	34%
South	20.5	21%	159	13%
All India	**98.8**	**100%**	**480**	**20%**
Overseas	4.0			
Total	**102.8**			

**Including 4.0 mtpa under commissioning*

@ Source: Annual Reports and Analyst Reports

OUR SUBSIDIARIES

- UltraTech Nathdwara Cement Limited
- Dakshin Cements Limited
- Harish Cement Limited
- Gotan Limestone Khanij Udyog Private Limited
- Bhagwati Limestone Company Private Limited
- UltraTech Cement Lanka (Pvt.) Limited
- UltraTech Cement Middle East Investments Limited
- PT UltraTech Mining Indonesia
- PT UltraTech Investments Indonesia

Our Integrated Value-Creation Report for **FY19**

Our strategy

Strategic focus	Innovate and excel	Cost advantage	Supplier of choice	Sustainable growth	Robust people practices	Responsible corporate citizenship	Focus on value creation
Key enablers	UltraTech is driven by a culture of product and process innovation, reflected in the launch of premium products, improving capacity utilisation and the clinker to cement blending ratio. The R&D team focuses on the development of new products and processes with a moderated carbon footprint.	UltraTech is India's largest cement manufacturer and one of the world's largest. It leverages procurement and other economies to enhance cost-effectiveness.	UltraTech is a preferred supplier on account of its superior product quality, customised grades and application assistance that makes it an engineer's preferred choice. The result is a value proposition that extends beyond the product.	UltraTech reinforces its sustainable commitment through an enunciation of sustainability-centric targets and commitment to protect not just the earth but all its inhabitants.	UltraTech is driven by its employees. Its competitiveness is driven by passion, committment innovation, safety and outperformance.	UltraTech works in 502 villages across the vicinity of its manufacturing plants, touching the lives of more than 14 lakhs people. In FY19, UltraTech's CSR spend was a sizable ₹74.96 crores.	UltraTech addresses the quality conscious and premium cement consumer. The Company's products deliver superior value and discover new price points.
Material issues addressed	Technology, product differentiation and carbon footprint reduction	Competition, production cost	Premium offerings and brand recall	Environment	Health and safety culture, employee engagement	Society	Consumer needs
Capitals impacted	Manufactured, Intellectual and Financial	Financial	Intellectual, Manufactured and Social	Natural	Intellectual and Human	Social	Intellectual, Manufactured and Social

How is UltraTech enhancing value?

Resources

Financial capital: The financial resources that we seek are based on funds we mobilise from investors, banks and financial institutions in the form of debt, equity or accruals. Effective use of funds raised is also part of effective financial capital management.

Manufactured capital: Our manufacturing assets, technologies, equipment for production and value-added premium products constitute our manufactured capital. The logistics for the transfer of raw materials and finished products are integral to our manufacturing competence.

Human capital: Our management, employees and contract workers form a part of our workforce, experience, technical know-how and competence enhancing value.

Intellectual capital: Our focus on cost optimisation, operational excellence and acquired assets' integration capability, as well as our repository of proprietary knowledge account for our intellectual resources.

Natural capital: Adopting new technologies that are greener and cleaner. Relentless drive to reduce the consumption of fossil fuels and the use of alternative fuels.

Social and Relationship capital: Our relationships with communities and partners (vendors, suppliers and customers) influence our role as a responsible corporate citizen.

Value created

Financial capital

₹36,775 crores	₹88.72	10%	~₹1,100 billion
Turnover	Earnings per share	ROCE	Market capitalisation
Growth of 20% YoY	Up 10% YoY	On expanded capital base	As on 31st March, 2019

Manufactured capital

71.43 MT	76%	1.4 MT	91%
Grey cement produced	Average capacity utilisation	White cement & wall care putty produced	Average capacity utilisation
Improved 18% YoY	Up 4% YoY		

Value shared

Investors: Capital appreciation by 20% CAGR over the last 15 years

Suppliers: Business with suppliers worth ₹13,556 crores; >35% of Company revenues

Employees: Provided remuneration of ₹2,059 crores during FY19 and stable employment to 20,901 individuals

Customers: Launched six value-added products during FY19

Human capital

20,901

Permanent Employees

3,400 MT

Productivity per employee

Up 14% YoY

Intellectual capital

New products developed
- Water positive cement
- Rapid hardening 3D printable mortar and concrete

R&D future ready and NABL-accredited

Four products patented in FY19

Natural capital

WHRS capacity up from 59 MW to 85 MW

Reduced CO_2 intensity by 18.46 % compared to FY18

World's first zero-discharge RMC plant

Social capital

~50,000

Retailers

~22,000

Distributors

~1.4 million people

CSR Outreach

₹74.96 crores

CSR spends (over 2% of net profit)

Governmental and regulatory bodies: Contributed ₹9,694 crores to the exchequer during FY19

Distributors and suppliers: Enhanced value for distributors and retailers through sustained resource offtake over 15 years

UltraTech
A commitment
to sustainability

AT ULTRATECH, WE BELIEVE THAT PROTECTING THE ENVIRONMENT IS NOT JUST A BUSINESS TACTIC OR STRATEGY – IT IS A PHILOSOPHY

The commitment to protect the environment is not just a response to a prevailing environment; it is a way of life and the right thing to do.

This commitment has been broadly and comprehensively enshrined in UltraTech's values.

At UltraTech, this philosophy is neatly encapsulated in a simple conviction: less is more.

We have implemented this conviction through the combination of the Three R's – Reduce, Re-use and Recycle.

We endeavour to consume less of finite resources, re-use resources to the extent their residual life permits and maximise recycling.

Over the years, we have reinforced our sustainability commitment through an enunciation of sustainability-centric targets with the same seriousness that we bring to our financial numbers, delegation of responsibilities across teams, proactive investment in cutting-edge technologies and commitment to protect not just the earth but everyone who lives within.

UltraTech Creating a sustainable ecosystem through a stronger operational framework

AT ULTRATECH, WE HAVE ADDRESSED SUSTAINABILITY THROUGH A SINGULAR FOCUS ON AGGRESSIVE CAPACITY ACCRETION

This capacity aggression has been made in the last decade-and-a-half with the need to possess adequate cement capacity to service the growing appetite of the world's second-fastest-growing cement market.

The result is that UltraTech enhanced its manufacturing capacity from 31.1 MTPA in 2004 to 102.8 MTPA in 2019 (10% growth in the financial year under review). The compounded annual capacity growth of over 8% is considerably higher than the average national economic growth on the one hand and growth of the country's cement industry on the other.

The result is that in the world's second largest cement market, every fourth cement bag sold is an UltraTech.

BIG NUMBERS

31.1
Installed capacity MTPA in 2004

102.8
Installed capacity MTPA in 2019

UltraTech Strengthening sustainability through complementary and business-strengthening acquisitions

AT ULTRATECH, WE BELIEVE THAT ONE OF THE MOST EFFECTIVE MEANS OF ENHANCING OUR BUSINESS SUSTAINABILITY IS THROUGH COMPLEMENTARY ACQUISITIONS

These acquisitions represent a number of latent advantages.

One, they help service new geographies.

Two, they make it possible to add capacity in a fraction of the time that would have been required to commission a greenfield equivalent.

Three, prudent acquisitions bring a wealth of knowledge capital and distribution networks that are required to succeed in a competitive environment.

Four, acquisitions help plug strategic gaps that enhance the aggregate value of the whole beyond the simple addition of the constituents.

Five, acquisitions make it possible to buy into assets and resource linkages at attractive valuations, strengthening overall competitiveness.

Lastly, acquisitions make it possible to raise operational efficiencies around UltraTech's high existing benchmarks, enhancing returns.

In the space of 15 years, UltraTech made five acquisitions aggregating 52 MTPA; 51% of the FY19 capacity was accounted by inorganic growth.

In doing so, UltraTech validated an enduring reality: that a prudent acquisition, when fused with a superior UltraTech way of doing things, represented a platform for profitable and sustainable growth.

BIG NUMBERS

10
UltraTech integrated plants in 2004

21
UltraTech integrated plants in 2019

UltraTech Strengthening sustainability through a moderating carbon footprint

AT ULTRATECH, WE BELIEVE THAT GREEN BUSINESS IS GOOD BUSINESS

This conviction is particularly relevant in a business that consumes finite mineral resources, consumes a vast quantum of power and emits greenhouse gases.

At UltraTech, we believe that our success is defined by moderating our carbon footprint on the one hand while scaling our manufacturing operations on the other.

At UltraTech, we have targeted a high standard of environmental compliance. We have endeavoured to reduce resource consumption in absolute terms even as our production has increased or generate a decline in our carbon footprint per unit of production.

This green commitment has been reinforced through specific Key Result Areas of our senior management. The result is an organisation-wide clarity on the extent we need to moderate our carbon footprint, by when and through which technologies.

UltraTech increased the share of alternative resources (slag, fly ash and industrial waste) from 14.2% to 16.2% in FY19 and achieved a thermal substitution rate of 3.9%.

In FY19, CO_2 intensity in the business declined from 625.7 kilograms per tonne of cementitious products to 618.86 kilograms per tonne (a ~25% decline since 1990). Specific greenhouse gas emissions declined 18.46% in FY19 over the previous year following a decline in the clinker factor.

This priority was extended to the UltraTech Ready Mix Concrete business as well. UltraTech was the first company in India to implement the Baton Wash (concrete recycling system) technology in 2011, moderating water consumption. UltraTech was also the first to implement the Filter Press Technology resulting in superior industrial waste management. This business is working on a novel approach to recycle solids and become a zero-liquid discharge plant. During the year under review, the manufacture of UltraTech Ready Mix Concrete entailed lower direct specific emissions by 6.17%.

UltraTech achieved a water-positive score of 2.18 across its plants (excluding international) as appraised by DNV-GL, a global quality assurance and risk management company. Rainwater harvesting across most units helped reduce groundwater dependence. Three of 19 integrated plants became water-sufficient as a first step towards becoming water-positive across the foreseeable future.

The knowledge-driven UltraTech took its green commitment ahead through the research-driven filing of four product patents. These patents validate the Company's capacity in utilising a declining quantum of natural resources (fossil fuels and limestone), moderated water consumption and the enhanced ability to utilise multi-industrial waste.

During the reporting period, UltraTech planted more than 314,208 saplings with a survival rate of 84.75%, making the world greener.

ULTRATECH, A SUSTAINABILITY THOUGHT LEADER

ULTRATECH'S SUSTAINABILITY FRAMEWORK IS ALIGNED WITH THE GLOBAL BENCHMARK.

THE COMPANY EMBRACED DEMANDING GLOBAL BENCHMARKS (WORLD BUSINESS COUNCIL FOR SUSTAINABLE DEVELOPMENT'S WATER, SANITATION AND HYGIENE) AND SCORED MORE THAN 1.86.

ULTRATECH JOINED EP100 INITIATIVE, AN INITIATIVE THAT CONVERGES GLOBAL ENERGY-SMART COMPANIES COMMITTED TO THE EFFICIENT USE OF ENERGY, LOWER GREENHOUSE GAS EMISSIONS AND EXTENSIVE RESPONSIBILITY ACROSS OPERATIONS.

BIG NUMBERS

18.46%
Targeted reduction in CO_2 intensity in FY19 when compared with FY06

25%
Targeted reduction in CO_2 intensity by FY21 compared with FY06

UltraTech
Strengthening sustainability through enhanced energy-efficiency

AT ULTRATECH, WE BELIEVE THAT ENERGY EFFICIENCY REPRESENTS AN IMPORTANT DRIVER OF BUSINESS SUSTAINABILITY

There are good reasons for this.

One, electricity accounts for nearly 10% of the total cost of cement production, so even a reasonable consumption moderation can have a transformative impact on profitability.

Two, power generation in a cement company comprises the use of finite fossil fuels, so an improvement in the input-output ratio across a large production base reduces the carbon footprint.

Over the years, UltraTech has invested in a deeper organisational commitment and superior technology investment with the objective to enhance energy efficiency.

UltraTech has been a serious investor in waste heat recovery systems (WHRS) with the objective to channelise released energy into the system. During the year, UltraTech enhanced its WHRS capacity from 59 MW to 85 MW, a 44% increase. The waste heat converted into electricity accounted for ~8% of its power requirements during the year. UltraTech intends to increase it to around 12% over the next two years through capacity enhancements.

UltraTech's captive renewable capacity stands at 66.23 MW. It generated 35 million units of electricity from renewable sources during the year. UltraTech is a signatory of the EP100 and committed to double its energy productivity over the next 25 years.

UltraTech enhanced thermal power plant efficiency by reducing auxiliary power consumption by about 100 bps. The proportion of clean energy in the overall power mix increased to 8%. UltraTech's specific thermal energy consumption of around 708 kilocalories per kilogram of clinker is possibly among the lowest across any cement company in the world.

The result is that UltraTech achieved the Indian government's Perform, Achieve and Trade (PAT) target well ahead of schedule.

A new internal carbon (shadow) pricing mechanism has been introduced for evaluation of capital projects

UltraTech Strengthening sustainability through a safety-centric work culture

AT ULTRATECH, WE BELIEVE THAT SUSTAINABILITY IS NOT JUST ABOUT CARBON FOOTPRINT MODERATION; IT IS ABOUT HOW WE PROTECT OUR MOST VALUABLE CAPITAL – PEOPLE

At UltraTech, we drive sustainability through superior recruitment, training and retention.

The most effective way in which we can protect our knowledge capital is through their physical safety within our manufacturing-led workspace. As an extension of this conviction, we believe that the more we enhance our workplace safety, the stronger our framework for business sustainability.

At UltraTech, this safety priority has been consistently reinforced through a commitment to invest in the most secure technologies, create operating protocols, strengthen process compliance, periodically review performance, engage in cross-functional analysis, create a documentation backbone and analyse every deviation, an effective framework to maximise workplace safety.

During the year, UltraTech conducted 470,890 safety observations. Some 95% of the high-priority points identified during the audit carried out by cross-functional teams and structural stability assessments carried out by third parties were immediately addressed.

The result is that UltraTech substantially moderated lost-time injury frequency during the year under review.

UltraTech – making societies sustainable

The Company undertook a women empowerment & engagement (wee) initiative to create a level playing field for all employees, irrespective of their gender.

UltraTech conducted an 18-month programme called SPRINGBOARD, based around training, mentorship and gender diversity.

UltraTech
Strengthening sustainability through community engagement and welfare

AT ULTRATECH, WE BELIEVE THAT SUSTAINABILITY IS NOT ONLY ABOUT THE EARTH OR OUR PERFORMANCE; IT IS ABOUT COMMUNITIES

UltraTech possesses a long history of being engaged deeply with various communities, well before it became mandatory.

UltraTech's continuous, long-term and need-based response to the subject has helped touch the lives of many.

UltraTech's implementation is centred round two enablers - engagement and empowerment. It engages continuously with local communities to not merely understand their evolving needs but also to measure the impact of its engagement for prospective remedial action.

Based on its learnings, UltraTech empowers communities around holistic growth. As a result, the initiatives have comprised healthcare, education, infrastructure, sustainable livelihood and social reform, which represent an effective spectre of engagement to enhance rural prosperity.

UltraTech's model of engagement with peripheral communities around its factories is partnership-based. It collaborates with social institutions - district rural development authorities, local hospitals, healthcare institutions and district panchayats - to reach wider, deeper and longer. Monitoring mechanisms help enhance UltraTech's engagement efficiency; periodic community needs assessment makes it possible to align its programmes with community needs; its periodic impact assessment and social satisfaction survey establishes effectiveness.

UltraTech touched the lives of more than 1.4 million people across 502 Indian villages. Some 58 villages were selected to be transformed into model equivalents. In FY19, UltraTech's CSR spend was ₹74 crores.

By embedding community welfare into its business framework, UltraTech explores opportunities to make the act of living sustainable for millions.

OUR OBJECTIVE: TO ACTIVELY CONTRIBUTE TO THE SOCIAL AND ECONOMIC DEVELOPMENT OF THE COMMUNITIES IN WHICH WE OPERATE AND, IN SO DOING, BUILD A BETTER, SUSTAINABLE WAY OF LIFE FOR WEAKER SECTIONS OF SOCIETY, HELPING RAISE THE COUNTRY'S HUMAN DEVELOPMENT INDEX.

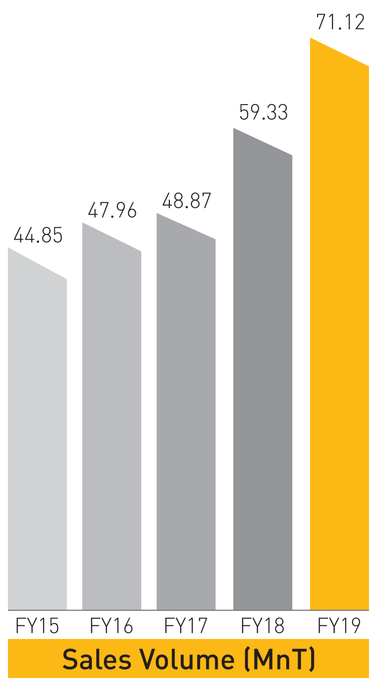
BIG NUMBER

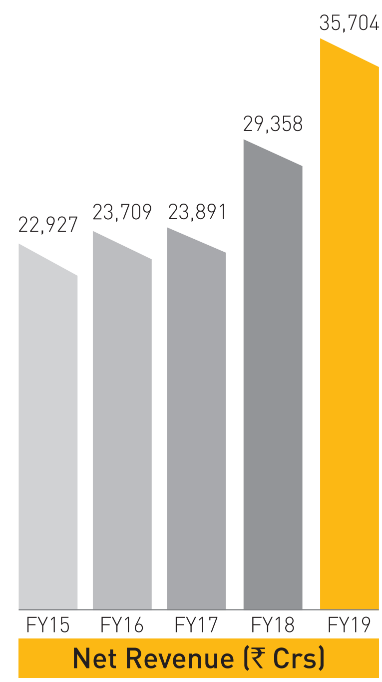
26,000

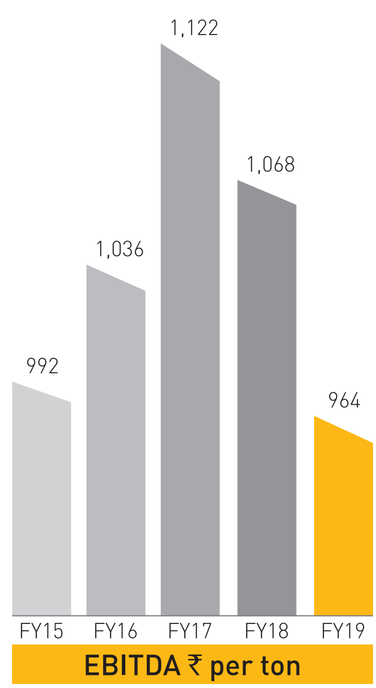
People benefited by the Company's reverse osmosis plants providing safe drinking water

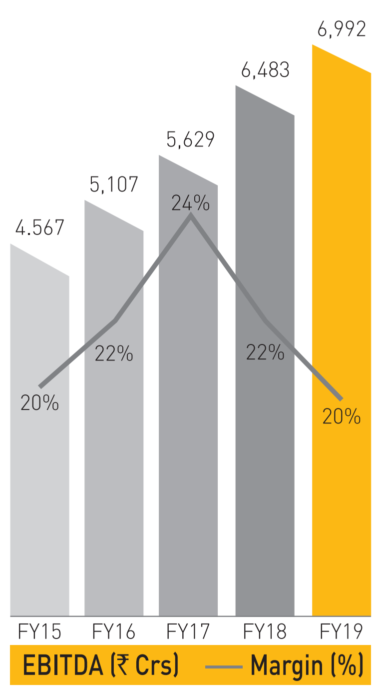
CONTENTS

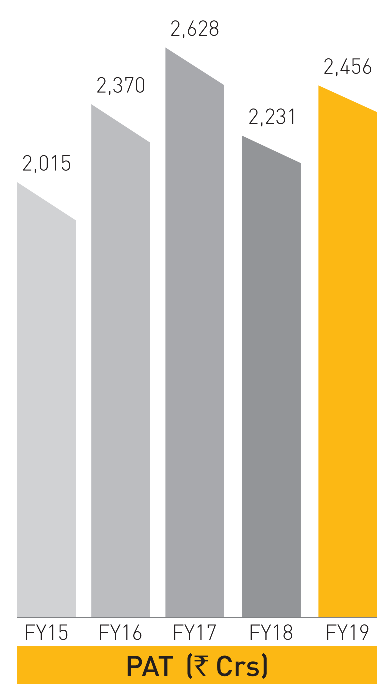
PERFORMANCE INDICATORS (STANDALONE)











FINANCIAL HIGHLIGHTS

Particulars	Units	2018-19#	2017-18#	2016-17#
PRODUCTION (Quantity)				
- Clinker	Mn.T	**52.96**	45.41	37.10
- Cement	Mn.T	**67.20**	57.23	47.91
SALES (Quantity)	Mn.T	**71.12**	59.33	48.87
PROFIT & LOSS ACCOUNT				
Revenue Net of Excise Duty (Including Operating Income)	₹ Crs	**35,704**	29,358	23,891
Operating Expenses	₹ Crs	**29,183**	23,475	18,922
Operating Profit	₹ Crs	**6,521**	5,883	4,969
Other Income	₹ Crs	**471**	600	660
EBITDA	₹ Crs	**6,992**	6,483	5,629
Depreciation / Amortisation	₹ Crs	**2,010**	1,764	1,268
EBIT	₹ Crs	**4,982**	4,719	4,361
Interest	₹ Crs	**1,419**	1,191	571
Profit Before Tax	₹ Crs	**3,562**	3,528	3,790
Exceptional items Gain / (Loss)	₹ Crs		(226)	(14)
Profit after Exceptional items	₹ Crs	**3,562**	3,302	3,776
Tax Expenses	₹ Crs	**1,107**	1,071	1,148
Net Profit	₹ Crs	**2,456**	2,231	2,628
Cash Profit	₹ Crs	**4,836**	4,580	4,251
Proposed Dividend (incl. Dividend distribution tax)	₹ Crs	**381**	348	330
BALANCE SHEET				
Net Fixed Assets including CWIP & Capital Advances	₹ Crs	**40,193**	40,782	24,387
Investments (Non - Current & Current)	₹ Crs	**9,212**	6,163	9,409
Net Working Capital	₹ Crs	**185**	(438)	(956)
Derivative Assets (Net)	₹ Crs	**20**	10	115
Capital Employed	₹ Crs	**49,610**	46,517	32,955
Net Worth represented by:-				
Equity Share Capital	₹ Crs	**275**	275	275
Reserves & Surplus	₹ Crs	**27,673**	25,648	23,667
Net Worth	₹ Crs	**27,948**	25,923	23,941
Loan Funds*	₹ Crs	**18,118**	17,420	6,240
Deferred Tax Liabilities	₹ Crs	**3,544**	3,174	2,774
Capital Employed	₹ Crs	**49,610**	46,517	32,955
RATIOS & STATISTICS				
EBITDA Margin	%	**20%**	22%	24%
Net Margin	%	**7%**	8%	11%
Interest Cover (EBIT/Gross Interest)	Times	**3.52**	3.98	7.61
ROCE (EBIT/Average Capital Employed)	%	**10%**	10%	13%
Current Ratio	Times	**1.02**	0.94	0.85
Debt Equity Ratio (Net)	Times	**0.53**	0.46	(0.10)
Net Debt/ EBITDA	Times	**2.13**	1.85	(0.43)
Dividend per share	₹ / Share	**11.50**	10.50	10.00
Dividend Payout on Net Profit	%	**16%**	16%	13%
EPS	₹ / Share	**89.48**	81.27	95.74
Cash EPS	₹ / Share	**176.24**	166.81	154.88
Book Value per share	₹ / Share	**1018**	944	872
No.of Equity Shares	Nos. Crs	**27.46**	27.46	27.45

** Short Term Borrowings and Current maturities of Long Term debts have been included in Loan Funds. Current maturities of Long Term debts have been excluded from Current Liabilities.*

 # Based on IndAS Financials and remaining Financial figures are as per IGAAP

2015-16#	2014-15	2013-14	2012-13	2011-12	2010-11	2009-10
37.07	35.69	31.52	31.75	31.31	26.75	15.55
47.56	43.88	40.79	40.13	39.43	32.92	17.64
47.96	44.85	41.46	40.66	40.74	34.78	20.23
23,709	22,927	20,280	20,180	18,310	13,312	7,050
19,082	18,732	16,462	15,504	14,162	10,646	5,078
4,627	4,195	3,818	4,675	4,147	2,666	1,972
481	372	329	305	372	155	122
5,107	4,567	4,147	4,980	4,519	2,822	2,094
1,297	1,133	1,052	945	903	766	388
3,810	3,434	3,095	4,035	3,617	2,056	1,706
512	547	319	210	224	273	118
3,299	2,887	2,776	3,825	3,393	1,783	1,588
-	-	-	-	-	-	-
3,299	2,887	2,776	3,825	3,393	1,783	1,588
928	872	631	1,170	947	379	495
2,370	2,015	2,144	2,655	2,446	1,404	1,093
3,972	3,523	3,269	3,765	3,356	2,167	1,589
314	297	289	289	255	191	87
24,499	23,632	18,650	17,415	14,798	12,506	5,201
7,793	5,209	5,392	5,109	3,789	3,730	1,670
(574)	223	551	25	164	305	173
595						
32,313	29,064	24,593	22,549	18,750	16,541	7,044
274	274	274	274	274	274	124
21,357	18,583	16,823	14,961	12,586	10,392	4,484
21,632	18,858	17,098	15,235	12,860	10,666	4,609
8,250	7,414	5,199	5,409	4,153	4,145	1,605
2,432	2,792	2,296	1,906	1,738	1,730	831
32,313	29,064	24,593	22,549	18,750	16,541	7,044
22%	20%	21%	25%	25%	21%	30%
10%	9%	11%	13%	13%	11%	16%
7.23	5.83	7.81	12.23	13.82	7.46	12.53
12%	12%	13%	20%	20%	16%	25%
0.90	1.04	1.11	1.01	1.04	1.09	1.13
0.05	0.16	0.02	0.05	0.05	0.06	(0.003)
0.23	0.64	0.09	0.14	0.14	0.23	(0.01)
9.50	9.00	9.00	9.00	8.00	6.00	6.00
13%	15%	14%	11%	10%	14%	8%
86.37	73.44	78.21	96.87	89.26	62.74	87.82
144.74	128.41	119.22	137.36	122.48	95.14	127.65
788	687	623	556	469	389	370
27.44	27.44	27.42	27.42	27.41	27.40	12.45

DIRECTORS' REPORT AND MANAGEMENT DISCUSSION AND ANALYSIS

Dear Shareholders,

Your Directors present the Nineteenth Annual Report together with the Audited Accounts of your Company for the year ended 31st March, 2019.

OVERVIEW AND THE STATE OF THE COMPANY'S AFFAIRS

The global economy is estimated to grow at 3.3% in 2019, according to the International Monetary Fund ("IMF"). This comes on the back of two years of 'cyclical upswing'. However, as the IMF points out, this pace of expansion could be at risk on account of an increase in trade tensions, abrupt tightening of financial conditions and policy uncertainty across economies. Emerging economies though remain on a relatively strong growth trajectory, driven largely by robust domestic demand conditions.

The Indian economic growth forecast is estimated ~7.3% in FY20 as per IMF, benefiting from moderating oil prices and expected fiscal push. India is less exposed to a slowdown in global manufacturing trade growth than other major Asian economies and emerging markets and is poised to grow at a relatively stable pace. During FY19 (up to February, 2019), merchandise exports from India have increased 8.85% year-on-year to US$ 298.47 billion, while services exports have grown 8.54% year-on-year to US$ 185.51 billion. Net employment generation in the country reached a 17-month high in January, 2019. With a stable Government at the Centre, the country should continue on its path of economic reforms leading to an increase in employment opportunities and consumption.

The Indian cement industry witnessed another good year of favorable demand scenario. During FY19, industry achieved double digit volume growth, last witnessed in FY10. Commendable to note is the volume growth of ~13% achieved this year in continuation of ~ 9% growth in FY18.

Demand from infrastructure is witnessing growth at a fast pace, backed by Government's thrust on infrastructure development viz. construction of roads, metro rail projects, airports renovation, irrigation projects etc. Besides, there has been a significant improvement in low-cost houses constructed under the Pradhan Mantri Awas Yozana ("PMAY") in rural areas. The government has successfully achieved its target of constructing 10 million houses in Phase I and has accelerated the target for Phase II to 18.5 million houses by FY22. Similarly, the affordable housing segment in the urban areas also gained momentum in the last year. On the individual home building ("IHB") front, the rural housing market has shown demand traction in major markets; however, Tier 2 and Tier 3 urban markets are yet to pick-up. In Tier 1 or metro cities, with the stabilisation of RERA, urban demand has witnessed some improvement.

With healthy volume off-take and comparatively lesser new capacity addition of 12 MTPA during FY19, capacity utilisation for the industry improved to 71%, about 5% higher over the previous year. This is expected to improve further on likely sustained demand growth with incremental new supplies at a slower pace vis-à-vis increment demand.

It is against this background, that we share your Company's performance during FY19.

BUSINESS PERFORMANCE

Production and Capacity Utilisation (grey cement):

Particulars	FY19	FY18	% change
Installed capacity (MTPA)	**88.50**	85.00	4
Production (MMT)	**67.20**	57.23	17
Capacity Utilisation	**76%**	71%	5

MTPA – Million Metric Tonnes Per Annum.

MMT– Million Metric Tonnes.

During the year, your Company commissioned a greenfield cement capacity of 3.50 MTPA at Manavar, District Dhar, Madhya Pradesh, taking its total capacity to 88.50 MTPA. Besides this, your Company also completed the acquisition of Binani Cement Limited ("BCL"), renamed as UltraTech Nathdwara Cement Limited ("UNCL"), having an installed capacity of 6.25

MTPA in India. With this, the total cement capacity for your Company has enhanced to 94.75 MTPA in India and along with its other subsidiary Star Cement the total capacity of your company stands at 98.75 MTPA. UNCL has operations in UAE and China with a total capacity of 5.2 MTPA. These companies are held for disposal and hence not counted as part of your Company's total capacity.

Cement production jumped 17% from 57.23 million tonnes in the previous year to 67.20 million tonnes. The increase in production is on account of healthy cement demand growth and benefit from increased utilisation of the capacities acquired in FY18, where utilisation improved from 53% in the previous year to 72%. Capacity utilisation also improved 5% on expanded capacity base.

With the successful integration of the acquisition completed in June, 2017 and subsequent improvements carried out, these plants are now operating in line with the existing plants of your Company. A planned shutdown was undertaken at one of the acquired plants in Madhya Pradesh for cost improvements, the benefits of which will be fully achieved in Q1FY20. Having achieved a cash break even already, the acquisition is now on course to achieve a PBT break even. The acquisition is generating incremental earnings as planned, which are growing month on month. As the next phase of improvement, it is now proposed to invest in Waste Heat Recovery Systems ("WHRS").

Figures in MMT

Particulars	FY19	FY18	% Change
Domestic Sales	**69.52**	57.75	20
Exports & Others	**3.00**	2.90	3
Total Sales Volume	**72.52**	60.65	20

Domestic sales volume registered a 20% growth, which is higher as compared to likely industry growth of ~ 13%. Some of the key drivers are:

(i) Full year benefit of acquired capacity coupled with increased utilisation level;

(ii) Increased rural penetration, with higher contribution from UltraTech Building Solutions ("UBS"). There are altogether 1,915 such outlets, with 300 being added during FY19;

(iii) higher demand from institutional segment, where UltraTech is the most preferred brand; and

(iv) Additional sales volume upon acquisition of UNCL w.e.f. 20th November, 2018.

FINANCIAL PERFORMANCE

(₹ in crores)

	Standalone		Consolidated	
	FY19	FY18	**FY19**	FY18
Net Turnover	**35,105**	28,930	**36,775**	30,541
Domestic	**34,603**	28,455	**34,626**	28,455
Exports	**502**	475	**2,149**	2,086
Other Income	**1,070**	1,027	**1,042**	1,026
Total Expenditure	**29,183**	23,475	**30,591**	24,833
Profit before Interest, Depreciation and Tax (PBIDT)	**6,992**	6,483	**7,226**	6,734
Less: Depreciation	**2,010**	1,764	**2,140**	1,848
Profit before Interest and Tax (PBIT)	**4,982**	4,719	**5,086**	4,885
Interest	**1,419**	1,191	**1,548**	1,237
Profit before Impairment and Tax Expenses / share in profit of Associates	**3,562**	3,528	**3,538**	3,648
Stamp duty on acquisition of assets	**-**	(226)	**-**	(226)
Impairment of assets	**-**	-	**-**	(75)
Impairment on deconsolidation of subsidiary	**-**	-	**-**	(46)
Profit before Tax Expenses	**3,562**	3,302	**3,538**	3,301
Tax Expenses	**1,106**	1,071	**1,106**	1,077
Profit after tax	**2,456**	2,231	**2,432**	2,224
Profit attributable to Non-controlling Interest	**-**	-	**(3)**	2
Profit attributable to Owner of the parent	**2,456**	2,231	**2,435**	2,222

Net Turnover:

Your Company's Net Turnover at ₹ 35,105 crores is higher over the previous year, driven by higher sales volume and improvement in cement prices.

Other Income:

Other income is higher compared to the previous year due to an increase in State Industrial incentives benefit consequent to the commissioning of capacity in Madhya Pradesh and full year benefits from the acquired capacities.

Operating Profit (PBIDT) and Margin:

PBIDT for the year at ₹ 6,992 crores is higher by 8% over the previous year. Operating margin declined marginally due to increase in operating costs.

Cost Highlights:

(i) Energy Cost:

Overall energy cost rose 14% from ₹ 938/t to ₹ 1,068/t, attributable to an increase in pet coke and coal prices. Imported pet coke prices rose 6% from US$ 96/t to US$ 102/t coupled with the impact of currency depreciation of 8% over previous year and full year impact of hike in import duty on pet coke from 2.5% to 10% w.e.f. December, 2017. Consequently, effective landed cost of imported pet coke in energy terms increased more than 20% over the previous year. Compared to imported pet coke, the average price increase for domestic pet coke was higher at 27%, which forms over 60% of total power consumption during FY19.

To curb the impact of the increase in fuel prices, your Company continuously works on efficiency improvement. Key initiatives towards these are:

- Focus on increasing usage of renewable energy (WHRS, Solar and Wind power), the total share of which increased to 8.5%, which was 100 bps higher over the previous year. During the year, your Company commissioned 26 MW of WHRS capacity, which is under ramp-up and the full benefit of which will be realised from FY20 onwards. Your Company is further setting up 46 MW of WHRS capacity, expected to be commissioned in FY21. This would cater to ~ 12% of your Company's current total power requirement;
- Entering into agreements with third parties for procuring solar power under 'Group captive scheme', which are under implementation. The overall capacity of such tie-ups will increase from 62.5 MW to over 500 MW by end of FY21 and cater to ~ 10% of the total power requirement;
- Use of low cost fuels viz. industrial waste increased from 3% in the previous year to 3.3%. Around 3.48 LMT industrial waste has been used in the kilns;
- Power consumption improvement by 100 bps;
- Improved thermal power plant efficiency by reducing auxiliary consumption power.

(ii) Input material cost:

Raw materials cost saw an increase of 4% from ₹ 473/t to ₹ 491/t due to increase in slag, iron ore, aluminous clay and fly-ash prices and additional limestone on transfer of lime stone mines in your Company's name.

To mitigate the impact of the rise in raw material prices, your Company is working on identifying new sources of materials and alternative low costs materials. Besides, increasing the clinker to cement conversion ratio with the launch of new products, including composite cement have been started.

(iii) Freight and Forwarding expenses:

Logistics cost increased from ₹ 1,124/t to ₹ 1,170/t, due to an increase in diesel prices by 16%.

Increase in cost on account of higher diesel prices was partially negated with optimisation of lead distance, realising synergy benefit from the acquisition and commissioning the 3.5 MTPA capacity in the State of Madhya Pradesh. During the year, your Company has reduced the overall lead distance by ~ 5% over the previous year and 10% since June, 2017.

(iv) Employee costs:

Employee cost went up by 13% from ₹ 1,706 crores in the previous year to ₹ 1,926 crores. This was on account of normal annual increments, commissioning of new plants and full year impact of the cost of employees from the acquisition in June, 2017.

Depreciation:

Depreciation for the year at ₹ 2,010 crores is higher by ₹ 246 crores over the previous year, mainly on account of the full year impact of the acquisition and capitalisation of new capacity.

Finance Cost:

Increase in finance cost from ₹ 1,191 crores to ₹ 1,419 crores relate to the full year impact of the acquisition and additional debt taken during the year for acquiring UNCL.

Your Company does not accept any fixed deposits from the public falling under Section 73 of the Companies Act, 2013 ("the Act") and the Companies (Acceptance of Deposits) Rules, 2014.

Credit rating:

Your Company has adequate liquidity and a strong Balance Sheet. CRISIL and India Ratings and Research have re-affirmed their credit rating as CRISIL AAA and IND AAA for Long Term and CRISIL A1+ and IND A1+ for Short Term respectively.

Income Tax:

Income tax expenses increased in line with an increase in taxable income.

Net Profit:

Profit after tax increased by 10% from ₹ 2,231 crores to ₹ 2,456 crores.

Significant changes in key financial ratios, along with detailed explanations:

There have been no significant changes (more than 25%) in the key financial ratios as indicated below:

Particulars	FY19	FY18	% Change
Debtors Turnover (Days)	**22**	21	3.96
Inventory Turnover (Days)	**41**	46	(11.86)
Interest Coverage Ratio	**3.50**	3.96	(11.61)
Current Ratio	**1.02**	0.94	8.15
Debt Equity Ratio (Gross)	**0.65**	0.67	(3.52)
Debt Equity Ratio (Net)	**0.53**	0.46	15.05
Operating Profit Margin (%)	**18.57**	19.73	(1.15)
Net Profit Margin (%)	**7.00**	7.48	(0.49)
Return on Net Worth (%)	**9.12**	8.95	0.17

Cash Flow Statement

(₹ in crores)

	FY19	FY18
Sources of Cash		
Cash from operations	**5,800**	4,885
Non-operating cash flow	**285**	192
Proceeds from issue of share capital	**5**	16
Proceeds from sale of investment (net)	**-**	3,540
Increase in Borrowings	**710**	-
Total	**6,800**	8,633
Uses of Cash		
Net capital expenditure	**1,527**	1,836
Increase in investment	**2,653**	-
Increase in working capital	**464**	1,267
Repayment of borrowings (net)	**-**	4,027
Interest	**1,373**	1,159
Dividend	**346**	331
Purchase of Treasury Shares	**81**	-
Total	**6,444**	8,620
Increase / (Decrease) in cash & cash equivalents	**356**	13

Sources of Cash

Cash from operations:

Cash from operations was higher compared to the previous year, on account of higher sales volume.

Non-Operating Cash Flow:

Cash from non – operations was higher due to higher interest income.

Borrowings:

During the year, your Company raised ₹ 5,360 crores for the refinancing of loans availed / transferred for the acquisition of Jaiprakash Associates Limited and Jaypee Cement Corporation Limited's cement capacity. Your Company raised ₹ 1,500 crores, which is placed with UNCL as intercorporate deposits for repayment of financial and operational creditors. Your Company availed ₹ 245.32 crores as interest free loan under an incentive scheme of a State government and repaid existing long-term borrowings of ₹ 884 crores in line with the agreed repayment schedule.

Uses of Cash

Net Capital Expenditure:

Your Company spent over ₹ 1,600 crores on various capex during the year, primarily towards:

- completing work remaining on the green field plant at Manavar, District Dhar, Madhya Pradesh, commissioned during Q1FY19;
- ongoing capex at Bara Grinding Unit, expected to be commissioned by Q2FY20;
- WHRS - currently work is in progress at 4 different plant locations, to be operational by FY21; and
- other modernisation capex schemes.

Increase in Investments:

Your Company completed the acquisition of UNCL under the provisions of the Insolvency and Bankruptcy Code, 2016. Upon infusion of funds to the extent of ₹ 3,400 crores; taking over management control and re-constitution of the Board of Directors; UNCL became a wholly-owned subsidiary of your Company w.e.f. 20th November, 2018.

Increase in Working Capital:

Working capital increased on account of an increase in inventory, trade receivables, outstanding incentive receivables under State Industrial Investment Promotion Schemes and upfront royalty payment for the transfer of mines.

Purchase of Treasury Shares:

The UltraTech Employee Welfare Trust constituted in terms of your Company's Employee Stock Option Scheme, 2018 ("ESOS 2018") acquired equity shares of your Company to be allotted to eligible employees under ESOS 2018. As per the Ind AS, purchase of own equity shares are treated as treasury shares.

Transfer to General Reserve:

Your Company proposes to transfer an amount of ₹ 1,800 crores to the General Reserves.

DIVIDEND

Your Directors have recommended a dividend of ₹ 11.50 per equity share (₹ 10.50 per equity share in the previous year) of ₹ 10/- each for the year ended 31st March, 2019. The dividend distribution would result in a cash outgo of ₹ 380.76 crores (including tax on dividend of ₹ 64.92 crores) compared to ₹ 347.61 crores (including tax on dividend of ₹ 59.27 crores) paid for FY18.

In terms of the provisions of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") your Company has formulated a dividend distribution policy. The policy is given in **Annexure I** to this Report. It is also accessible from your Company's website *www.ultratechcement.com*.

CAPITAL EXPENDITURE PLAN

Your Company commissioned a greenfield capacity of 3.5 MTPA at Manavar District – Dhar, Madhya Pradesh in June, 2018. This project went on stream in a record time of less than 365 days, setting a global benchmark for size of such capacity. The plant has already scaled up to full capacity and Clinkerisation section operated at 100% during Q4 FY19.

Work on the 4.0 MTPA Bara Grinding unit is now progressing satisfactorily and is expected to be commissioned by Q2 FY20.

Your Company has a current cement capacity of 94.8 MTPA in India, which will be augmented to 98.8 MTPA in India post commissioning of the Bara capacity.

Your Company has further plans to spend ~ ₹ 2,000 crores in FY20, related to remaining work at Bara, WHRS projects, development of coal block at Bicharpur, packaging terminal at Mumbai, wall care putty projects and other normal maintenance capex.

CORPORATE DEVELOPMENT

UltraTech Nathdwara Cement Limited:

The National Company Law Appellate Tribunal ("NCLAT") by its order dated 14th November, 2018 approved your Company's Resolution Plan for acquiring BCL under the provisions of the Insolvency and Bankruptcy Code, 2016, as amended. BCL became a wholly-owned subsidiary of your Company w.e.f. 20th November, 2018 and it was re-named UltraTech Nathdwara Cement Limited, w.e.f. 13th December, 2018.

The acquisition provides your Company access to large reserves of high quality limestone. It consolidates your Company's leadership in the fast growing Northern and Western markets in the country. Major overhauling of the plants was undertaken in Q4FY19 to improve production efficiencies. The plants have been ramping up on capacity utilisation, achieving 72% in the month of March, 2019. After completing quality upgradation, the *UltraTech* brand has been successfully launched from the plants. UNCL has a capacity of 6.25 MTPA in the State of Rajasthan.

Scheme of Demerger – Century Textiles and Industries Limited:

Your Company's Board of Directors approved a Scheme of Demerger amongst Century Textiles and Industries Limited ("Century"), your Company and their respective shareholders and creditors ("the Scheme"). In terms of the Scheme, Century will demerge its cement business into your Company. Century's cement business consists of 3 integrated cement units in Madhya Pradesh, Chhattisgarh and Maharashtra and a grinding unit in West Bengal. In terms of the Scheme, your Company will issue 1 (one) equity share of face value of ₹ 10/- each for every 8 (eight) equity shares of Century of face value of ₹ 10/- each to the shareholders of Century. The Scheme having received the approval from the stock exchanges, Competition Commission of India and the shareholders, is now awaiting approval of the National Company Law Tribunal, Mumbai Bench and other regulatory authorities as may be required.

Upon completion of the acquisition of Century's cement assets, your Company's total capacity will reach 113.35 MTPA.

CORPORATE GOVERNANCE

Your Directors reaffirm their continued commitment to good corporate governance practices. During the year under review, your Company was in compliance with the provisions relating to corporate governance as provided under the Listing Regulations. The compliance report is provided in the Corporate Governance section of this Annual Report. The auditor's certificate on compliance with the conditions of corporate governance of the Listing Regulations is given in **Annexure II** to this Report.

EMPLOYEE STOCK OPTION SCHEMES

ESOS-2006

Under ESOS-2006, the Nomination Remuneration and Compensation Committee ("NRC Committee") has allotted a total of 286,504 equity shares of ₹ 10/- each of your Company.

ESOS–2013

During the year, 21,539 Stock Options and 6,207 Restricted Stock Units ("RSUs") have been vested in eligible employees. The NRC Committee allotted 28,735 equity shares of ₹ 10/- each of your Company upon exercise of Stock Options and RSUs by the employees. The paid-up equity share capital of your Company increased from 27,46,13,985 equity shares of ₹ 10/- each to 27,46,42,720 equity shares of ₹ 10/- each.

ESOS–2018

The Board of Directors of your Company have, based on the recommendation of the NRC Committee, approved formulation of a new scheme viz. 'UltraTech Cement Limited Employee Stock Option Scheme 2018' ("ESOS – 2018") in terms of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 ("the SEBI SBEB Regulations"). ESOS-2018 will be administered by the NRC Committee through a trust, viz. the UltraTech Employee Welfare Trust. Shareholders of your Company have by resolution dated 4th October, 2018 approved ESOS–2018. The NRC Committee has on 18th December, 2018 formulated ESOS–2018 and granted 158,304 Stock Options at an exercise price of ₹ 4,009.30/- per Stock Option exercisable into the same number of equity shares of ₹ 10/- each and 43,718 RSUs at an exercise price of ₹ 10/- each.

In terms of the provisions of the SEBI SBEB Regulations, the details of the Stock Options and RSUs granted under the above mentioned Schemes are available on your Company's website viz. *www.ultratechcement.com*.

A certificate from the Statutory Auditor on the implementation of your Company's Employee Stock Option Schemes will be placed at the ensuing Annual General Meeting ("AGM") for inspection by the Members.

AWARDS

Your Company's efforts in various areas of its operations continue to receive recognition. Some of the prestigious awards and recognition conferred on your Company during the year comprise of:

- Silver Prize in '6th FICCI Quality Systems Excellence Awards 2018' in the Large Category Manufacturing Sector – Aditya Cement Works;
- CII-ITC Sustainability Awards-2018, Government of India – Aditya Cement Works;

- CII-ITC Sustainability Awards (Commendation for Significant Achievement in Environment Management Category) – Vikram Cement Works;
- ET Now CSR Leadership Award, Concern for health 2019 - Dhar Cement Works;
- Golden Peacock Award – Environmental Management, Ready Mix Concrete ("RMC");
- Ramkrishna Bajaj National Quality Award - Certificate of Merit, RMC;
- Ramkrishna Bajaj National Quality Award - Best Practice in Manufacturing Sector, RMC;
- Economic Times Innovation Award - Innovation for Sustainability; RMC.

RESEARCH AND DEVELOPMENT

Your Company's Research and Development ("R&D") focused on the development of new types of products, processes and technologies in line with current and futuristic customer requirements. It provided top-class scientific and technical support to various manufacturing Units, Key Account customers, Marketing, RMC and Corporate Cells. Your Company's R&D tracked global developments in the fields of cement, concrete and construction materials to ensure it remains at the highest level of scientific and technical progress. Customers, Sustainability, Innovation, Quality and Profitability are key attributes of all R&D projects. These have resulted in process optimisation and debottlenecking, natural raw materials preservation and promotion of alternative raw materials, while complying with quality and environmental norms. It not only explored newer ways of preserving the environment and non-renewable resources but also encouraged all stakeholders to utilise resources responsibly. Towards this end, your Company's R&D has developed premium products that extend the life of limestone deposits, reduce clinker factor, save fossil energy, while ensuring top product attributes and functionality.

Your Company's R&D has developed new products like low clinker composite cement, red mud based cement, crack resisting cement, water repelling cement, masonry cement, a series of ultra-lightweight concrete as per ISO standards, a series of high impact resistance concrete for special applications and a series of cement grinding aids and concrete admixtures. It has also developed and patented the following products:

- Water positive cement;
- Fire resisting cement and concrete;
- Rapid hardening 3D printable mortar and concrete;
- Red mud based cementitious material.

Your Company's R&D is future-ready and already National Accreditation Board for Testing and Calibration Laboratories ("NABL") accredited. It has enhanced its capabilities in Pollution Abatement and Carbon Capture, Nanotechnology of Cement and Concrete, Concrete Durability, Concrete Rheology, 3D printable Concrete, Geopolymer Concrete, Modelling Cement & Concrete hydration and Chemical Admixtures for cement and concrete.

Your Business R&D actively and closely collaborates with the Aditya Birla Science and Technology Company Private Limited ("ABSTCPL") and Academia, and represents your Company in national and international scientific and technical forums.

SUSTAINABILITY

It has always been your Company's endeavor to enhance its environment conservation measures, continue to be profitable and sensitive towards societal well-being. Your Company has been consistently adopting new technologies that are cleaner and greener. Your Company's plants and processes are constantly driven to become more energy efficient, given its quest to become better stewards of natural resources. With its thrust on the use of alternative fuels, your Company has been relentlessly striving to reduce consumption of fossil fuels by substituting these with wastes from other industries. These efforts have resulted in around 3% of your Company's fuel requirements being met through the use of alternative fuels. Your Company also continues to increase the use of renewable energy as part of its energy mix. It is currently exploring further opportunities for purchase of green power as well as investment in solar and wind generation.

Your Company has set a target to reduce its CO_2 intensity by 25% by FY21, as compared to FY06. During the year, your Company cut its CO_2 intensity by 18.65% compared to FY06. In energy efficiency, your Company has overachieved the target set by the Government of India for the first Perform, Achieve and Trade ("PAT") cycle.

As part of its continuing initiatives in sustainable growth, your Company has commenced valuation of carbon emissions with the introduction of shadow price of

USD 10 per tCO_2 which will enable it to consider the impact on environment of any project / proposed capex in its evaluation and decision making.

HUMAN RESOURCES

The employees of your Company are the pillars of its success and growth. After a phase of rapid growth through acquisitions, your Company's larger employee-base focused on realignment of their work objectives and in setting audacious goals to support business growth. Your Company continued to invest in building talent from within, through a structured process of identification and development in preparation for roles required by your Company, as it grows. Employees are proud to be part of your Company and are engaged to deliver high performance. Employees have also played a voluntary role in community work across manufacturing Units and during natural calamities such as the Kerala floods.

As on 31st March 2019, your Company's employee strength stood at 19,557 employees.

SAFETY

Safety is an integral part of your Company. With a view to further strengthen focus, safety standards have been revised to make them more effective. Standard champions' training is organised to enhance the capability of our internal trainers on safety standards and percolate the learnings down the line. In addition to the existing 7 (seven) safety sub-committees, 2 (two) more project safety and mines safety sub-committees have been constituted and regular review is conducted to track progress of defined key performance indicators of these sub-committees. Your Company's Managing Director chairs the Occupational Health and Safety Board to closely review the safety performance once every two months and decide the next course of action to ensure that each and every person working for and on behalf of your Company remains safe always. Surprise safety audit by external expert agencies and Second Party Safety Audits have been carried out at various units to evaluate the extent of safety system implementation. Further, Safety observation systems for identifying unsafe acts and conditions have been further strengthened. As structural stability is critical from a safety point of view, almost all high-priority action points recommended in structural stability assessment have been completed to ensure that structures at your Company's Units are safe. To take your Company's safety culture to the next higher level, theme-based safety campaigns have been driven across the organisation with an aim to further improve awareness amongst your Company's own and contract employees about various elements of safety.

CORPORATE SOCIAL RESPONSIBILITY

In terms of the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors of your Company has constituted a Corporate Social Responsibility ("CSR") Committee which is chaired by Mrs. Rajashree Birla. The other Members of the Committee are Mr. G. M. Dave, Independent Director; Mr. O. P. Puranmalka, Non-Executive Director and Mr. K. K. Maheshwari, Managing Director. Dr. Pragnya Ram, Group Executive President, CSR is a permanent invitee to the Committee. Your Company also has in place a CSR Policy which is available on your Company's website viz. *www.ultratechcement.com*.

Your Company's CSR activities are focused on Social Empowerment and Welfare, Infrastructure Development, Sustainable Livelihood, Health Care and Education. Various activities have been initiated during the year in neighbouring villages around its plant locations. It infused ₹ 74.96 crores, being over 2% of the average net profits of the last three years for the purposes of CSR.

A report on CSR activities is attached as **Annexure III** forming part of this report.

SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES

In the matter of your Company's wholly-owned subsidiary, Gotan Lime Stone Khanij Udyog Private Limited ("GKUPL"), the Supreme Court of India has directed the State of Rajasthan to frame and notify its policy relating to transfer of mining lease and thereafter pass appropriate order in respect of the mining lease of GKUPL. The State Government has notified the new policy related to transfer of new mining lease, based on which your Company has requested the Government to consider reinstatement of the mines in its favour.

The audited financial statements of your Company's subsidiaries and joint ventures viz. Dakshin Cements Limited, Harish Cement Limited, GKUPL, Bhagwati Lime Stone Company Private Limited, UNCL, UltraTech Cement Middle East Investments Limited, UltraTech

Cement Lanka (Pvt.) Limited, PT UltraTech Mining Indonesia and PT UltraTech Investments Indonesia as well as related information are available on the website of your Company viz. *www.ultratechcement.com* and also available for inspection during business hours at the registered office of your Company.

Any Member who is interested in obtaining a copy of the audited financial statements of your Company's subsidiaries may write to the Company Secretary at the Registered Office of your Company.

In accordance with the provisions of Section 129(3) of the Act, read with the Companies (Accounts) Rules, 2014, a report on the performance and financial position of each of the subsidiaries, joint venture or associate companies is attached as **Annexure IV** to this Report.

PARTICULARS OF LOAN, GUARANTEE AND INVESTMENT

Details of Loan, Guarantee and Investment covered under the provisions of Section 186 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 are given in the Notes to the standalone financial statements.

ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE

Information on conservation of energy, technology absorption and foreign exchange earnings and outgo, required to be disclosed pursuant to Section 134(3)(m) of the Act read with the Companies (Accounts) Rules, 2014 is given in **Annexure V** to this Report.

PARTICULARS OF EMPLOYEES

Disclosures pertaining to remuneration and other details as required under Section 197(12) read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are attached as **Annexure VI**. In accordance with the provisions of Section 197(12) of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the names and other particulars of employees drawing remuneration in excess of the limits set out in the aforesaid Rules, forms part of this Report. However, in line with the provisions of Section 136(1) of the Act, the Report and Accounts as set out therein, are being sent to all Members of your Company excluding the aforesaid information. Any Member, who is interested in obtaining these particulars, may write to the Company Secretary at the Registered Office of your Company.

BUSINESS RESPONSIBILITY REPORT

In terms of Regulation 34(2)(f) of the Listing Regulations, a Business Responsibility Report forms part of the Annual Report.

CONTRACT AND ARRANGEMENT WITH RELATED PARTIES

During the financial year, your Company entered into related party transactions which were on arm's length basis and in the ordinary course of business. There are no material transactions with any related party as defined under Section 188 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014. All related party transactions have been approved by the Audit Committee of your Company and are reviewed by it on a periodic basis.

The policy on Related Party Transactions as approved by the Audit Committee and the Board is available on your Company's website viz. *www.ultratechcement.com*.

The details of contracts and arrangement with related parties of your Company for the financial year ended 31st March, 2019 is given in Note 40 to the standalone financial statements of your Company.

RISK MANAGEMENT

Risk is an integral and unavoidable component of business and your Company is committed to managing risk in a proactive manner. Though risks cannot be completely eliminated; an effective risk management plan ensures that risks are reduced, avoided, retained or shared. To have oversight of your Company's risks, the Risk Management and Sustainability Committee of your Company is mandated to review the risk management plan / process of your Company. Through the annual risk report processes which are based upon Business Environment, Operational Controls and Compliance Procedures, your Company aims to assess and prioritise risks according to their significance and likelihood. The Risk Management and Sustainability Committee oversees the risk management processes to analyse the risks more deeply and to define risk mitigation actions where necessary.

Given the challenging and dynamic environment of your Company's operations, strategies for mitigating the inherent risks in accomplishing the ambitious plans for your Company is imperative. The Key Business risks identified by your Company includes economic environment and market leadership, inflation and cost of production, legal and compliance with local laws, financial and accounting, environment and sustainability, information technology and talent management.

The risk horizon considered includes long term strategic risks, short to medium term risks as well as single events. The risks are analysed considering likelihood and impact as a basis of determining their management.

Key Business Risks identified by your Company

Economic Environment and Market Demand

Economic slowdown and subdued infrastructural development might lead to low cement demand in the country. The demand for construction material is fundamentally driven by economic growth / contraction in the country. The growth in construction activity in the country has been slow over the last few years, impacting the cement demand. In a scenario where incremental cement demand exceeds incremental capacity addition and the Government's push on infrastructure and housing will help the growth in the cement consumption and reduce the overcapacity gap.

The cement industry in India is a myriad aggregation of small and large players. In such an environment the risk of protecting market share is optimal. With the expanding capacities of existing players and also the emergence of new entrant's, competition is a sustained risk. Endeavours to enhance brand equity through innovative marketing activities and continuous efforts in improving the product portfolio and value adding services have been the thrust areas for your Company. It is also worthwhile to note that the engineering expertise of your Company and the emphasis on quality also substantially minimises the risk of market fluctuations.

Inflation and Cost of Production

Your Company faces the risk of inflationary nature and market-driven cost of coal, pet coke, power and other fuel. Changes in fuel prices can significantly impact the production costs as the cement industry is extremely energy intensive. To de-risk, your Company has established specific policies of long deliveries and continuously optimises its fuel mix and energy efficiency as well as explores the use of alternative fuels.

The raw materials procurement at economical cost or of suitable quality have a very high degree of inflationary certainty. Your Company has established exhaustive policies of procurement of specific raw materials and stores and those amenable to just in time inventories. Limestone being the primary raw material required for production of cement, its continuous and long term availability is critical, particularly under the dynamic regulatory environment. Your Company currently possesses sufficient limestone reserves. Securing additional reserves is critical to address your Company's expansion plans. Apart from the preservation and elongation of existing reserves, a range of measures including strategic sourcing and changing input mix are adopted by your Company.

Legal and Compliance

The risk that your Company is found to have inadvertently violated laws covering business conduct. The country's regulatory framework is ever evolving and the risk of non-compliance and penalties may increase for your Company, leading to reputational risks. A comprehensive risk based compliance program involving inclusive training and adherence to the Code of Conduct is institutionalised by your Company. The management encourages employees to place reliance on professional guidance and opinion to discuss the impact of any changes in laws and regulations to ensure total compliance. Periodic and ad hoc reporting to various internal committees for oversight ensures effectiveness of such program.

Financial and Accounting Risks

The risk of exposure to interest rates, foreign exchange rates and commodity price fluctuations. The risk management strategy is to identify the risks exposure, measure and evaluate the financial impact, decide on steps to mitigate the risks and regular monitoring and reporting. With the objective of minimising risks arising from uncertainty and volatility of foreign exchange fluctuations an elaborate financial risk management policy is followed for every transaction undertaken in foreign currency. Your Company's policies to counter such risks are reviewed periodically and aligned with the financial market practices and regulations.

Changing laws, rules, regulations and standards relating to accounting, corporate governance, public disclosure and listing regulations are generating newer and unforeseen risks for companies. The new or changed laws, regulations and standards may lack precedence and are subject to varying interpretations. Their application in practice may evolve over time, as new guidance is provided by regulatory and governing bodies. Your Company maintains a high standard of corporate governance and public disclosure to de-risk itself from such dynamic regulatory changes.

Environment and Sustainability

The risks associated with environmental pollution through the discharge of waste causing damages to the fragile surrounding environment is a legal offence. Various initiatives have been undertaken by your Company like sewage treatment plants, recycling of industrial waste water, bag filters, WHRS and extensive plantation and creation of green belts to de-risk and protect the environment.

Information Technology Risks

Risks related to Information Technology systems; data integrity and physical assets. Your Company deploys Information Technology systems including ERP, SCM, Data Historian and Mobile Solutions to support its business processes, communications, sales, logistics and production. Risks could primarily arise from the unavailability of systems and / or loss or manipulation of information. To mitigate these risks, your Company uses back up procedures and stores information at two different locations. Systems are upgraded regularly with the latest security standards. For critical applications, security policies and procedures are updated on a periodic basis and users are educated on adherence to the policies so as to eliminate data leakages.

Talent Management

Your Company's growth has been driven by the ability to attract and retain top quality talent and effectively engage them in the right jobs. The risks in talent management are mitigated by following a policy of being an employer of choice and inculcating a sense of belonging. Specialised training courses are adopted to enhance and re-skill the employees to prepare them for future roles and create a talent pipeline.

Your Company currently operates in 59 locations in India and 3 overseas locations. Managing the risk of multi-cultural and diverse workforce is extremely critical to the sustained growth of your Company. Continuous dissemination of the Group Values and a strict adherence to the adopted Code of Conduct for the employees is reiterated through various forums.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

Your Company has in place adequate internal control systems commensurate with the size of its operations. Internal control systems comprising of policies and procedures are designed to ensure sound management of your Company's operations, safekeeping of its assets, optimal utilisation of resources, reliability of its financial information and compliance. Clearly defined roles and responsibilities have been institutionalised. Systems and procedures are periodically reviewed to keep pace with the growing size and complexity of your Company's operations.

DIRECTOR'S RESPONSIBILITY STATEMENT

The audited accounts for the year under review are in conformity with the requirements of the Act and the Accounting Standards. The financial statements reflect fairly the form and substance of transactions carried out during the year under review and reasonably present your Company's financial condition and results of operations.

Your Directors confirm that:

i. in the preparation of the Annual Accounts, applicable accounting standards have been followed along with proper explanations relating to material departures, if any;

ii. the accounting policies selected have been applied consistently and judgments and estimates are made that are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company as at 31st March 2019 and of the profit of your Company for the year ended on that date;

iii. proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of your Company and for preventing and detecting frauds and other irregularities;

iv. the Annual Accounts of your Company have been prepared on a going concern basis;

v. your Company had laid down internal financial controls and that such internal financial controls are adequate and were operating effectively;

vi. your Company has devised a proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DIRECTORS

Re-appointment of Director

Mr. O. P. Puranmalka (DIN: 00062212) whose existing term of office is upto the conclusion of the ensuing AGM and who is eligible for re-appointment, has expressed his unwillingness to be so re-appointed at the ensuing AGM due to other personal commitments.

Meetings of the Board

The Board of Directors of your Company met 7 (seven) times during the year to deliberate on various matters. The meetings were held on 6th April, 2018, 25th April, 2018, 20th May, 2018, 18th July, 2018, 19th October, 2018, 19th November, 2018 and 24th January, 2019. Further details on the Board of Directors are provided in the Corporate Governance Report forming part of this Annual Report.

Independent Director's Statement

Definition of 'Independence' of Directors is derived from Regulation 16(1)(b) of the Listing Regulations and Section 149(6) of the Act and Rules framed thereunder. The Independent Directors on your Company's Board have submitted declarations of independence to the effect that they meet the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations.

Formal Annual Evaluation

The evaluation framework for assessing the performance of Directors of your Company comprises of contributions at the meetings, strategic perspective or inputs regarding the growth and performance of your Company, among others.

The NRC Committee and the Board have laid down the manner in which formal annual evaluation of the performance of the Board, its Committees and individual Directors has to be made. It includes circulation of evaluation forms separately for evaluation of the Board and its Committees, Independent Directors / Non-Executive Directors / Executive Directors and the Chairman of your Company. The process of the annual performance evaluation broadly comprises:

Board and Committee Evaluation

Evaluation of Board as a whole and the Committees is done by the individual Directors, followed by submission of collation to the NRC Committee and feedback to the Board.

Independent / Non-Executive Directors Evaluation

Evaluation done by Board members excluding the Director being evaluated is submitted to the Chairman of your Company and individual feedback provided to each Director.

Chairman / Executive Director Evaluation

Evaluation as done by the individual Directors is submitted to the Chairman of the NRC Committee and subsequently to the Board.

The details of program for familiarisation of Independent Directors of your Company are available on your Company's website viz. *www.ultratechcement.com*.

Policy on Appointment and Remuneration of Directors and Key Managerial Personnel and Remuneration Policy

The NRC Committee has formulated the remuneration policy of your Company which is attached as **Annexure VII** to this report.

KEY MANAGERIAL PERSONNEL

In terms of the provisions of Section 203 of the Act, Mr. K. K. Maheshwari, Managing Director; Mr. K. C. Jhanwar, Whole-time Director (designated as Deputy Managing Director and Chief Manufacturing Officer); Mr. Atul Daga, Whole-time Director and Chief Financial Officer and Mr. S. K. Chatterjee, Company Secretary are the Key Managerial Personnel of your Company.

AUDIT COMMITTEE

The Audit Committee comprises of Mr. S. B. Mathur, Mr. G. M. Dave, Mrs. Renuka Ramnath, Mrs. Alka Bharucha and Mr. K. K. Maheshwari. The Committee comprises of a majority of independent directors with Mr. Mathur being the Chairman. Mr. Atul Daga, Whole-time Director and CFO is the permanent invitee.

Further details relating to the Audit Committee are provided in the Corporate Governance Report, forming part of this Annual Report.

During the year under review, all recommendations made by the Audit Committee were accepted by the Board.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

Your Company has in place a vigil mechanism for directors and employees to report instances and concerns about unethical behaviour, actual or suspected fraud or violation of your Company's Code of Conduct. Adequate safeguards are provided against victimisation of those who avail of the mechanism and direct access to the Chairman of the Audit Committee in exceptional cases is provided to them.

The vigil mechanism and whistle-blower policy is available on your Company's website viz. *www.ultratechcement.com*.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS

Your Company had filed appeals against the orders of the Competition Commission of India ("CCI") dated 31st August, 2016 and 19th January, 2017. Upon the NCLAT disallowing its appeal against the CCI order dated 31st August, 2016, the Hon'ble Supreme Court has, by its order dated 5th October, 2018, granted a stay against the NCLAT order. Consequently, your Company has deposited an amount equivalent to 10% of the penalty amount.

Your Company, backed by a legal opinion, believes that it has a good case in both the matters and accordingly no provision has been made in the accounts.

AUDITORS

Statutory Auditors

Pursuant to the provisions of Section 139 of the Act and the Companies (Audit and Auditors) Rules, 2014, M/s. BSR & Co. LLP, Chartered Accountants, Mumbai (Registration No: 101248W/W-100022) and M/s. Khimji Kunverji & Co., Chartered Accountants, Mumbai (Registration No: 105146W) had been appointed as Joint Statutory Auditors of your Company for a term of five years until the conclusion of the 20th and 21st AGM respectively. Their appointment was subject to ratification by the Members at every subsequent AGM held after their appointment.

Pursuant to the amendments made to Section 139 of the Act by the Companies (Amendment) Act, 2017 effective from 7th May, 2018, the requirement of seeking ratification of Members for the appointment of the Statutory Auditors has been withdrawn. Therefore, ratification by the Members is not being obtained at the ensuing AGM.

The Joint Statutory Auditors have however confirmed that they are not disqualified to continue as Auditors and are eligible to hold office as Auditors of your Company.

The observations made in the Auditor's Report are self-explanatory and therefore, do not call for any further comments under Section 134(3)(f) of the Act.

Cost Records and Cost Auditors

The cost accounts and records as required to be maintained under Section 148 (1) of Act are duly made and maintained by your Company. In terms of the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, the Board of Directors of your Company have on the recommendation of the Audit Committee appointed M/s. D. C. Dave & Co., Cost Accountants, Mumbai and M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad, to conduct the cost audit of your Company for the financial year ending 31st March, 2020, at a remuneration as mentioned in the Notice convening the AGM.

As required under the Act, the remuneration payable to cost auditors has to be placed before the Members at a general meeting for ratification. Hence, a resolution for the same forms part of the Notice of the ensuing AGM.

Secretarial Auditors

In terms of the provisions of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed M/s. BNP & Associates, Company Secretaries, Mumbai as Secretarial Auditors for conducting Secretarial Audit of your Company for the financial year ended 31st March, 2019. The report of the Secretarial Auditor is attached as **Annexure VIII**. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

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

EXTRACT OF ANNUAL RETURN

In terms of the provisions of Section 92 (3) of the Act read with the Companies (Management and Administration) Rules, 2014, an extract of the Annual Return of your Company for the financial year ended 31st March, 2019 is given in **Annexure IX** to this report.

OTHER DISCLOSURES

- There were no material changes and commitments affecting the financial position of your Company between the end of the financial year and the date of this report.

- Your Company has not issued any shares with differential voting rights.
- There was no revision in the financial statements.
- There has been no change in the nature of business of your Company.
- Your Company has not issued any sweat equity shares.
- **Disclosures as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act"):** Your Company has adopted zero tolerance for sexual harassment at workplace and has formulated a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the POSH Act and the rules framed thereunder for prevention and redressal of complaints of sexual harassment at workplace. Your Company has complied with provisions relating to the constitution of Internal Committee under the POSH Act. During the year under review, your Company received five complaints of sexual harassment, all of which have been resolved. There was no complaint pending as on 31st March, 2019.

CAUTIONARY STATEMENT

Statements in the Directors Report and the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to your Company's operations include global and Indian demand supply conditions, finished goods prices, feed stock availability and prices, cyclical demand and pricing in your Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries within which your Company conducts business and other factors such as litigation and labour negotiations. Your Company is not obliged to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent development, information or events or otherwise.

ACKNOWLEDGEMENT

Your Directors express their deep sense of gratitude to the banks, financial institutions, stakeholders, business associates, Central and State Governments for their support and look forward to their continued assistance in future. We thank our employees for their contribution to your Company's performance. We applaud them for their superior levels of competence, dedication and commitment to your Company.

For and on behalf of the Board

Kumar Mangalam Birla
Chairman
(DIN: 00012813)

Mumbai, 24th April, 2019

ANNEXURE I

DIVIDEND DISTRIBUTION POLICY

1.0 Introduction

1.1 As per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company is required to formulate and disclose its Dividend Distribution Policy. Accordingly, the Board of Directors of the Company ('the Board') has approved this Dividend Distribution Policy.

1.2 The objective of this policy is to provide clarity to stakeholders on the dividend distribution framework to be adopted by the Company. The Board of Directors shall recommend dividend in compliance with this policy, the provisions of the Companies Act, 2013 and Rules made thereunder and other applicable legal provisions.

2.0 Target Dividend Payout

2.1 Dividend will be declared out of the current year's Profit after Tax of the Company.

2.2 Only in exceptional circumstances including but not limited to loss after tax in any particular financial year, the Board may consider utilising retained earnings for declaration of dividends, subject to applicable legal provisions.

2.3 'Other Comprehensive Income' (as per applicable Accounting Standards) which mainly comprises of unrealized gains/losses, will not be considered for the purpose of declaration of dividend.

2.4 The Board will endeavour to achieve a dividend payout ratio (gross of dividend distribution tax) in the range of 15% to 25% of the Standalone Profit after Tax, net of dividend payout to preference shareholders, if any.

3.0 Factors to be considered for Dividend Payout

The Board will consider various internal and external factors, including but not limited to the following before making any recommendation for dividend:

- Stability of earnings
- Cash flow position from operations
- Future capital expenditure, inorganic growth plans and reinvestment opportunities
- Industry outlook and stage of business cycle for underlying businesses
- Leverage profile and capital adequacy metrics
- Overall economic / regulatory environment
- Contingent liabilities
- Past dividend trends
- Buyback of shares or any such alternate profit distribution measure
- Any other contingency plans

4.0 General

Retained earnings will be used for the Company's growth plans, working capital requirements, debt repayments and other contingencies.

5.0 Review

This policy would be subject to revision/amendment on a periodic basis, as may be necessary.

6.0 Disclosure

This policy (as amended from time to time) will be available on the Company's website and in the annual report.

ANNEXURE II

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of
UltraTech Cement Limited

We have examined the compliance of conditions of Corporate Governance by UltraTech Cement Limited (the 'Company'), for the year ended March 31, 2019, as per the relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('Listing Regulations').

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

Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

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.

Based on our examination of the relevant records and according to the information and explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Regulations.

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

For **Khimji Kunverji & Co.**
Chartered Accountants
Firm's Registration No: 105146W

Ketan Vikamsey
Partner
Membership No: 044000

Mumbai
April 24, 2019

ANNEXURE III

ANNUAL REPORT ON CSR ACTIVITIES

1.	A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web link to the CSR policy and projects or programs	:	To actively contribute to the social and economic development of the communities in which we operate. In so doing and built a better, sustainable way of life for weaker sections of society, to contribute effectively towards inclusive growth and raise the country's human development index. Our projects focus on – education, healthcare, sustainable livelihood, infrastructure development and social reform, epitomizing a holistic approach to inclusive growth. The Company's CSR policy can be accessed on: **http://www.ultratechcement.com.**
2.	Composition of the CSR Committee	:	Mrs. Rajashree Birla, Chairperson Mr. G. M. Dave, Member Mr. O. P. Puranmalka, Member Mr. K. K. Maheshwari, Member Dr. Pragnya Ram, Group Executive President, CSR, Permanent Invitee
3.	Average net profit of the Company for last three financial years	:	₹ 3,059 crores
4.	Prescribed CSR Expenditure (two percent of the amount as in item 3 above)	:	₹ 61.18 crores
5.	Details of CSR spent during the financial year		
	Total amount to be spent for the financial year	:	₹ 74.96 crores
	Amount unspent, if any	:	Nil
	Manner in which the amount spent during the financial year	:	Details given below

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sr. No.	**CSR Project / Activity identified**	**Sector in which the project is covered**	**Project / Programs (1) Local Area / others (2) Specify the State / District where the Project Undertaken**	**Amount Outlay (budget) Project / Program wise (₹ in crores)**	**Amount spent on the project / programs Sub-heads: (1) Direct expenditure on project / programs (2) Overheads (₹ in crores)**	**Cumulative Expenditure upto to the Reporting Period (₹ in crores)**	**Amount spent: Direct / through implementing agency**
1.	1. **Preschool education project** Balwadis / playschools / crèches, strengthening Anganwadi Centre	Education	Rajasthan – Jodhpur, Nagaur, Jaipur, Chittorgarh, Jhalawar and Baran; Madhya Pradesh – Neemuch, Dhar; Gujarat – Amreli, Bhuj; Maharashtra – Chandrapur, Solapur, Ratnagiri; Chhattisgarh – Baloda Bazar; Karnataka – Gulbarga; Andhra Pradesh – Kurnool, Anantapur; Tamilnadu – Ariyalur; Odisha – Jharsuguda;	1.03	0.19	36.02	Direct/ Implementing Agency

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sr. No.	CSR Project / Activity identified	Sector in which the project is covered	Project / Programs (1) Local Area / others (2) Specify the State / District where the Project Undertaken	Amount Outlay (budget) Project / Program wise (₹ in crores)	Amount spent on the project / programs Sub-heads: (1) Direct expenditure on project / programs (2) Overheads (₹ in crores)	Cumulative Expenditure upto to the Reporting Period (₹ in crores)	Amount spent: Direct / through implementing agency
	2. **School Education Project** Enrollment awareness programs/ event, Formal schools outside campus (Company run), Education Material (Study materials, Uniform, Books etc), Scholarship (merit and need based assistance), School competitions / best teacher award, cultural events, quality of education (support teachers, Improve education methods), specialised coaching, exposure visits / awareness, formal schools inside campus (Company Schools), Support to Midday Meal Project.		West Bengal – Bolpur; Bihar – Patna, Nalanda; Haryana – Jhajjar, Panipat; Uttar Pradesh – Aligarh; Punjab – Bathinda; Uttar Pradesh - Dalla; Himachal Pradesh - Solan, Bilaspur.	17.74	18.37		
	3. **Education support programs** Knowledge centre and library, adult and non formal education, celebration of national days / International days, computer education, reducing drop-out and continuing education (Kasturba balika / bridge courses / counseling), Career counseling and orientation.			1.80	0.80		
	4. **Vocational and Technical Education** Strengthening ITI's, skills based individual training program			7.35	6.77		
	5. **School Infrastructure** Buildings and civil structures (new), buildings and civil structures (renovation and maintenance), school sanitation / drinking water, school facilities and fixtures (furniture / blackboards / computers)			8.70	9.89		
2.	1. **Preventive Health Care** Immunisation, Pulse polio immunisation, Health Check-up camps, Ambulance Mobile Dispensary Program, Malaria / Diarrhoea / Control programs, Health & Hygiene awareness programs, School health / Eye / Dental camps, Yoga / fitness classes.	Health	Rajasthan – Jodhpur, Nagaur, Jaipur, Chittorgarh; Madhya Pradesh – Neemuch; Gujarat – Amreli, Bhuj; Maharashtra – Chandrapur, Solapur, Ratnagiri; Chhattisgarh – Baloda Bazar; Karnataka – Gulbarga; Andhra Pradesh – Kurnool, Anantapur; Tamilnadu – Ariyalur; Odisha – Jharsuguda; West Bengal – Bolpur; Uttar Pradesh - Dalla; Himachal Pradesh - Solan, Bilaspur.	0.50	0.49	7.47	Direct/ Implementing Agency
	2. **Curative Health Care program** General Health camps, Specialised Health Camps, Eye camps, Treatment Camps (Skin, cleft,etc.), Cleft camp, Homeopathic / Ayurvedic Camps, Surgical camps, Tuberculosis / Leprosy Company operated hospitals/ dispensaries / clinic.			2.87	2.74		

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sr. No.	CSR Project / Activity identified	Sector in which the project is covered	Project / Programs (1) Local Area / others (2) Specify the State / District where the Project Undertaken	Amount Outlay (budget) Project / Program wise (₹ in crores)	Amount spent on the project / programs Sub-heads: (1) Direct expenditure on project / programs (2) Overheads (₹ in crores)	Cumulative Expenditure upto to the Reporting Period (₹ in crores)	Amount spent: Direct / through implementing agency
	3. **Reproductive and Child Health** Mother and child health care (ante natal care, pre natal care and neonatal care), adolescent health care, infant and child health (Healthy baby competition), support to family planning / camps, nutritional programs for mother / child.			0.55	0.11		
	4. **Quality/ Support Program** Referral services treatment of BPL, old age or needy patient, HIV- AIDS Awareness Program, RTI/ STD Awareness Program, Support for differently abled, Ambulance services, Blood donation camps, blood grouping.			0.17	0.14		
	5. **Health Infrastructure** Buildings and civil structures (new), buildings and civil structures (renovation and maintenance), village community sanitation (toilets/ drainage), individual toilets, drinking water new sources, (Hand pump / RO / Water Tank / well), drinking water existing sources (operation / maintenance), water source purification.			2.03	3.99		
3.	1. **Agriculture and Farm Based** Agriculture & horticulture training program / farmers group transfer of technology-demonstration plots, support for horticulture plots, seeds improvement program, support for improved agriculture equipment and inputs, Exposure visits / support for agricultural mela, integrated agricultural / horticultural improvement program / productivity improvement programs, soil health and organic farming.	Environment and livelihood	Rajasthan – Jodhpur, Nagaur, Jaipur, Chittorgarh; Madhya Pradesh – Neemuch; Gujarat – Amreli, Bhuj; Maharashtra – Chandrapur, Solapur, Ratnagiri, Nagpur; Chhattisgarh – Baloda Bazar; Karnataka – Gulbarga; Andhra Pradesh – Kurnool, Anantapur; Tamilnadu – Ariyalur; Odisha – Jharsuguda; Uttar Pradesh - Dalla; Himachal Pradesh - Solan, Bilaspur.	2.07	0.18	4.03	Direct/ Implementing Agency
	2. **Animal Husbandry Based** Treatment and vaccination, breed improvement productivity, improvement programs and training.			1.04	0.49		
	3. **Non-farm & Skills Based Income generation program** Capacity building program- Tailoring, Beauty Parlour, Mechanical, Rural Enterprise development & Income Generation Programs, Support to SHGs for entrepreneurial activities.			1.08	0.68		

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sr. No.	**CSR Project / Activity identified**	**Sector in which the project is covered**	**Project / Programs (1) Local Area / others (2) Specify the State / District where the Project Undertaken**	**Amount Outlay (budget) Project / Program wise (₹ in crores)**	**Amount spent on the project / programs Sub-heads: (1) Direct expenditure on project / programs (2) Overheads (₹ in crores)**	**Cumulative Expenditure upto to the Reporting Period (₹ in crores)**	**Amount spent: Direct / through implementing agency**
	4. **Natural Resource conservation programs & Non-conventional Energy** Bio gas support program, Solar energy support and other energy support programs - (low smoke wood stoves / sky light), Plantation / Green Belt Development / Roadside Plantation, Soil conservation / Land improvement, Water conservation and harvesting (small structures / bigger structures), Community Pasture Land Development / Orchard Development.			3.08	2.08		
	5. **Livelihood Infrastructure**			1.01	0.60		
4.	**Rural Infrastructure Development other than for the purpose of health/ education / livelihood** New roads / culverts / bridges /bus stands, repair roads / community halls / housing, other community assets and shelters.	Rural Development projects	Rajasthan – Jodhpur, Nagaur, Jaipur, Chittorgarh; Gujarat- Amreli; Maharashtra-Chandrapur, Solapur, Ratnagiri; Chhattisgarh- Baloda Bazar; Karnataka- Gulbarga; Andhra Pradesh- Kurnool, Anantapur; Tamilnadu- Ariyalur; Odisha- Jharsuguda; Punjab – Bathinda.	7.50	9.09	18.39	Direct/ Implementing Agency
	Support for Roads / Culverts / Bridges / Bus Stands			2.50	3.41		
	Community Halls			1.03	0.68		
	Street lights and other community infrastructure			0.20	5.21		
5.	1. **Institutional building & strengthening** Strengthening / formation of community based organisation (SHGs), Support to development organisations, Oldage Home, Orphanage	Social empowerment	Rajasthan- Jodhpur, Nagaur, Jaipur, Chittorgarh; Gujarat- Amreli, Bhuj; Maharashtra - Solapur, Ratnagiri; Chhattisgarh- Baloda bazar; Karnataka- Gulbarga; Andhra Pradesh- Kurnool, Anantapur; Tamilnadu- Ariyalur; Odisha- Jharsuguda.	0.90	0.08	1.73	Direct/ Implementing Agency
	2. **Social Security and support to Organisations** Support to old age / Widow / physically challenged person / poor Insurance, Pension Scheme			0.20	0.18		
	3. **Awareness programs** Community awareness program, Awareness campaign social abuse Early marriage / HIV Prevention			0.10	0.10		
	4. **Social Events to minimise causes of poverty** Support to mass marriage / widow remarriage, National / International day celebrations with community, Support with basic necessities.			0.35	0.36		
	5. **Promotion of culture/ sports** Support to rural cultural program, festivals & melas support to rural sports.			0.90	0.76		

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sr. No.	**CSR Project / Activity identified**	**Sector in which the project is covered**	**Project / Programs (1) Local Area / others (2) Specify the State / District where the Project Undertaken**	**Amount Outlay (budget) Project / Program wise (₹ in crores)**	**Amount spent on the project / programs Sub-heads: (1) Direct expenditure on project / programs (2) Overheads (₹ in crores)**	**Cumulative Expenditure upto to the Reporting Period (₹ in crores)**	**Amount spent: Direct / through implementing agency**
	6. **Disaster Relief Programs and others**			-	0.25		
6.	**Protection of Heritage / Art / Culture**	Protection of Heritage, art and culture		4.50	4.41	4.41	Direct/ Implementing Agency
	Overheads			3.50	2.91	2.91	
	TOTAL			**72.70**	**74.96**	**74.96**	

Note: *Implementing Agency is UltraTech Community Welfare Foundation, a company within the meaning of section 8 of the Companies Act, 2013.*

6. Reason for not spending two percent of the average net profit of the last three financial years on CSR:

Not Applicable.

7. A Responsibility Statement of the Corporate Social Responsibility Committee that the implementation and monitoring of CSR policy is in compliance with CSR objectives and policy of the Company:

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

24th April, 2019

K.K. Maheshwari
Managing Director
(DIN: 00017572)

Rajashree Birla
Chairperson, CSR Committee
(DIN: 00022995)

ANNEXURE IV

Form AOC - 1

Pursuant to first proviso to sub-section (3) of Section 129 of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014

Part "A" - Subsidiaries Statement containing salient features of the financial statements of subsidiaries/associate companies/joint ventures

Amount in crores

Sr. No.	Name of the Subsidiary Companies	Year	Currency	Share Capital including Share application Money	Reserves and Surplus	Total Assets (Non Current Assets +Current Assets+ Deferred Tax Assets) excluding Current and Non-Current Investments	Total Liabilities (Non Current Liabilities +Current Liabilities +Deferred tax Liabilities)	Details of Current and Non Current Investments (excluding Investment in the Subsidiary companies)-Treasury Bill	Net Turnover	Profit/ (Loss) before Taxation	Provision for Taxation	Profit/ (Loss) after Taxation	Proposed Dividend (including Corporate Dividend Tax)	% of share-holding
1.	Dakshin Cements Limited	2018-19	₹	0.05	(0.05)	₹ 37,774	₹ 73,734	-	-	₹ (10,000)	-	₹ (10,000)	-	100%
		2017-18		0.05	(0.05)	₹ 37,774	₹ 63,734	-	-	₹ (10,000)	-	₹ (10,000)	-	100%
2.	Harish Cement Limited	2018-19	₹	0.25	153.78	156.40	2.37	-	-	₹ (1,097)	-	₹ (1,097)	-	100%
		2017-18		0.25	153.63	156.25	2.37	-	-	₹ (340)	-	₹ (340)	-	100%
3.	Gotan Limestone Khanij Udyog Pvt. Ltd.	2018-19	₹	2.33	18.24	21.45	0.88	-	-	(0.43)	-	(0.43)	-	100%
		2017-18		2.33	18.67	21.89	0.89	-	-	(0.43)	-	(0.43)	-	100%
4.	Bhagwati Lime Stone Company Pvt. Ltd.	2018-19	₹	0.01	1.77	2.05	0.27	-	0.19	0.01	-	0.01	-	100%
		2017-18		0.01	1.76	1.95	0.18	-	-	(0.05)	-	(0.05)	-	100%
5.	UltraTech Cement Lanka Pvt. Ltd.	2018-19	SLR	50.00	103.10	397.55	244.45	-	1,581.35	(51.97)	(14.27)	(37.71)	-	80%
			₹	19.76	40.75	157.14	96.63	-	656.16	(21.57)	(5.92)	(15.65)	-	
		2017-18	SLR	50.00	140.77	355.85	165.08	-	1,340.87	39.25	12.05	27.20	-	80%
			₹	20.92	58.91	148.89	69.06	-	563.39	16.50	5.06	11.44	16.81	
6.	UltraTech Cement Middle East Investment Ltd. (Standalone)	2018-19	AED	25.13	14.43	108.64	69.08	-	-	(0.08)	-	(0.08)	-	100%
			₹	473.11	271.76	2,045.42	1,300.54	-	-	(1.53)	-	(1.53)	-	
		2017-18	AED	25.13	15.59	112.58	71.86	-	-	(2.96)	-	(2.96)	-	100%
			₹	445.28	276.29	1,994.87	1,273.30	-	-	(52.01)	-	(52.01)	-	
7.	Star Cement Co LLC, Dubai [@]	2018-19	AED	1.50	(17.82)	35.99	52.31	-	28.94	(2.36)	-	(2.36)	-	100%
			₹	28.24	(335.52)	677.51	984.80	-	550.95	(44.94)	-	(44.94)	-	
		2017-18	AED	1.50	(15.51)	40.07	54.07	-	33.28	(0.71)	-	(0.71)	-	100%
			₹	26.58	(274.75)	710.02	958.19	-	584.19	(12.41)	-	(12.41)	-	
8.	Arabian Cement Industry LLC, Abu Dhabi [@]	2018-19	AED	1.00	(7.11)	16.13	22.23	-	18.97	(0.84)	-	(0.84)	-	100%
			₹	18.83	(133.80)	303.62	418.59	-	361.19	(16.05)	-	(16.05)	-	
		2017-18	AED	1.00	(6.27)	19.02	24.29	-	21.86	(0.71)	-	(0.71)	-	100%
			₹	17.72	(111.13)	337.08	430.49	-	383.66	(12.45)	-	(12.45)	-	
9.	Star Cement Co LLC, Ras Al Khaimah [@]	2018-19	AED	0.50	14.48	53.38	38.40	-	39.01	3.85	-	3.85	-	100%
			₹	9.41	272.57	1,004.95	722.96	-	742.74	73.22	-	73.22	-	
		2017-18	AED	0.50	11.57	95.00	82.93	-	37.62	0.44	-	0.44	-	100%
			₹	8.86	204.99	1,683.32	1,469.48	-	660.25	7.67	-	7.67	-	
10.	Al Nakhla Crushers LLC, Fujairah [@]	2018-19	AED	0.20	2.99	4.64	1.45	-	4.51	1.12	-	1.12	-	100%
			₹	3.77	56.32	87.31	27.22	-	85.93	21.40	-	21.40	-	
		2017-18	AED	0.20	1.87	5.00	2.94	-	4.24	0.99	-	0.99	-	100%
			₹	3.54	33.05	88.64	52.05	-	74.45	17.38	-	17.38	-	

Amount in crores

Sr. No.	Name of the Subsidiary Companies	Year	Currency	Share Capital including Share application Money	Reserves and Surplus	Total Assets (Non Current Assets +Current Assets+ Deferred Tax Assets) excluding Current and Non-Current Investments	Total Liabilities (Non Current Liabilities +Current Liabilities +Deferred tax Liabilities)	Details of Current and Non Current Investments (excluding Investment in the Subsidiary companies)-Treasury Bill	Net Turnover	Profit/ (Loss) before Taxation	Provision for Taxation	Profit/ (Loss) after Taxation	Proposed Dividend (including Corporate Dividend Tax)	% of share-holding
11.	UltraTech Cement Bahrain Company WLL, Bahrain @	2018-19	Bahrain Dirham (BHD)	0.03	1.32	1.45	0.10	-	1.28	0.14	-	0.14	0.13	100%
			₹	5.51	242.39	266.37	18.47	-	238.37	25.75	-	25.75	24.49	
		2017-18	Bahrain Dirham (BHD)	0.03	1.32	1.57	0.22	-	2.03	0.36	-	0.36	0.15	100%
			₹	5.18	227.59	271.09	38.33	-	346.46	62.44	-	62.44	24.83	
12.	Emirates Cement Bangladesh Ltd, Bangladesh @	2018-19	Taka	158.93	(56.69)	207.12	104.88	-	239.31	49.82	6.35	43.47	-	100%
			₹	131.84	(47.03)	171.82	87.01	-	199.93	41.62	5.30	36.32	-	
		2017-18	Taka	158.93	(99.81)	222.56	163.44	-	286.49	6.40	2.65	3.75	-	100%
			₹	124.35	(78.09)	174.14	127.88	-	225.77	5.05	2.09	2.95	-	
13.	Emirates Power Company Ltd, Bangladesh @	2018-19	Taka	27.00	(16.66)	16.17	5.84	-	2.03	-	(4.51)	4.51	-	100%
			₹	22.39	(13.82)	13.42	4.84	-	1.69	-	(3.77)	3.77	-	
		2017-18	Taka	27.00	(21.15)	17.41	11.57	-	2.07	-	-	-	-	100%
			₹	21.12	(16.55)	13.62	9.05	-	1.63	-	-	-	-	
14.	Awam Minerals LLC , Sultanate of Oman @ (Ceased control w.e.f. April 24, 2017)	2018-19	Omani Riyal	-	-	-	-	-	-	-	-	-	-	0%
			₹	-	-	-	-	-	-	-	-	-	-	
		2017-18	Omani Riyal	-	-	-	-	-	-	-	-	-	-	51%
			₹	-	-	-	-	-	-	-	-	-	-	
15.	PT UltraTech Mining Indonesia	2018-19	Indonesian Rupee	1,158.90	(1,038.26)	120.63	-	-	-	(0.60)	-	(0.60)	-	80%
			₹	5.63	(5.05)	0.58	-	-	-	-	-	-	-	
		2017-18	Indonesian Rupee	1,158.90	(1,037.66)	124.73	3.50	-	-	(0.19)	-	(0.19)	-	80%
			₹	5.49	(4.92)	0.59	0.02	-	-	-	-	-	-	
16.	PT UltraTech Investment Indonesia	2018-19	Indonesian Rupee	1,992.40	34.08	2,037.01	10.54	-	-	(3.23)	-	(3.23)	-	100%
			₹	9.68	0.16	9.90	0.06	-	-	(0.02)	-	(0.02)	-	
		2017-18	Indonesian Rupee	1,992.40	37.30	2,037.24	7.54	-	-	(0.21)	-	(0.21)	-	100%
			₹	9.43	0.18	9.65	0.04	-	-	-	-	-	-	
17.	PT UltraTech Cement Indonesia	2018-19	Indonesian Rupee	2,033.46	(1,382.29)	648.95	0.78	-	-	34.53	-	34.53	-	99%
			₹	9.87	(6.70)	3.15	-	-	-	0.17	-	0.17	-	
		2017-18	Indonesian Rupee	2,033.46	(1,416.83)	622.42	5.78	-	-	22.54	-	22.54	-	99%
			₹	9.62	(6.71)	2.94	0.03	-	-	0.11	-	0.11	-	

Amount in crores

Sr. No.	Name of the Subsidiary Companies	Year	Currency	Share Capital including Share application Money	Reserves and Surplus	Total Assets (Non Current Assets +Current Assets+ Deferred Tax Assets) excluding Current and Non-Current Investments	Total Liabilities (Non Current Liabilities +Current Liabilities +Deferred tax Liabilities)	Details of Current and Non Current Investments (excluding Investment in the Subsidiary companies)-Treasury Bill	Net Turnover	Profit/ (Loss) before Taxation	Provision for Taxation	Profit/ (Loss) after Taxation	Proposed Dividend (including Corporate Dividend Tax)	% of share-holding
18.	Krishna Holdings Pte. Ltd.(KHL) #	2018-19	USD	6.19	0.35	7.70	1.15	-	-	(0.00)	-	(0.00)	-	BCL-55.54%
			₹	430.13	24.50	534.79	80.16	-	-	(0.15)	-	(0.15)	-	MHL-44.46%
		2017-18	USD	-	-	-	-	-	-	-	-	-	-	0%
			₹	-	-	-	-	-	-	-	-	-	-	
19.	Mukundan Holdings Ltd. (MHL) #	2018-19	USD	7.70	(1.83)	10.26	4.39	-	-	(0.02)	-	(0.02)	-	100%
			₹	534.77	(126.96)	712.46	304.65	-	-	(1.24)	-	(1.24)	-	
		2017-18	USD	-	-	-	-	-	-	-	-	-	-	0%
			₹	-	-	-	-	-	-	-	-	-	-	
20.	Murari Holdings Ltd. (MUHL) #	2018-19	USD	5.48	(0.79)	7.98	3.29	-	-	(0.05)	-	(0.05)	-	100%
			₹	380.60	(55.20)	553.94	228.54	-	-	(3.86)	-	(3.86)	-	
		2017-18	USD	-	-	-	-	-	-	-	-	-	-	0%
			₹	-	-	-	-	-	-	-	-	-	-	
21.	Swiss Merchandise Infrastructure Limited #	2018-19	₹	0.05	1.88	60.14	58.22	-	-	0.01	0.01	0.00	-	100%
		2017-18		-	-	-	-	-	-	-	-	-	-	0%
22.	Merit Plaza Limited #	2018-19	₹	0.05	2.19	46.42	44.18	-	-	0.01	(0.28)	0.28	-	100%
		2017-18		-	-	-	-	-	-	-	-	-	-	0%
23.	Bhumi Resources (Singapore) Pte. Ltd (Bhumi) #	2018-19	USD	1.50	(0.03)	1.54	0.07	-	-	(0.06)	-	(0.06)	-	100%
			₹	104.17	(2.06)	107.18	5.07	-	-	(4.19)	-	(4.19)	-	
		2017-18	USD	-	-	-	-	-	-	-	-	-	-	0%
			₹	-	-	-	-	-	-	-	-	-	-	
24.	Binani Cement Factory LLC (BCF LLC) #	2018-19	AED	3.19	(1.81)	25.52	24.14	-	7.57	(1.62)	-	(1.62)	-	MUHL- 51%
			₹	60.39	(34.29)	482.45	456.34	-	145.14	(31.14)	-	(31.14)	-	MHL-49%
		2017-18	AED	-	-	-	-	-	-	-	-	-	-	0%
			₹	-	-	-	-	-	-	-	-	-	-	
25.	Binani Cement Fujairah LLC *#	2018-19	AED	-	-	-	-	-	-	-	-	-	-	BCFLLC-80%
			₹	-	-	-	-	-	-	-	-	-	-	
		2017-18	AED	-	-	-	-	-	-	-	-	-	-	0%
			₹	-	-	-	-	-	-	-	-	-	-	
26.	Smooth Energy Private Ltd #	2018-19	₹	0.01	0.02	0.03	₹ 23,107	-	-	₹136	₹5,364	₹5,500	-	100%
		2017-18		-	-	-	-	-	-	-	-	-	-	0%
27.	Shandong Binani Rong'an Cement Co. Ltd. (SBRCC) #	2018-19	RMB	45.00	(4.61)	75.50	35.11	-	18.98	5.10	1.47	3.63	-	KHL- 92.5%
			₹	465.60	(47.70)	781.16	363.25	-	196.73	52.83	15.26	37.57	-	
		2017-18	RMB	-	-	-	-	-	-	-	-	-	-	0%
			₹	-	-	-	-	-	-	-	-	-	-	

Amount in crores

Sr. No.	Name of the Subsidiary Companies	Year	Currency	Share Capital including Share application Money	Reserves and Surplus	Total Assets (Non Current Assets +Current Assets+ Deferred Tax Assets) excluding Current and Non-Current Investments	Total Liabilities (Non Current Liabilities +Current Liabilities +Deferred tax Liabilities)	Details of Current and Non Current Investments (excluding Investment in the Subsidiary companies)-Treasury Bill	Net Turnover	Profit/ (Loss) before Taxation	Provision for Taxation	Profit/ (Loss) after Taxation	Proposed Dividend (including Corporate Dividend Tax)	% of share-holding
28.	PT Anggana Energy Resources #	2018-19	IDR	546.30	(106.58)	957.83	518.10	-	-	(294.08)	-	(294.08)	-	BHUMI-100%
			₹	2.66	(0.52)	4.67	2.53	-	-	₹ (60,450.77)	-	₹ (60,450.77)	-	
		2017-18	IDR	-	-	-	-	-	-	-	-	-	-	0%
			₹	-	-	-	-	-	-	-	-	-	-	
29.	BC Tradelink Limited #	2018-19	TZS	₹2,000	2.21	2.21	0.00	-	-	-	-	-	-	BCFLLC-100%
			₹	₹60	0.07	0.07	0.00	-	-	-	-	-	-	
		2017-18	TZS	-	-	-	-	-	-	-	-	-	-	0%
			₹	-	-	-	-	-	-	-	-	-	-	
30.	Binani Cement Tanzania Limited #	2018-19	TZS	3.20	(408.67)	330.16	735.63	-	-	(230.46)	-	(230.46)	-	BCFLLC-100%
			₹	0.10	(12.27)	9.91	22.08	-	-	(7.01)	-	(7.01)	-	
		2017-18	TZS	-	-	-	-	-	-	-	-	-	-	0%
			₹	-	-	-	-	-	-	-	-	-	-	
31.	Binani Cement (Uganda) Ltd #	2018-19	UGX	₹ 2,000	0.59	0.59	(0.00)	-	-	-	-	-	-	BCFLLC-100%
			₹	₹37	0.01	0.01	(0.00)	-	-	-	-	-	-	
		2017-18	UGX	-	-	-	-	-	-	-	-	-	-	0%
			₹	-	-	-	-	-	-	-	-	-	-	
32.	Bahar Ready Mix Concrete Limited #	2018-19	₹	6.21	(9.62)	0.05	3.46	-	-	₹20,089	-	₹20,089	-	100%
		2017-18	₹	-	-	-	-	-	-	-	-	-	-	0%

@ Subsidiaries of UltraTech Cement Middle East Investment Ltd.

Subsidiaries of UltraTech Nathdwara Cement Ltd. These have been classified as assets held for sale.

PT Ultratech Mining Sumatra is yet to start operations and no equity infusion.

Note: For converting the figures given in foreign currency appearing in the accounts of the subsidiary companies into equivalent INR, following exchange rates are used for 1 INR.

Sr. No.	Currency	Balance Sheet (Closing Rate)		Profit & Loss Account (Average Rate)	
		2018-19	2017-18	**2018-19**	2017-18
1.	Sri Lankan Rupee (SLR)	**2.5300**	2.3900	**2.4100**	2.3800
2.	UAE Dirham (AED)	**0.0531**	0.0564	**0.0525**	0.0570
3.	Taka (BDT)	**1.2055**	1.2780	**1.1970**	1.2689
4.	Bahrain Dirham (BHD)	**0.0054**	0.0058	**0.0054**	0.0058
5.	Indonesian Rupiah (IDR)	**206.1856**	211.1932	**205.5580**	208.4636
6.	US Dollar (USD)	**69.4460**	-	**70.4582**	-
7.	Chinese Yuan (CNY)	**10.3468**	-	**10.3652**	-
8.	Ugandan shilling (UGX)	**0.0187**	-	**0.0190**	-
9.	Tanzanian shilling (TZS)	**0.0300**	-	**0.0304**	-

Part "B" - Joint Ventures

(₹ in crores)

Sr. No.	Name of Associates/Joint Ventures	Madanpura (North) Coal Company Pvt. Ltd.	Bhaskarpara Coal Company Ltd.	Aditya Birla Renewables SPV 1 Limited
1.	Latest audited Balance Sheet Date	31.03.2019	31.03.2019	31.03.2019
2.	Shares of Joint ventures held by the company on year end Nos.	1,152,560	8,141,050	10,852,442
	Amount of Investment in Joint venture	1.05	8.15	10.81
	Extent of Holding (%)	11.17%	47.37%	26.00%
3.	Networth attributable to shareholding as per latest audited Balance Sheet	0.95	6.24	11.33
4.	Profit/(Loss) for the year	0.06	0.02	2.09
	(i) Considered in consolidation	0.01	0.01	0.54
	(ii) Not considered in Consolidation	0.06	0.01	1.55

For and on behalf of the Board

S.K. Chatterjee
Company Secretary

Atul Daga
Whole-time Director & CFO
(DIN: 06416619)

K.K. Maheshwari
Managing Director
(DIN: 00017572)

S.B. Mathur
Director
(DIN: 00013239)

Mumbai, 24th April, 2019

ANNEXURE V

DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO AS PRESCRIBED UNDER RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014.

A. CONSERVATION OF ENERGY:

(a) Steps taken or impact on conservation of energy

- Focused drive on improving energy consumption footprint by continual deployment of state-of-art energy efficient equipments.
- Operational optimisation of Pyro Process & Mills for overall energy optimisation using expert automation systems.
- Retrofit of old generation coolers to improve kiln heat rate matching performance of new generation cooler.
- Continual deployment of Non-conventional and clean energy sources like installation of solar heaters and solar lighting.
- Introduction of novel technology for improving energy efficiency in CPP boilers.
- Optimisation of grinding media, including size and quantity to reduce power consumption.
- Introduction of Latest Advance Process Control softwares.
- Low efficiency process fan impellers are being replaced with high efficiency impellers to improve energy efficiency.
- Cyclones and ducts modification with CFD analysis to reduce pressure drop.
- Focused drive for energy conservation by forming task forces and implementation of identified schemes.
- Installation of different variable speed drives and energy efficient motors.
- Introduction of latest turbo blower technology wherever applicable.
- Heat reflective coat paint and Nano technology application on roof walls.

(b) Steps taken by the Company for utilising alternate sources of energy

- The Company has prioritised and is using various waste materials as substitute for convention fossil fuels in its kilns.
- Infrastructure for handling, storage, testing, pre-processing and usage of waste materials as energy source is being augmented at plants in phased manner based on potential availability of such materials.
- Addition of Waste Heat Recovery Systems.
- Addition of renewable energy sources, mainly solar power at different locations.

(c) The capital investment on energy conservation equipment

- During the year, the Company has made ₹ 172 crores investment on equipment or various capital schemes for conserving the energy resources.

B. TECHNOLOGY ABSORPTION:

(a) Efforts made towards technology absorption

- Productivity enhancement/energy efficiency improvement through usage of computational techniques and modelling.
- Installation of advanced process control systems.
- Implementation of new technology like low NOx burner and low NOx calciner and high frequency controller to meet new environmental dust and gases norms.
- Six pulse rectifier with three phase transformer technology in electrostatic precipitators.
- Upgradation of existing electrostatic precipitator with Bag house for particulate matter emission reduction.

- Introduction of new Electro Chemical battery technology for battery life enhancement.
- Implementation of latest Advance Process Control for optimising operations.
- Participation in national / international seminars.

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

- Reduction in specific energy consumption in milling and pyro-processing.
- Achieved energy conservation targets assigned under PAT-Cycle-II (Perform, Achieve and Trade) targets.
- Improvement in environmental performance of the manufacturing facilities.
- Improved product quality and customer satisfaction.
- Increased skill development of R&D personnel to face future challenges.
- Raw Mix optimisation for conservation of limestone reserves.
- Use of waste material as substitution of natural raw material.
- Design & development of new product to increase market share & profitability.
- Improvement in packaging bags quality through a systematic study including benchmarking.
- Alternate vendor development for cost reduction.
- Getting R&D future-ready by creating new capabilities in the area of new product development, Pollution abatement, Raw mix optimisation and mill optimisation.

(c) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)

Nil

(d) Expenditure incurred on Research and Development (R&D)

(₹ in crores)

		2018-19	2017-18
I.	For In-house R&D:		
	Capital Expenditure	**9.92**	0.85
	Recurring Expenditure	**17.31**	14.04
	Total In-house R&D Expenditure	**27.23**	14.89
II.	Contribution to Scientific Research Company	**6.15**	14.79
III.	Total R&D Expenditure (I+II)	**33.38**	29.68
IV.	R&D Expenditure as % of turnover	**0.10**	0.10

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

- Foreign exchange earnings for the year ended 31st March, 2019: ₹ 567.67 crores.
- Foreign exchange outgo for the year ended 31st March, 2019: ₹ 314.59 crores.

For and on behalf of the Board

Kumar Mangalam Birla
Chairman
(DIN: 00012813)

Mumbai, 24th April, 2019

ANNEXURE VI

Details pertaining to remuneration as required under section 197(12) of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

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

Sr. No.	Name of Director / Key Managerial Personnel (KMP) and Designation	Remuneration*of Director / KMP for financial year 2018-19 (₹ in crore)	% increase in remuneration in the Financial Year 2018-19	Ratio of remuneration of each Director/ to median remuneration of employees
1.	Kumar Mangalam Birla, Chairman and Non-Executive Director	**15.53**	**(18.82)**	202.9
2.	Mrs. Rajashree Birla, Non-Executive Director	**1.32**	**24.53**	17.2
3.	Arun Adhikari, Independent Director	**0.17**	**21.43**	2.2
4.	Mrs. Alka Bharucha, Independent Director	**0.19**	**58.33**	2.5
5.	G. M. Dave, Independent Director	**0.25**	**4.17**	3.3
6.	Mrs. Sukanya Kripalu, Independent Director	**0.16**	**0.00**	2.1
7.	S. B. Mathur, Independent Director	**0.29**	**7.41**	3.8
8.	Mrs. Renuka Ramnath, Independent Director	**0.03**	**(57.14)**	0.4
9.	D. D. Rathi, Non-Executive Director (till 27th July, 2018)	**0.05**	**0.00**	0.7
10.	O. P. Puranmalka, Non-Executive Director	**0.01**	**0.00**	0.1
11.	K. K. Maheshwari, Managing Director	**12.96**	**(4.76)**	169.4
12.	K. C. Jhanwar, Deputy Managing Director and Chief Manufacturing Officer (w.e.f. 19th October, 2018)	**1.89**	**Not Applicable**	24.7
13.	Atul Daga, Whole-time Director and Chief Financial Officer	**2.69**	**(16.37)**	35.1
14.	S. K. Chatterjee, Company Secretary	**1.22**	**11.19**	Not Applicable

* *Remuneration includes commission payable to Directors for the year ended 31st March, 2019 which is subject to the approval of Members of the Company.*

ii. The median remuneration of employees of the Company during the financial year was ₹ 7.65 lakhs.

iii. In the financial year, there was an increase of 8.5% in the median remuneration of employees.

iv. There were 19,557 permanent employees on the rolls of the Company as on 31st March, 2019.

v. Average percentage increase made in the salaries of employees other than the managerial personnel, in the last financial year i.e. 2018-19 was 8.8% whereas decline in the managerial remuneration for the same financial year was 11.8%.

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

ANNEXURE VII

UltraTech Cement Limited ("the Company") an Aditya Birla Group Company adopts/shall adopt this Executive Remuneration Philosophy/Policy as applicable across Group Companies. This philosophy/policy is detailed below.

Aditya Birla Group: Executive Remuneration Philosophy/Policy

At the Aditya Birla Group, we expect our executive team to foster a culture of growth and entrepreneurial risk-taking. Our Executive Remuneration Philosophy/Policy supports the design of programs that align executive rewards – including incentive programs, retirement benefit programs, promotion and advancement opportunities – with the long-term success of our stakeholders.

Our business and organisational model

Our Group is a conglomerate and organised in a manner such that there is sharing of resources and infrastructure. This results in uniformity of business processes and systems thereby promoting synergies and exemplary customer experiences.

I. Objectives of the Executive Remuneration Program

Our executive remuneration program is designed to attract, retain, and reward talented executives who will contribute to our long-term success and thereby build value for our shareholders.

Our executive remuneration program is intended to:

1. Provide for monetary and non-monetary remuneration elements to our executives on a holistic basis.
2. Emphasize "Pay for Performance" by aligning incentives with business strategies to reward executives who achieve or exceed Group, business and individual goals.

II. Executives

Our Executive Remuneration Philosophy/Policy applies to the following:

1. Directors of the Company.
2. Key Managerial Personnel: Chief Executive Officer and equivalent (eg: Deputy Managing Director), Chief Financial Officer and Company Secretary.
3. Senior Management: as may be decided by the Board of Directors.

III. Business and Talent Competitors

We benchmark our executive pay practices and levels against peer companies in similar industries, geographies and of similar size. In addition, we look at secondary reference (internal and external) benchmarks in order to ensure that pay policies and levels across the Group are broadly equitable and support the Group's global mobility objectives for executive talent. Secondary reference points bring to the table, the executive pay practices and pay levels in other markets and industries, to appreciate the differences in levels and medium of pay and build in as appropriate for decision making.

IV. Executive Pay Positioning

We aim to provide competitive remuneration opportunities to our executives by positioning target total remuneration (including perks and benefits, annual incentive pay-outs, long term incentive pay-outs at target performance) and target total cash compensation (including annual incentive pay-outs) at target performance directionally between median and top quartile of the primary talent market. We recognise the size and scope of the role and the market standing, skills and experience of incumbents while positioning our executives.

We use secondary market data only as a reference point for determining the types and amount of remuneration while principally believing that target total remuneration packages should reflect the typical cost of comparable executive talent available in the sector.

V. Executive Pay-Mix

Our executive pay-mix aims to strike the appropriate balance between key components: (i) Fixed Cash compensation (Basic Salary + Allowances) (ii) Annual Incentive Plan (iii) Long-Term Incentives (iv) Perks and Benefits.

Annual Incentive Plan:

We tie annual incentive plan pay-outs of our executives to relevant financial and operational metrics achievement and their individual performance. We annually align the financial and operational metrics with priorities/focus areas for the business.

Long-Term Incentive:

Our Long-term incentive plans incentivise stretch performance, link executive remuneration to sustained long term growth and act as a retention and reward tool.

We use stock options as the primary long-term incentive vehicles for our executives as we believe that they best align executive incentives with stockholder interests.

We grant restricted stock units as a secondary long term incentive vehicle, to motivate and retain our executives.

VI. Performance Goal Setting

We aim to ensure that for both annual incentive plans and long term incentive plans, the target performance goals shall be achievable and realistic.

Threshold performance (the point at which incentive plans are paid out at their minimum, but non-zero, level) shall reflect a base-line level of performance, reflecting an estimated 90% probability of achievement.

Target performance is the expected level of performance at the beginning of the performance cycle, taking into account all known relevant facts likely to impact measured performance.

Maximum performance (the point at which the maximum plan payout is made) shall be based on an exceptional level of achievement, reflecting no more than an estimated 10% probability of achievement.

VII. Executive Benefits and Perquisites

Our executives are eligible to participate in our broad-based retirement, health and welfare, and other employee benefit plans. In addition to these broad-based plans, they are eligible for perquisites and benefits plans commensurate with their roles. These benefits are designed to encourage long-term careers with the Group.

Other Remuneration Elements

Each of our executives is subject to an employment agreement. Each such agreement generally provides for a total remuneration package for our executives including continuity of service across the Group Companies.

We limit other remuneration elements, for e.g. Change in Control (CIC) agreements, severance agreements, to instances of compelling business need or competitive rationale and generally do not provide for any tax gross-ups for our executives.

Risk and Compliance

We aim to ensure that the Group's remuneration programs do not encourage excessive risk taking. We review our remuneration programs for factors such as, remuneration mix overly weighted towards annual incentives, uncapped pay- outs, unreasonable goals or thresholds, steep pay-out cliffs at certain performance levels that may encourage short-term decisions to meet pay-out thresholds.

Claw back Clause

In an incident of restatement of financial statements, due to fraud or non-compliance with any requirement of the Companies Act, 2013 and the rules made thereafter, we shall recover from our executives, the remuneration received in excess, of what would be payable to him/her as per restatement of financial statements, pertaining to the relevant performance year.

Implementation

The Group and Business Centre of Expertise teams will assist the Nomination, Remuneration and Compensation Committee in adopting, interpreting and implementing the Executive Remuneration Philosophy/Policy. These services will be established through "arm's length", agreements entered into as needs arise in the normal course of business.

ANNEXURE VIII

Form No. MR-3
SECRETARIAL AUDIT REPORT

For the Financial Year ended on 31st March, 2019

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

To,
The Members,
UltraTech Cement Limited,
"B" Wing, 2nd Floor,
Ahura Centre, Mahakali Caves Road,
Andheri (East),
Mumbai 400093.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **UltraTech Cement Limited** (hereinafter called the 'Company') for the audit period from **1st April, 2018 to 31st March, 2019** (the "audit period"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts /statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the audit period according to the provisions of:

(i) The Companies Act, 2013 (the 'Act') and the Rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act');

  (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) 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 (Depositories and Participants) Regulations, 2018,

  (d) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

  (e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014,

  (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 to the extent as applicable to the Company ; and

  (g) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008

(vi) We have also examined, on 'test check' basis, the relevant documents and records maintained by the Company under the Mines and Minerals (Development and Regulation) Act, 1957 and Rules thereunder which is applicable specifically to the Company.

We have also examined compliance with the applicable clauses of Secretarial Standards issued by The Institute of Company Secretaries of India relating to Board meetings and General meetings.

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

During the audit period under review, provisions of the following laws though prescribed under the Form no. MR-3 were not applicable to the Company:

(i) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment,

(ii) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009,

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

(iv) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.

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.

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 where the same were given at shorter notice than 7 days, proper consent thereof were obtained. A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the meetings of the Board of Directors of the Company and at Committees thereof were carried through unanimously.

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

We further report that during the audit period, the following specific events were held:

1. The Board of Directors of the Company at its meeting held on 20th May, 2018 approved the Scheme of Demerger amongst Century Textiles and Industries Limited ("Century"), the Company and their respective shareholders and creditors ("the Scheme"). The Scheme has received the approval of the stock exchanges, the Competition Commission of India ("CCI") and the shareholders of the Company and is now awaiting the approval of the National Company Law Tribunal and other regulatory authorities.

2. The National Company Law Appellate Tribunal ("NCLAT") by its order dated 14th November, 2018, approved the Company's Resolution plan for acquiring Binani Cement Limited ("BCL") under the provision of the Insolvency and Bankruptcy Code, 2016, as amended ("Code"). With effect from 20th November, 2018, being Transfer Date, in terms of the Resolution Plan the existing issued, subscribed and paid-up share capital of BCL (including 0.01% non – cumulative redeemable preference shares of Rs.100/- each) stands cancelled fully, without requiring any further act or deed. Subsequent to the reconstitution of the Board of Directors, taking over management control and subscribing to the equity and preference share capital, BCL has become a wholly owned subsidiary of the Company. Effective 13th December, 2018, BCL has been renamed as UltraTech Nathdwara Cement Limited ("UNCL").

3. Consent of the Shareholders obtained through postal ballot, results of which were announced on 5th October, 2018 for:

    - Adopting the UltraTech Cement Limited Employee Stock Option Scheme 2018;
    - Extending the benefit of the UltraTech Cement Limited Employee Stock Option Scheme 2018 to the permanent employees in the management cadre, including Managing Director and Whole-time Directors, of holding and subsidiary companies of the Company; and

- (a) the use of the trust route for implementation of the UltraTech Cement Employee Stock Option Scheme 2018 (Scheme 2018); (b) secondary acquisition of the equity shares of the Company by the trust to be set up; (c) grant of financial assistance/ provision of money by the Company to the trust to fund the acquisition of its equity shares, in terms of the Scheme 2018.

4. Consent of the Shareholders obtained through postal ballot, result of which was announced on 30th March, 2019 for continuation of Mr. G. M. Dave as a Non-Executive Independent Director, for term of his office i.e. upto 5th August, 2019.
5. 7.84% 2,000 Secured Redeemable Non-Convertible Debentures of Rs. 10,00,000/- each have been redeemed on 9th April, 2018.
6. 7.85% 2,000 Secured Redeemable Non-Convertible Debentures of Rs. 10,00,000/- each have been redeemed on 18th December, 2018.
7. 8.36% 3,600 Unsecured Redeemable Non-Convertible Debenture of Rs. 10,00,000/- each have been allotted on 3rd August, 2018.
8. The Company had filed appeals against the orders of the CCI dated 31st August, 2016 and 19th January, 2017. Upon the NCLAT disallowing its appeal against the CCI order dated 31st August, 2016, the Hon'ble Supreme Court has, by its order dated 5th October, 2018, granted a stay against the NCLAT order. Consequently, the Company has deposited an amount of Rs. 117.55 crores equivalent to 10% of the penalty amount.

For **BNP & Associates**
Company Secretaries
[Firm Regn. No. P2014MH037400]

B. Narasimhan
Partner
FCS No.: 1303
C P No.: 10440

Place: Mumbai
Date: 24th April, 2019

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

Annexure A

To,
The Members,
UltraTech Cement Limited,
"B" Wing, 2nd Floor,
Ahura Centre, Mahakali Caves Road,
Andheri (East),
Mumbai 400093

Our Secretarial Audit Report of even date is to be read along with this letter.

1. The compliance of provisions of all laws, rules, regulations, standards applicable to UltraTech Cement Limited (the 'Company') is the responsibility of the management of the Company. Our examination was limited to the verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.
2. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. Our responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to us by the Company, along with explanations where so required.
3. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial and other legal records, legal compliance mechanism and corporate conduct. The verification was done on test check basis to ensure that correct facts are reflected in secretarial and other records. We believe that the processes and practices we followed, provides a reasonable basis for our opinion for the purpose of issue of the Secretarial Audit Report.
4. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
5. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and major events during the audit period.
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.

For **BNP & Associates**
Company Secretaries
[Firm Regn. No. P2014MH037400]

B. Narasimhan
Partner
FCS No.: 1303
C P No.: 10440

Place: Mumbai
Date: 24th April, 2019

ANNEXURE IX

Form No. MGT – 9

Extract of Annual Return as on the financial year ended on 31st March, 2019
Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies
(Management and Administration) Rules, 2014

I.	REGISTRATION AND OTHER DETAILS	
i)	CIN	L26940MH2000PLC128420
ii)	Registration Date	24th August, 2000
iii)	Name of the Company	UltraTech Cement Limited
iv)	Category / Sub-Category of the Company	Public Limited - Limited by shares and company having share capital
v)	Address of the Registered office and contact details	'B' Wing, Ahura Centre, 2nd Floor, Mahakali Caves Road, Andheri (East), Mumbai 400 093 Tel. No: 022 6691 7800/29267800; Fax: 02266928109
vi)	Whether Listed Company Yes / No	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any.	Karvy Fintech Private Limited, "Karvy Selenium", Tower B, Plot No. 31&32, Gachibowli, Financial District, Nanakramguda, Hyderabad -500 032 Toll Free No. 1800 5724 001

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated

Sl. No.	Name and Description of main products/services	NIC Code of the Product/service	% to total turnover of the Company
1.	Ordinary Portland and Portland Pozzolana Cement	2394	86%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	Grasim Industries Limited Birlagram, Nagda 456 331 Madhya Pradesh	L17124MP1947PLC000410	Holding	60.20	2(46)
2.	Dakshin Cements Limited '503, Aditya Trade Centre, 5th Floor, Ameerpet, Hyderabad - 500 038, Telangana	U26940TG1993PLC016002	Subsidiary	100	2(87)
3.	Harish Cement Limited Ground Floor, Jagjit Complex, Near Naresh Chowk, Sundernagar, Himachal Pradesh - 175 019	U26941HP1996PLC019173	Subsidiary	100	2(87)
4.	Gotan Lime Stone Khanji Udyog Pvt. Limited D-7, Shastri Nagar, Jodhpur, Rajasthan – 342 003	U14200RJ2012PTC038369	Subsidiary	100	2(87)
5.	Bhagwati Limestone Company Pvt. Limited NH-08, Village Mohanpura, Kotputli, Jaipur, Rajasthan- 303 108	U14101RJ1993PTC007788	Subsidiary	100	2(87)
6.	UltraTech Nathdwara Cement Limited Block D, 4th Floor, 22 Camac Street, Kolkata, West Bengal 700 016	U26941WB1996PLC076612	Subsidiary	100	2(87)

Sl. No.	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
7.	Madanpur (North) Coal Company Pvt. Limited Navbharat Udyog Bhawan Ring Road No-1, Telibandha, Raipur, Chhattisgarh - 492 006	U10101CT2007PTC020161	Associate	11.17	2(6)
8.	Bhaskarpara Coal Company Limited Crystal Tower, 1st Floor, G. E. Road, Opp. Minocha Petrol Pump, Telibandha Raipur, Chhattisgarh - 492 006	U10100CT2008PLC020943	Associate	47.37	2(6)
9.	UltraTech Cement Lanka (Pvt.) Limited 81/11/1, New Nuge Road, Peliyagoda, Sri Lanka	Not Applicable	Subsidiary	80	2(87)
10.	UltraTech Cement Middle East Investments Limited, P. O. Box 4421, Dubai, UAE	Not Applicable	Subsidiary	100	2(87)
11.	PT UltraTech Mining Indonesia Menara Bataia, 16th Floor, Jl. K. H. Mas Mansyur Kav, 126, Jakarta 10220, Indonesia	Not Applicable	Subsidiary	76	2(87)
12.	PT UltraTech Investments Indonesia Menara Bataia, 16th Floor, Jl. K. H. Mas Mansyur Kav, 126, Jakarta 10220, Indonesia	Not Applicable	Subsidiary	95	2(87)

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

(i) Category-wise Share Holding

Sl. No.	Category of shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of total Shares	Demat	Physical	Total	% of total Shares	
A.	**Promoters**									
1.	**Indian**									
(a)	Individual/HUF	77,009	-	77,009	0.03	77,009	-	77,009	0.03	0.00
(b)	Central Govt	-	-	-	-	-	-	-	-	-
(c)	State Govt (s)	-	-	-	-	-	-	-	-	-
(d)	Bodies Corp.	167,382,590	-	167,382,590	60.95	166,593,905	-	166,593,905	60.66	(0.29)
(e)	Banks/FI	-	-	-	-	-	-	-	-	-
(f)	Any Other....	-	-	-	-	-	-	-	-	-
	Sub-total (A)(1)	**167,459,599**	**-**	**167,459,599**	**60.98**	**166,670,914**	**-**	**166,670,914**	**60.69**	**(0.29)**
2.	**Foreign**									
(a)	NRIs- Individuals	-	-	-	-	-	-	-	-	-
(b)	Other-Individuals	-	-	-	-	-	-	-	-	-
(c)	Bodies corp	-	-	-	-	-	-	-	-	-
(d)	Banks/FI	-	-	-	-	-	-	-	-	-
(e)	Any Other...	-	-	-	-	-	-	-	-	-
	Sub-total (A)(2)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
	Total shareholding of Promoter (A) = (A)(1) + (A)(2)	**167,459,599**	**-**	**167,459,599**	**60.98**	**166,670,914**	**-**	**166,670,914**	**60.69**	**(0.29)**

Sl. No.	Category of shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of total Shares	Demat	Physical	Total	% of total Shares	
B.	**Public Shareholding**									
1.	**Institutions**									
(a)	Mutual Funds	7,179,432	4,722	7,184,154	2.62	8,273,679	1,900	8,275,579	3.01	0.39
(b)	Banks/FI	272,801	15,553	288,354	0.11	203,206	15,545	218,751	0.08	(0.03)
(c)	Central Govt	82,715	-	82,715	0.03	113,896	-	113,896	0.04	0.01
(d)	State Govt(s)	-	-	-	-	-	-	-	-	-
(e)	Venture Capital Funds	-	-	-	-	-	-	-	-	-
(f)	Insurance Companies	8,398,588	926	8,399,514	3.06	12,903,538	138	12,903,676	4.70	1.64
(g)	FIIs	61,156,716	3,773	61,160,489	22.27	54,931,785	3,290	54,935,075	20.00	(2.27)
(h)	Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i)	Others (specify)	-	-	-	-	-	-	-	-	-
	Sub-total (B)(1)	**77,090,252**	**24,974**	**77,115,226**	**28.09**	**76,426,104**	**20,873**	**76,446,977**	**27.84**	**(0.25)**
2.	**Non-Institutions**									
(a)	Bodies Corp.	8,076,011	70,727	8,146,738	2.97	9,747,925	67,399	9,815,324	3.57	0.60
	(i) Indian	-	-	-	-	-	-	-	-	-
	(ii) Overseas	-	-	-	-	-	-	-	-	-
(b)	Individuals	-	-	-	-	-	-	-	-	-
	(i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	12,383,568	2,461,373	14,844,941	5.41	12,492,161	1,988,550	14,480,711	5.27	(0.14)
	(ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	172,844	-	172,844	0.06	207,058	-	207,058	0.08	0.02
(c)	Others (specify)									
	NBFCs	8,610	-	8,610	0.00	7,392	-	7,392	0.00	0.00
	Non-Resident (REP)	451,386	-	451,386	0.16	396,587	-	396,587	0.14	(0.02)
	Non-Resident (Non-REP)	152,205	80	152,285	0.06	203,140	160	203,300	0.07	0.01
	Non-Domestic Cos./OCB	-	1,498,852	1,498,852	0.55	-	1,498,852	1,498,852	0.55	0.00
	Foreign National	48,638	1,267	49,905	0.02	48,638	1,267	49,905	0.02	0.00
	Clearing Members	11,186	-	11,186	0.00	60,345	-	60,345	0.02	0.02
	Non-Resident Indians	79,982	118,218	198,200	0.07	103,172	101,833	205,005	0.07	0.00
	Sub-total (B)(2)	**21,384,430**	**4,150,517**	**25,534,947**	**9.30**	**23,266,418**	**3,658,061**	**26,924,479**	**9.80**	**0.50**
	Total Public Shareholding (B) = (B)(1) + (B)(2)	**98,474,682**	**4,175,491**	**102,650,173**	**37.38**	**99,692,522**	**3,678,934**	**103,371,456**	**37.64**	**0.26**
	TOTAL (A) + (B)	**265,934,281**	**4,175,491**	**270,109,772**	**98.36**	**266,363,436**	**3,678,934**	**270,042,370**	**98.32**	**(0.04)**
C.	**Shares held by Custodian for GDRs & ADRs**									
	Promoter and Promoter Group	2,744,168	-	2,744,168	1.00	2,744,168	-	2,744,168	1.00	0.00
	Public	1,759,960	85	1,760,045	0.64	1,654,160	-	1,654,160	0.60	(0.04)
	Shares held by Employee Trusts	-	-	-	-	202,022	-	202,022	0.07	0.07
	Grand Total (A + B + C)	**270,438,409**	**4,175,576**	**274,613,985**	**100.00**	**270,963,786**	**3,678,934**	**274,642,720**	**100.00**	**0.00**

(ii) Shareholding of Promoters

Sl. No.	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	
1.	Mr. Kumar Mangalam Birla	3,837	0.00	-	3,837	0.00	-	0.00
2.	Aditya Vikram Kumar Mangalam Birla HUF	10,228	0.00	-	10,228	0.00	-	0.00
3.	Grasim Industries Limited	165,335,150	60.21	-	165,335,150	60.20	-	(0.01)
4.	Mrs. Rajashree Birla	41,701	0.02	-	41,701	0.02	-	0.00
5.	Mrs. Neerja Birla	8,011	0.00	-	8,011	0.00	-	0.00
6.	Mrs. Vasavadatta Bajaj	13,232	0.00	-	13,232	0.00	-	0.00
7.	Trapti Trading & Investments Pvt. Limited	520,051	0.19	-	1	0.00	-	(0.19)
8.	Birla Group Holdings Pvt. Limited	1	0.00	-	1	0.00	-	0.00
9.	Turquoise Investment & Finance Pvt. Ltd.	268,636	0.10	-	1	0.00	-	(0.10)
10.	Hindalco Industries Limited	1,258,515	0.46	-	1,258,515	0.46	-	0.00
11.	Rajratna Holdings Pvt. Limited	76	0.00	-	76	0.00	-	0.00
12.	Vaibhav Holdings Pvt. Limited	76	0.00	-	76	0.00	-	0.00
13.	Vikram Holding Pvt. Limited	85	0.00	-	85	0.00	-	0.00
	Total	**167,459,599**	**60.98**	-	**166,670,914**	**60.69**	-	(0.29)

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

Sl. No.	Shareholder's name	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.	Trapti Trading & Investments Private Limited				
	At the beginning of the year	520,051	0.19		
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/sweat equity etc):				
	Sale of shares on 31st July, 2018	(98,414)	(0.04)	421,637	0.15
	Sale of shares on 1st August, 2018	(73,200)	(0.03)	348,437	0.13
	Sale of shares on 2nd August, 2018	(48,660)	(0.02)	299,777	0.11
	Sale of shares on 3rd August, 2018	(84,719)	(0.03)	215,058	0.08
	Sale of shares on 6th August, 2018	(32,723)	(0.01)	182,335	0.07
	Sale of shares on 7th August, 2018	(102,000)	(0.04)	80,335	0.03
	Sale of shares on 8th August, 2018	(80,334)	(0.03)	1	0.00
	At the end of the year			1	0.00
2.	Turquoise Investments & Finance Private Limited				
	At the beginning of the year	268,636	0.10		
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/sweat equity etc):				
	Sale of shares on 26th July, 2018	(137,542)	(0.05)	131,094	0.05
	Sale of shares on 27th July, 2018	(53,662)	(0.02)	77,432	0.03
	Sale of shares on 30th July, 2018	(77,431)	(0.03)	1	0.00
	At the end of the year			1	0.00

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

Sr. No.	Name of shareholder	Shareholding		Date of Transaction	Increase/ Decrease in Shareholding during the year	Reason	Cumulative Shareholding during the year	
		No. of Shares at the beginning/ end of the year	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
1.	LIFE INSURANCE CORPORATION OF INDIA	6,056,385	2.21	1-Apr-18				
				11-May-18	143,937	Transfer	6,200,322	2.26
				18-May-18	191,917	Transfer	6,392,239	2.33
				25-May-18	459,535	Transfer	6,851,774	2.49
				1-Jun-18	292,568	Transfer	7,144,342	2.60
				8-Jun-18	228,397	Transfer	7,372,739	2.68
				15-Jun-18	116,748	Transfer	7,489,487	2.73
				22-Jun-18	267,913	Transfer	7,757,400	2.82
				29-Jun-18	138,513	Transfer	7,895,913	2.87
				6-Jul-18	211,978	Transfer	8,107,891	2.95
				13-Jul-18	136,861	Transfer	8,244,752	3.00
				20-Jul-18	205,528	Transfer	8,450,280	3.08
				27-Jul-18	126,630	Transfer	8,576,910	3.12
				3-Aug-18	107,340	Transfer	8,684,250	3.16
				10-Aug-18	156,327	Transfer	8,840,577	3.22
				17-Aug-18	39,860	Transfer	8,880,437	3.23
				24-Aug-18	13,200	Transfer	8,893,637	3.24
				21-Sep-18	37,343	Transfer	8,930,980	3.25
				28-Sep-18	246,156	Transfer	9,177,136	3.34
				5-Oct-18	279,489	Transfer	9,456,625	3.44
				12-Oct-18	277,816	Transfer	9,734,441	3.54
				19-Oct-18	182,509	Transfer	9,916,950	3.61
				18-Jan-19	112,285	Transfer	10,029,235	3.65
				25-Jan-19	76,992	Transfer	10,106,227	3.68
				1-Feb-19	267,134	Transfer	10,373,361	3.78
				8-Feb-19	128,966	Transfer	10,502,327	3.82
				15-Feb-19	96,425	Transfer	10,598,752	3.86
		10,598,752	3.86	31-Mar-19				
2.	OPPENHEIMER DEVELOPING MARKETS FUND	4,740,142	1.73	1-Apr-18				
				21-Sep-18	(50,140)	Transfer	4,690,002	1.71
				28-Sep-18	(303,668)	Transfer	4,386,334	1.60
				5-Oct-18	(367,233)	Transfer	4,019,101	1.46
				12-Oct-18	(321,253)	Transfer	3,697,848	1.35
				19-Oct-18	(98,191)	Transfer	3,599,657	1.31
		3,599,657	1.31	31-Mar-19				
3.	EUROPACIFIC GROWTH FUND	2,838,000	1.03	1-Apr-18				
				6-Apr-18	326,000	Transfer	3,164,000	1.15
				1-Feb-19	(116,331)	Transfer	3,047,669	1.11
				8-Feb-19	(798,070)	Transfer	2,249,599	0.82
				15-Feb-19	(137,599)	Transfer	2,112,000	0.77
		2,112,000	0.77	31-Mar-19				
4.	FRANKLIN TEMPLETON INVESTMENT FUNDS	2,581,104	0.94	1-Apr-18				
				6-Apr-18	(249,570)	Transfer	2,331,534	0.85
				13-Apr-18	(86,683)	Transfer	2,244,851	0.82
				20-Apr-18	(36,654)	Transfer	2,208,197	0.80
				27-Apr-18	(31,936)	Transfer	2,176,261	0.79
				4-May-18	(43,311)	Transfer	2,132,950	0.78
				11-May-18	(24,039)	Transfer	2,108,911	0.77

Sr. No.	Name of shareholder	Shareholding		Date of Transaction	Increase/ Decrease in Shareholding during the year	Reason	Cumulative Shareholding during the year	
		No. of Shares at the beginning/ end of the year	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
				18-May-18	(101,868)	Transfer	2,007,043	0.73
				25-May-18	(122,606)	Transfer	1,884,437	0.69
				1-Jun-18	(73,118)	Transfer	1,811,319	0.66
				17-Aug-18	(69,400)	Transfer	1,741,919	0.63
				24-Aug-18	(189,407)	Transfer	1,552,512	0.57
				7-Sep-18	(70,151)	Transfer	1,482,361	0.54
				21-Sep-18	(38,725)	Transfer	1,443,636	0.53
				28-Sep-18	(72,331)	Transfer	1,371,305	0.50
				19-Oct-18	(23,296)	Transfer	1,348,009	0.49
				2-Nov-18	146,649	Transfer	1,494,658	0.54
				9-Nov-18	51,000	Transfer	1,545,658	0.56
				16-Nov-18	158,900	Transfer	1,704,558	0.62
				30-Nov-18	51,045	Transfer	1,755,603	0.64
				14-Dec-18	38,886	Transfer	1,794,489	0.65
				11-Jan-19	466	Transfer	1,794,955	0.65
				18-Jan-19	28,148	Transfer	1,823,103	0.66
				15-Mar-19	(80,124)	Transfer	1,742,979	0.63
				22-Mar-19	(600)	Transfer	1,742,379	0.63
		1,742,379	0.63	31-Mar-19				
5.	ABERDEEN EMERGING MARKETS FUND	2,103,250	0.77	1-Apr-18				
				7-Sep-18	(25,715)	Transfer	2,077,535	0.76
				21-Sep-18	(84,385)	Transfer	1,993,150	0.73
				30-Nov-18	(204,206)	Transfer	1,788,944	0.65
				7-Dec-18	(95,794)	Transfer	1,693,150	0.62
				21-Dec-18	(48,835)	Transfer	1,644,315	0.60
				28-Dec-18	(16,100)	Transfer	1,628,215	0.59
				31-Dec-18	(13,006)	Transfer	1,615,209	0.59
				4-Jan-19	(23,860)	Transfer	1,591,349	0.58
				22-Mar-19	(302,282)	Transfer	1,289,067	0.47
				29-Mar-19	(17,618)	Transfer	1,271,449	0.46
		1,271,449	0.46	31-Mar-19				
6.	PILANI INVESTMENT AND INDUSTRIES CORPORATION LTD.	2,457,966	0.90	1-Apr-18				
				5-Oct-18	117,318	Transfer	2,575,284	0.94
				7-Dec-18	(4,236)	Transfer	2,571,048	0.94
				21-Dec-18	(237,241)	Transfer	2,333,807	0.85
				31-Dec-18	(18,022)	Transfer	2,315,785	0.84
				4-Jan-19	(27,305)	Transfer	2,288,480	0.83
		2,288,480	0.83	31-Mar-19				
7.	ABERDEEN GLOBAL-EMERGING MARKETS EQUITY FUND	1,541,711	0.56	1-Apr-18				
				27-Apr-18	(99,700)	Transfer	1,442,011	0.53
				19-Oct-18	(66,100)	Transfer	1,375,911	0.50
				14-Dec-18	(111,200)	Transfer	1,264,711	0.46
				21-Dec-18	(67,300)	Transfer	1,197,411	0.44
				8-Mar-19	(87,000)	Transfer	1,110,411	0.40
				15-Mar-19	(88,900)	Transfer	1,021,511	0.37
		1,021,511	0.37	31-Mar-19				
8.	STITCHING DEPOSITARY APG EMERGING MARKETS EQUITY P	1,316,278	0.48	1-Apr-18				
				6-Apr-18	(1,552)	Transfer	1,314,726	0.48
				22-Jun-18	11,056	Transfer	1,325,782	0.48
				6-Jul-18	62,671	Transfer	1,388,453	0.51

Sr. No.	Name of shareholder	Shareholding		Date of Transaction	Increase/ Decrease in Shareholding during the year	Reason	Cumulative Shareholding during the year	
		No. of Shares at the beginning/ end of the year	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
				13-Jul-18	879	Transfer	1,389,332	0.51
				20-Jul-18	59,450	Transfer	1,448,782	0.53
				14-Sep-18	(11,056)	Transfer	1,437,726	0.52
				5-Oct-18	4,739	Transfer	1,442,465	0.53
				2-Nov-18	7,665	Transfer	1,450,130	0.53
				21-Dec-18	(12,626)	Transfer	1,437,504	0.52
				28-Dec-18	(3,498)	Transfer	1,434,006	0.52
				31-Dec-18	(2,826)	Transfer	1,431,180	0.52
				4-Jan-19	(5,185)	Transfer	1,425,995	0.52
				25-Jan-19	47,333	Transfer	1,473,328	0.54
				1-Feb-19	31,288	Transfer	1,504,616	0.55
				15-Feb-19	46,059	Transfer	1,550,675	0.56
				22-Feb-19	35,941	Transfer	1,586,616	0.58
				22-Mar-19	(26,314)	Transfer	1,560,302	0.57
				29-Mar-19	(41,786)	Transfer	1,518,516	0.55
		1,518,516	0.55	31-Mar-19				
9.	VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERIES	1,414,620	0.52	1-Apr-18				
				4-May-18	(2,640)	Transfer	1,411,980	0.51
				11-May-18	(2,508)	Transfer	1,409,472	0.51
				1-Jun-18	(1,980)	Transfer	1,407,492	0.51
				15-Jun-18	(1,980)	Transfer	1,405,512	0.51
				22-Jun-18	(6,150)	Transfer	1,399,362	0.51
				29-Jun-18	(8,571)	Transfer	1,390,791	0.51
				6-Jul-18	(3,672)	Transfer	1,387,119	0.50
				13-Jul-18	(5,848)	Transfer	1,381,271	0.50
				12-Oct-18	31,989	Transfer	1,413,260	0.51
				19-Oct-18	10,173	Transfer	1,423,433	0.52
				26-Oct-18	40,179	Transfer	1,463,612	0.53
				16-Nov-18	68,729	Transfer	1,532,341	0.56
				23-Nov-18	6,396	Transfer	1,538,737	0.56
				7-Dec-18	3,116	Transfer	1,541,853	0.56
				21-Dec-18	8,856	Transfer	1,550,709	0.56
				1-Feb-19	9,396	Transfer	1,560,105	0.57
				8-Feb-19	29,970	Transfer	1,590,075	0.58
				29-Mar-19	3,726	Transfer	1,593,801	0.58
		1,593,801	0.58	31-Mar-19				
10.	NOMURA INDIA INVESTMENT FUND - MOTHER FUND	1,363,970	0.50	1-Apr-18				
				25-May-18	182,023	Transfer	1,545,993	0.56
				13-Jul-18	(100,000)	Transfer	1,445,993	0.53
				26-Oct-18	50,000	Transfer	1,495,993	0.54
				2-Nov-18	75,000	Transfer	1,570,993	0.57
				16-Nov-18	(50,000)	Transfer	1,520,993	0.55
				23-Nov-18	(20,000)	Transfer	1,500,993	0.55
		1,500,993	0.55	31-Mar-19				
11.	GOVERNMENT OF SINGAPORE	1,121,339	0.41	1-Apr-18				
				6-Apr-18	964	Transfer	1,122,303	0.41
				20-Apr-18	(13,629)	Transfer	1,108,674	0.40
				27-Apr-18	(496)	Transfer	1,108,178	0.40
				4-May-18	(908)	Transfer	1,107,270	0.40
				18-May-18	(1,934)	Transfer	1,105,336	0.40

Sr. No.	Name of shareholder	Shareholding		Date of Transaction	Increase/ Decrease in Shareholding during the year	Reason	Cumulative Shareholding during the year	
		No. of Shares at the beginning/ end of the year	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
				25-May-18	(447)	Transfer	1,104,889	0.40
				1-Jun-18	30,622	Transfer	1,135,511	0.41
				8-Jun-18	86,832	Transfer	1,222,343	0.44
				15-Jun-18	39,555	Transfer	1,261,898	0.46
				22-Jun-18	8,812	Transfer	1,270,710	0.46
				20-Jul-18	10,658	Transfer	1,281,368	0.47
				27-Jul-18	(765)	Transfer	1,280,603	0.47
				3-Aug-18	(971)	Transfer	1,279,632	0.47
				10-Aug-18	(8,620)	Transfer	1,271,012	0.46
				24-Aug-18	24,661	Transfer	1,295,673	0.47
				31-Aug-18	56,152	Transfer	1,351,825	0.49
				7-Sep-18	(39,728)	Transfer	1,312,097	0.48
				14-Sep-18	31,118	Transfer	1,343,215	0.49
				21-Sep-18	19,729	Transfer	1,362,944	0.50
				5-Oct-18	(4,765)	Transfer	1,358,179	0.49
				12-Oct-18	(1,586)	Transfer	1,356,593	0.49
				19-Oct-18	5,033	Transfer	1,361,626	0.50
				2-Nov-18	3,240	Transfer	1,364,866	0.50
				23-Nov-18	11,301	Transfer	1,376,167	0.50
				30-Nov-18	3,724	Transfer	1,379,891	0.50
				7-Dec-18	(3,149)	Transfer	1,376,742	0.50
				21-Dec-18	15,675	Transfer	1,392,417	0.51
				28-Dec-18	(822)	Transfer	1,391,595	0.51
				4-Jan-19	9,662	Transfer	1,401,257	0.51
				18-Jan-19	(31,864)	Transfer	1,369,393	0.50
				8-Feb-19	29,613	Transfer	1,399,006	0.51
				1-Mar-19	(26,561)	Transfer	1,372,445	0.50
				8-Mar-19	(35,714)	Transfer	1,336,731	0.49
				22-Mar-19	9,330	Transfer	1,346,061	0.49
		1,346,061	0.49	31-Mar-19				
12.	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	1,106,563	0.40	1-Apr-18				
				13-Apr-18	14,980	Transfer	1,121,543	0.41
				25-May-18	14,595	Transfer	1,136,138	0.41
				15-Jun-18	73,565	Transfer	1,209,703	0.44
				22-Jun-18	135,793	Transfer	1,345,496	0.49
				29-Jun-18	119,025	Transfer	1,464,521	0.53
				20-Jul-18	16,473	Transfer	1,480,994	0.54
				24-Aug-18	20,263	Transfer	1,501,257	0.55
				7-Sep-18	19,566	Transfer	1,520,823	0.55
				5-Oct-18	27,366	Transfer	1,548,189	0.56
				2-Nov-18	13,549	Transfer	1,561,738	0.57
				16-Nov-18	17,094	Transfer	1,578,832	0.57
				4-Jan-19	194	Transfer	1,579,026	0.57
				11-Jan-19	22,841	Transfer	1,601,867	0.58
				29-Mar-19	12,129	Transfer	1,613,996	0.59
		1,613,996	0.59	31-Mar-19				

(v) Shareholding of Directors and Key Managerial Personnel (KMP)

Sl. 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.	**Kumar Mangalam Birla**				
	At the beginning of the year	14,065	0.01		
	Date-wise increase/decrease	-	-	-	-
	At the end of the year			14,065	0.00
2.	**Mrs. Rajashree Birla**				
	At the beginning of the year	41,701	0.02		
	Date-wise increase/decrease	-	-	-	-
	At the end of the year			41,701	0.01
3.	**D.D. Rathi***				
	At the beginning of the year	2,515	0.00		
	Date-wise increase/decrease	-	-	-	-
	At the end of the year			2,515	0.00
4.	**O.P. Puranmalka**				
	At the beginning of the year	60,571	0.02		
	Date-wise increase/decrease	-	-	-	-
	At the end of the year			60,571	0.02
5.	**Atul Daga**				
	At the beginning of the year	5,940	0.00		
	allotment upon exercise of stock options on 3rd May, 2018	518	0.00	6,458	0.00
	allotment upon exercise of stock options on 4th June, 2018	300	0.00	6,758	0.00
	allotment upon exercise of stock options on 1st November, 2018	170	0.00	6,928	0.00
	allotment upon exercise of stock options on 25th March, 2019	140	0.00	7,068	0.00
	At the end of the year			7,068	0.00
6.	**S.K. Chatterjee**				
	At the beginning of the year	2,007	0.00		
	allotment upon exercise of stock options on 2nd March, 2019	200	0.00	2,207	0.00
	At the end of the year			2,207	0.00

* Mr. D.D. Rathi resigned w.e.f. 27th July, 2018.

V. INDEBTEDNESS

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

(₹ in crores)

	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
(i) Principal Amount	13,001	4,419	-	17,420
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	143	20	-	163
Total (i +ii + iii)	**13,144**	**4,439**	-	**17,583**
Change in Indebtedness during the financial year				
• Addition	1,874	2,084	-	3,958
• Reduction	1,335	1,900	-	3,235
Net Change	**539**	**184**		**723**
Indebtedness at the end of the financial year				
(i) Principal Amount	13,534	4,584	-	18,118
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	149	39	-	188
Total (i + ii + iii)	**13,683**	**4,623**	-	**18,306**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ in crores)

Sl No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
		Mr. K.K. Maheshwari Managing Director	Mr. K.C. Jhanwar Deputy Managing Director & CMO*	Mr. Atul Daga Whole-time Director & CFO	
1.	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	12.43	1.61	2.50	16.54
	(b) Value of Perquisites u/s 17(2) of the Income Tax Act, 1961	0.07	0.23	0.31	0.61
	(c) Profit in lieu of Salary under section 17(3) of the Income Tax Act,1961	-	-	-	-
2.	Stock Option	-	-	0.24	0.24
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-
	– as % of profit	-	-	-	-
	– others, specify	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total (A)	**12.50**	**1.84**	**3.05**	**17.39**
	Ceiling as per the Act (being 10% of the net profit as worked out as per Section 198 of the Companies Act, 2013)				336.60

* Mr. K. C. Jhanwar appointed as Additional Director and Whole-time Director (designated as Deputy Managing Director & Chief Manufacturing officer) w.e.f. 19th October, 2018.

B. REMUNERATION TO OTHER DIRECTORS

(₹ in crores)

Sl. No.	Particulars of Remuneration	Name of Directors						Total Amount
1.	**Independent Directors**	Arun Adhikari	G. M. Dave	Mrs. Sukanya Kripalu	S. B. Mathur	Mrs. Renuka Ramnath	Mrs. Alka Bharucha	
	Fee for attending board/ Committee Meetings	0.04	0.05	0.03	0.04	0.01	0.03	0.20
	Commission	0.17	0.25	0.16	0.29	0.03	0.19	1.09
	Others, please specify	-	-	-	-	-	-	-
	Total (1)	**0.21**	**0.30**	**0.19**	**0.33**	**0.04**	**0.22**	**1.29**
2.	**Other Non-Executive Directors**	Kumar Mangalam Birla	Mrs. Rajashree Birla	D. D. Rathi*	O. P. Puranmalka			
	Fee for attending board/ Committee Meetings	0.04	0.01	0.03	0.03			0.11
	Commission	15.53	1.32	0.05	0.01			16.91
	Others, please specify	-	-	-	-	-	-	-
	Total (2)	**15.57**	**1.33**	**0.08**	**0.04**			**17.02**
	Total (B) = (1 + 2)							**18.31**
	Total Managerial Remuneration							**35.70**
	Overall Ceiling as per the Act (being 11% of the net profit as worked out as per Section 198 of the Companies Act, 2013)							370.26

* Mr. D.D. Rathi resigned w.e.f. 27th July, 2018.

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

(₹ in crores)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total
		Atul Daga Whole - time Director & CFO	S.K. Chatterjee Company Secretary	
1.	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	2.50	1.13	3.63
	(b) Value of Perquisites u/s 17(2) of the Income Tax Act, 1961	0.31	0.01	0.32
	(c) Profit in lieu of Salary under section 17(3) of the Income Tax Act,1961	-	-	
2.	Stock Option	0.24	0.03	0.27
3.	Sweat Equity	-	-	-
4.	Commission	-	-	-
	- as % of Profit	-	-	-
	- others, specify	-	-	-
5.	Others, please specify	-	-	-
	Total	**3.05**	**1.17**	**4.22**

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

There were no penalties / punishment / compounding of offences for the year ended 31st March, 2019.

For and on behalf of the Board

Kumar Mangalam Birla
Chairman
(DIN: 00012813)

Mumbai, 24th April, 2019

REPORT ON CORPORATE GOVERNANCE

The Report on Corporate Governance as prescribed by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, ("the Listing Regulations") is given below:

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Your Company is committed to the adoption of best governance practices and their adherence in true spirit at all times. Your Company's philosophy on Corporate Governance enshrines the goal of achieving the highest levels of transparency, accountability and ethical behaviour in all spheres of its operations and in all its communication with its stakeholders.

Your Company continuously strives to achieve excellence in corporate governance through its values – Integrity, Commitment, Passion, Seamlessness and Speed.

In terms of the Listing Regulations, the details of compliance for the year ended 31st March, 2019 are as follows:

I. BOARD OF DIRECTORS

- **Composition**

Your Company's Board comprises of 12 (twelve) Directors, which include the Managing Director, 2 (two) Whole-time Directors and 6 (six) Independent Directors including 3 (three) women Independent Directors. The Board composition is compliant with the provisions of the Companies Act, 2013 ("the Act"), Rules made thereunder and the Listing Regulations. The details of the Directors with regard to outside directorships and committee positions are as follows:

Name of Director	Executive/ Non- Executive/ Independent[1]	No. of outside directorship(s) held[2]	No. of outside committee position(s) held[3]		Names of outside listed entities where the person is a director and the category of directorship
		Public	Chairman	Member	
Kumar Mangalam Birla (DIN: 00012813)	Non-Executive	8	-	-	1. Aditya Birla Capital Limited- Non-Executive Director 2. Century Textiles and Industries Limited- Non-Executive Director 3. Grasim Industries Limited- Non-Executive Director 4. Hindalco Industries Limited- Non-Executive Director 5. Vodafone Idea Limited- Non-Executive Director
Mrs. Rajashree Birla (DIN: 00022995)	Non-Executive	6	-	-	1. Century Enka Limited- Non-Executive Director 2. Century Textiles and Industries Limited- Non-Executive Director 3. Grasim Industries Limited - Non-Executive Director 4. Hindalco Industries Limited- Non-Executive Director 5. Pilani Investment and Industries Corporation Limited- Non-Executive Director
Arun Adhikari (DIN: 00591057)	Independent	4	-	2	1. Aditya Birla Capital Limited- Independent Director 2. Vodafone Idea Limited- Independent Director 3. Voltas Limited- Independent Director
Mrs. Alka Bharucha (DIN: 00114067)	Independent	8	3	7	1. Birlasoft Limited- Independent Director 2. Hindalco Industries Limited- Independent Director 3. Honda Siel Power Products Limited- Independent Director 4. Orient Electric Limited- Independent Director
G. M. Dave (DIN: 00036455)	Independent	2	-	1	1. Hindalco Industries Limited- Independent Director 2. PCS Technology Limited- Independent Director

Name of Director	Executive/ Non- Executive/ Independent[1]	No. of outside directorship(s) held[2]	No. of outside committee position(s) held[3]		Names of outside listed entities where the person is a director and the category of directorship
		Public	Chairman	Member	
Mrs. Sukanya Kripalu (DIN: 06994202)	Independent	5	1	5	1. Aditya Birla Fashion and Retail Limited- Independent Director 2. Colgate-Palmolive (India) Limited- Independent Director 3. Entertainment Network (India) Limited- Independent Director 4. Huhtamaki PPL Limited- Independent Director
S. B. Mathur (DIN: 00013239)	Independent	8	2	7	1. DCM Shriram Industries Limited- Independent Director 2. Hindustan Oil Exploration Company Limited* - Independent Director 3. ITC Limited - Independent Director 4. Thomas Cook (India) Limited- Independent Director
O. P. Puranmalka (DIN: 00062212)	Non-Executive	-	-	-	-
Mrs. Renuka Ramnath (DIN: 00147182)	Independent	7	2	3	1. Arvind Limited- Independent Director 2. Indian Energy Exchange Limited- Independent Director 3. L&T Technology Services Limited- Independent Director 4. PVR Limited- Independent Director 5. Tata Communications Limited- Independent Director
K. K. Maheshwari (DIN: 00017572)	Managing Director	-	-	-	-
K. C. Jhanwar[4] (DIN: 01743559)	Deputy Managing Director & CMO	4	1	1	-
Atul Daga (DIN: 06416619)	Whole-time Director & CFO	1	-	-	-

* *Resigned w.e.f. 17th April 2019.*

1. *Independent Director means a Director as defined under Clause 16 of the Listing Regulations and Section 149 of the Act.*
2. *Excluding directorships in private limited companies, foreign companies and companies under Section 8 of the Act.*
3. *Only two committees viz. Audit Committee and Stakeholders Relationship Committee of all public limited companies are considered.*
4. *Mr. K. C. Jhanwar appointed as Additional Director and Whole-time Director (designated as Deputy Manager Director & Chief Manufacturing Officer) w.e.f. 19th October, 2018.*
5. *No Director is related to any other Director on the Board, except for Mr. Kumar Mangalam Birla and Mrs. Rajashree Birla, who are son and mother respectively.*
6. *None of the Directors (i) hold membership in more than ten public limited companies and (ii) is a member of more than ten committees or chairperson of more than five committees across all the public companies in which he/she is a Director.*

- **A chart or a matrix setting out the skills/expertise/ competence of the Board of Directors specifying the following:**

Your Company's Board of Directors have identified the following skills / expertise / competencies to function and discharge their responsibilities effectively:

- *Industry knowledge;*
- *Innovation;*
- *Financial expertise;*
- *Corporate Governance;*
- *Strategic expertise;*
- *Marketing;*
- *Legal and Compliance;*
- *Sustainability;*
- *Risk Management;*
- *Human Resource Development; and*
- *General Management*

The Board members collectively display the following personal qualities:

- *Integrity* : fulfilling a Director's duties and responsibilities;
- *Curiosity and courage* : ask questions and persistence in challenging management and fellow Board members where necessary;
- *Interpersonal skills* : work well in a group, listen well, tactful, ability to communicate their point of view frankly;
- *Interest* : in the organisation, its business and the people;
- *Instinct* : good business instincts and acumen, ability to get to the crux of the issue quickly;
- Believer in gender diversity;
- *Active participation* : at deliberations in the meeting.

Your Company's Board comprises of an equal number of Independent and Non-Independent Directors. The Directors are professionals, possessing wide experience and expertise in their areas of function - strategy; finance; governance and legal; marketing, insurance, among others, which together with their collective wisdom fuel your Company's growth. With one -third of the Board comprising of woman directors, the Board reflects gender diversity.

A brief profile of the Directors of your Company is as follows:

Kumar Mangalam Birla, is the Chairman of the $44.3 billion multinational Aditya Birla Group, which operates in 34 countries across six continents. He is a Chartered Accountant and holds an MBA degree from the London Business School.

Mr. Birla chairs the Boards of all major Group companies in India and globally - Novelis, Columbian Chemicals, Aditya Birla Minerals, Aditya Birla Chemicals, Thai Carbon Black, Alexandria Carbon Black, DomsjöFabriker and Terrace Bay Pulp Mill. In India, apart from chairing your Company's Board, he also chairs the Boards of Hindalco Industries Limited, Grasim Industries Limited, Vodafone Idea Limited and Aditya Birla Capital Limited.

In the 23 years that he has been at the helm of the Group, he has accelerated growth, built meritocracy and enhanced stakeholder value. In the process he has raised the Group's turnover from $2 billion in 1995, to $44.3 billion today.

He has been the architect of 36 acquisitions by the group in 20 years in India and globally, the highest by an Indian multinational in India. Under his stewardship, the Aditya Birla Group enjoys a position of leadership in all the major sectors in which it operates. Over the years, Mr. Birla has built a highly successful meritocratic organisation, anchored by an extraordinary force of 120,000 employees belonging to 42 different nationalities.

Outside the Group, Mr. Birla has held several key positions on various regulatory and professional Boards. He was a Director on the Central Board of Directors of the Reserve Bank of India. He was Chairman of the Advisory Committee constituted by the Ministry of Corporate Affairs and also served on The Prime Minister of India's Advisory Council on Trade and Industry. As the Chairman of Securities and Exchange Board of India (SEBI) Committee on Corporate Governance, he authored the First Report on Corporate Governance titled ''Report of the Kumar Mangalam Birla Committee on Corporate Governance''. Mr. Birla also served as Chairman of SEBI's committee on Insider Trading, which formulated Corporate Governance principles for Indian corporates.

Mr. Birla is deeply engaged with Educational Institutions. He is the Chancellor of the Birla Institute of Technology & Science (BITS) with campuses in Pilani, Goa, Hyderabad and Dubai and a Director of the G. D. Birla Medical Research & Education Foundation. He is also the Chairman of Indian Institute of Management, Ahmedabad and The Rhodes India Scholarship Committee.

Mr. Birla serves on the London Business School's Asia Pacific Advisory Board and is an Honorary Fellow of the London Business School.

A firm practitioner of the trusteeship concept, Mr. Birla has institutionalised the concept of caring and giving at the Aditya Birla Group. With his mandate, the Group is involved in meaningful welfare driven activities that distinctively impact the quality of life of weaker sections of society.

Mrs. Rajashree Birla is an exemplar in the area of community initiatives and rural development. Mrs. Birla spearheads the Aditya Birla Centre for Community Initiatives and Rural Development, the Group's apex body responsible for development projects. She oversees the Group's social and welfare driven work across 40 companies. The footprint of the Centre's work straddles over 5,000 villages, reaching out to 7.5 million people. Furthermore, Mrs. Birla is the Chairperson of the FICCI – Aditya Birla CSR Centre for Excellence, Habitat for Humanity (India) and is on the Board of the Asia Pacific Committee as well as Habitat's Global Committee. She is the Chairperson of FICCI's first ever Expert Committee on CSR. She is Member on the Advisory Board of "The Research Society for the Care, Treatment and Training of Children in Need of Special Care", Mumbai, and of BAIF Development Research Foundation, Pune. As a patron of arts and culture, she heads the "Sangit Kala Kendra", a Centre for performing arts, as its President.

In recognition of the exemplary work done by Mrs. Birla, leading national and international organisations have showered accolades upon her. Among these the most outstanding ones have been that of the Government of India's "Padma Bhushan" Award in 2011 in the area of "Social Work", The Economic Times "Corporate Citizen of the Year Award" twice over, in 2002 and 2012, besides the "Global Golden Peacock Award for CSR" presented by Dr. Ola Ullsten, the Former Prime Minister of Sweden in Portugal in 2010. The Institute of Directors (IOD) Distinguished Fellowship Award, and FICCI FLO's Lifetime Achievement Award, are among the many other distinctions received by her.

Apart from your Company, Mrs. Birla is a Director on the Boards of Grasim Industries Limited and Hindalco Industries Limited. She is also on the Board of the Aditya Birla Group's international companies spanning Thailand, Indonesia, Philippines and Egypt.

Arun Adhikari is an alumni of the Indian Institute of Technology, Kanpur and the Indian Institute of Management, Calcutta. He joined Hindustan Lever Limited as a Management Trainee in 1977 and worked with the Unilever Group in India, UK, Japan and Singapore. His areas of responsibility included, sales and marketing, culminating in general management and leadership roles. Mr. Adhikari retired from Unilever in January, 2014 following which he was a Senior Advisor with McKinsey and Company for four years. He is now an Independent Director on the Boards of Vodafone Idea Limited, Aditya Birla Capital Limited and Voltas Limited.

Mrs. Alka Bharucha is a Master in Law from the University of Bombay and University of London and Solicitor High Court Mumbai and Supreme Court of England & Wales. She began her career with Mulla & Mulla & Craigie Blunt & Caroe, and joined Amarchand & Mangaldas as partner in 1992. In 2008, she co-founded Bharucha & Partners which, since inception, has been ranked by RSG Consulting, London among the top fifteen firms in India. Mrs. Bharucha has been ranked by Chambers Global, Legal 500 and Who's Who Legal amongst India's leading lawyers. She chairs the transactions practice at Bharucha & Partners. Her core areas of expertise are mergers and acquisitions, joint ventures, private equity, banking and finance.

G. M. Dave holds a Masters Degree in Commerce and a Bachelor's Degree in Law. He is a partner of Dave & Girish & Co., Advocates, a well-known firm of lawyers in Mumbai. He is also on the Board of other companies.

Mrs. Sukanya Kripalu is a graduate from St. Xavier's College and the Indian Institute of Management, Calcutta. She is a consultant in the fields of marketing, strategy, advertising and market research. Her experience includes working with leading corporates like Nestle India Limited, Cadbury India Limited and Kellogg's India. She was also the CEO of Quadra Advisory a WPP Group Company. She is presently on the Boards of various companies viz. Huhtamaki PPL Limited, Aditya Birla Fashion and Retail Limited, Aditya Birla Health Insurance Company Limited, Entertainment Network (India) Limited and Colgate Palmolive (India) Limited.

S. B. Mathur is a Chartered Accountant who has served as the Chairman of the Life Insurance Corporation of India (LIC) from August, 2002 to October, 2004. He is on the board of various companies. He also holds Trusteeships, Advisory/Administrative Roles on Government Bodies, Authorities and Corporations.

Mrs. Renuka Ramnath has over the course of three decades in financial services, successfully built several businesses. In 2009, she founded Multiples, a dedicated India focused private equity fund with an AUM of close to USD 1 billion. The young independent platform of Multiples has had stellar success under her leadership and has supported transformational journeys of young companies and new-age professional entrepreneurs across various sectors and situations to build a successful track record for Multiples.

Mrs. Ramnath started her career with the ICICI Group including stints in investment banking and e-commerce; she led ICICI Venture as the MD & CEO of ICICI Venture, to become one of the largest private equity funds in India, scaling the proprietary platform from USD 50 mn to USD 2.5 bn under her management in 8 years. In the Indian PE market, she has pioneered first-to-market transactions like leveraged buyouts and management buyouts as well as incubated several companies. Mrs. Ramnath thrives on the challenges that markets and competition throw in the business, consistently finding ways to succeed by deploying the full human potential to deliver extraordinary returns.

O. P. Puranmalka, Chartered Accountant, is currently a Non-Executive Director on the Board of your Company. He was earlier the Managing Director of your Company, having retired on 31st March, 2016. Known for his entrepreneurial capabilities, he has held senior managerial positions in the Cement Business of the Aditya Birla Group, He was part of the Cement Business of the Group since 1994 at various positions till his retirement as Managing Director of your Company.

K. K. Maheshwari is a proven leader with expertise in strategy and finance, a passion for building outstanding teams and a disciplined focus on innovation and excellence in operations. In a distinguished career spanning 4 decades, of which 35 years have been with the Aditya Birla Group, Mr. Maheshwari has held several key leadership roles, including that of steering the Group's Chemicals, International Trading, Pulp & Fibre, Textiles and Cement business. Mr. Maheshwari is credited with scripting the growth of each of the businesses towards a more competitive and sustainable model and has overseen various greenfield and brownfield expansions as well as strategic acquisitions globally. He also serves as a Director of Aditya Birla Management Corporation Private Limited.

Mr. Maheshwari has been in his current assignment as Managing Director of your Company since 2016, where he has overseen phenomenal growth, both organic as well as inorganic, catapulting your Company to the 3rd largest player in the cement industry worldwide, outside of China, with its capacity exceeding 100 MT.

Mr. Maheshwari holds a master's degree in commerce (business administration) and is a Fellow Member of the Institute of Chartered Accountants of India.

K. C. Jhanwar, Whole-time Director (designated as Deputy Managing Director and Chief Manufacturing Officer) of your Company is a Chartered Accountant with over 39 years' experience, of which 38 years' have been with the Aditya Birla Group. He has held various roles in Finance, Operations and General Management across the Cement and Chemical Business of the Group, including greenfield and brownfield projects.

Atul Daga, Whole-time Director and Chief Financial Officer of your Company, is a Chartered Accountant with over 32 years' experience, of which over twenty-five years have been with the Aditya Birla Group. His ability to penetrate deep into business areas and understanding of the dynamics has been his constant strength.

His key responsibilities, include, risk management, audit and compliance, planning, treasury, capital structuring and capital allocation, among others. He has undertaken several initiatives such as creating a robust platform for managing Investor Relations, evaluating M&A opportunities, and setting new benchmarks for raising long term borrowings in the domestic financial markets. Development of financial strategy and monitoring of control systems, internal audit and actively participating in the Company's growth strategy are also part of his portfolio.

- **Non-Executive Directors' compensation and disclosures**

  Sitting fees / commission paid to the Non-Executive Directors and Independent Directors are recommended by the Nomination, Remuneration and Compensation Committee of the Board and approved by the Board of Directors and shareholders. The details of sitting fees / commission paid to the Non-Executive Directors and Independent Directors are given separately in this Report.

- **Other provisions as to Board and Committees**

  The number of Board meetings held during the year, dates on which held and number of Directors present are as follows:

Date of Board Meeting	Board Strength	No. of Directors Present
6th April, 2018	12	9
25th April, 2018	12	11
20th May, 2018	12	9
18th July, 2018	12	11
19th October, 2018	11	9
19th November, 2018	12	7
24th January, 2019	12	9

Your Company's Board plays a pivotal role in ensuring good governance and functioning of your Company. The Board has unfettered and complete access to any information within your Company. Members of the Board freely express their views on the meeting agenda and discuss pertinent issues at the meeting with the permission of the Chairman. The Board periodically reviews all the relevant information, which is required to be placed before it, pursuant to Schedule II of Regulation 17 of the Listing Regulations and in particular reviews and approves corporate strategies, business plans, annual budgets, projects and capital expenditure etc. The Board provides direction and exercises appropriate control to ensure that your Company is managed in a manner that fulfils stakeholder aspirations and societal expectations.

In addition to the quarterly meetings, the Board also meets to address specific needs and business requirement of your Company.

The details of attendance of each Director at the Board meetings and the last Annual General Meeting (AGM) are as follows:

Name of Director	No. of Board Meetings		Attended Last AGM[@]
	Held	Attended	
Kumar Mangalam Birla	7	7	Yes
Mrs. Rajashree Birla	7	2	Yes
Arun Adhikari	7	6	Yes
Mrs. Alka Bharucha	7	4	Yes
G. M. Dave	7	6	Yes
Mrs. Sukanya Kripalu	7	6	Yes
S. B. Mathur	7	5	Yes
O. P. Puranmalka	7	7	Yes
Mrs. Renuka Ramnath	7	2	No
D. D. Rathi*	7	4	Yes
K. K. Maheshwari	7	7	Yes
K. C. Jhanwar[#]	7	2	Not Applicable
Atul Daga	7	7	Yes

@ AGM held on 18th July, 2018 at Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai-400 025.

* Mr. D. D. Rathi ceased to be Director on the Board of your Company w.e.f. 27th July, 2018.

\# Mr. K. C. Jhanwar was appointed as Additional Director and Whole-time Director (designated as Deputy Managing Director and Chief Manufacturing Officer) of your Company w.e.f. 19th October, 2018.

- **Code of Conduct**

  The Board of Directors have laid down a Code of Conduct ("the Code") for all Board members and senior management personnel of your Company. The Code is posted on your Company's website *www.ultratechcement.com*.

  All Board members and senior management personnel have confirmed compliance with the Code. A declaration to that effect signed by the Managing Director is attached and forms part of this Annual Report.

- **Induction and training**

  A letter of appointment together with an induction kit is given to Independent Directors at the time of their appointment setting out their roles, functions, duties and responsibilities. In terms of the Listing Regulations, the terms and conditions of appointment of Independent Directors are placed on the website of your Company viz. *www.ultratechcement.com*.

  The Directors are familiarised with your Company's business and its operations. Interactions are held between the Directors and senior management of your Company. Directors are familiarised with the organisational set-up, functioning of various departments, internal control processes and relevant information pertaining to your Company. They are periodically updated on the industry scenario, changes in regulatory framework and the impact thereof on the working of your Company. Familiarisation programme imparted to Directors of your Company is available on your Company's website viz. *www.ultratechcement.com*.

- **Performance evaluation of Board**

  A formal evaluation mechanism has been adopted for evaluating the performance of the Board, Committees thereof, individual Directors and the Chairman of the Board. The evaluation is based on criteria which includes, among others, attendance and preparedness for the meetings, contribution at meetings, effective decision making ability, role of the Committees. The Directors completed questionnaires providing feedback on functioning of the Board, Committees and Chairman of the Board.

- **Independent Director's meeting**

  A meeting of the Independent Directors was held, inter alia, to discuss evaluation of the performance of Non-Independent Directors, evaluation of the performance of the Chairman, taking into account the views of the Executive and Non-Executive Directors and the evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties. The suggestions made by the Independent Directors were discussed at the Board meeting and are being implemented.

- **Prevention of Insider Trading**

  In terms of the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended, your Company has adopted a 'Code of Conduct to regulate, monitor and report trading by designated persons in listed or proposed to be listed securities' of your Company ("the Code"). The Code aims at preserving and preventing misuse of unpublished price sensitive information. All Designated Persons (including Directors, Key Managerial Personnel and employees) of your Company are covered under the Code, which provides inter alia for periodical disclosures and obtaining pre-clearances for trading in securities of your Company.

II. AUDIT COMMITTEE

- **Composition, meetings, attendance during the year and sitting fees paid**

  The Audit Committee of the Board comprises 5 (five) Directors, of which 4 (four) are Independent Directors. The members of the Audit Committee are financially literate. The composition of the Audit Committee complies with the requirements of Section 177 of the Act and Regulation 18 of the Listing Regulations.

  During the year, the Audit Committee meetings were held on 25th April, 2018, 20th May, 2018, 18th July, 2018, 19th October, 2018, 24th January, 2019 and 20th March, 2019.

  The composition, attendance and sitting fees paid are as follows:

Name of Member	No. of meetings		Sitting fees paid (₹ in lakhs)
	Held	Attended	
S. B. Mathur	6	5	1.25
G.M. Dave	6	6	1.50
Mrs. Renuka Ramnath	6	-	-
Mrs. Alka Bharucha	6	4	1.00
K. K. Maheshwari*	6	2	-
D. D. Rathi#	6	3	0.75

* Mr. K. K. Maheshwari was appointed as a member of the Committee on 19th October, 2018. He was earlier a permanent invitee to the Audit Committee.

Mr. D. D. Rathi ceased to be a member of the Committee upon his resignation from the Board w.e.f. 27th July, 2018.

Mr. S. B. Mathur is the Chairman of the Committee.

Permanent Invitee: Mr. Atul Daga, Whole-time Director & CFO.

The Statutory and Internal Auditors of your Company attend the Audit Committee meetings.

The Company Secretary acts as the Secretary to the Committee.

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

The Audit Committee monitors and effectively supervises your Company's financial reporting process with a view to provide accurate, timely and proper disclosure and maintain the integrity and quality of financial reporting. The Audit Committee also reviews from time to time, the audit and internal control procedures, the accounting policies of your Company, oversight of your Company's financial reporting process so as to ensure that the financial statements are correct, sufficient and credible.

- **Role**

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
   i. Matters required to be included in the Director's 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;
   ii. Changes, if any, in accounting policies and practices and reasons for the same;
   iii. Major accounting entries involving estimates based on the exercise of judgment by management;

iv. Significant adjustments made in the financial statements arising out of audit findings;

v. Compliance with listing and other legal requirements relating to financial statements;

vi. Disclosure of any related party transactions;

vii. Modified opinion(s) in the draft audit report.

5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.

6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.

7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of 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, adequacy of the internal control systems.

13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.

14. Discussion with internal auditors of any significant findings and follow up there on.

15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.

16. Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.

18. To review the functioning of the Whistle Blower mechanism;

19. Approval of appointment of CFO after assessing the qualifications, experience and background, etc. of the candidate.

20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

21. Reviewing the utilisation of loans and / or advances from/investment by the holding Company in the subsidiary exceeding ₹ 100 crores or 10% of the 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.

- **The Audit Committee reviews the 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;
  5. The appointment, removal and terms of remuneration of the Chief Internal Auditor;
  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 Regulations 32(1) of the Listing Regulations.

(b) Annual statement of funds utilised for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of the Listing Regulations.

- **Vigil Mechanism/Whistle Blower Policy**

  Your Company has in place a vigil mechanism pursuant to which a Values Committee has been constituted for addressing complaints received from Directors and employees concerning unethical behaviour, actual or suspected fraud and violation of the Code of Conduct or Ethics Policy of your Company. The policy provides for adequate safeguards against victimisation and all personnel have access to the Audit Committee. The policy is also posted on your Company's website viz. *www.ultratechcement.com*.

III. NOMINATION, REMUNERATION AND COMPENSATION COMMITTEE

- **Composition, meetings, attendance during the year and sitting fees paid**

  During the year, the Nomination, Remuneration and Compensation Committee ("the NRC Committee") met thrice to deliberate on various matters. The meetings were held on 25th April, 2018; 18th July, 2018 and 19th October, 2018.

  The composition, attendance and sitting fees paid are as follows:

Name of Member	No. of meetings		Sitting fees paid (₹ in lakhs)
	Held	Attended	
Kumar Mangalam Birla	3	3	0.60
Arun Adhikari	3	3	0.60
G.M. Dave	3	3	0.60

  Mr. G. M. Dave is the Chairman of the Committee.

  The Company Secretary acts as the Secretary to the Committee.

- **Terms of reference of the NRC Committee**

  The NRC Committee is authorised to:

  - set the level and composition of remuneration which is reasonable and sufficient to attract, retain and motivate Directors and senior managers of the quality required to run your Company successfully;
  - set the relationship of remuneration to performance;
  - check whether the remuneration provided to Directors and senior management includes a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of your Company and its goals;
  - formulate appropriate policies, institute processes which enable the identification of individuals who are qualified to become Directors and who may be appointed in senior management and recommend the same to the Board;
  - review and implement succession and development plans for Managing Director, Executive Directors and senior management;
  - devise a policy on Board diversity;
  - formulate the criteria for determining qualifications, positive attributes and independence of Directors.
  - recommend to the Board, all remuneration, in whatever form, payable to senior management.

Employee Stock Options Scheme – 2006 ("ESOS-2006")

Under ESOS-2006, the NRC Committee has allotted a total of 286,504 equity shares of ₹ 10/- each of your Company, till 31st March, 2019.

Employee Stock Options Scheme – 2013 ("ESOS-2013")

During the year, the NRC Committee vested 21,539 Stock Options and 6,207 Restricted Stock Units to eligible employees, subject to the provisions of the ESOS – 2013, statutory provisions as may be applicable from time to time and the rules and procedures set out by your Company in this regard. Further, the NRC Committee has during the financial year under review, allotted 28,735 equity shares of ₹ 10/- each of your Company to Option Grantees upon exercise of Stock Options under ESOS -2013.

During the year, no Stock Options and Restricted Stock Units have been granted under ESOS-2013.

Employee Stock Option Scheme – 2018 ("ESOS-2018")

The Board of Directors of your Company have, based on the recommendation of the NRC Committee, approved formulation of a new scheme viz. 'UltraTech Cement Limited Employee Stock Option Scheme 2018' ("ESOS – 2018") in terms of the Securities and Exchange Board of India (Share Based Employee

Benefits) Regulations, 2014. ESOS-2018 will be administered by the NRC Committee through a trust, viz. the UltraTech Employee Welfare Trust.

Shareholders of your Company have by resolution dated 4th October, 2018 approved ESOS – 2018. The NRC Committee has on 18th December, 2018 formulated ESOS –2018 and granted 158,304 Stock Options at an exercise price of ₹ 4,009.30/- per Stock Option exercisable into the same number of equity shares of ₹ 10/- each and 43,718 Restricted Stock Units at an exercise price of ₹ 10/- each.

- **Remuneration Policy**

  Your Company has adopted Executive Remuneration Philosophy / Policy and the same is disclosed in this Annual Report.

IV. SUBSIDIARY COMPANY

Your Company does not have any material unlisted Indian subsidiary company. The Audit Committee and Board reviews the financial statements, significant transactions and working of the unlisted subsidiary companies and the minutes are placed before the Board. Your Company has unlisted subsidiary companies in Sri Lanka, Middle East and Indonesia. The financial results of these companies are presented to your Company's Board. The policy for determining material subsidiaries is available on your Company's website viz. www.ultratechcement.com.

V. RISK MANAGEMENT

In terms of the provisions of the Listing Regulations, your Company has constituted a Risk Management and Sustainability Committee comprising of Mr. K. K. Maheshwari, Managing Director; Mr. K. C. Jhanwar, Deputy Managing Director and Chief Manufacturing Officer and Mr. Atul Daga, Whole-time Director & CFO of your Company.

The Risk Management and Sustainability Committee is mandated to review the risk management process of your Company.

The Company Secretary acts as the Secretary to the Committee.

The objectives and scope of the Risk Management and Sustainability Committee broadly include:

- overall responsibility to monitor and approve risk management and sustainability framework;
- ensure proper identification of the risk associated with cyber security.
- assist the Board in determining measures that can be adopted to mitigate risk, ensure balance between risk and reward and create value for your Company's stakeholders.

The Directors' Report and Management Discussion and Analysis sets out the risks identified and the mitigation plans thereof.

VI. RELATED PARTY TRANSACTIONS

Related party transactions entered by your Company during the year were on arm's length basis and in the ordinary course of business. There were no material transactions with any related party as defined under the Act and the Listing Regulations. All related party transactions have prior approval of the Audit Committee and are reviewed by the Audit Committee on a quarterly basis.

The policy on Related Party Transactions as approved by the Audit Committee and the Board is available on your Company's website viz. www.ultratechcement.com.

VII. DISCLOSURES

- **Disclosures on materially significant related parties**

  During the year, there were no material transactions with related parties of your Company.

  Particulars of related party transactions are listed out in Note 40 to the standalone financial statements of your Company.

- Your Company has followed all relevant accounting standards while preparing the financial statements.

- **Remuneration of Directors**

  Based on the recommendation of the Nomination Committee, all decisions relating to remuneration of Directors are taken by the Board of Directors of your Company in accordance with the shareholder's approval, wherever necessary.

  Shareholders have approved payment of commission to the Non-Executive Directors of an amount not exceeding 1% per annum of the net profit of your Company. Based on the performance evaluation of each director and the remuneration policy, the Board has recommended an amount of ₹ 18 crores as commission to be paid to the Non-Executive Directors for 2018-19.

Details of remuneration paid / to be paid to the Directors for attending Board meetings, and their shareholding in your Company are as under:

Name of Director	Sitting fees paid (₹ in lakhs)	Commission payable (₹ in lakhs)	Number of shares held
Kumar Mangalam Birla	3.50	1,553.00	14,065
Mrs. Rajashree Birla	1.00	132.00	41,701
Arun Adhikari	3.00	17.00	-
Mrs. Alka Bharucha	2.00	19.00	-
G. M. Dave	3.00	25.00	-
Mrs. Sukanya Kripalu	3.00	16.00	-
S. B. Mathur	2.50	29.00	-
O. P. Puranmalka	3.50	1.00	60,571
Mrs. Renuka Ramnath	1.00	3.00	-
D. D. Rathi*	2.00	5.00	2,515
K. K. Maheshwari	Nil	Nil	-
K. C. Jhanwar	Nil	Nil	-
Atul Daga	Nil	Nil	7,068

**Mr. D. D. Rathi ceased to be Director on the Board of your Company w.e.f. 27th July, 2018.*

Mr. Kumar Mangalam Birla assumed the role of Executive Chairman of Aditya Birla Management Corporation Private Limited w.e.f. 1st January, 2019. Accordingly he would not like to receive any commission from your Company w.e.f. 1st January, 2019.

The Directors do not hold any convertible instruments of your Company.

The details of remuneration paid to the Executive Directors are as follows:

Executive Director	Relationship with other Directors	Remuneration during 2018-19			
		All elements of remuneration package i.e. salary, benefits, pensions etc.	Performance linked incentives, alongwith performance criteria (a) & (b)	Service contracts, notice period, severance fee	Stock option details, if any
K.K. Maheshwari Managing Director	-	₹ 856.31 lakhs	₹ 439.85 lakhs	See note (c)	See notes (d) & (e)
K. C. Jhanwar Deputy Managing Director & CMO	-	₹ 189.07 lakhs	-		
Atul Daga Whole-time Director & CFO	-	₹ 208.97 lakhs	₹ 60.00 lakhs		

(a) Mr. K. K. Maheshwari was paid a sum of ₹ 439.85 lakhs towards performance linked incentive for achievement of targets for the year 2017-18.

(b) Mr. Atul Daga was paid a sum of ₹ 60 lakhs towards performance linked incentive for achievement of targets for the year 2017-18.

(c) Appointment of Mr. K. K. Maheshwari as Managing Director; Mr. K. C. Jhanwar as Whole-time Director (designated as Deputy Managing Director & Chief Manufacturing Officer) and Mr. Atul Daga as Whole-time Director & CFO are subject to termination by three months' notice in writing on either side.

(d) In terms of ESOS-2013, 3,760 stock options have vested in Mr. K. K. Maheshwari; 2,144 stock options have vested in Mr. K.C. Jhanwar and 1,570 stock options have vested in Mr. Atul Daga during the year, respectively.

(e) *In terms of ESOS-2018 29,520 Stock Options and 8,148 RSUs have been granted to Mr. K.K. Maheshwari; 13,184 Stock options and 3,639 RSUs have been granted to Mr. K. C. Jhanwar and 4,248 Stock options and 1,173 RSUs have been granted to Mr. Atul Daga, during the year.*

There were no pecuniary relationships or transactions between your Company and Non-Executive Directors during the year. For further details, please refer to the Director's Report and Management Discussion & Analysis.

All decisions relating to the remuneration of the Managing Director and Whole-time Directors is taken by the Board based on the remuneration policy and in terms of the resolution passed / to be passed by the shareholders of your Company.

- **Management**:
  - The Management Discussion & Analysis forms part of the Director's Report and is in accordance with the requirements of the Listing Regulations.
  - No material transaction has been entered into by your Company with its related parties that may have a potential conflict of interest with your Company.
- **Shareholders**
  - Details of the Directors seeking re-appointment / appointment at the ensuing AGM, are provided in the Notice convening the AGM.
  - Press Releases and financial results are made available on the website of your Company (*www.ultratechcement.com*) and also that of the Aditya Birla Group (*www.adityabirla.com*).
- **Stakeholders Relationship Committee**

Composition, meeting, attendance and sitting fees paid during the year

A Stakeholders Relationship Committee has been constituted at the Board level, under the Chairmanship of a Non-Executive Independent Director.

During the year, the Stakeholders Relationship Committee met on 25th April, 2018, 18th July, 2018, 19th October, 2018 and 24th January, 2019. The composition, attendance and sitting fees paid are as follows:

Name of Member	No. of meetings		Sitting fees paid (₹ in lakhs)
	Held	Attended	
S. B. Mathur	4	4	0.80
Mrs. Sukanya Kripalu	4	3	0.60
D. D. Rathi*	4	2	0.40
K. C. Jhanwar#	4	2	-

** Mr. D. D. Rathi ceased to be member of the Committee upon his resignation from the Board w.e.f. 27th July, 2018.*

 # Mr. K. C. Jhanwar was appointed as member of the Committee w.e.f. 19th October, 2018.

Mr. S. B. Mathur is the Chairman of the Committee.

The Company Secretary acts as Secretary to the Committee and is also the Compliance Officer.

Your Company's shares are compulsorily traded in the dematerialised form. In terms of the provisions of the Listing Regulations, w.e.f 1st April, 2019, requests for effecting transfer of securities in physical form shall not be processed unless the securities are held in dematerialised form with the depositories i.e National Securities Depository Limited and Central Depository Services (India) Limited. Requests for transmission / transposition of shares held in physical form will however be attended to.

- **Role**
  - To monitor complaints received by your Company from its Shareholders, Debentureholders, other security holders, Securities and Exchange Board of India (SEBI), Stock Exchanges, Ministry of Corporate Affairs, Registrar of Companies etc. and action taken by your Company for redressing the same;
  - To approve allotment of shares, debentures or any other securities as per the authority conferred / to be conferred to the Committee by the Board of Directors from time to time;
  - To approve requests for transposition, deletion, consolidation, sub-division, change of name, dematerialisation, rematerialisation etc. of shares, debentures and other securities;
  - To authorise Officers of your Company to approve requests for transposition, deletion, consolidation, sub-division, change of name, dematerialisation, rematerialisation etc. of shares, debentures and other securities;

- To approve and ratify the action taken by the authorised officers of your Company in compliance of the requests received from the shareholders / investors for issue of duplicate / replacement / consolidation / sub-division, dematerialisation, rematerialisation and other purposes for the shares, debentures and other securities of your Company;
- To monitor and expedite the status and process of dematerialisation and rematerialisation of shares, debentures and other securities of your Company;
- To give directions for monitoring the stock of blank stationery and for printing of stationery required by the Secretarial Department of your Company from time to time for issuance of share certificates, debenture certificates, allotment letters, dividend warrants, pay orders, cheques and other related stationery;
- To review the measures taken to reduce the quantum of unclaimed dividend / interest and ensuring timely receipt of dividend warrants/ annual reports/statutory notices by the shareholders of your Company
- Resolving grievances of security holders including complaints related to transfers / transmission of shares, non-receipt of annual report, non-receipt of dividends, issue of new / duplicate certificates, general meetings etc.
- Review measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- To perform such other acts, deeds, and things as may be delegated to the Committee by the Board from time to time.

- **Number of shareholders' complaint received so far / number not solved to the satisfaction of shareholders / number of pending complaints**

  Details of complaints received, number of shares transferred during the year, time taken for effecting these transfers and the number of share transfers pending are furnished in the "Shareholder Information" section of this Annual Report.

- **Details of non-compliance by the Company, penalties and strictures imposed on the Company by stock exchanges or SEBI or any other statutory authority, on any matter relating to capital markets, during the year**

  There have been no instances of non-compliance by your Company on any matter related to capital markets during the year under review and hence no strictures /penalties have been imposed on your Company by the stock exchanges or the SEBI or any statutory authority.

- **Finance Committee**

  A Finance Committee has been constituted at the Board level, under the Chairmanship of a Non-Executive Director. The Finance Committee comprises of Mr. Arun Adhikari, Mrs. Alka Bharucha and Mr. Atul Daga.

  During the year, the Finance Committee met on 25th April, 2018, 18th July, 2018 and 24th January, 2019. The composition, attendance and sitting fees paid are as follows:

Name of Member	No. of meetings		Sitting fees paid (₹ in lakhs)
	Held	Attended	
Arun Adhikari	3	3	0.60
Mrs. Alka Bharucha	3	3	0.60
D. D. Rathi*	3	2	0.40
Atul Daga#	3	1	-

** Mr. D. D. Rathi ceased to be member of the committee upon his resignation from the Board w.e.f. 27th July, 2018*

 # Mr. Atul Daga was appointed as a member of the committee w.e.f 19th October, 2018.

  The Committee is authorised to exercise all powers and discharge all functions relating to working capital management, foreign currency contracts, operation of bank accounts and authorising officers of your Company to deal in matters relating to GST, income tax, customs and other judicial or quasi-judicial authorities.

- **Corporate Social Responsibility Committee**

  The Corporate Social Responsibility ("CSR") Committee comprises of Mrs. Rajashree Birla, Mr. G. M. Dave, Mr. O. P. Puranmalka and Mr. K. K. Maheshwari. Mrs. Rajashree Birla is the chairperson of the Committee.

Dr. Pragnya Ram, Group Executive President, CSR is a permanent invitee to the Committee.

The Company Secretary acts as Secretary to the Committee.

During the year, the CSR Committee met on 20th March, 2019.

The CSR Committee recommends to the Board the activities to be undertaken during the year and amount to be spent on these activities. The CSR Policy and the CSR Report forms part of this Annual Report.

- **Proceeds from public issues, rights issues, preferential issues**

  During the year, your Company did not raise any funds by way of public issues, rights issues, preferential issues etc.

- **Confirmation of criteria of Independence**

  The Board of Directors of your Company confirm that the Independent Directors fulfill the conditions specified in the Listing Regulations and are independent of the management.

VIII. CEO/CFO Certification

The Managing Director and the Whole-time Director & CFO of your Company have issued necessary certificate pursuant to the provisions of Regulation17(8) of the Listing Regulations and the same forms part of this Annual Report.

IX. REPORT ON CORPORATE GOVERNANCE

Your Company has complied with the Corporate Governance requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.

X. COMPLIANCE

- A certificate from the Statutory Auditors confirming compliance with the conditions of Corporate Governance as stipulated in the Listing Regulations forms part of this Annual Report.
- A certificate from a Company Secretary in practice confirming that none of the Directors on the Board of your Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority, forms part of this Annual Report.
- During the year under review, the Board has accepted the recommendations, which are required to be made by the Committees constituted.
- Total fees for all services paid by your Company and its subsidiaries, on a consolidated basis, to the Statutory Auditors and all entities in the network firm / network entity of which the Statutory Auditors are a part – ₹ 3.46 crores.
- Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:
  a. number of complaints filed during the financial year: 05
  b. number of complaints disposed of during the financial year: 05
  c. number of complaints pending as on end of the financial year: Nil
- **Status of Compliances of Non – Mandatory Requirements**
  1. Your Company maintains a separate office for its Non-Executive Chairman. All necessary infrastructure and assistance is made available to enable him to discharge his responsibilities effectively.
  2. The position of the Chairman of the Board of Directors and the Managing Director are separate.
  3. The Internal Auditors report to the Audit Committee.
  4. The statutory financial statements of your Company are unqualified.

XI. GENERAL BODY MEETINGS

Date and time of the AGMs, held during the preceding 3 years and the Special Resolution(s) passed thereat are as follows:

2018

Date and time: 18th July, 2018; 3:30 p.m.

Place: Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai – 400 025.

Special Resolution passed:

- Issue of Redeemable Non-convertible Debentures, secured or unsecured in one or more series / tranches aggregating to an amount not exceeding ₹ 9,000 crores.

2017

Date and time: 18th July, 2017; 3:30 p.m.

Place: Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai – 400 025.

Special Resolution passed:

- Issue of Redeemable Non-Convertible Debentures, secured or unsecured in one or more series / tranches aggregating to an amount not exceeding ₹ 9,000 crores.

2016

Date and time: 19th July, 2016; 3:30 p.m.

Place: Nehru Centre Auditorium, Discovery of India Building, Dr. Annie Besant Road, Worli, Mumbai-400 018.

Special Resolutions passed:

- Issue of Redeemable Non-Convertible Debentures, secured or unsecured in one or more series / tranches aggregating to an amount not exceeding ₹ 9,000 crores.
- Increase in borrowing limits of your Company to an amount not exceeding ₹ 6,000 crores over and above the aggregate of the paid-up share capital of your Company and its free reserves.
- Creation of security on the properties of your Company, both present and future, in favour of lenders.
- Increase in limits for investment in the equity share capital of your Company by Registered Foreign Portfolio Investors including Foreign Institutional Investors from 24% to 30%.

Details of voting pattern

1) Postal ballot conducted pursuant to the provisions of Section 110 of the Act, read with the Companies (Management and Administration) Rules, 2014, on the Special Resolutions set out in the Notice dated 18th July, 2018 seeking consent of the Members of your Company for the following items:

   a. Adopting the UltraTech Cement Limited Employee Stock Option Scheme 2018.

      The results of the postal ballot was announced on Friday, 5th October, 2018 at 3:00 p.m. as per the scrutinizer's report and declared that the above special resolution was passed with requisite majority. 19,26,68,400 equity share votes (86.962%) were in favour to the resolution and 2,88,86,756 equity share votes (13.038%) were against the resolution.

   b. To approve the extension of benefits of the UltraTech Cement Limited Employee Stock Option Scheme 2018 to the permanent employees in the management cadre, including Managing and Whole-time Directors, of the holding and the subsidiary companies of your Company.

      The results of the postal ballot was announced on Friday, 5th October, 2018 at 3:00 p.m. as per the scrutinizer's report and declared that the above special resolution was passed with requisite majority. 19,26,60,561 equity share votes (86.958%) were in favour to the resolution and 2,88,94,320 equity share votes (13.042%) were against the resolution.

   c. To approve (a) the use of the trust route for the implementation of the UltraTech Cement Limited Employee Stock Option Scheme 2018 (Scheme 2018); (b) secondary acquisition of the equity shares of your Company by the trust to be set up; and (c) grant of financial assistance / provision of money by your Company to the trust to fund the acquisition of its equity shares, in terms of the Scheme 2018.

      The results of the postal ballot was announced on Friday, 5th October, 2018 at 3:00 p.m. as per the scrutinizer's report and declared that the above special resolution was passed with requisite majority. 19,27,31,063 equity share votes (86.965%) were in favour to the resolution and 2,88,87,833 equity share votes (13.035%) were against the resolution.

2) Postal ballot conducted pursuant to the provisions of Section 110 of the Act, read with the Companies (Management and Administration) Rules, 2014, on the Special Resolution set out in the Notice dated 22nd February, 2019 seeking consent of the Members of your Company for continuation of Mr. G. M. Dave

as a Non-Executive Independent Director, for the existing term of his office, i.e upto 5th August, 2019.

The results of the postal ballot was announced on Saturday, 30th March, 2019 at 3:00 p.m. as per the scrutinizer's report and declared that the above special resolution was passed with requisite majority. 22,38,26,799 equity share votes (97.246%) were in favour to the resolution and 63,38,986 equity share votes (2.754%) were against the resolution.

- *Person who conducted the postal ballot exercise*

  The Board of Directors have appointed Mr. B. Narasimhan, Company Secretary of M/s. B. N. & Associates, Company Secretaries as the Scrutinizer to conduct both the postal ballot exercise in a fair and transparent manner.

- *Whether any special resolution is proposed to be conducted through postal ballot and procedure for the same*

  If required, shall be conducted as per law.

- *Procedure for Postal Ballot*

  (1) Postal Ballot dated 18th July, 2018:

  i. The Postal Ballot Notice dated 18th July, 2018, together with Explanatory Statement, Postal ballot form and postage prepaid business reply envelopes were dispatched to all the Shareholders.

  ii. Voting under the Postal Ballot was kept open from 5th September, 2018 to 4th October, 2018 (either physically or through electronic mode).

  iii. The Scrutinizer submitted his report on the result of Postal Ballot on 5th October, 2018 and the result was announced by the authorised person of your Company on the same date.

  (2) Postal Ballot Dated 22nd February, 2019:

  i. The Postal Ballot Notice dated 22nd February, 2019, together with Explanatory Statement, Postal ballot form and postage prepaid business reply envelopes were dispatched to all the Shareholders.

  ii. Voting under the Postal Ballot was kept open from 28th February, 2019 to 29th March, 2019 (either physically or through electronic mode).

  iii. The Scrutinizer submitted his report on the result of Postal Ballot on 30th March, 2019 and the result was announced by the authorised person of your Company on the same date.

XII. MEANS OF COMMUNICATION

- **Quarterly results**

  - **Which newspapers normally published in:**

Newspaper	Cities of Publication
Business Standard	All editions
Economic Times	All editions
Free Press Journal	Mumbai
Navshakti	Mumbai

  - **Any website, where displayed:**

    www.ultratechcement.com

    www.adityabirla.com

  - **Whether your Company's website displays**

All official news releases	Yes
Presentation made to Institutional Investors/Analysts	Yes

XIII. WEBSITE DISCLOSURES

The information as required to be disseminated on the website of your Company pursuant to the Listing Regulations, have been updated on the website of your Company viz. www.ultratechcement.com.

CODE OF CONDUCT
DECLARATION

As provided under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors and the Senior Management Personnel have confirmed compliance with the Code of Conduct for the year ended 31st March, 2019.

K. K. Maheshwari
Managing Director
(DIN: 00017572)

Mumbai
24th April, 2019

CEO/CFO CERTIFICATION

The Board of Directors
UltraTech Cement Limited

We certify that:

1. We have reviewed the financial statement, read with the cash flow statement of UltraTech Cement Limited ("the Company") for the year ended 31st March, 2019 and to best of our knowledge and belief:
   (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct;
3. We are responsible for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the Company's Auditors and the Audit Committee of the Company's Board of Directors deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps taken or proposed to be taken to rectify the deficiencies.
4. We have indicated to the Auditors and the Audit Committee:
   a) significant changes in the Company's internal control over financial reporting during the year.
   b) significant changes in accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements.
   c) instances of significant fraud of which we have become aware and involvement therein if any of management or other employees having a significant role in the Company's internal control system over financial reporting.

	Atul Daga	K. K. Maheshwari
Mumbai	Whole-time Director & CFO	Managing Director
24th April, 2019	(DIN: 06416619)	(DIN: 00017572)

CERTIFICATE

Pursuant to regulation 34(3) and Schedule V Para C clause (10)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

To
The Members
UltraTech Cement Limited
B-Wing, Ahura Centre, 2nd Floor
Mahakali Caves Road, Andheri (East)
Mumbai - 400093

This certificate is being issued pursuant to regulation 34(3) and Schedule V Para C clause (10)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") to UltraTech Cement Limited CIN.: L26940MH2000PLC128420 (hereinafter called "the Company" having its Registered office at B-Wing, Ahura Centre, 2nd Floor, Mahakali Caves Road, Andheri (East), Mumbai - 400093.

For the purposes of issuance of this certificate, we have examined the relevant books, papers, forms and returns filed; notices received from the Directors of the Company for the financial year 2018-19; other records maintained by the Company and also the information provided by its Officers and authorised representatives.

In our opinion and to the best of our knowledge and based on such examination as well as information and explanations furnished to us, we hereby certify that none of the Directors of the Company stated below, and who were on the Board of Directors of the Company as on 31st March, 2019, are debarred or disqualified from being appointed or continue to act as Directors of the Companies by the Securities and Exchange Board of India or the Ministry of Corporate Affairs, Government of India or any other statutory authority(ies) :

S. No.	Name of the Director	DIN	Date of Appointment in the Company
1	Mr. Kumar Mangalam Birla	00012813	14/05/2004
2	Mrs. Rajashree Birla	00022995	14/05/2004
3	Mr. Arun Kumar Adhikari	00591057	03/12/2013
4	Mrs. Alka Marezban Bharucha	00114067	09/06/2016
5	Mr. Girish Mohanlal Dave	00036455	07/07/2006
6	Mrs. Sukanya Kripalu Anand	06994202	11/10/2014
7	Mr. Sunil Behari Mathur	00013239	10/09/2008
8	Mr. Omprakash Puranmalka	00062212	16/01/2010
9	Mrs. Renuka Ramnath	00147182	11/10/2014
10	Mr. Krishna Kishore Maheshwari	00017572	01/04/2016
11	Mr. Kailash Chandra Jhanwar	01743559	19/10/2018
12	Mr. Atul Daga	06416619	09/06/2016

Dated : 24th April, 2019
Place : Mumbai

For BNP & Associates
Company Secretaries
[Firm Regn. No. P2014MH037400]

B. Narasimhan
Partner
FCS No.: 1303
C P No.: 10440

SHAREHOLDER INFORMATION

1.	**Annual General Meeting**	
	- Date and Time	Thursday, 18th July, 2019 at 3:30 p.m.
	- Venue	Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Near Siddhivinayak Temple, Sayani Road, Prabhadevi, Mumbai – 400 025
2.	**Financial Calendar**	
	• Financial reporting for the quarter ending 30th June, 2019	End July, 2019
	• Financial reporting for the half year ending 30th September, 2019	End October, 2019
	• Financial reporting for the quarter ending 31st December, 2019	End January, 2020
	• Financial reporting for the year ending 31st March, 2020	End April, 2020
	• Annual General Meeting for the year ending 31st March, 2020	End July / August, 2020
3.	**Dates of Book Closure**	Friday, 12th July, 2019 to Thursday, 18th July, 2019 (both days inclusive)
4.	**Dividend Payment Date**	On or after Friday, 19th July, 2019
5.	**Registered Office**	UltraTech Cement Limited 'B' Wing, Ahura Centre, 2nd Floor, Mahakali Caves Road, Andheri (East), Mumbai – 400 093. Tel.: (022) 6691 7800 Fax: (022) 6692 8109 Email: sharesutcl@adityabirla.com Web: www.ultratechcement.com www.adityabirla.com CIN: L26940MH2000PLC128420

6. (a) Listing Details:

Equity Shares	Non-Convertible Debentures	Global Depository Receipts (GDRs)
1. BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001	National Stock Exchange of India Limited "Exchange Plaza", Plot No. C-1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051	Luxembourg Stock Exchange 35 A, Boulevard Joseph II L-1840 Luxembourg.
2. National Stock Exchange of India Limited "Exchange Plaza", Plot No. C-1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051		

Note: Listing fees for the year 2019 – 20 has been paid to the BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE). Listing fee for the GDRs has been paid to Luxembourg Stock Exchange (LSE) for the calendar year 2019.

(b) **Name and address of Trustees for the Debentureholders** : SBICAP Trustee Company Limited
Appejay House, 6th Floor,
West Wing, 3, Dinshaw Wachha Road,
Churchgate, Mumbai – 400 020
Tel No: (022) 4302 5555
Fax No: (022) 2204 0465

(c) **Overseas Depository for GDRs** : Citibank N. A.
Depository Receipt Services
388, 6th Floor, Greenwich Street,
New York; NY-10013 USA
Tel: +212 – 816 – 6852
Fax: +212 –816 – 6876

(d) **Domestic Custodian of GDRs** : Citibank N.A.
Custody Services
FIFC 11th Floor,
C 54 & 55, G Block,
Bandra Kurla Complex
Bandra (East), Mumbai – 400 098
Tel: (022) 61756895
Fax: (022) 26532205

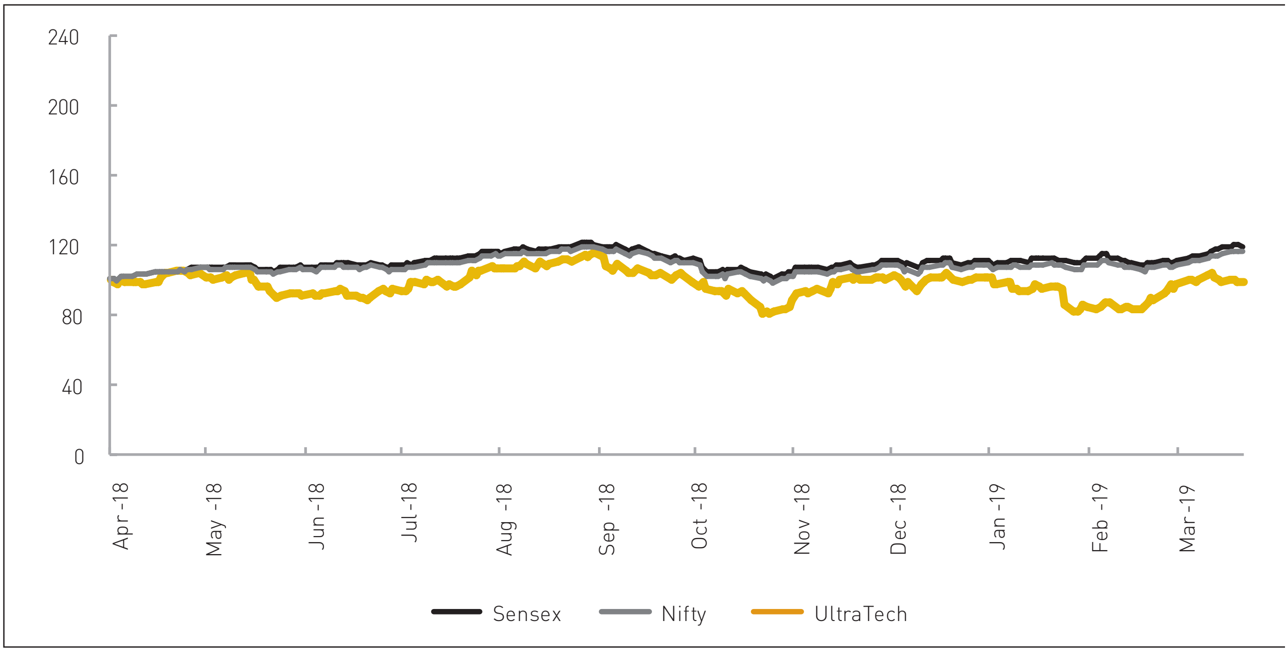
7. Stock Code : ISIN for equity shares – INE481G01011
: ISIN for 144A GDRs – US90403E1038
: ISIN for Level 1 GDRs – US90403E2028

	Stock Code	Reuters	Bloomberg
BSE	532538	ULTC.BO	UTCEM IB
NSE	ULTRACEMCO	ULTC.NS	UTCEM IS
LSE			UTCEM LX

8. Stock Price Data:

	BSE				NSE				LSE		
	High	Low	Close	Volume (In Nos.)	High	Low	Close	Volume (In Nos.)	High	Low	Close
	(In ₹)				(In ₹)				(In USD)		
Apr-18	4,174.95	3,792.40	4,109.95	1,59,726	4,175.00	3,862.50	4,108.85	4,822,165	62.50	59.00	62.00
May-18	4,150.00	3,632.25	3,734.70	4,49,522	4,155.00	3,631.75	3,744.90	7,051,667	61.50	53.50	55.00
Jun-18	3,858.00	3,566.45	3,802.00	3,22,712	3,863.95	3,563.00	3,818.60	6,585,112	56.50	53.00	55.50
Jul-18	4,245.00	3,727.95	4,189.95	5,41,742	4,250.00	3,730.35	4,193.80	7,450,840	61.50	54.50	61.00
Aug-18	4,490.00	4,142.85	4,470.15	5,85,222	4,493.65	4,137.05	4,475.50	5,519,262	63.00	60.00	63.00
Sep-18	4,471.00	3,910.00	4,055.75	2,93,826	4,470.00	3,910.50	4,059.95	6,105,928	62.50	54.50	56.00
Oct-18	4,055.00	3,263.70	3,498.75	3,21,772	4,050.00	3,260.45	3,499.40	8,230,328	54.00	44.40	46.80
Nov-18	4,082.00	3,473.10	3,992.85	3,09,471	4,081.00	3,470.00	3,999.65	6,006,791	57.50	48.80	57.50
Dec-18	4,170.95	3,738.45	4,002.70	2,62,144	4,173.75	3,725.05	3,990.95	5,951,871	58.50	49.20	57.50
Jan-19	4,018.85	3,340.00	3,520.70	4,92,430	4,018.95	3,332.45	3,519.35	8,994,653	57.00	47.40	49.40
Feb-19	3,940.00	3,372.05	3,827.85	3,45,670	3,915.00	3,367.05	3,826.50	7,329,872	54.50	47.80	53.50
Mar-19	4,145.65	3,832.10	3,999.05	4,09,549	4,147.95	3,826.55	3,998.35	6,973,461	59.00	53.00	58.00

9. **Stock Performance:**



10. **Stock Performance and Returns:**

Absolute Returns

(In Percentage)	1 Year	3 Years	5 Years
UltraTech	1.22	23.84	82.83
BSE Sensex	17.30	52.60	72.75
NSE Nifty	14.93	52.60	73.38

Annualised Returns

(In Percentage)	1 Year	3 Years	5 Years
UltraTech	1.22	7.39	12.83
BSE Sensex	17.30	15.13	11.55
NSE Nifty	14.93	14.52	11.64

11. **Registrar and Transfer Agent (RTA)**
(For share transfers and other communication relating to share certificates, dividend and change of address)
: Karvy Fintech Private Limited
Karvy Selenium, Tower B,
Plot number 31 - 32
Gachibowli, Financial District,
Nanakramguda, Hyderabad – 500 032
Toll Free No. 1800 5724 001
Email: ultratech.ris@karvy.com/
einward.ris@karvy.com

12. **Share Transfer system:**

Share transfers in physical form are registered and returned within a period of 12 days from the date of receipt, if the necessary documents are clear in all respects. Officers of your Company have been authorised to approve transfers upto 500 shares in physical form under one transfer deed. One Director jointly with one Officer of your Company have been authorised to approve the transfers exceeding 500 shares under one transfer deed.

The RTA attends to investor grievances in consultation with the Secretarial Department of your Company.

Transfer Period (in days)	2018-19			2017-18		
	No. of transfers	No. of shares	%	No. of transfers	No. of shares	%
1 – 15	1,987	58,263	100	704	19,787	100
Total	**1,987**	**58,263**	**100**	**704**	**19,787**	**100**

Number of pending share transfers as at 31st March, 2019 : Nil

13. **Investor Services:**

Complaints received during the year

Nature of Complaints	2018-19		2017-18	
	Received	Cleared	Received	Cleared
Relating to Transfer, Transmission, Dividend, Demat and Change of address etc.	78	70	46	44

Note: 8 complaints were pending as on 31st March, 2019 which were resolved subsequently.

Legal proceedings on share transfer issues, if any : No major legal proceedings relating to transfer of shares.

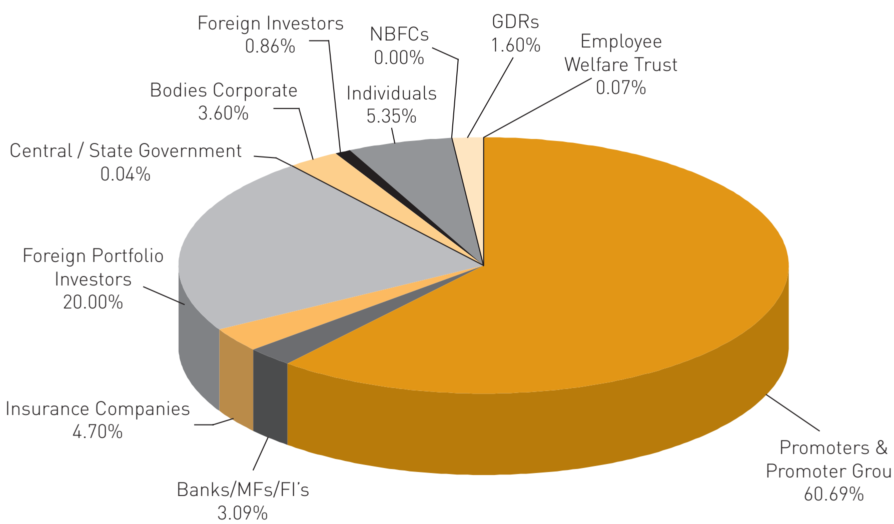
14. **Distribution of Shareholding as on 31st March, 2019 :**

Range of Shareholding	No. of share holders	% of share holders	No. of shares held	% share holding
1 – 100	225,478	88.35	5,883,120	2.14
101 – 200	16,063	6.29	2,338,586	0.85
201 – 500	9,094	3.56	2,831,751	1.03
501 – 1000	2,464	0.97	1,729,179	0.63
1001 - 5000	1,509	0.59	2,815,965	1.03
5001-10000	176	0.07	1,227,359	0.45
10001 & above	421	0.17	257,816,760	93.87
Total	**255,205**	**100.00**	**274,642,720**	**100.00**

15. Category of Shareholding as on 31st March, 2019:

Category	No. of share holders	% of share holders	No. of shares held	% share holding
Promoter & Promoter Group	13	0.01	166,670,914	60.69
Banks/MFs / FIs	189	0.07	8,494,330	3.09
Insurance Companies	6	0.00	12,903,676	4.70
Foreign Portfolio Investors	623	0.25	54,935,075	20.00
Central / State Government	2	0.00	113,896	0.04
Bodies Corporate	1,668	0.65	9,875,669	3.60
Foreign Investors	6,939	2.72	2,353,649	0.86
Individuals	245,746	96.29	14,687,769	5.35
NBFCs	17	0.01	7,392	0.00
GDRs@	1	0.00	4,398,328	1.60
Employee Welfare Trust	1	0.00	2,020,22	0.07
Total	**255,205**	**100.00**	**274,642,720**	**100.00**

@ 2,744,168 GDRs held by Promoter and Promoter Group.



16. Dematerialisation of Shares and Liquidity : 98.66% of outstanding equity shares have been dematerialised as on 31st March, 2019. Trading in shares of your Company is permitted only in the dematerialised form.

17. Details on use of public funds obtained in the last three years : No public funds have been obtained.

18. Outstanding GDR/Warrants and Convertible Bonds : 4,398,328 GDRs are outstanding as on 31st March, 2019. Each GDR represents one underlying equity share. There are no warrants/convertible bonds outstanding as at the year end.

19. Commodity Price Risk or Foreign Exchange Risk and Hedging Activities:

Your Company hedges its foreign currency exposure in respect of its imports, borrowings and export receivables as per its laid down policies. Your Company uses a mix of various derivatives instruments like forward covers, currency swaps, interest rates swaps or a mix of all. Further, your Company also hedges its commodity price risk through fixed price swaps.

Your Company does not have material exposure of any commodity and accordingly, no hedging activities for the same are carried out. Therefore, there is no disclosure to offer in terms of SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated 15th November, 2018.

20. **Plant Locations**

Integrated Units:

Aditya Cement Works	**Andhra Pradesh Cement Works**	**Awarpur Cement Works**
Adityapuram, Sawa – Shambhupura Road, District: Chittorgarh, Rajasthan – 312 622 Tel: 01472- 221014-15 Fax: 01472- 221020	Bhogasamudram, Tadipatri Mandal, District: Anantapur, Andhra Pradesh – 515 413 Tel: 08558 – 288001 Fax: 08558-288859	P.O. Awarpur, Taluka: Korpana, District: Chandrapur, Maharashtra – 442 917 Tel: 07173-266233 / 036 Fax: 07173-266339
Baga Cement Works	**Balaji Cement Works**	**Bela Cement Works**
Village Baga, P.O. Kandhar, Tehsil Arki, District: Solan, Himachal Pradesh – 171 102	Survey No. 99, Vill. + Post Budawada Mandal-Jaggaiahpet, District: Krishna, Andhra Pradesh – 521 175	Jaypee Puram P.O. Jaypee Puram District: Rewa Madhya Pradesh – 486 450 Tel: 07662 - 403301 - 8 Fax: 07662 - 409309
Dalla Cement Works	**Dhar Cement Works**	**Gujarat Cement Works**
SH-5, Kota, Post: Dalla, District: Sonebhadra, Uttar Pradesh – 231 207	Village: Tonki; Tehsil: Manawar, District: Dhar, Madhya Pradesh – 454 446	P.O. Kovaya, Taluka: Rajula, District: Amreli, Gujarat – 365 541 Tel: 02794 – 283034 Fax: 02794 – 283036
Hirmi Cement Works	**Jafrabad Cement Works**	**Kotpuli Cement Works**
Village & Post: Hirmi Taluka: Simga, District: Baloda Bazar, Bhatapara, Chhattisgarh – 493 195 Tel: 07726-281217-222 Fax: 07726-281572	P. B. No. 10, Village: Babarkot, Taluka: Jafrabad, District: Amreli, Gujarat – 365 540 Tel: 02794-245109 Fax: 02794-245110	V & P. O. Mohanpura, Tehsil: Kotputli, District: Jaipur, Rajasthan - 303 108 Tel: 01421-243702
Rajashree Cement Works	**Rawan Cement Works**	**Reddipalayam Cement Works**
Aditya Nagar, Malkhed Road, Tehsil: Sedam, District: Gulbarga Karnataka – 585 292 Tel: 08441-288888 Fax: 08441-288624/ 288365	Village: Rawan, PO: Grasim Vihar, Tehsil: Simga, District: Baloda Bazar–Bhatapara, Chhattisgarh - 493 196 Tel: 07726 – 288668/367 Fax: 07726 - 288215, 288208	Reddipalayam PO District: Ariyalur, Tamil Nadu – 621 704 Tel: 04329 - 249240 Fax: 04329 - 249253
Sewagram Cement Works	**Sidhi Cement Works**	**Vikram Cement Works**
Village: Vayor, Taluka Abdasa, District: Kutch, Gujarat – 370 511 Tel: 02831-279200 Fax: 02831-279279	Aditya Vihar, Majhigawan, P.O. Bharatpur, Tehsil – Rampur Naikin, Sidhi – 486 776, Madhya Pradesh	Vikram Nagar, P.O. Khor, Tehsil - Jawad, District: Neemuch, Madhya Pradesh – 458 470 Tel: 07420 - 230554, 230567 Fax: 07420 - 235524

Grinding Units:

Aligarh Cement Works	Arakkonam Cement Works	Bagheri Cement Works
Village: Kasimpur, Tehsil: Koel District: Aligarh Uttar Pradesh – 202 127 Tel: 9105000 843-44	Chitteri post, Arakkonam District: Vellore Tamil Nadu – 631 003 Tel: 812 - 4086 9629	Village - Pandiyana PO- Khillian Tehsil Nalagarh, Solan, Himachal Pradesh – 174 101
Bathinda Cement Works	**Dadri Cement Works**	**Dankuni Cement Works**
Behind G.H.T.P. Lehra Mohabbat, Tehsil – Rampuraphul, District: Bathinda, Punjab - 151 111 Tel: 0164-2863100-105	Village: Ranuali Latiffpur, Post Vidyutnagar, Tehsil: Dadri, District: Gautambudh Nagar, Uttar Pradesh – 201 008 Tel: 0120-2809056	JL-80, Village: Panchghara, PO: Panchghara Bazar, PS: Chanditala District: Hooghly, West Bengal – 712 306 Tel.: 03212 - 223822
Ginigera Cement Works	**Hotgi Cement Works**	**Jhajjar Cement Works**
Gangavathi Road, Ginigera, District: Koppal, Karnataka – 583 228 Tel: 08539 - 286572	Near Railway Station, Hotgi, District: Solapur, Maharashtra - 413 215 Tel: 0217-2250303-04	Village: Jharli, Tehsil: Matanhail, District: Jhajjar, Haryana – 124 106 Tel: 8221902800
Jharsuguda Cement Works	**Magdalla Cement Works**	**Nagpur Cement Works**
Near Dhutra Railway Station, P.O. Arda, District: Jharsuguda, Odisha – 768 202 Tel: 06645-283161	Magdalla Port, Dumas Road, Surat, Gujarat – 395 007 Tel: 0261-2725175	Village: Ashti, Navegaon and Tarsa, Tehsil: Mauda, District: Nagpur, Maharashtra – 441 106 Tel: 7720037095
Panipat Cement Works	**Patliputra Cement Works**	**Ratnagiri Cement Works**
Village: Karad, Israna Pardhana Road, Israna, Panipat, Haryana – 132 107, Tel: 9992112031/32	Village: Shajahnapur, Near Sigariyawan Station, Daniyawana Hilsa Road, Patna, Bihar – 801 305.	MIDC Indl. Estate, Zadgaon Block, Ratnagiri, Maharashtra – 415 639 Tel: 02352-223997
Roorkee Cement Works	**Sikandrabad Cement Works**	**Tanda Cement Works**
Village- Nalheri Dehviran Tehsil - Roorkee Taluka Roorkee, District: Haridwar, Uttarakhand – 247 668	19-20, Industrial Area Post: Sikandrabad, District: Bulandshahr, Uttar Pradesh – 203 205	Post: Hussainpur Sudhana Tanda, District: Ambedkarnagar, Uttar Pradesh – 224 190
Wanakbori Cement Works	**West Bengal Cement Works**	
Village: Sangol, Post. Sonipur, Taluka: Thasra, District: Kheda, Gujarat – 388 245 Tel: 02699-232000	Near EPIP Plot, P.O - Rajbandh Muchipara, Durgapur, West Bengal – 713 212 Tel: 0343-2002489	

Bulk Terminals:

Birla Super Bulk Terminal	Cochin Bulk Terminal	Mangalore Bulk Terminal
Near Railway Station Veerapura Doddaballapur, Dist. Bengaluru, Karnataka – 561 163 Tel: 080-28020444	Survey No. 2578/4 Indira Gandhi Road, Willingdon Island, Kochi, Kerala - 682 003 Tel: 04844-055229	Post Box No. 17 Beach Road, Panambur, Mangaluru, Karnataka – 575 010 Tel: 0824-2408112
Navi Mumbai Bulk Terminal	**Pune Bulk Terminal**	**Shankarpalli Bulk Terminal**
Sector-1, Dronagiri Indl., Area Uran, Navi Mumbai Maharashtra - 400 707 Tel: 022-27241930	Tah-Haveli, Village: Peth Naygaon District: Pune, Maharashtra – 412 110 Tel: 7722065952 - 53	Village: Fathepur, Shankarpalli Mandal, District: Rangareddy, Telangana – 501 203 Tel: 9743893113

White Cement

Birla White	Birla White Unit: Katni	Birla White Unit: GRC
Birla White Rajashree Nagar, P.O. Kharia Khangar Tehsil: Bhopalgarh, District: Jodhpur, Rajasthan – 342 606 Tel: 02920-264040/ 47 Fax: 02920-264225 / 264222	Village: Pati – Jharela, Post: Bijori, Tehsil: Badwara, District: Katni, Madhya Pradesh - 483 773 Tel: 07622-298001	Plot No.14, GIDC Estate Village: Manjusar Taluka: Savli District: Vadodara Gujarat - 391 775 Tel: 02667-264380/81

21. Investor Correspondence:

Registered Office	Registrar & Transfer Agent
UltraTech Cement Limited 'B' Wing, Ahura Centre, 2nd Floor, Mahakali Caves Road, Andheri (East), Mumbai – 400 093 Tel: (022) 6691 7800 Fax: (022) 6692 8109 Email: sharesutcl@adityabirla.com; swati.patil@adityabirla.com Contact Person: Ms. Swati Patil	Karvy Fintech Private Limited Karvy Selenium, Tower B, Plot number 31 & 32, Gachibowli, Financial District, Nanakramguda Hyderabad – 500 032 Toll Free No. 1800 5724 001 Email: ultratech.ris@karvy.com; einward.ris@karvy.com Contact Person: Mr. Satish Poojary

Email for investor correspondence under SEBI requirements: sharesutcl@adityabirla.com

22. Credit Ratings:

Instrument	Rating Agency	Rating
Non-Convertible Debentures	CRISIL	CRISIL AAA/Stable
	India Ratings and Research (Ind-Ra)	IND AAA/Stable
External Commercial Borrowing	CRISIL	CRISIL AAA/Stable
Commercial Paper	CRISIL	CRISIL A1+
	India Ratings and Research (Ind-Ra)	IND A1+
Rupee Term Loan	CRISIL	CRISIL AAA/Stable
Working Capital Limits	India Ratings and Research (Ind-Ra)	IND AAA/Stable IND A1+
Short Term Loan	India Ratings and Research (Ind-Ra)	IND A1+

23. Other Useful Information for Shareholders:

Unpaid/Unclaimed Dividends:

Dividend warrants in respect of the dividend declared in July, 2018 have been despatched to the shareholders at the addresses registered with the Company. Those shareholders who have not yet received the dividend warrants may please write to the Company or its RTA for further information in this behalf. Shareholders who have not encashed the warrants are requested to do so by getting them revalidated from the Registered Office of the Company or its RTA.

Transfer of Unclaimed Equity Shares to Investor Education and Protection Fund (IEPF) Account:

In terms of the provisions of Section 124(5) of the Act, dividend which remains unpaid / unclaimed for a period of seven years from the date of declaration will be transferred to the IEPF.

Further, in terms of the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), equity shares in respect of which dividend has not been paid or claimed for seven consecutive years or more from the date of declaration will also be transferred to an account viz. IEPF Suspense Account, which is operated by the IEPF Authority pursuant to the IEPF Rules.

The Company had issued individual notices to all shareholders who have not claimed dividend for the last seven consecutive years. Further, notices were also published in newspapers on 14th July 2018 respectively. The Company has transferred ₹ 8,121,395 to the IEPF being the unclaimed/unpaid dividend for 2010-11 during the year.

In compliance with the aforesaid Rules, the Company has already transferred equity shares pertaining to the financial year 2010-11 to the IEPF Suspense Account, after providing necessary intimations to the relevant shareholders.

As required in terms of the Secretarial Standard on Dividend (SS-3), details of unpaid dividend account and due dates of transfer to the IEPF is given below:

Sr No	Financial Year	Due date of transfer to IEPF	Amount (₹ in crores)
1	2011-2012	5th October, 2019	1.12
2	2012-2013	3rd September, 2020	1.31
3	2013-2014	11th September, 2021	1.42
4	2014-2015	3rd October, 2022	1.41
5	2015-2016	25th August, 2023	1.70
6	2016-2017	2nd September, 2024	1.80
7	2017-2018	24th August, 2025	1.50
	Total		**10.26**

Shareholders, who have so far not encashed their dividend relating to the financial year 2011-12 are requested to do so by 30th August, 2019, by writing to the Secretarial Department at the Registered Office of the Company or to the RTA, failing which the dividend and the equity shares relating thereto will be transferred to the IEPF and the IEPF Suspense Account respectively.

Details of unpaid / unclaimed dividend and equity shares for the financial year 2010 – 11 are uploaded on the website of the Company as well as that of the Ministry of Corporate Affairs, Government of India ("MCA"). No claim shall lie against the Company in respect of unclaimed dividend amount and equity shares transferred to the IEPF and IEPF Suspense Account, respectively, pursuant to the IEPF Rules. Shareholders can however claim both the unclaimed dividend amount and the equity shares from the IEPF Authority by making applications in the manner provided in the IEPF Rules.

Unclaimed shares in physical form:

Regulation 39(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (the "Listing Regulations") provide the manner of dealing with the shares issued in physical form pursuant to a public issue or any other issue, which remains unclaimed with the Company. In compliance with the provisions of the above Regulation, the Company has sent three reminders to the shareholders whose share certificates are lying unclaimed.

Disclosure in terms of Regulation 39(4) of the Listing Regulations:

•	Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account as at 1st April, 2018.	3,134 shareholders holding 105,181 equity shares.
•	Number of shareholders who approached the issuer for transfer of shares from Unclaimed Suspense Account during the year.	55 shareholders holding 2,358 equity shares.
•	Number of shareholders to whom shares were transferred from the Unclaimed Suspense Account during the year.	55 shareholders holding 2,358 equity shares.
•	No. of shareholders whose shares were transferred to IEPF account pursuant to MCA circular dated 5th September, 2016	500 shareholders holding 10,035 equity shares
•	Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account as at 31st March, 2019.	2,579 shareholders holding 92,788 equity shares.

NECS Facility

The Company uses ''Electronic Clearing Service'' (ECS) facility for remitting dividend to its shareholders wherever available. In terms of a notification issued by the Reserve Bank of India, with effect from 1st October, 2009, remittance of dividend through ECS is replaced by "National Electronic Clearing Service" (NECS). Banks have been instructed to move to the NECS platform. The advantages of NECS over ECS include faster credit of remittance to the beneficiary's account, coverage of more bank branches and ease of operations. NECS essentially operates on the new and unique bank account number, allotted by banks post implementation of Core Banking Solutions (CBS) for centralised processing of inward instructions and efficiency in handling bulk transactions. To enable remittance of dividend through NECS, shareholders are requested to provide their new account number allotted to them by their respective banks after implementation of CBS. The account number must be provided to the Company or its RTA in respect of shares held in physical form and to the Depository Participants in respect of shares held in electronic form. The SEBI vide its Circular dated 21st March, 2013 provided that companies making cash payments to its shareholders shall use approved electronic mode of payment such as NECS, NEFT etc. To enable usage of electronic payment instruments, companies are required to maintain requisite bank details of their shareholders:-

- For securities held in electronic form, companies shall seek relevant bank details from the Depositories.
- For securities held in physical form, companies shall maintain updated bank details of its shareholders.

Share Transfer / Dematerialisation

1. Share transfer requests are acted upon within 12 days from the date of their receipt at the Share Department. In case no response is received from the Company within 15 days of lodgement of transfer request, the lodger should immediately write to the Company or its RTA with full details so that necessary action could be taken to safeguard interest of the concerned against any possible loss / interception during postal transit.
2. Dematerialisation requests duly completed in all respects are normally processed within 7 days from the date of their receipt at the Company or its RTA.
3. Equity Shares of the Shareholders Company are under compulsory demat trading by all investors. Considering the advantages of scripless trading, shareholders are requested to consider dematerialisation of their shareholding so as to avoid inconvenience in future.
4. The equity shares of the Company have been admitted with the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") bearing ISIN No. **INE481G01011.**

Correspondence with the Company

Shareholders / Beneficial Owners are requested to quote their Folio Number / DP & Client ID Numbers as the case may be, in all correspondence with the Company. All correspondence regarding shares and debentures of the Company should be addressed to the Company or its RTA.

Non-Resident Shareholders

Non-resident shareholders are requested to immediately notify:

- Indian address for sending all communications, if not provided so far;
- Change in their residential status on return to India for permanent settlement;
- Particulars of their NRE Bank Account with a bank in India, if not furnished earlier.

Others

1. In terms of the Regulations of NSDL and CDSL, the bank account details of Beneficial Owners of shares in demat form will be printed on the dividend warrants as furnished by the Depository Participants (DP). The Company will not entertain any request for change of bank details printed on their dividend warrants. In case of any changes in your bank details please inform your DPs immediately.
2. Shareholders holding shares in physical form are requested to notify to the Company or its RTA, change in their address / pin code number and bank account details promptly by written request under the signatures of sole / first joint holder. Beneficial Owners of shares in demat form are requested to send their instructions regarding change of name, change of address, bank details, nomination, power of attorney, etc. directly to their DPs as the same are maintained by the DPs.
3. To prevent fraudulent encashment of dividend warrants, shareholders are requested to provide their bank account details (if not provided earlier) to the Company or its RTA (if shares held in physical form) or to DPs (if shares held in electronic form), as the case may be, for printing of the same on their dividend warrants.
4. In case of loss / misplacement of shares, shareholders should immediately lodge a FIR / Complaint with the Police and inform the Company or its RTA along with original or certified copy of FIR / Acknowledged copy of Police complaint.
5. For expeditious transfer of shares, shareholders should fill in complete and correct particulars in the transfer deed. Wherever applicable, registration number of Power of Attorney should also be quoted in the transfer deed at the appropriate place.
6. Shareholders are requested to keep record of their specimen signature before lodgement of shares with the Company to obviate possibility of difference in signature at a later date.
7. Section 72 of the Companies Act, 2013 extends nomination facility to individuals holding shares in physical form in companies. Shareholders, particularly those holding shares in single name, should avail of the above facility by furnishing the particulars of their nominations in the prescribed Nomination Form which can be obtained from the Company or its RTA or download the same from the Company's website.
8. Shareholders are requested to give us their valuable suggestions for improvement of our shareholder services.
9. Addresses of the redressal agencies for shareholders to lodge their grievances:

Ministry of Corporate Affairs (MCA)
'A' Wing, Shastri Bhawan,
Rajendra Prasad Road, New Delhi – 110 001
Tel.: (011) 23381226
Web: www.mca.gov.in

Securities and Exchange Board of India (SEBI)
Plot No.C4-A,'G' Block, Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
Tel.: (022) 26449000/40459000
Fax: (022) 26449019-22 / Web: www.sebi.gov.in

Stock Exchanges:

BSE Limited (BSE)
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Tel.: (022) 22721233/34 Fax: (022) 22721919
Web: www.bseindia.com

National Stock Exchange of India Limited (NSE)
"Exchange Plaza", Plot No. C-1,
Block G, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051
Tel.: (022) 26598100-8114 Fax: (022) 26598120
Web: www.nseindia.com

Depositories:

National Securities Depository Limited (NSDL)
Trade World, 'A' Wing, 4th & 5th Floors, Kamala Mills Compound, Lower Parel, Mumbai – 400 013
Tel.: (022) 24994200 Fax: (022) 24976351
Web: www.nsdl.co.in

Central Depository Services (India) Limited (CDSL)
Marathone Futurex, A-Wing, 25th Floor,
N. M. Joshi Marg, Lower Parel, Mumbai – 400 013
Tel.: (022) 2305 8640
Web: www.cdslindia.com

SOCIAL REPORT

"'No one', said Mahatma Gandhiji, 'is free, until everyone, regardless of caste, and creed, is rid of not only discrimination, but also deprivation'. On this 150th Birth Anniversary of the Father of the Nation, we reaffirm our pledge to inclusive growth.

As inclusive growth is our overall vision, we feel it is worthwhile to link our community engagement with the UN Sustainability Development Goals (SDGs).

We have set expectations in line with these goals. The SDGs, are a bold universal agreement, to end poverty, every which way. Its laudable vision, is also to craft an equal, fair and secure world for people, the planet and prosperity, by 2030. These, were adopted by 193 member states, at the UN General Assembly Summit. The SDGs, came into effect, on January 1st, 2016.

The SDGs outlines 17 clear goals, all of which are universally relevant. They have also given 169 targets, specific to the different goals. Our Government, has accepted the goals, and based the structure and focus of our nation's social investment, on the SDG goals as well.

India has made huge strides. Poverty, in India is down to 21%, according to the Government estimates. In a highly laudatory article on India recently in the New York Times, it mentioned that "A booming economy is lifting 40 million, out of poverty and is expected to have the majority of its population in the middle-class, already equal to the entire US population by 2025".

As a point in reference, let's take the year 1947, when we became an independent country. In 1947, life expectancy was 32 years. Today, it is nearly 69 years. Infant mortality, is down from 161, for every thousand births, to 40 now. Access to quality maternal health services, has more than tripled as have institutional deliveries, which now stand at over 80% according to the WHO Report. The overall death rate, which was at 25.5 per thousand, has fallen to 7 per thousand. So, we see a phenomenal improvement.

Even as the struggle for equality, for dignity and for raising the quality of life of, each and every person in 1.2 billion cohort is still on, every effort is being made to mitigate this issue. The Government, has done enormous work and continues to focus on poverty alleviation but we have to do more. Fortunately, social investment, is gaining traction. There is the eco system of investors, entrepreneurs and enablers, all of whom are significantly engaged, in social impact initiatives. India, is in the midst, of a historic transformation. There is the promise, of the end to poverty by 2022. A decent roof, over every individual's head, and a life of dignity, through sustainable livelihood.

Pursuing the SDGs, I strongly believe is, one of the ways to fast forward inclusive growth, and our social progress. In this context, I am very pleased to share with you, that in our CSR engagement, we are totally in sync with the first 8 goals. The remaining 9 goals pertain to sustainability, responsible industrialization and geopolitical issues. On sustainable development, climate change, ecosystems, among others, our Group is in line with them".

Rajashree Birla
Chairperson
Aditya Birla Centre for Community Initiatives and Rural Development

On Track With SDGs

Our community engagement in our five focus areas viz. education, healthcare, sustainable livelihood, infrastructure development and social reform, have been linked with the key nine **SDGs**. A number of SDGs flow into each other and hence have been clubbed. For instance, SDG-1, which is to end poverty is an overarching goal that connects to all the other goals. Collectively our programmes aim at this very objective.

We are spread across 16 States, spanning 502 villages, reaching out to 14 lakh people. Over decades of unrelentingly battling with poverty, in collaboration with the District Authorities and leveraging Government Schemes, collectively we have been able to lift the burden of poverty from the shoulders of nearly 80% of the people. With Government initiatives, in full throttle, it should seem possible, to cut the poverty levels even further in the ensuing years.

The **second SDG**, is to end hunger, achieve food security, and improved nutrition and promote sustainable agriculture. Hunger issues are inextricably linked with poverty alleviation where water and agriculture play a major part. In the villages where we work, the malnutrition rate is minimal, in the range of approximately 4% to 5%. We have set for ourselves the target to lower it to 1% to 2% in the next 2-3 years, through our projects and taking Government Schemes forward as catalysts.

Water positivity, within the fence and beyond, is one of the most important tasks before us. It includes water conservation, and water harvesting structures. Water is the lifeline for agriculture. The farm based interventions, farmer training programmes, farmer producer groups, improved agriculture techniques, and animal husbandry management, take us close to the goal of sustainable agriculture.

Our farmer meetings aimed at knowledge sharing on farm related activities, boosting agriculture and horticulture and training programmes that profess the best-in-class agricultural practices and mechanism, have touched the lives of over 25,000 farmers.

Furthermore, farmers are taken to the Krishi Vigyan Kendras largely in Tamil Nadu and Chhattisgarh to attune them to the latest cropping patterns, which they can apply to their field. Small farmers are helped through exposure to demonstration plots in waste lands where the farming inputs are minimal.

We maintain 121 biogas plants at Jafrabad and Kovaya (Gujarat) and Khor (Madhya Pradesh) and sponsor plantations alongside roads, wastelands and farm boundaries in support of the green movement.

This year 50,000 animals were immunised in veterinary camps and a large number were artificially inseminated for better breed. This has raised the milk output and consequently there has been a surge in the income of the farmers. BAIF and the JK Trust have been our project partners in the cattle breeding project. Over 15,000 cattle owners have been the beneficiaries.

Additionally, our fodder support programme in collaboration with the Panchayat in the drought prone areas of Sewagram (Gujarat), caters to the entire populace in 14 villages.

The **third SDG**, pertains to ensuring healthy lives and promoting well-being for all, at all ages. Here what we do is indeed impressive. Nearly 4 lakh people across our Units, have been the beneficiaries of our projects.

In over 261 rural medical and awareness camps and 56 specialty camps, 160,000 people were examined. Health check-ups were conducted for ailments such as malaria, diarrhea, diabetes, hepatitis, arthritis, skin diseases, gynecological disorders and cardiac related issues. Our rural mobile medical van services complemented these efforts.

One of the major concern issues is that even where we are working, more than 70% of women including adolescent girls are anemic. In the near future, our aim is to bring it down to less than 20%, with the support of the District Authorities.

Splendid patient care is accorded at your Company's 8 hospitals located at Khor; Shambhupura and Kharia Khangar (Rajasthan); Kovaya, Jafrabad and Sewagram; Rawan (Chhattisgarh) and Malkhed (Karnataka). More than 70,093 patients were treated. We would also like to mention that our medical teams at Hirmi (Chhattisgarh), Kovaya and Jafrabad have gone in for alternate therapies, such as homeopathy, ayurveda and yoga. Over 3,130 patients recoursed to these therapies.

At mega eye camps, we treated 11,092 people, performed 3,271 intraocular operations and distributed 4,122 spectacles.

Dental and health check-up camps are carried out regularly in schools at our Units. These included Kharia Khangar, Awarpur (Maharashtra), Tadipatri (Andhra Pradesh), Malkhed, Khor (Madhya Pradesh), Kovaya, Reddipalayam (Tamil Nadu), Dankuni (West Bengal),

Shahjahanpur (Uttar Pradesh) and Hirmi. Our teams examined 5,192 students on their dental hygiene and treatment. At the same time, they underwent eye check-ups as well.

In collaboration with the District Health Department, our mother and child healthcare project served 12,107 women (antenatal, post-natal care, mass immunisation, nutrition and escort services for institutional delivery). Over 122,204 children were immunised against polio, BCG, DPT and Hepatitis-B across your Company's Units.

Our focused programme on adolescent health care covered, 2,685 girls at the Government's Girls High Schools and Kasturba Gandhi Balika Vidyalayas.

Our intensive motivational drive towards responsible family raising led to 1,247 villagers opting for planned families across 13 locations.

At blood donation camps, we garnered 1,776 donors in Ginigera (Karnataka), Jafrabad, Kovaya, Khor, Hirmi, Kharia Khangar and Reddipalayam. Several of your Company colleagues were among the donors.

SDG-4 Education

Inclusive and equitable quality education, and in the larger context, promoting lifelong learning opportunities, for all, is the pivot of the **fourth SDG**. HG Wells, the renowned, (early 20th Century) historian in his voluminous work "The Outline of History", wrote "Human history becomes more and more, a race between education and catastrophe".

Our proactive initiatives to foster education in the villages have yielded encouraging results. We would like to particularly mention our enrolment campaign titled "Shala Praveshotsav". This was popularised in Bela and Sidhi (Madhya Pradesh), Dalla (Uttar Pradesh), Arakkonam, Jafrabad, Khor, Shambhupura and Kharia Khangar. The campaign was successful. It not only got students in schools but also stemmed the dropout rate. Under its aegis we also distributed education material including notebooks, school bags and uniforms to over 40,200 children. We leveraged the Sarva Shiksha Abhiyan. We align very well with the Kasturba Balika Vidyalayas at Malkhed, Reddipalayam, Kharia Khangar, Jafrabad, Kovaya and Tadipatri encouraging girls to pursue education. Through the talent search programmes, we recognised 1,274 bright students, giving them scholarships.

Over 3,866 students from the hinterland attended the 6-month computer literacy programmes conducted by us.

We would like to make a particular mention of specialized coaching classes across 13 of our plants, covering 35,612 high school students. They shone at the Board exams. Likewise, tutoring Grade-V students for the Navodaya competitive exams has been a very fulfilling project. Digitization at schools in tandem with the Government was yet another exciting project that energized school children.

In collaboration with Government of Rajasthan in Kharia Khangar technology enabled education: 'Utkarsh' viz. the smart class computer project, enthuses 22,745 children.

Facilities such as transport and other support processes – better infrastructure, sanitation and safe drinking water benefits yet another 50,345 children.

SDG-5

Women empowerment and gender equality, is the focus of the **fifth SDG**. We already have 840 self-help groups

comprising of 8,000 women. We are working to broaden the base, and provide the last mile linkage. Over the last couple of years, we have been very successful in getting five of our Units, have the uniforms tailored by our rural poor trained in tailoring and self-help groups. Andhra Pradesh Cement Works, Rajashree Cement Works, Rawan Cement Works, Hirmi Cement Works and Reddipalayam Cement Works, have taken this forward.

Over time we will have all of the other cement Units follow suit. This entails that uniforms at the plant at all levels will be tailored by SHGs or women driven tailoring units.

It might interest you to read that we have conceptualized a unique program, specifically for women in Maharashtra's Chandrapur district. We encourage women to move out of the confines of their homes and engage in indigenous sports of Indian origin. Many women have welcomed this initiative, which besides their talent also celebrates the states' cultural heritage. As women play games in the open in a competitive spirit, they feel a different kind of empowerment and their self-esteem increases phenomenally. At the special festival titled "Ulhas Ustav", the women teams play against each other, cheered by their families and the District Officials along with our teams. Their joy and camaraderie is perceptible, as they shatter the myth that women don't wear pants in the villages. Inspired by the women of Chandrapur through our Awarpur Cement Works, the programme is now replicated at Units in Madhya Pradesh and Karnataka. Of recent origin it has already garnered participation from 2,032 women.

The **sixth, seventh and eighth SDGs**, can be bunched together, as they are interlinked. These SDGs call for, water and sanitation, reliable, sustainable and modern energy and decent work and economic growth.

Towards providing accessibility to safe drinking water, we have installed 23 Reverse Osmosis plants at Tadipatri, Awarpur, Kotputli and Kharia Khangar, which serve 26,000 villagers.

Pipelines, bore wells provide access to water, benefiting 82,000 villagers at Khor, Shambhupura, Bela, Hirmi, Rawan, Sewagram, Malkhed, and Baga (Himachal Pradesh).

Additionally, 442 individual toilets and sanitation facilities were set-up at schools at various locations. In the villages that we operate in, 38 villages have been declared ODF.

Imparting vocational training, skills training, coupled with our farm based programmes and SHGs, meet with these goals. The three ITIs, at Rajashree Cement Works, Sidhi Cement Works, Dalla Cement Works and, the Birla White applicators programme, are splendid examples. Collectively they touch the lives of nearly 100,000 people.

Watershed management project beyond the fence

Our multidisciplinary teams at Kovaya, Jafrabad and Sewagram have helped survey, design and create water harvesting structures. These cater to a 6,500 population in the coastal districts of Amreli and Bhuj (Gujarat). These structures are designed to support water recharge in wells, drinking water for cattle and other animals, reduce salt ingress through ground water recharge.

At Rajashree Cement Works, Karnataka, we have collaborated with NABARD (National Bank for Agriculture and Rural Development). We have signed an MoU (Memorandum of Understanding) for the execution of a watershed project in Udgi Gram Panchayat, Sedam Taluka. The Udgi Watershed Project will cover an area of 1,149 hectare, encompassing five villages under the

Udgi Gram Panchayat. The Mysore Resettlement and Development Agency (MYRADA), is implementing the project, working closely with us.

Andhra Pradesh Cement Works (APCW) to work for watershed project

Likewise, Andhra Pradesh Cement Works, at Anantapuramu district, has signed an MoU in association with International Crops Research Institute for the Semi-Arid Tropics (ICRISAT). ICRISAT has been assigned to execute the watershed project in Petnikota and Ayyavaripalli villages of Kolimigundla and Tadipatri Taluks. It covers an area of 1,750 hectares. The expected outcome is increased water availability, improved agricultural productivity and ensured efficient and sustainable water usage. It will have a very salutary impact on rural livelihoods.

SDG-9 Build resilient infrastructure

Towards better infrastructure, we are engaged in the connecting / repairing of roads, community halls and assets, rest places, installation of solar lights, construction of water tanks and installation of piped water supply. These activities have aided 823,461 people.

Finally, on model villages

Of the 502 villages that we work in, we have zeroed in on 100 villages for a transformative process that raises them to become model villages. So far in a 7-year timeframe, we have been able to morph 38 villages into model villages. We are proud to report that many of these villages have been recognised as model villages by the assessments carried out by Government bodies. In fact, the Bibee village in Chandrapur district has been selected as one of the five most smart villages in Maharashtra from among 3,000 villages evaluated on 30 major criteria.

Our CSR spends

For FY19, our CSR spend was ₹ 749.6 million (over 2% of the average net profit of your Company for the last 3 financial years) vis-à-vis ₹ 607.1 million in the preceding year. In addition, we mobilised over ₹ 540 million through Government Schemes.

In sum

With all of us working so wholeheartedly, and the Government also fully committed, to inclusive growth, transparency and good governance, we can hope for a holistic transformation of our country. Very soon, in the next 5 years, India will be an even more resplendent nation. By then the word poverty will be struck off the lexicon and no mention of it will be made in relation to India.

Our Board of Directors, our Management and our colleagues across your Company are committed to inclusive growth.

SUSTAINABILITY AND BUSINESS RESPONSIBILITY REPORT

Building Sustainable Businesses at the Aditya Birla Group:

At the Aditya Birla Group, we endeavour to become the leading Indian conglomerate for sustainable business practices across our global operations. We define a "Sustainable Business" as one that can continue to survive and thrive within the growing needs and tightening legal and resource constraints of a "Sustainable World". We believe that this means that as we go forward towards the constrained operating environments of 2030 and 2050 that for a continued "Sustainable World" it can increasingly only contain "Sustainable Businesses".

To achieve our Group vision, we are innovating away from the traditional sustainability models to one consistent with our vision to build sustainable businesses capable of operating in the next three decades. It is in our own interests to mitigate our own impact in every way we can as this is a direct assistance to creating a sustainable planet. It also prepares us for further mitigation and the need to adapt to a world that is a full two degrees or even three or four hotter than today.

We began our quest with the question, "If everyone and every business followed the law as written today, is the planet sustainable?" We quickly concluded that around the year 2050, when the Earth's population reaches an estimated 9 billion, climate change, water scarcity, pollution, biodiversity loss and an overload of waste, if left unchecked, would set the planet on a possibly irreversible unsustainable course. It is therefore intuitive that leaders must find ways to transform industries such that international bodies can codify and governments can legislate over time to reduce the damage and it is imperative that the Aditya Birla Group remains ahead of the curve.

The first step of our programme to build sustainable businesses is focused on increasing the capability of our business management systems. Under this programme called "Responsible Stewardship" we try to move from merely complying with current legal standards to conforming to the international standards set by the global bodies of the International Finance Corporation (IFC), the Organisation for Economic Cooperation and

Development (OECD), the International Standards Organisation (ISO), Occupational Health and Safety Advisory Services (OHSAS), the Global Reporting Initiative (GRI), the Forestry Stewardship Council and others. To support our businesses in this endeavour, we have created the Aditya Birla Group's Sustainable Business Framework of Policies, Technical Standards, and Guidance Notes to give our leaders, managers, employees and contract employees the chance to train, learn, understand, and apply improvement techniques to help our businesses reach higher standards of performance. Our Group Sustainable Business Framework is currently certified to 14 international standards (http://sustainability.adityabirla.com/) So far, we have had much success with respect to reductions in accidents, energy use, water use, and have implemented our first Biodiversity plans. Our programme to achieve the World Business Council for Sustainable Development's Water and Sanitation and Hygiene pledge (WASH) to ensure that we provide safe drinking water, sanitation and hygiene in all our operations has resulted in our building over 600 new bathrooms, many for women and differently abled people. Each of these achievements helps reduce and mitigate our impact on the planet and are imperative to building the sustainable business platform for our future.

If we are to create fully sustainable business models and systems for the future then "Responsible Stewardship" by itself is not enough. We need other components to help us with a greater transformation. We need to understand the global mega-trends and their effect on us; geographically, physically, technologically and how the legal system (including regulations and tax) will need to change in order to motivate business to create a sustainable world. Our performance will need to be improved further to meet the changes needed to mitigate and adapt to these External Factors. By talking to our Strategic Stakeholders knowledgeable in these issues, we can scan the horizon to better understand their likely risk to our business. With this information, we enhance our business models, strategies and risk profiles in order to "Future Proof" them and our value chains in the medium to long term. Since only "Sustainable" business can exist in a Sustainable World then a Sustainable Value Chain can also only contain these businesses and so it becomes imperative to map our value chains to look for vulnerabilities. Our goal is to create not only Sustainable Businesses but also Sustainable Value Chains of which we can be a key member. We are helping our leaders to understand which external changes might heavily influence our value chains and business models in the future and what might be expected of our products and brands. For example, the world will need businesses that are able to mitigate and adapt to climate change, with robust and sustainable supply chains that are also impervious to all external forces that will inevitably begin to affect us in the future. To build sustainable businesses will take time, particularly when we consider some of our very complex value chains but by pushing to be a leader today, we are giving our businesses the best possible chance of achieving long-term success not only for ourselves but also for our value chains and hence for our planet.

BUSINESS RESPONSIBILITY REPORT

Section A : General Information about the Company

<table>
<tr><td>1.</td><td>Corporate Identity Number (CIN) of the Company</td><td>L26940MH2000PLC128420</td></tr>
<tr><td>2.</td><td>Name of the Company</td><td>UltraTech Cement Limited</td></tr>
<tr><td>3.</td><td>Registered address</td><td>B Wing, Ahura Centre, 2nd Floor, Mahakali Caves Road,
Andheri (East), Mumbai 400 093</td></tr>
<tr><td>4.</td><td>Website</td><td>www.ultratechcement.com</td></tr>
<tr><td>5.</td><td>E-mail id</td><td>brr.utcl@adityabirla.com</td></tr>
<tr><td>6.</td><td>Financial Year reported</td><td>1st April, 2018 to 31st March, 2019</td></tr>
<tr><td>7.</td><td>Sector(s) that the Company is engaged in (industrial activity code-wise)</td><td><table><tr><th>Group</th><th>Class</th><th>Sub Class</th><th>Description</th></tr><tr><td>239</td><td>2394</td><td>23941
23942</td><td>Manufacture of cement</td></tr></table></td></tr>
<tr><td>8.</td><td>List three key products/services that the Company manufactures/provides (as in balance sheet)</td><td>(i) Ordinary Portland and Portland Pozzolana Cement
(ii) Ready-Mix Concrete
(iii) White Cement and Wall Care Putty</td></tr>
<tr><td>9.</td><td>Total number of locations where business activity is undertaken by the Company</td><td>i. Number of International Locations (Provide details of major 5):
• United Arab Emirates
• Sri Lanka
• Bahrain
• Bangladesh
ii. Number of National Locations:
20 Integrated Cement Units; 21 Grinding Units; 1 White Cement Unit; 2 Wall Care Putty; 6 Bulk Terminals; over 100 Ready Mix Concrete Units, Registered Office and Zonal Marketing Offices</td></tr>
<tr><td>10.</td><td>Markets served by the Company</td><td><table><tr><th>Local</th><th>State</th><th>National</th><th>International</th></tr><tr><td>√</td><td>√</td><td>√</td><td>√</td></tr></table></td></tr>
</table>

Section B: Financial Details of the Company

1.	**Paid-up Capital (INR)**	₹ 275 crores
2.	**Total Turnover (INR)**	₹ 35,104.76 crores
3.	**Total Profits after taxes (INR)**	₹ 2,455.72 crores
4.	**Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)**	The Company has spent ₹ 74.96 crores during financial year 2018-19 which amounts to over 2% of the average profit after taxes in the previous three financial years.
5.	**List of activities in which expenditure in 4 above has been incurred**	a. Education b. Health Care c. Women empowerment d. Sustainable Livelihood e. Infrastructure Development f. Social Welfare

Section C: Other Details

1. **Does the Company have any Subsidiary Company/ Companies?**

   Yes, the Company has 9 (nine) subsidiaries - 5 (five) domestic and 4 (four) foreign.

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):**

   The Business Responsibility initiatives of the parent Company apply to its subsidiaries.

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%]:**

   Other entities viz. suppliers, distributors etc with whom the Company does business, do not participate in the Business Responsibility initiatives of the Company.

Section D: BR Information

1. **Details of Director/Directors responsible for BR**

   a) **Details of the Director/Director responsible for implementation of the BR policy/policies**

DIN Number	00017572
Name	Mr. K. K. Maheshwari
Designation	Managing Director

   b) **Details of the BR head**

Sr. No.	Particulars	Details
1.	DIN Number (if applicable)	01743559
2.	Name	Mr. K. C. Jhanwar
3.	Designation	Whole-time Director (designated as Deputy Managing Director and Chief Manufacturing Officer)
4.	Telephone number	022 66917800
5.	e-mail id	*brr.utcl@adityabirla.com*

2. **Principle-wise (as per NVGs) BR Policy/policies (Reply in Y/N)**

   The 9 principles are:

P1	Businesses should conduct and govern themselves with Ethics, Transparency and Accountability
P2	Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle.
P3	Businesses should promote the wellbeing of all employees.
P4	Businesses should respect the interests of and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised.
P5	Businesses should respect and promote human rights.
P6	Businesses should respect, protect and make efforts to restore the environment.
P7	Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner.
P8	Businesses should support inclusive growth and equitable development.
P9	Businesses should engage with and provide value to their customers and consumers in a responsible manner.

(a) **Details of compliance:**

Sr. 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
2.	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3.	Does the policy conform to any national / international standards? If yes, specify?	—								
4.	Has the policy being approved by the Board? If yes, has it been signed by MD/ Owner / CEO/ appropriate Board Director?	Y	Y	Y	Y	Y	Y	Y	Y	Y
5.	Does the Company have a specified committee of the Board / Director / Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
6.	Indicate the link for the policy to be viewed online?	view restricted to employees								
7.	Has the policy been formally communicated to all relevant internal and external stakeholders?	The policies have been communicated to key internal stakeholders of the Company. The communication is an on-going process to cover all 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 related to the policy/policies to address stakeholders' grievances related to the policy/policies ?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10.	Has the Company carried out independent audit / evaluation of the working of this policy by an internal or external agency ?	The Company publishes a Sustainability Report which is GRI Standard and covers policies mentioned herein. The Report is assured by an independent certifying agency.								

(b) **If answer to Sr. No.1 against any principle, is 'No', please explain why: (Tick up to 2 options)**

S.No.	Questions	P 1	P2	P3	P4	P5	P6	P7	P8	P9
1.	The Company has not understood the Principles	Not Applicable								
2.	The Company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles									
3.	The Company does not have financial or manpower resources available for the task									
4.	It is planned to be done within next 6 months									
5.	It is planned to be done within the next 1 year									
6.	Any other reason (please specify)									

3. Governance related to BR

   (a) **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**

   The Business Responsibility performance of the Company is assessed periodically by the management.

   (b) **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 publishes its Sustainability Report annually. The Report is compliant with the GRI Standard. The Report is assured by an independent certifying agency and will be available on the website of the Company – www.ultratechcement.com.

Section E: Principle-wise performance

Principle 1 – Businesses should conduct and govern themselves with 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?**

   The Company's governance structure guides the organisation keeping in mind the core values of Integrity, Commitment, Passion, Seamlessness and Speed. The Corporate Principles and Code of Conduct cover the Company and its subsidiaries and is applicable to all the employees of the Company and its subsidiaries.

2. **How many stakeholder 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.**

   No complaints were received during the year.

Principle 2 – Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle.

1. **List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.**

The Company is strategically focusing on development of products and services that help customers build sustainable structures which are more durable, more resource-efficient, more cost-effective and more conducive to human lifestyle. We manufacture a range of products that cater to construction needs from foundation to finish. These include Ordinary Portland Cement (OPC), Portland Composite Cement (PCC), Portland Pozzolana Cement (PPC), White Cement and White Cement based Products, Ready Mix Concrete including Specialty Concrete, building products like AAC blocks and jointing mortars and a host of others in Retail Formats. We are continuously striving for developing products which are greener in nature and less resource intensive.

For manufacturing blended cements (PPC, PCC and PSC), we use waste materials such as fly ash and slag that helps in the substitution of natural resource such as limestone. These cements are also less carbon and energy intensive.

Our Building Products Division (BPD) also manufactures number of products which are smarter in nature and help in saving natural resources. Some of these are listed below:

- Super Stucco (a self-curing- no water curing plaster).
- Power Grout (a self-curing Industrial grout for anchoring / grouting applications).
- Seal & Dry – water proofing systems which helps in water conservations (arresting leakages) in water storage tanks, canals, thus preserving water. The water proofing system is also developed with "Food grade" certification so that the water stored is fit for potable usage.
- Repair mortars and concrete in the name of Basekrete and Microkrete are self- curing (no water curing required) variants, which are used in repair of buildings.
- C'retePro, a liquid system for mortar and concrete modifier, which reduces the water intake into the cement mixes used for preparing mortars, plasters and concrete (10-15 % water reduction possible).

In addition to the above, other sustainable products such as Xtralite (AAC blocks) and Readiplast are also catering to our customers.

Some of our BPD products are also listed in the Indian Green Building Council Directory of green products under the category of energy efficiency and low emitting materials. White Cement, Wall Care Putty, Textura & Level Plast have been recognised by Indian Green Building Council (IGBC) for use in Green Building.

We are focusing on different options to reduce our carbon footprint and other emissions such as replacing traditional fuels with alternative fuels, improving energy efficiency of our products, using clinker additives, implementing waste heat recovery systems wherever possible. This will eventually reflect in lower carbon footprint of our products (OPC, PPC, PCC etc).

The Company has also taken initiatives for educating its stakeholders on the sustainable aspects of its products. The Technical Services Department educates the users of cement like masons and the Individual House Builder (IHB) on using cement optimally and reducing wastage. The Company also informs government agencies about the advantages of using cement for mass housing and roads and the benefits of using blended cement. Several seminars have been conducted on concrete roads and white toping to impress on the environmental benefits of switching from bituminous roads.

2. **For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):**

   i. **Reduction during sourcing/production/ distribution achieved since the previous year throughout the value chain?**

      The Company consumes alternate materials like flyash, chemical gypsum, slag etc which help in conserving natural raw materials used for the cement production. Alternative fuels are also used for thermal energy generation which help in the substitution of fossil fuels and allow better management of industrial waste. Recycling water, rainwater harvesting and recharging of ground water are standard operating procedures at all our manufacturing sites.

   ii. **Reduction during usage by consumers (energy, water) has been achieved since the previous year?**

      Cement as a product is used for variety of purposes and by diverse consumers. Hence it is not feasible to measure the usage (energy, water) by consumers.

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.**

   Procurement practices and selection criteria by the Company are focused on protection of environment, societal interest and cost effective procurement seeking resources efficiency, improving the quality of products and services and ultimately optimising the cost.

   The criteria for procurement of equipment are based upon resource efficiency, mainly comprising of but not limited to energy efficiency, fuel efficiency, emission control etc. The impact of the product / services being procured is considered over its whole life cycle i.e. from cradle to grave, including giving due weightage to the disposal aspect also, e.g. E-waste/ hazardous waste is disposed of in an environmental friendly manner and no compromise, what so ever, is made on the same. As regard social aspect, the emphasis is made on ethical issues at the time of vendor evaluation stage itself. The vendor registration form of the Company requires its potential vendors to specify their commitment on the following social aspects:

   1. Child Labour
   2. Forced and Compulsory Labour
   3. Health and Society
   4. Working Hours
   5. Statutory compliances

   The Company believes that sustainability in logistics may be achieved by using less polluting and less fuel consuming transport options or selecting vendors who are close to the manufacturing locations. We import fuel in bulk size vessels with full cost advantage of freight. This consumes lesser fuel as compared to smaller size shipment in terms of per ton of material shipped. The Company also maps the Polypropylene (PP) bags suppliers across the country to minimise distance between supplier plants and units across the country. We have also encouraged and empowered our PP bag suppliers to achieve 9001:2008 certification.

   E-procurement has made our sourcing process more transparent and efficient. It includes a web-based supplier portal with features like Request For Quote (RFQ), submission of offers by the suppliers, generation of comparative charts and the release of orders. The module is integrated with our SAP system. A reverse auction process of real time competitive bidding for buying and transportation of material, adds to the efficacy of the process. E-procurement has resulted in more effective communication with our vendors and enabled significant reduction in paper work as well as travel hours.

4. **Has the Company taken any steps to procure goods and services from local and 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?

   The Company has consistently increased the breadth of vendors across goods and services through vendor base enhancement. The objective is to focus on indigenous suppliers, mutual collaboration and partnership for long term growth.

   The Company has always given preference to local vendors when it comes to sourcing materials. In case of PP packing bags vendors, we have optimised the vendors located near to our cement plants, based on their capability and capacity. Sourcing of PP bag from vendors located close to the plants has resulted in lower fuel consumption.

   The Company also believes in long term partnership with the vendors by having rate contracts with them and providing periodical feedback on their performances in terms of quality, delivery, services, environmental health and safety etc, which helps the vendors to improve their performance by taking corrective actions on the parameters where they are found lacking. Transparency and fair approach are maintained while dealing with the vendors during the entire procurement cycle. The Company uses information technology efficiently for reducing the procurement cycle time and has launched a vendor portal which not only reduces the cycle time but also empowers vendors to make use of its useful features like knowing the approval status of their material, payment status, posting advance shipping notification etc. It also helps in reduction of paper usage as most of the activities / documentation are done in electronic format. The Company has a zero tolerance policy for safety compromise and business is done only with those vendors who are approved on stringent safety parameters.

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.**

   The cement manufacturing process as such does not involve production of any by products or waste. However, the flyash generated from the Company's captive power plants are utilised in blended cement. The Company also uses alternative materials such as flyash, chemical gypsum, slag etc that are waste materials generated from other industries to substitute the raw material required for cement production.

Principle 3 – Businesses should promote the wellbeing of all employees

1. **Please indicate the total number of employees.**

   19,557

2. **Please indicate the total number of employees hired on temporary/contractual/casual basis.**

   36,873

3. **Please indicate the number of permanent women employees.**

   353

4. **Please indicate the number of permanent employees with disabilities.**

   40

5. **Do you have an employee association that is recognised by management.**

   Yes, we have recognised trade unions constituted in terms of the Trade Union Act at the Company's manufacturing Units.

6. **What percentage of your permanent employees is members of this recognised employee association?**

   Around 21.13% of our permanent employees are members of the above mentioned trade unions.

7. **Please indicate the number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.**

Sr. No.	Category	No. of complaints filed during the financial year	No. of complaints pending as at end of the financial year
1.	Child labour / forced labour / involuntary labour	NIL	NA
2.	Sexual harassment	05	NIL
3.	Discriminatory employment	NIL	NA

8. **What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?**

	Safety	Skill upgradation
Permanent Employees (Management)	56.66%	53.26%
Permanent Women Employees	40.79%	38.24%
Casual / Temporary / Contractual Employees	80.75%	8.69%
Employees with Disabilities	70.27%	45.94%

Principle 4 – Businesses should respect the interests of and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised.

1. **Has the Company mapped its internal and external stakeholders? Yes/No**

   Yes, the Company has mapped its internal as well as external stakeholders.

2. **Out of the above, has the Company identified the disadvantaged, vulnerable and marginalised stakeholders?**

   The Company has identified the disadvantaged, vulnerable and marginalised stakeholder's viz. communities around its manufacturing Units and its workers / contractual workers.

3. **Are there any special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalised stakeholders. If so, provide details thereof, in about 50 words or so.**

   The Company's endeavor to bring in inclusive growth are channelised through the Aditya Birla Centre for Community Initiatives and Rural Development.

   Several initiatives such as health care, education, infrastructure, watershed management, safe drinking water and sanitation, sustainable livelihood, self-help groups and income generation etc. are extended to the Company's contract workers and people living near to the Company's manufacturing Units.

   The Company has adopted safety as a culture. It has engaged employees at all levels - whether employees, contractors, suppliers or the community and has taken a structured approach, through leadership involvement, in order to bring about a culture change that views safety as non-negotiable.

Principle 5 – Businesses should respect and promote 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?**

   The Company has a Human Rights Policy which is also applicable to its subsidiaries.

2. **How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?**

   No complaints were received during the last financial year.

Principle 6 – Businesses should respect, protect and make efforts to restore the environment.

1. **Does the policy related to Principle 6 cover only the Company or extends to the Group/Joint Ventures/ Suppliers/Contractors/NGOs/others.**

   The Company's policy on Safety, Health and Environment extends to its subsidiaries as well.

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.**

   The Company has taken long-term target to reduce CO_2 emission intensity by 25% from 2005-06 levels by 2021. To achieve this it has developed a roadmap focusing on key areas such as further reducing specific energy consumption (We are amongst the best in the industry in terms of specific thermal energy consumption), increasing the flyash utilisation rate, increase thermal substitution rate, increase our share of power from renewable energy sources and from WHRS system. Currently our installed WHRS capacity stands at around 85 MW which is expected to increase to 131 MW by FY21. The Company has committed to EP100 to double the energy productivity by 2035 from 2009-10 levels. We have also been certified to be 2.18 times water positive by an external agency.

   Please refer our sustainability reports for more details at: *https://www.ultratechcement.com/sustainability*

3. **Does the Company identify and assess potential environmental risks? Y/N**

   The Company follows a structured risk management approach which encompasses identifying potential risks, assessing their impact, mitigating them by taking timely action and continuous monitoring. The Company uses various tools such as Aqueduct/ India Water Tool, Integrated Biodiversity Assessment Tool (IBAT) to assess the potential water and biodiversity risks arising out of its operations and takes necessary steps to mitigate the same. The Company will also be using the recently launched GeoSust Tool developed by the Aditya Birla Group Sustainability Cell to identify climate change related risks for its operations.

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?**

   Yes, the Company has two registered projects under Clean Development Mechanism (CDM).

   - use of alternative fuels at Reddipalayam Cement Works, Tamil Nadu.
   - Waste Heat Recovery [WHR] based power generation at Andhra Pradesh Cement Works – Tadipatri, Andhra Pradesh. Five others WHR projects are registered.

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.**

   The Company continually strives to play a key role in finding effective and responsible ways to preserve the environment. The Company is a founding member of Global Cement & Concrete Association (GCCA) and will play a key role in defining the sustainable construction landscape. It has a thermal substitution rate of ~3.3% which is achieved by using alternate waste materials. The Company has an installed capacity of about 85 MW of waste heat recovery system which is expected to increase to 131 MW by FY21. It has tied up 62 MW of effective renewable energy from solar and wind mills. The Company has the lowest specific thermal energy consumption of around 708 kcal/kg of clinker when compared to global and national numbers. This has been possible through a myriad of energy conserving measures implemented at various units. The Company is continuously striving to increase its renewable energy share.

6. **Are the emissions/waste generated by the Company within the permissible limits given by CPCB/SPCB for the financial year being reported?**

   Yes, the emissions / waste generated by the Company are within the permissible limits given by Central Pollution Control Board / State Pollution Control Boards.

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.**

   No such cases are pending at the end of the financial year.

Principle 7 – Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

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:**

   a. Global Cement & Concrete Association (GCCA).
   b. Confederation of Indian Industry (CII).
   c. Federation of Indian Chambers of Commerce and Industry (FICCI).

2. **Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)**

   The Company continuously advocates the use of eco-friendly mining practices, use of alternative fuels, energy conservation and construction of concrete roads.

Principle 8 – Businesses should support inclusive growth and equitable development

1. **Does the Company have specified programmes / initiatives / projects in pursuit of the policy related to Principle 8? If yes details thereof.**

   The Company has specified programs in pursuit of its policy on inclusive growth and equitable development. These cover education, basic healthcare, women empowerment, sustainable livelihood, infrastructure and social reform.

2. **Are the programmes / projects undertaken through in-house team / own foundation /external NGO / government structures/any other organisation?**

   The Company's social projects are carried on under the aegis of the Aditya Birla Centre for Community Initiatives and Rural Development. Collaborative partnerships are formed with the government, district authorities, village panchayats, NGOs and like-minded stakeholders. The Company also engages with CII, FICCI in its social activities. It also collaborates with District Authorities, Village Panchayats, NGOs and likeminded stakeholders for its CSR initiatives.

3. **Have you done any impact assessment of your initiative?**

   To measure the impact of the work done, a social satisfaction survey / audit is carried out by an external agency.

4. **What is your Company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken.**

   The Company has spent an amount of ₹ 74.96 crores on its CSR activities during 2018-19 on education, women empowerment, sustainable livelihood, infrastructure development etc.

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.**

   Prior to the commencement of projects, a baseline study of the villages is carried out. The study encompasses various parameters such as health indicators, literacy levels, sustainable livelihood processes, population data, state of infrastructure, among others. From the data generated a 1-year plan and a 5-year rolling plan is developed. Projects are assessed under the agreed strategy and are monitored on a quarterly basis. Wherever necessary, midcourse corrections are carried out.

Principle 9 – Businesses should engage with and provide value to their customers and consumers in a responsible manner

1. **What percentage of customer complaints/consumer cases are pending as on the end of financial year.**

   24 cases of customer complaints / consumer cases were pending as on the end of FY 19.

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)**

   The Company displays only product information as mandated by Bureau of Indian Standards.

3. **Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.**

   The Company had filed appeals against the orders of the Competition Commission of India ("CCI") dated 31st August, 2016 and 19th January, 2017. Upon the NCLAT disallowing its appeal against the CCI order dated 31st August, 2016, the Hon'ble Supreme Court has, by its order dated 5th October, 2018, granted a stay against the NCLAT order. Consequently, the Company has deposited an amount equivalent to 10% of the penalty amount.

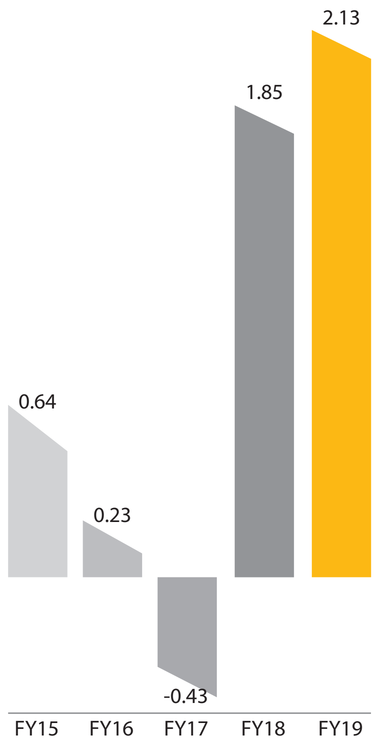
   The Company, backed by a legal opinion, believes that it has a good case in both the matters and accordingly no provision has been made in the accounts.

4. **Did your Company carry out any consumer survey / consumer satisfaction trends?**

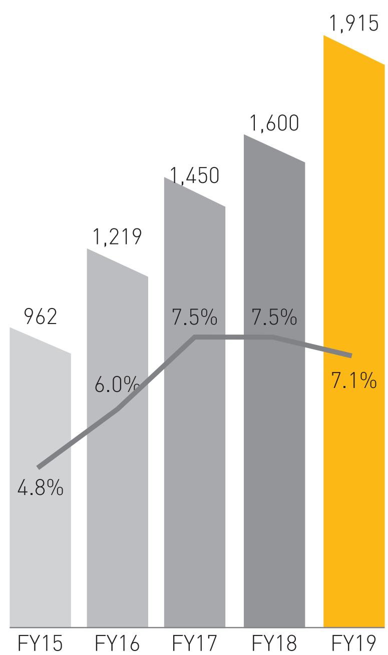
   Yes, the Company carries out a Brand Health Study regularly (thrice a year) across urban and rural markets. The study is conducted by globally renowned research agency – Nielsen India Pvt. Ltd., for tracking performance of brands on various matrics, across multiple segments (consumers, influencers and channel partners).

   The Company also conducts a Customer Loyalty / Net Promoter Score (NPS) study once in 2 years with the Key Account (B2B) customers. The most recent NPS study was done in FY 17-18. Cedar Management Consulting Pvt. Ltd was the agency engaged for the NPS study.

PERFORMANCE INDICATORS (STANDALONE)

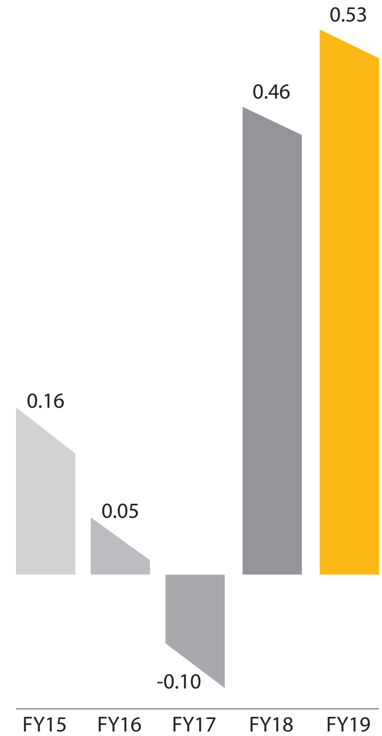


Net Debt: EBITDA (Times)

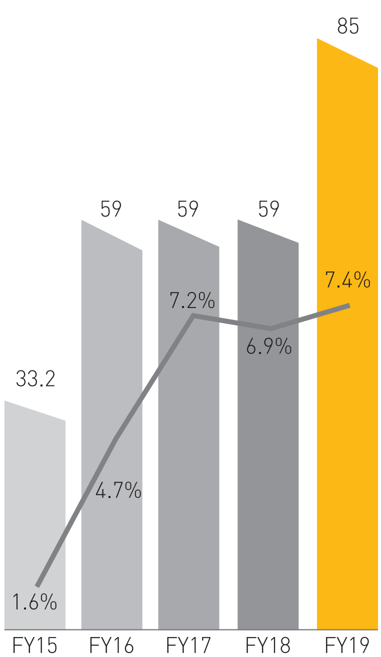


No. of UBS Outlets

% Share in overall sales volume

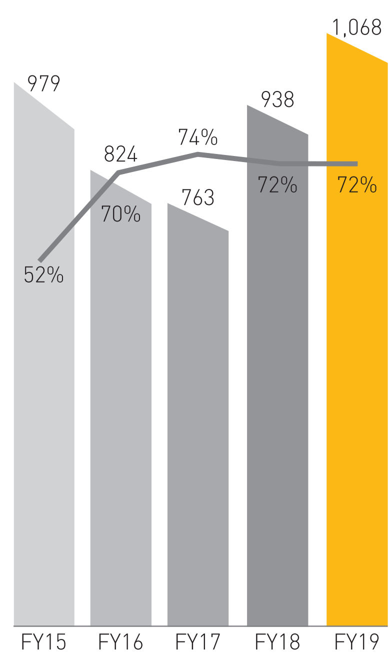


Net Debt: Equity (Times)



WHRS Capacity (MW)

WHRS Share (%)



Energy Cost (₹/ton)

Petcoke Usage (kiln) (%)

STANDALONE FINANCIAL STATEMENTS

Independent Auditors' Report

To the Members of
UltraTech Cement Limited

Report on the Audit of the standalone Ind AS Financial Statements

Opinion

We have audited the standalone Ind AS financial statements of UltraTech Cement Limited ('the Company'), which comprise the balance sheet as at 31 March 2019, and the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the cash flow statement for the year then ended, and notes to the standalone Ind AS financial statements, including a summary of the significant accounting policies and other explanatory information (herein after referred to as 'standalone Ind AS financial statements').

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 ('the Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2019, its profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs 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 standalone Ind AS 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 opinion.

Emphasis of matter

We draw attention to Note 32 (b) of the standalone Ind AS financial statements, which describes the following matters:-

(a) In terms of order dated 31 August 2016, the Competition Commission of India ('CCI') has imposed penalty of Rs.1,175.49 crore for alleged contravention of the provisions of the Competition Act, 2002 by the Company. The Company had filed an appeal against CCI Order before the Competition Appellate Tribunal ('COMPAT'). Consequent to reconstitution of Tribunals by the Government, this matter was transferred to the National Company Law Appellate Tribunal ('NCLAT'). NCLAT completed its hearing on the matter and disallowed the appeal filed by the Company against the CCI order. Aggrieved by the order of NCLAT, the Company has filed an appeal before the Honorable Supreme Court, which has granted a stay against the NCLAT order on the condition that the Company deposits 10% of the penalty amounting to Rs.117.55 crore which has been deposited. Based on a legal opinion, the Company believes that it has a good case in this matter. Considering the uncertainty relating to the outcome of this matter, no provision has been considered in the books of account. Our opinion is not modified in respect of this matter.

(b) In terms of order dated 19 January 2017, the CCI had imposed penalty of Rs.68.30 crore pursuant to a reference filed by the Government of Haryana for alleged contravention of the provisions of the Competition Act, 2002 in August, 2012 by the Company. The Company had filed an appeal before COMPAT and received the stay order dated 10 April 2017. Consequent to reconstitution of Tribunals by the Government, this matter was transferred to the NCLAT for which hearing is pending. Based on legal opinion, the Company believes that it has a good case in this matter. Considering the uncertainty relating to the outcome of this matter, no provision has been considered in the books of account. Our opinion is not modified in respect of this matter.

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 of the current year. 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.

Description of Key Audit Matters:

Key Audit Matters		How the matter was addressed in our audit
Revenue recognition – Discounts, incentives, rebates etc. ▪ Revenue is measured net of discounts, incentives, rebates etc. earned by customers on the Company's sales. ▪ Due to the Company's presence across different marketing regions within the country and the competitive business environment, the estimation of the various types of discounts, incentives and rebate schemes to be recognised based on sales made during the year is material and considered to be complex and judgmental. ▪ Therefore, there is a risk of revenue being misstated as a result of faulty estimations over discounts, incentives and rebates. ▪ Given the judgement required to estimate the amount of provisions, this is a key audit matter.		Our procedures included: ▪ Assessing the appropriateness of the Company's accounting policies relating to discounts, incentives, rebates, etc by comparing with applicable accounting standards. ▪ Assessing the design and testing the implementation and operating effectiveness of Company's internal controls over the approvals, calculation, provision and disbursement of discounts, incentives and rebates. ▪ Obtaining management's calculations for discounts, incentives and rebates accruals under applicable schemes on a sample basis and comparing the accruals made with the approved schemes. ▪ Obtaining and inspecting, on a sample basis, supporting documentation for discounts, incentives and rebates recorded and disbursed during the year as well as credit notes issued after the year end date to determine whether these were recorded appropriately. ▪ Comparing the historical trend of payments and reversal of discounts, incentives and rebates to provisions made to determine the appropriateness of current year-provisions. ▪ Examining manual journals posted to discounts, rebates and incentives to identify unusual or irregular items.
Regulations - Litigations and claims ▪ The Company operates in various States within India, exposing it to a variety of different Central and State/Local laws, regulations and interpretations thereof. In this regulatory environment, there is an inherent risk of litigations and claims. ▪ Consequently, provisions and contingent liability disclosures may arise from direct and indirect tax proceedings, legal proceedings, including regulatory and other government/department proceedings, as well as investigations by authorities and commercial claims.		Our procedures included: ▪ Review the outstanding litigations against the Company for consistency with the previous years. Enquire and obtain explanations for movement during the year. ▪ Reading the latest correspondence between the Company and the various tax/legal authorities and review of correspondence with / legal opinions obtained by the management, from external legal advisors, where applicable, for significant matters. ▪ Discussing the status of significant litigation with the Company's in-house Legal Counsel and other

▪ At 31 March 2019, the Company's contingent liabilities were Rs. 4,646.73 crore (refer note 32 to the standalone Ind AS financial statements). ▪ Management applies significant judgement in estimating the likelihood of the future outcome in each case when considering whether, and how much, to provide or in determining the required disclosure for the potential exposure of each matter. This is due to the highly complex nature and magnitude of the legal matters involved along with the fact that resolution of tax and legal proceedings may span over multiple years, and may involve protracted negotiation or litigation. ▪ These estimates could change substantially over time as new facts emerge and each legal case progresses. ▪ Given the inherent complexity and magnitude of potential exposures across the Company and the judgement necessary to estimate the amount of provisions required or to determine required disclosures, this is a key audit matter.	senior management personnel and assessing their responses. ▪ On sample basis, examine the Company's legal expenses and read the minutes of the board meetings, in order to ensure all cases have been identified. ▪ With respect to tax matters, involving our tax specialists, and discussing with the Company's tax officers, their views and strategies on significant cases, as well as the related technical grounds relating to their conclusions based on applicable tax laws. ▪ Assessing the decisions and rationale for provisions held or for decisions not to record provisions or make disclosures. ▪ For those matters where management concluded that no provisions should be recorded, considering the adequacy and completeness of the Company's disclosures.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' 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 the other information is materially inconsistent with the standalone Ind AS 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.

Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's management and Board of Directors are 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 state of affairs, profit and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Independent Auditors' Report (Continued)

In preparing the standalone Ind AS financial statements, management and Board of Directors are 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.

- 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 standalone 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 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.

Independent Auditors' Report (Continued)

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 of the current period and are therefore the key audit matters. We describe these matters in our auditors' 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 (Auditors' Report) Order, 2016 ('the Order') issued by the Central Government in terms of Section 143 (11) of the Act, we give in the 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

   (A) 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 other comprehensive income), the statement of changes in equity and the cash flow statement dealt with by this report are in agreement with the books of account;

   d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act;

   e) On the basis of the written representations received from the directors as on 31 March 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2019 from being appointed as a director in terms of Section 164(2) of the Act; and

   f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B'.

   (B) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company has disclosed the impact of pending litigations as at 31 March 2019 on its financial position in its standalone Ind AS financial statements - Refer Note 32 to the standalone Ind AS financial statements;

   ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts- Refer Note 47 to the standalone Ind AS financial statements;

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company; and

   iv. The disclosures in the standalone Ind AS financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these financial statements since they do not pertain to the financial year ended 31 March 2019.

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

For **B S R & Co. LLP**
Chartered Accountants
Firm’s Registration No: 101248W/W-100022

Vijay Mathur
Partner
Membership No: 046476

Mumbai
24 April 2019

For **Khimji Kunverji & Co.**
Chartered Accountants
Firm’s Registration No: 105146W

Ketan Vikamsey
Partner
Membership No: 044000

Mumbai
24 April 2019

Annexure A to the Independent Auditors' Report – 31 March 2019

(Referred to in our report of even date)

i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The Company has a regular programme of physical verification of its fixed assets by which all fixed assets are verified in a phased manner over a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, certain fixed assets were physically verified by the Management during the year. In our opinion, and according to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company except for the following which are not held in the name of the Company:

Particulars	Leasehold Land	Freehold Land	Buildings
Gross block as at 31 March 2019 (Rs. in Crore)	696.88	2125.24	43.34
Net block as at 31 March 2019 (Rs. in Crore)	627.65	2125.24	33.35
Total number of cases	424	2890	48

ii. The inventory, except for goods-in-transit and stocks lying with third parties, has been physically verified by the management at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable. For stocks lying with third parties at the year-end, written confirmations have been obtained and in respect of goods-in-transit, subsequent goods receipts have been verified or confirmations have been obtained from the parties. The discrepancies noticed on verification between the physical stocks and the book records were not material.

iii. In our opinion and according to the information and explanations given to 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, paragraph 3(iii) of the Order is not applicable to the Company.

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act, with respect to the loans given, investments made, guarantees given and security provided.

v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public during the year in terms of the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.

vi. We have broadly reviewed the books of account maintained by the Company as specified under Section 148(1) of the Act, for maintenance of cost records in respect of products manufactured by the Company, and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Goods and Service Tax, Duty of Customs, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax,, Goods and Service Tax, Duty of Customs, Cess and other material statutory dues were in arrears as at 31 March 2019 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, details of dues of Income-tax, Sales-tax, Service tax, Duty of Customs, Duty of Excise and Value added tax which have not been deposited as at 31 March 2019 on account of disputes are given below:

Name of the Statute	Nature of the Dues	Forum where dispute is pending	Period to which amount relates (Assessment Year)	Amount* Rs. in Crore)
Sales Tax/ Value Added Tax (VAT)	Sales Tax, VAT, Interest and Penalty	Supreme Court	2000 to 2006	214.61
		High Court	1988 to 2017	20.00
		Tribunal(s)	1985 to 2017	136.68
		Appellate Authorities	1990 to 2016	197.95
		Assessing Officers	1997 to 2014	4.42
Customs Act, 1962	Customs Duty, Interest and Penalty	High Court	2002 to 2006	48.86
		Tribunal(s)	2000 to 2014	206.89
		Appellate Authorities	2003 to 2015	0.11
Central Excise Act, 1944	Excise Duty, Interest and Penalty	Supreme Court	1999 to 2011	98.97
		High Court	1998 to 2013	71.27
		Tribunal(s)	1994 to 2017	989.93
		Appellate Authorities	2003 to 2017	39.56
Finance Act, 1994	Service Tax, Interest and Penalty	Supreme Court	2004 to 2012	20.80
		High Court	2004 to 2010	19.00
		Tribunal(s)	2005 to 2019	486.23
		Appellate Authorities	2006 to 2017	34.56
Income Tax Act, 1961	Income Tax, Interest and Penalty	High Court	2001 to 2006	1.32

* net of amounts paid under protest.

viii. According to the information and explanations given to us, and based on the records of the Company, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks, government and dues to debenture holders.

ix. According to the information and explanations given to us, the term loans have been applied by the Company during the year for the purposes for which they were obtained. The Company did not raise money by way of initial public offer or further public offer (including debt instruments) during the year.

x. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

xi. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.

Annexure A to the Independent Auditors' Report – 31 March 2019 (Continued)

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone Ind AS financial statements as required by the applicable accounting standards.

xiv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable to the Company.

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.

xvi. According to the information and explanations given to us, the Company is not required to be registered under Section 45 - IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable to the Company.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Vijay Mathur
Partner
Membership No: 046476

Mumbai
24 April 2019

For **Khimji Kunverji & Co.**
Chartered Accountants
Firm's Registration No: 105146W

Ketan Vikamsey
Partner
Membership No: 044000

Mumbai
24 April 2019

Annexure B to the Independent Auditors' Report - 31 March 2019

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

Opinion

In conjunction with our audit of the standalone Ind AS financial statements of the Company as of and for the year ended 31 March 2019,we have audited the internal financial controls with reference to standalone Ind AS financial statements of UltraTech Cement Limited ('the Company') as of that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls system with reference to standalone Ind AS financial statements and such internal financial controls were operating effectively as at 31 March, 2019, based on the internal financial controls with reference to standalone Ind AS financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the 'Guidance Note').

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to standalone Ind AS financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as 'the Act').

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone Ind AS financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone Ind AS financial statements. 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 standalone Ind AS financial statements were established and maintained and whether such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to 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 such internal financial controls, 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 standalone Ind AS 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 standalone Ind AS financial statements.

Meaning of Internal Financial controls with Reference to standalone Ind AS financial statements

A company's internal financial controls with reference to standalone Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A

Annexure B to the Independent Auditors' Report - 31 March 2019 (Continued)

company's internal financial controls with reference to standalone Ind AS financial statements include 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 standalone Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone Ind AS financial statements.

Inherent Limitations of Internal Financial controls with Reference to standalone Ind AS financial statements

Because of the inherent limitations of internal financial controls with reference to 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 standalone Ind AS financial statements to future periods are subject to the risk that the internal financial controls with reference to 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.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Vijay Mathur
Partner
Membership No: 046476

Mumbai
24 April 2019

For **Khimji Kunverji & Co.**
Chartered Accountants
Firm's Registration No: 105146W

Ketan Vikamsey
Partner
Membership No: 044000

Mumbai
24 April 2019

Standalone Balance Sheet as at March 31, 2019

₹ in Crores

Particulars	Note No.	As at March 31, 2019			As at March 31, 2018
ASSETS					
Non-Current Assets					
Property, Plant and Equipment	2	34,365.67			34,218.98
Capital Work-in-Progress	2	1,075.85			1,472.97
Intangible Assets	2	2,929.72			2,991.86
Intangible Assets under Development	2	3.80			0.91
			38,375.04		38,684.72
Financial Assets:					
Investments	3	5,549.66			2,214.19
Loans	4	109.77			115.15
Other Financial Assets	5	37.94	5,697.37		17.84
Income Tax Assets (Net)			127.18		140.33
Other Non-Current Assets	6		2,758.14		2,615.16
Total Non-Current Assets				46,957.73	43,787.39
Current Assets					
Inventories	7		3,273.62		3,101.50
Financial Assets:					
Investments	8	1,514.85			3,948.71
Trade Receivables	9	2,097.59			1,714.20
Cash and Cash Equivalents	10	419.48			63.91
Bank Balances other than Cash and Cash Equivalents	11	204.48			135.41
Loans	4	1,919.49			111.02
Other Financial Assets	5	842.50	6,998.39		497.40
Other Current Assets	12		1,151.53		971.11
Assets held for Disposal	53		55.18		42.35
Total Current Assets				11,478.72	10,585.61
TOTAL ASSETS				58,436.45	54,373.00
EQUITY AND LIABILITIES					
EQUITY					
Equity Share Capital	13 (a)		274.64		274.61
Other Equity	13 (b)		27,672.43		25,648.41
				27,947.07	25,923.02
Share Application Money Pending Allotment				0.65	-
LIABILITIES					
Non-Current Liabilities					
Financial Liabilities:					
Borrowings	14	14,939.28			13,878.36
Other Financial Liabilities	15	-	14,939.28		28.27
Provisions	16		135.58		136.78
Deferred Tax Liabilities (Net)	17		3,544.35		3,174.05
Other Non-Current Liabilities	18		6.27		6.57
Total Non-Current Liabilities				18,625.48	17,224.03
Current Liabilities					
Financial Liabilities:					
Borrowings	19	2,642.74			2,687.83
Trade Payables					
Total Outstanding Dues of Micro Enterprises and Small Enterprises	56	20.28			9.73
Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	20	2,633.46			2,214.43
Other Financial Liabilities	15	2,443.66	7,740.14		2,666.80
Other Current Liabilities	21		3,228.50		2,720.09
Provisions	16		439.17		485.32
Current Tax Liabilities (Net)			455.44		441.75
Total Current Liabilities				11,863.25	11,225.95
TOTAL EQUITY AND LIABILITIES				58,436.45	54,373.00
Significant Accounting Policies	1				
The accompanying notes form an integral part of the Standalone Financial Statements.					

In terms of our report attached.

For and on behalf of the Board of Directors

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W-100022

For **Khimji Kunverji & Co.**
Chartered Accountants
Firm Registration No: 105146W

K.K. MAHESHWARI
Managing Director
DIN: 00017572

S.B. MATHUR
Director
DIN: 00013239

VIJAY MATHUR
Partner
Membership No: 46476

KETAN VIKAMSEY
Partner
Membership No: 44000

ATUL DAGA
Whole-time Director and CFO
DIN: 06416619

S.K. CHATTERJEE
Company Secretary

Mumbai: April 24, 2019

Standalone Statement of Profit and Loss for the year ended March 31, 2019

₹ in Crores

Particulars	Note No.	Year ended March 31, 2019	Year ended March 31, 2018
Revenue from Operations (Refer Note 55 and 58)	22	**35,703.50**	30,251.75
Other Income	23	**471.45**	599.55
TOTAL INCOME (I)		**36,174.95**	30,851.30
EXPENSES			
Cost of Materials Consumed	24	**4,737.22**	3,978.36
Purchases of Stock-in-Trade	25	**1,582.35**	814.37
Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	26	**(103.86)**	(113.08)
Employee Benefits Expense	27	**1,926.01**	1,706.24
Finance Costs	28	**1,419.15**	1,191.15
Depreciation and Amortisation Expense	29	**2,010.27**	1,763.56
Power and Fuel		**7,830.96**	5,959.50
Freight and Forwarding Expense	30	**8,782.28**	7,281.63
Excise Duty (Refer Note 58)		**-**	893.83
Other Expenses	31	**4,452.42**	3,885.94
		32,636.80	27,361.50
Less: Captive Consumption of Cement		**(24.15)**	(38.32)
TOTAL EXPENSES (II)		**32,612.65**	27,323.18
Profit before Exceptional Items and Tax Expense (I) – (II)		**3,562.30**	3,528.12
Exceptional Items			
Stamp Duty on Acquisition of Assets (Refer Note 37)		**-**	(226.28)
Profit before Tax Expense		**3,562.30**	3,301.84
Tax Expense:			
Current Tax		**736.12**	712.00
Excess Tax Provision reversed related to prior years		**(3.69)**	(33.97)
Deferred Tax		**374.15**	392.53
Total Tax Expense		**1,106.58**	1,070.56
Profit for the Year (III)		**2,455.72**	2,231.28
Other Comprehensive Income			
A (i) Items that will not be reclassified to Profit or Loss – Re-measurement Gain/(Loss) on defined benefit plan		**(14.93)**	37.65
(ii) Income Tax Relating to Items that will not be reclassified to Profit or Loss		**5.22**	(8.45)
B (i) Items that will be reclassified to Profit or Loss – Cash Flow Hedge		**(11.01)**	(3.46)
(ii) Income Tax Relating to Items that will be reclassified to Profit or Loss		**3.85**	3.57
Other Comprehensive Income for the year (IV)		**(16.87)**	29.31
Total Comprehensive Income for the year (III + IV)		**2,438.85**	2,260.59
Earnings Per Equity Share (Face Value ₹ 10 each)	42		
Basic (in ₹)		**89.48**	81.27
Diluted (in ₹)		**89.46**	81.25
Significant Accounting Policies	1		
The accompanying notes form an integral part of the Standalone Financial Statements.			

In terms of our report attached.

For and on behalf of the Board of Directors

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W-100022

For **Khimji Kunverji & Co.**
Chartered Accountants
Firm Registration No: 105146W

K.K. MAHESHWARI
Managing Director
DIN: 00017572

S.B. MATHUR
Director
DIN: 00013239

VIJAY MATHUR
Partner
Membership No: 46476

KETAN VIKAMSEY
Partner
Membership No: 44000

ATUL DAGA
Whole-time Director and CFO
DIN: 06416619

S.K. CHATTERJEE
Company Secretary

Mumbai: April 24, 2019

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

₹ in Crores

A. Equity Share Capital

For the year ended March 31, 2019

Balance as at April 01, 2018	Changes in Equity Share Capital during the Year	Balance as at March 31, 2019
274.61	0.03	274.64

For the year ended March 31, 2018

Balance as at April 01, 2017	Changes in Equity Share Capital during the Year	Balance as at March 31, 2018
274.51	0.10	274.61

B. Other Equity

For the year ended March 31, 2019

Particulars	Reserves & Surplus							Cash Flow Hedge Reserve	Total Other Equity
	Capital Reserve	Securities Premium	Debenture Redemption Reserve	General Reserve	Share Option Outstanding Reserve #	Treasury Shares @@	Retained Earnings		
Balance as at April 01, 2018	**170.72**	**69.67**	**324.17**	**20,030.41**	**17.29**	**-**	**5,042.79**	**(6.64)**	**25,648.41**
Profit for the year	-	-	-	-	-	-	2,455.72	-	**2,455.72**
Other Comprehensive Income/ (Loss) for the year									
Re-measurement Gain/(Loss) on defined benefit plan	-	-	-	-	-	-	(9.71) *	-	**(9.71)**
Effective portion of Gains/ (Loss) on hedging instruments	-	-	-	-	-	-	-	(7.16) @	**(7.16)**
Total Comprehensive Income/ (Loss) for the year	**-**	**-**	**-**	**-**	**-**	**-**	**2,446.01**	**(7.16)**	**2,438.85**
Purchase of Treasury Shares	**-**	**-**	**-**	**-**	**-**	**(81.21)**	**-**	**-**	**(81.21)**
Contribution by and Distribution to Owners									
Dividends (includes Dividend Distribution Tax)	-	-	-	-	-	-	(347.63) ##	-	**(347.63)**
Transfer to Retained Earnings	-	-	(100.00)	-	-	-	100.00	-	**-**
Transfer from Retained Earnings	-	-	142.08	1,800.00	-	-	(1,942.08)	-	**-**
Employees Stock Options Exercised	-	8.30	-	-	(3.77)	-	-	-	**4.53**
Employees Stock Options Granted	-	-	-	-	9.48	-	-	-	**9.48**
Total Contribution by and Distribution to Owners	**-**	**8.30**	**42.08**	**1,800.00**	**5.71**	**-**	**(2,189.71)**	**-**	**(333.62)**
Balance as at March 31, 2019	**170.72**	**77.97**	**366.25**	**21,830.41**	**23.00**	**(81.21)**	**5,299.09**	**(13.80)**	**27,672.43**

Net of Deferred Employees Compensation Expenses ₹ 38.02 Crores.

@@ The Company has formed an Employee Welfare Trust for purchasing Company's share to be allotted to eligible employees under Employees Stock Options Scheme, 2018 (ESOS 2018). As per Ind AS 32 - Financial Instruments: Presentation, Reacquired equity shares of the Company are called Treasury Shares and deducted from equity.

* Net of Tax amounting to ₹ 5.22 Crores.

@ Net of Deferred Tax amounting to ₹ 3.85 Crores.

Dividend of ₹ 10.50/- per share and including Dividend Distribution Tax of ₹ 59.27 Crores.

Standalone Statement of Changes in Equity for the year ended March 31, 2019 (Continued)

₹ in Crores

For the year ended March 31, 2018

Particulars	Reserves & Surplus							Cash Flow Hedge Reserve	Total Equity
	Capital Reserve	Securities Premium	Debenture Redemption Reserve	General Reserve	Share Option Outstanding Reserve#	Treasury Shares	Retained Earnings		
Balance as at April 01, 2017	142.46	42.55	241.25	18,430.41	20.94	-	4,795.64	(6.75)	23,666.50
Profit for the year	-	-	-	-	-	-	2,231.28	-	2,231.28
Other Comprehensive Income/ (Loss) for the year									
Re-measurement Gain/(Loss) on defined benefit plan	-	-	-	-	-	-	29.20 *	-	29.20
Effective portion of Gains/ (Loss) on hedging instruments	-	-	-	-	-	-	-	0.11 @	0.11
Total Comprehensive Income/ (Loss) for the year	-	-	-	-	-	-	2,260.48	0.11	2,260.59
On Account of Business Combination (Refer note 37)	28.26 **	-	-	-	-	-	-	-	28.26
Contribution by and Distribution to Owners									
Dividends (includes Dividend Distribution Tax)	-	-	-	-	-	-	(330.41)##	-	(330.41)
Transfer to Retained Earnings	-	-	(62.50)	-	-	-	62.50	-	-
Transfer from Retained Earnings	-	-	145.42	1,600.00	-	-	(1,745.42)	-	-
Employees Stock Options Exercised	-	27.12	-	-	(11.50)	-	-		15.62
Employees Stock Options Granted	-	-	-	-	7.85	-	-	-	7.85
Total Contribution by and Distribution to Owners	-	27.12	82.92	1,600.00	(3.65)	-	(2,013.33)	-	(306.94)
Balance as at March 31, 2018	170.72	69.67	324.17	20,030.41	17.29	-	5,042.79	(6.64)	25,648.41

\# Net of Deferred Employees Compensation Expenses ₹ 7.05 Crores.

* Net of Tax amounting to ₹ 8.45 Crores.

@ Net of Deferred Tax amounting to ₹ (3.57) Crores.

** Net of Deferred Tax amounting to ₹ 11.53 Crores.

\#\# Dividend of ₹ 10/- per share and including Dividend Distribution Tax of ₹ 55.89 Crores.

Significant Accounting Policies Note 1

The accompanying notes form an integral part of the Standalone Financial Statements.

In terms of our report attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W-100022

VIJAY MATHUR
Partner
Membership No: 46476

For **Khimji Kunverji & Co.**
Chartered Accountants
Firm Registration No: 105146W

KETAN VIKAMSEY
Partner
Membership No: 44000

Mumbai: April 24, 2019

For and on behalf of the Board of Directors

K.K. MAHESHWARI
Managing Director
DIN: 00017572

S.B. MATHUR
Director
DIN: 00013239

ATUL DAGA
Whole-time Director and CFO
DIN: 06416619

S.K. CHATTERJEE
Company Secretary

Standalone Cash Flow Statement for the year ended March 31, 2019

₹ in Crores

	Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
A.	**Cash Flow from Operating Activities:**		
	Profit Before tax	**3,562.30**	3,301.84
	Adjustments for:		
	Depreciation and Amortisation	**2,010.27**	1,763.56
	Gain on Fair Valuation of Investments	**(120.36)**	(263.57)
	Gain on Fair Valuation of VAT Deferment Loan	**(45.49)**	(3.86)
	Gain on Fair Value movement in Derivative Instruments	**(1.66)**	(3.07)
	Compensation Expenses under Employees Stock Options Scheme	**9.48**	7.85
	Allowances for Credit Losses on Advances/Debts (net)	**11.43**	22.94
	Bad Debts Written-off	**0.66**	0.06
	Excess Provision written back (net)	**(50.91)**	(136.88)
	Provision for Mines Restoration - (Release)/Charge	**(6.69)**	30.53
	Interest and Dividend Income	**(175.89)**	(77.36)
	Finance Costs	**1,419.15**	1,191.15
	(Profit)/Loss on Sale/Retirement of Property, Plant and Equipment (net)	**(3.33)**	5.44
	Profit on Sale of Current and Non-Current Investments (net)	**(108.92)**	(114.81)
	Operating Profit before Working Capital Changes	**6,500.04**	5,723.82
	Movements in working capital:		
	Increase in Trade payables and other Liabilities	**1,116.72**	308.53
	Increase/(Decrease) in Provisions	**(10.60)**	169.25
	(Increase) in Trade receivables	**(394.08)**	(427.70)
	(Increase) in Inventories	**(172.12)**	(629.63)
	(Increase) in Financial and Other Assets	**(1,003.13)**	(687.52)
	Cash generated from Operations	**6,036.83**	4,456.75
	Taxes paid (net of refunds)	**(700.37)**	(839.07)
	Net Cash generated from Operating Activities (A)	**5,336.46**	3,617.68
B.	**Cash Flow from Investing Activities:**		
	Purchase of Property, Plant and Equipment	**(1,630.80)**	(1,938.00)
	Sale of Property, Plant and Equipment	**156.32**	108.38
	Expenditure for Cost of transfer of Assets	**(52.32)**	(6.16)
	Sale of Liquid Investment (net)	**108.92**	13.80
	Purchase of Investments	**(1,700.00)**	(3,960.23)
	Sale of Investments	**4,356.35**	5,574.22
	Investment in Non-Current Bank Fixed deposits	**(1.11)**	(1.23)
	Redemption/(Investment) in Other Bank deposits	**(69.07)**	2,031.45
	Investment in Subsidiaries/Joint Venture and Associates	**(3,407.70)**	(3.64)
	Investment in Preference Shares	**(20.00)**	-
	Redemption of Preference Shares	**20.00**	-
	Inter Corporate Deposit to Subsidiary (net)	**(1,799.75)**	-
	Dividend Received	**-**	13.68
	Interest Received	**144.04**	64.47
	Net Cash generated from/(used in) Investing Activities (B)	**(3,895.12)**	1,896.74

Standalone Cash Flow Statement for the year ended March 31, 2019 (Continued)

₹ in Crores

Particulars		Year Ended March 31, 2019	Year Ended March 31, 2018
C.	**Cash Flow from Financing Activities:**		
	Proceeds from Issue of Share Capital on Exercise of ESOS	**5.21**	15.72
	Purchase of Treasury Shares	**(81.21)**	-
	Repayment of Non-Current Borrowings	**(6,345.76)**	(6,160.09)
	Proceeds from Non-Current Borrowings	**7,100.41**	15,772.26
	Repayment of Current Borrowings (net)	**(45.09)**	(2,953.01)
	Repayment of Borrowings transferred from JAL and JCCL, pursuant to Scheme of Arrangement	**-**	(10,686.55)
	Interest Paid	**(1,373.17)**	(1,159.04)
	Dividend Paid Including Dividend Distribution Tax	**(346.16)**	(330.68)
	Net Cash used in Financing Activities (C)	**(1,085.77)**	(5,501.39)
	Net Increase in Cash and Cash Equivalents (A + B + C)	**355.57**	13.03
	Cash and Cash Equivalents at the beginning of the year	**63.91**	50.88
	Cash and Cash Equivalents at the end of the year (Refer Note 10)	**419.48**	63.91

Notes:

1. Cash flow statement has been prepared under the indirect method as set out in Ind AS - 7 specified under Section 133 of the Act.
2. Purchase of Property, Plant and Equipment includes movements of capital work-in-progress (including capital advances) during the year.
3. The Scheme of arrangement between JAL, JCCL and the Company does not involve any cash outflow and the consideration has been discharged through issue of debentures and preference shares. (Refer Note 37)
4. Changes in liabilities arising from financing activities:

Particulars	As at March 31, 2018	Cashflows	Non Cash changes (Foreign Exchange rates)	As at March 31, 2019
Non-Current Borrowing (including current maturities of Non-Current Borrowing)	14,731.67	754.65	(10.92)	**15,475.40**
Current Borrowing	2,687.83	(45.09)	-	**2,642.74**
	17,419.50	709.56	(10.92)	**18,118.14**

Significant Accounting Policies **Note 1**

The accompanying notes form an integral part of the Standalone Financial Statements.

In terms of our report attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W-100022

VIJAY MATHUR
Partner
Membership No: 46476

For **Khimji Kunverji & Co.**
Chartered Accountants
Firm Registration No: 105146W

KETAN VIKAMSEY
Partner
Membership No: 44000

Mumbai: April 24, 2019

For and on behalf of the Board of Directors

K.K. MAHESHWARI
Managing Director
DIN: 00017572

S.B. MATHUR
Director
DIN: 00013239

ATUL DAGA
Whole-time Director and CFO
DIN: 06416619

S.K. CHATTERJEE
Company Secretary

Notes to Standalone Financial Statements

Note 1(A) Company Overview and Significant Accounting Policies:

Company Overview

UltraTech Cement Limited ("the Company") is a Public Limited Company incorporated in India having its registered office at Mumbai, Maharashtra, India. The Company is engaged in the manufacture and sale of Cement and Cement related products.

Significant Accounting Policies

(a) Statement of Compliance:

These standalone financial statements (hereinafter referred to as "financial statements") are prepared in accordance with the Indian Accounting Standards ("Ind AS") as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013 ("the Act''), amendments thereto and other relevant provisions of the Act and guidelines issued by the Securities and Exchange Board of India ("SEBI"), as applicable.

The financial statements were authorised for issue by the Board of Directors of the Company at their meeting held on April 24, 2019.

(b) Basis of Preparation and Presentation:

Basis of Preparation

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities:

(i) Derivative Financial Instruments measured at fair value

(ii) Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)

(iii) Assets held for disposal – measured at the lower of its carrying amount and fair value less costs to sell

(iv) Employee's Defined Benefit Plan as per actuarial valuation.

(v) Assets and liabilities acquired under Business Combination measured at fair value; and

(vi) Employee share based payments measured at fair value.

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 under current market conditions, regardless of whether that price is directly observable or estimated using another valuation technique. In determining the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

Functional and Presentation Currency

(i) The financial statements are presented in Indian Rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates.

(ii) Figures less than ₹ 50,000 have been shown at actual, wherever statutorily required to be disclosed, all other figures have been rounded off to the nearest ₹ in lakhs, unless otherwise stated.

Classification of Assets and Liabilities into Current/Non-Current

The Company has ascertained its operating cycle as twelve months for the purpose of Current / Non-Current classification of its Assets and Liabilities.

For the purpose of Balance Sheet, an asset is classified as current if:

(i) It is expected to be realised, or is intended to be sold or consumed, in the normal operating cycle; or

(ii) It is held primarily for the purpose of trading; or

(iii) It is expected to realise the asset within twelve months after the reporting period; or

(iv) The asset is a cash or cash equivalent unless it is 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.

Similarly, a liability is classified as current if:

(i) It is expected to be settled in the normal operating cycle; or

(ii) It is held primarily for the purpose of trading; or

(iii) It is due to be settled within twelve months after the reporting period; or

(iv) The Company does not have an unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could result in its settlement by the issue of equity instruments at the option of the counterparty does not affect this classification.

All other liabilities are classified as non-current.

(c) Property, Plant and Equipment (PPE):

The initial cost of PPE comprises its purchase price, including import duties and non-refundable purchase taxes, and any directly attributable costs of bringing an asset to working condition and location for its intended use, including relevant borrowing costs and any expected costs of decommissioning.

Subsequent costs are included in the assets's carrying amount or recognized 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. All other repairs and maintenance cost are charged to the Statement of Profit and Loss during the period in which they were incurred.

If significant parts of an item of PPE have different useful lives, then they are accounted for as separate items (major components) of PPE.

Material items such as spare parts, stand-by equipment and service equipment are classified as PPE when they meet the definition of PPE as specified in Ind AS 16 – Property, Plant and Equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in the Statement of Profit and Loss.

(d) Expenditure during construction period:

Expenditure/ Income during construction period (including financing cost related to borrowed funds for construction or acquisition of qualifying PPE) is included under Capital Work-in-Progress, and the same is allocated to the respective PPE on the completion of their construction. Advances given towards acquisition or construction of PPE outstanding at each reporting date are disclosed as Capital Advances under "Other non-current Assets".

(e) Depreciation:

Depreciation is the systematic allocation of the depreciable amount of PPE over its useful life and is provided on a straight-line basis over the useful lives as prescribed in Schedule II to the Act or as per technical assessment. Freehold Land with indefinite life is not depreciated.

Depreciable amount for PPE is the cost of PPE less its estimated residual value. The useful life of PPE is the period over which PPE is expected to be available for use by the Company, or the number of production or similar units expected to be obtained from the asset by the Company.

In case of certain classes of PPE, the Company uses different useful lives than those prescribed in Schedule II to the Act. The useful lives have been assessed based on technical advice, taking into account the nature of the PPE and the estimated usage of the asset on the basis of management's best estimation of obtaining economic benefits from those classes of assets.

Such classes of assets and their estimated useful lives are as under:

No	Nature	Estimated Useful life
1	Buildings	3-60 Years
2	Plant & machinery	8-30 Years
3	Leasehold Land	Over the lease agreement
4	Office Equipment	4-7 Years
5	Furniture and Fixtures	7-12 Years
6	Mobile Phones	3 Years
7	Company Vehicles (other than those provided to the employees)	5-12 Years
8	Motor Cars given to the employees as per the Company's Scheme	4-5 Years
9	Servers and Networks	3 Years
10	Stores and Spares in the nature of PPE	10-30 Years
11	Assets individually costing less than or equal to Rs.10,000	Fully Depreciated in the year of purchase

Depreciation on additions is provided on a pro-rata basis from the month of installation or acquisition and in case of Projects from the date of commencement of commercial production. Depreciation on deductions/disposals is provided on a pro-rata basis up to the month preceding the month of deduction/disposal.

(f) Intangible Assets and Amortisation:

- **Internally generated Intangible Assets:**

  Expenditure pertaining to research is expensed out as and when incurred. Expenditure incurred on development is capitalised if such expenditure leads to creation of an asset, otherwise such expenditure is charged to the Statement of Profit and Loss.

- **Intangible Assets acquired separately:**

  Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment, if any. The Company determines the amortisation period as the period over which the future economic benefits will flow to the Company after taking into account all relevant facts and circumstances. The estimated useful life and amortisation method are reviewed periodically, with the effect of any changes in estimate being accounted for on a prospective basis.

- **Class of intangible assets and their estimated useful lives / basis of amortisation are as under:**

No	Nature	Estimated Useful life / Basis of amortisation
1	Jetty Rights	Over the period of the relevant agreement such that the cumulative amortisation is not less than the cumulative rebate availed by the Company.
2	Mining Rights	Over the period of the respective mining agreement
3	Mining Reserve	On the basis of mineral material extraction (proportion of mineral material extracted per annum to total estimated mining reserve)
4	Software	3 Years

(g) Non-current assets (or disposal groups) classified as held for sale:

To classify any asset or disposal groups (comprising assets and liabilities) as "Asset / Disposal groups held for sale" they must be available for immediate sale and its sale must be highly probable. Such assets or group of assets / liabilities are presented separately in the Balance Sheet, in the line "Assets / Disposal groups held for sale" and "Liabilities included in disposal group held for sale" respectively. Once classified as held for sale, intangible assets and PPE are no longer amortised or depreciated.

Such assets or disposal groups held for sale are stated at the lower of carrying amount and fair value less costs to sell.

(h) Impairment of Non-Financial Assets:

At the end of each reporting period, the Company reviews the carrying amounts of non-financial assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in Statement of Profit and Loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit and Loss.

(i) Inventories:

Inventories are valued as follows:

- **Raw materials, fuel, stores & spare parts and packing materials:**

  Valued at lower of cost and net realisable value (NRV). However, these items are considered to be realisable at cost, if the finished products, in which they will be used, are expected to be sold at or above cost. Cost is determined on weighted average basis which includes expenditure incurred for acquiring inventories like purchase price, import duties, taxes (net of tax credit) and other costs incurred in bringing the inventories to their present location and condition.

- **Work-in- progress (WIP), finished goods, stock-in-trade and trial run inventories:**

  Valued at lower of cost and NRV. Cost of Finished goods and WIP includes cost of raw materials, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost of inventories is computed on weighted average basis.

- **Waste / Scrap:**

  Waste / Scrap inventory is valued at NRV.

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

(j) Employee Share based payments:

Equity- settled share-based payments to employees are measured at the fair value of the employee stock options at the grant date.

The fair value determined at the grant date of the equity-settled share-based payments is amortised over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity.

At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in the Statement of Profit and Loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

For Stock Appreciation Rights ("SARs") which are cash-settled share-based payments, the fair value of liability is recognised for the services acquired over the period that the employees unconditionally become entitled to the payment. At the end of each reporting period until the liability is settled, and at the date of settlement, the liability is re-measured based on the fair value of the SAR's and any changes in fair value of the liability are recognised in the Statement of Profit and Loss.

(k) Borrowing Costs:

General and specific borrowing costs that are attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of such asset till such time the asset is ready for its intended use and borrowing costs are being incurred. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are recognised as an expense in the period in which they are incurred.

Borrowing cost includes interest expense, amortization of discounts, hedge related cost incurred in connection with foreign currency borrowings, ancillary costs incurred in connection with borrowing of funds and exchange difference arising from foreign currency borrowings to the extent they are regarded as an adjustment to the Interest cost.

(l) Government Grants:

Government grants, related to assets, are recognised in the Statement of Profit and Loss on a systematic basis over the periods in which the Company recognises the related costs for which the grants are intended to compensate.

Government grants related to income under State Investment Promotion Scheme linked with VAT / GST payment, are recognised in the Statement of Profit and Loss in the period in which they become receivable.

Government grants are not recognised until there is reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received.

The benefit of a government loan at a below-market rate of interest is treated as a government grant, measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates and is being recognised in the Statement of Profit and Loss.

(m) Provisions, Contingent Liabilities and Contingent Assets:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre-tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.

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, is disclosed as a contingent liability. Contingent liabilities are also 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.

Claims against the Company where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities.

Contingent assets are not recognised or disclosed in financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised.

(n) Mines Restoration Provision:

An obligation for restoration, rehabilitation and environmental costs arises when environmental disturbance is caused by the development or ongoing extraction from mines. Costs arising from restoration at closure of the mines and other site preparation work are provided for based on their discounted net present value, with a corresponding amount being capitalised at the start of each project. The amount provided for is recognised, as soon as the obligation to incur such costs arises. These costs are charged to the Statement of Profit and Loss over the life of the operation through the depreciation of the asset and the unwinding of the discount on the provision. The costs are reviewed periodically and are adjusted to reflect known developments which may have an impact on the cost or life of operations. The cost of the related asset is adjusted for changes in the provision due to factors such as updated cost estimates, new disturbance and revisions to discount rates. The adjusted cost of the asset is depreciated prospectively over the lives of the assets to which they relate. The unwinding of the discount is shown as a finance cost in the Statement of Profit and Loss.

(o) Revenue Recognition:

(i) Revenue from Contracts with Customers

- Revenue is recognized on the basis of approved contracts regarding the transfer of goods or services to a customer for an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.
- Revenue is measured at the fair value of consideration received or receivable taking into account the amount of discounts, incentives, volume rebates, outgoing taxes on sales. Any amounts receivable from the customer are recognised as revenue after the control over the goods sold are transferred to the customer which is generally on dispatch/delivery of goods.
- Variable consideration - This includes incentives, volume rebates, discounts etc. It is estimated at contract inception considering the terms of various schemes with customers and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised

will not occur when the associated uncertainty with the variable consideration is subsequently resolved. It is reassessed at end of each reporting period.

- Significant financing component - Generally, the Company receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Company does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less.

(ii) Dividend income is accounted for when the right to receive the income is established.

(iii) Interest income is recognised using the Effective Interest Method.

(p) Lease :

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as Operating Leases.

Operating Lease: Lease rentals are charged or recognised in the Statement of Profit and Loss on a straight-line basis over the lease term, except where the payment are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increase.

Finance Lease: Assets held under finance leases are recognised as assets of the Company at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the Balance Sheet as a finance lease obligation. Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged to the Statement of Profit and Loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Company's policy on borrowing costs.

(q) Employee benefits:

Gratuity

The gratuity, a defined benefit plan, payable to the employees is based on the Employees' service and last drawn salary at the time of the leaving of the services of the Company and is in accordance with the Rules of the Company for payment of Gratuity. Liability with regards to gratuity plan is determined using the projected unit credit method, with actuarial valuations being carried out by a qualified independent actuary at the end of each annual reporting period. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in Other Comprehensive Income (OCI) in the period in which they occur. Re-measurement recognised in OCI is reflected immediately in retained earnings and will not be reclassified to Statement of Profit and Loss. Past service cost is recognised in the Statement of Profit and Loss in the period of a plan amendment. Interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset and is recognised in the Statement of Profit and Loss. Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- re-measurement

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

The defined benefit obligation recognised in the Balance Sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

Superannuation

Certain employees of the Company are eligible for participation in defined contribution plans such as superannuation and national pension fund. Contributions towards these funds are recognized as an expense periodically based on the contribution by the Company, since Company has no further obligation beyond its periodic contribution.

Provident Fund

The eligible employees of the Company are entitled to receive benefits in respect of provident fund, which is a defined benefit plan, for which both the employees and the Company make monthly contributions at a specified percentage of the covered employees' salary. The contributions as specified under the law are made to the approved provident fund which is set up by the Company. The Company is liable for annual contributions and any shortfall in the fund assets based on the government specified minimum rates of return and recognises such contributions and shortfall, if any, as an expense in the year incurred.

Other employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured using the projected unit credit method by a qualified independent actuary at the end of each annual reporting period, at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date. Re-measurement gains / losses are recognised in the Statement of Profit and Loss in the period in which they arise.

(r) Income Taxes:

Income Tax expenses comprise current tax and deferred tax charge or credit.

Current Tax is measured on the basis of estimated taxable income for the current accounting period in accordance with the applicable tax rates and the provisions of the Income-tax Act, 1961 and other applicable tax laws.

Deferred tax is recognised, on all temporary differences at the reporting date between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax assets and liabilities are measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted at the reporting date. Tax relating to items recognised directly in equity or OCI is recognised in equity or OCI and not in the Statement of Profit and Loss. MAT Credits are in the form of unused tax credits that are carried forward by the Company for a specified period of time, hence it is grouped with Deferred Tax Asset. MAT is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities; and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are recognised / reduced to the extent that it is probable / no longer probable respectively that the related tax benefit will be realised.

(s) Earnings Per Share:

Basic Earnings Per Share ("EPS") is computed by dividing the net profit / (loss) after tax for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for treasury shares.

For the purpose of calculating diluted earnings per share, net profit / (loss) after tax for the year attributable to the equity shareholders is divided by the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares and is adjusted for the treasury shares held by the Company to satisfy the exercise of the share options by the employees.

(t) Foreign Currency transactions:

Transactions in currencies other than the Company's functional currency (i.e. foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of initial transactions.

Exchange differences on monetary items are recognised in the Statement of Profit and Loss in the period in which they arise except for:

- exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings;
- exchange differences relating to qualifying effective cash flow hedges and qualifying net investment hedges in foreign operations which are recognised in OCI.

(u) Investment in Subsidiaries, Associates and Joint Ventures:

The Company's investment in its subsidiaries, associates and Joint Ventures are carried at cost net of accumulated impairment, if any.

On disposal of the Investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the Statement of Profit and Loss.

(v) Financial Instruments:

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

Initial Recognition:

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss and ancillary costs related to borrowings) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are charged to the Statement of Profit and Loss over the tenure of the financial assets or financial liabilities.

Classification and Subsequent Measurement: Financial Assets

The Company classifies financial assets as subsequently measured at amortised cost, Fair Value through Other Comprehensive Income ("FVOCI") or Fair Value through Profit or Loss ("FVTPL") on the basis of following:

- the entity's business model for managing the financial assets and
- the contractual cash flow characteristics of the financial asset.

Amortised Cost:

A financial asset shall be classified and measured at amortised cost if both of the following conditions are met:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

In case of financial assets classified and measured at amortised cost, any interest income, foreign exchange gains or losses and impairment are recognised in the Statement of Profit and Loss.

Fair Value through OCI:

A financial asset shall be classified and measured at fair value through OCI if both of the following conditions are met:

- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Fair Value through Profit or Loss:

A financial asset shall be classified and measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through OCI.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

For financial assets at FVTPL, net gains or losses, including any interest or dividend income, are recognised in the Statement of Profit and Loss.

Classification and Subsequent Measurement: Financial liabilities

Financial liabilities are classified as either financial liabilities at FVTPL or 'other financial liabilities'.

Financial Liabilities at FVTPL:

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or is a derivative (except for effective hedge) or are designated upon initial recognition as FVTPL.

Gains or Losses, including any interest expense on liabilities held for trading are recognised in the Statement of Profit and Loss.

Other Financial Liabilities:

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost on initial recognition.

Interest expense (based on the effective interest method), foreign exchange gains and losses, and any gain or loss on derecognition is recognised in the Statement of Profit and Loss.

Impairment of financial assets:

Expected credit losses are recognized for all financial assets subsequent to initial recognition other than financial assets in FVTPL category. For financial assets other than trade receivables, as per Ind AS 109, the Company recognises 12 month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition.

The Company's trade receivables do not contain significant financing component and as per simplified approach, loss allowances on trade receivables are measured using provision matrix at an amount equal to life time expected losses i.e. expected cash shortfall.

The impairment losses and reversals are recognised in Statement of Profit and Loss.

Derecognition of financial assets and financial liabilities:

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises an associated liability for amounts it has to pay.

On derecognition of a financial asset, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in OCI and accumulated in equity is recognised in the Statement of Profit and Loss.

The Company de-recognises financial liabilities when and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability de-recognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

Financial Guarantee Contract Liabilities:

Financial Guarantee Contract Liabilities are disclosed in financial statements in accordance with Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets.

(w) Cash and cash equivalents:

Cash and cash equivalents in the Balance Sheet comprise cash at bank and in hand and short-term deposits with banks that are readily convertible into cash which are subject to insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

(x) Financial liabilities and equity instruments:

- **Classification as debt or equity**

  Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

- **Equity instruments**

  An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company are recognised at the proceeds received.

(y) Derivative financial instruments:

The Company enters into derivative financial instruments viz. foreign exchange forward contracts, interest rate swaps and cross currency swaps to manage its exposure to interest rate, foreign exchange rate risks and commodity prices. The Company does not hold derivative financial instruments for speculative purposes.

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in profit or loss immediately excluding derivatives designated as cashflow hedge.

(z) Hedge accounting:

The Company designates certain hedging instruments in respect of foreign currency risk, interest rate risk and commodity price risk as cash flow hedges. At the inception of the hedge relationship, the entity documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the Company documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to the hedged risk.

The effective portion of changes in the fair value of the designated portion of derivatives that qualify as cash flow hedges is recognised in OCI and accumulated under equity. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss.

Amounts previously recognised in OCI and accumulated in equity relating to effective portion as described above are reclassified to Statement of Profit and Loss in the periods when the hedged item affects the Statement of Profit or Loss, in the same line as the recognised hedged item. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, such gains and losses are transferred from equity and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

Hedge accounting is discontinued prospectively when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in OCI and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in the Statement of Profit and Loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in the Statement of Profit and Loss.

(aa) Segment Reporting - Identification of Segments:

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the company's Chief Operating Decision Maker ("CODM") to make decisions for which discrete financial information is available. Based on the management approach as defined in Ind AS 108, the CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments.

(bb) Business Combination:

The Company applies the acquisition method in accounting for business combinations. The consideration transferred by the Company to obtain control of a business is calculated as the sum of the fair values of assets transferred, liabilities incurred and the equity interests issued by the Company as at the acquisition date i.e. date on which it obtains control of the acquiree which includes the fair value of any asset or liability arising from a contingent consideration arrangement. Acquisition-related costs are recognised in the statement of profit and loss as incurred, except to the extent related to the issue of debt or equity securities.

Identifiable assets acquired and liabilities assumed in a business combination are measured initially at their fair values on acquisition-date.

Intangible Assets acquired in a Business Combination and recognised separately from Goodwill are initially recognised at their fair value at the acquisition date (which is regarded as their cost).

Subsequent to initial recognition, intangible assets acquired in a Business Combination are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

Goodwill is measured as the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. Such goodwill is tested annually for impairment. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the excess is termed as bargain purchase.

In case of a bargain purchase, before recognizing a gain in respect thereof, the Company determines whether there exists clear evidence of the underlying reasons for classifying the business combination as a bargain purchase thereafter, the Company reassesses whether it has correctly identified all the assets acquired and liabilities assumed and recognises any additional assets or liabilities that are so identified, any gain thereafter is recognised in OCI and accumulated in equity as Capital Reserve. If there does not exist clear evidence of the underlying reasons for classifying the Business combination as a bargain purchase, the Company recognises the gain, after reassessing and reviewing, directly in equity as Capital Reserve.

Contingent consideration is classified either as equity or financial liability. Amount classified as financial liability are subsequently re-measured to fair value with changes in fair value recognised in statement of profit and loss.

Note 1(B) Critical accounting judgements and key sources of estimation uncertainty:

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

(a) Critical judgments in applying accounting policies:

In the process of applying the Company's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognised in the standalone financial statements.

Classification of Madanpur (North) Coal Company Limited as Investment in an Associate:

A Joint Venture Company (JV) "Madanpur (North) Coal Company Limited" was formed by allocatees of Madanpur North Coal Block. As per Ind AS 111, when all the parties, or a group of parties, considered collectively, are able to direct the activities that significantly affect the returns of the arrangement (i.e. the relevant activities), the parties control the arrangement collectively. Also, joint control exists only when decisions about the relevant activities require the unanimous consent of all the parties. In terms of the JV agreement between the parties, each JV partner has right to nominate one director on the board of JV and major decisions shall be taken by a majority of 75% of the directors present. Since there is no unanimous consent required from the parties, in the judgement of the management the Company does not have joint control over the JV. However, considering the Company's representation in the board and the extent of its ability to exercise the influence over the decision over the relevant activities, the JV has been considered as an associate and accounted under the equity method.

(b) Key assumptions:

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

(i) Useful Lives of Property, Plant & Equipment and Intangible Assets:

The Company uses its technical expertise along with historical and industry trends for determining the economic life of an asset/component of an asset. The useful lives are reviewed by management periodically and revised, if appropriate. In case of a revision, the unamortised depreciable amount is charged over the remaining useful life of the assets. In case of certain mining rights the amortisation is based on the extracted quantity to the total mineral reserve.

(ii) Fair value measurement of financial instruments:

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.

(iii) Defined benefit plans:

The cost of the defined benefit gratuity plan, provident fund and other post-employment medical benefits and the present value of the gratuity and provident fund obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

(iv) Mines Restoration Obligation:

In determining the fair value of the Mines Restoration Obligation, assumptions and estimates are made in relation to discount rates, the expected cost of mines restoration and the expected timing of those costs.

(v) Share-based payments:

The Company measures the cost of equity-settled transactions with employees using Black-Scholes model and cash settled transactions with employees using Binomial Tree model to determine the fair value of the liability incurred on the grant date. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant.

This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 45.

(vi) **Business Combination:**

(a) **Fair Valuation of Intangibles:**

The Company has used royalty saved method for value analysis of limestone mining rights. The method estimates the value of future savings in royalty payments over the life of the mine accruing to the Company, by virtue of the transaction instead of obtaining the mining rights via the Government e-auction process.

The resulting post-tax cash flows for each of the years are recognised at their present value using a Weighted Average Cost of Capital ('WACC') relating to the risk of achieving the mine's projected savings.

(b) **Fair Valuation of Tangibles:**

Freehold land:

Freehold land was valued using the sales comparison method using prevailing rates of similar plots of land, circle rates provided by department of revenue and general market intelligence based on the size of land parcel.

Leasehold land:

Leasehold land was valued basis the leasehold interest for the remaining duration of the lease.

Other Assets:

The cost approach has been adopted for fair valuing all the assets except vehicles which have been measured at the old book values less depreciation.

The cost approach includes calculation of depreciated replacement cost using price trends applied to historical cost and capitalisation of all the indirect cost, these trends are on the basis of price indices obtained from recognized sources such as the RBI/ OEA or market intelligence. In the case of buildings in cement plants, appropriate weightages have been applied to cement, iron & steel and labour indices to arrive at the escalation factor and depreciating the same for past usage based on estimated total and remaining useful life of the asset.

₹ in Crores

NOTE 2: PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS

Particulars	Gross Block				Depreciation and Amortisation				Net Block
	As at April 01, 2018	Additions	Deductions/ Adjustments/ Held for Disposal	As at March 31, 2019	As at April 01, 2018	For the year	Deductions/ Adjustments/ Held for Disposal	As at March 31, 2019	As at March 31, 2019
A. Tangible Assets *									
Land:									
Freehold Land	5,310.96	121.53	(10.67)	**5,443.16**	-	-	-	**-**	**5,443.16**
Leasehold Land	930.03	74.98	127.63	**877.38**	47.38	46.89	7.12	**87.15**	**790.23**
Buildings	4,206.55	203.88	58.41	**4,352.02**	412.12	172.01	3.23	**580.90**	**3,771.12**
Railway Sidings	653.08	39.75	0.03	**692.80**	98.27	44.17	-	**142.44**	**550.36**
Plant and Equipment:									
Own	26,698.11	1,669.68	2.55	**28,365.24**	3,277.35	1,548.45	16.33	**4,809.47**	**23,555.77**
Given on Lease	142.38	-	0.64	**141.74**	37.39	10.06	-	**47.45**	**94.29**
Office Equipment	148.99	36.81	14.11	**171.69**	84.40	28.45	12.40	**100.45**	**71.24**
Furniture and Fixtures	70.49	10.81	1.10	**80.20**	38.01	12.45	0.73	**49.73**	**30.47**
Vehicles	82.74	26.31	9.74	**99.31**	29.43	16.35	5.50	**40.28**	**59.03**
Total Tangible Assets	**38,243.33**	**2,183.75**	**203.54**	**40,223.54**	**4,024.35**	**1,878.83**	**45.31**	**5,857.87**	**34,365.67**
B. Capital Work-in-Progress									**1,075.85**
C. Intangible Assets									
Software	52.75	10.13	-	**62.88**	42.13	7.87	-	**50.00**	**12.88**
Mining Rights	160.53	14.97	0.11	**175.39**	12.18	10.14	0.04	**22.28**	**153.11**
Mining Reserve	2,715.87	-	-	**2,715.87**	39.07	66.61	-	**105.68**	**2,610.19**
Jetty Rights	182.86	-	-	**182.86**	26.77	7.86	5.31	**29.32**	**153.54**
Total Intangible Assets	**3,112.01**	**25.10**	**0.11**	**3,137.00**	**120.15**	**92.48**	**5.35**	**207.28**	**2,929.72**
D. Intangible Assets under Development									**3.80**
Total Assets (A + B + C + D)	**41,355.34**	**2,208.85**	**203.65**	**43,360.54**	**4,144.50**	**1,971.31**	**50.66**	**6,065.15**	**38,375.04**

* Net Block of Tangible Assets, amounting to ₹ 17,961.06 Crores (March 31, 2018 ₹ 14,787.09 Crores) are pledged as security against the Secured Borrowings.

Particulars	Gross Block					Depreciation and Amortisation				Net Block
	As at April 01, 2017	Additions on acquisition	Additions	Deductions/ Adjustments/ Held for Disposal	As at March 31, 2018	As at April 01, 2017	For the year	Deductions/ Adjustments/ Held for Disposal	As at March 31, 2018	As at March 31, 2018
A. Tangible Assets										
Land										
Freehold Land	3,429.91	1,795.74	139.64	54.33	5,310.96	-	-	-	-	5,310.96
Leasehold Land	234.68	656.08	42.72	3.45	930.03	21.02	27.42	1.06	47.38	882.65
Buildings	2,654.42	1,388.03	182.87	18.77	4,206.55	260.49	155.78	4.15	412.12	3,794.43
Railway Sidings	444.14	80.64	128.30	-	653.08	58.64	39.63	-	98.27	554.81
Plant and Equipment:										
Own	18,142.98	7,747.57	847.07	39.51	26,698.11	1,912.52	1,375.02	10.19	3,277.35	23,420.76
Given on Lease	143.43	-	-	1.05	142.38	28.83	8.56	-	37.39	104.99
Office Equipment	113.84	6.25	30.07	1.17	148.99	58.42	26.69	0.71	84.40	64.59
Furniture and Fixtures	62.24	2.19	6.64	0.58	70.49	26.01	12.37	0.37	38.01	32.48
Vehicles	54.31	13.19	20.17	4.93	82.74	15.79	15.96	2.32	29.43	53.31
Total Tangible Assets	25,279.95	11,689.69	1,397.48	123.79	38,243.33	2,381.72	1,661.43	18.80	4,024.35	34,218.98
B. Capital Work-in-Progress										1,472.97
C. Other Intangible Assets										
Software	48.42	0.01	4.33	0.01	52.75	32.42	9.72	0.01	42.13	10.62
Mining Rights	162.89	-	8.22	10.58	160.53	9.31	4.62	1.75	12.18	148.35
Mining Reserve	-	2,715.87	-	-	2,715.87	-	39.07	-	39.07	2,676.80
Jetty Rights	182.86	-	-	-	182.86	18.91	7.86	-	26.77	156.09
Total Other Intangible Assets	394.17	2,715.88	12.55	10.59	3,112.01	60.64	61.27	1.76	120.15	2,991.86
D. Intangible Assets under Development										0.91
Total Assets (A+B+C+D)	25,674.12	14,405.57	1,410.03	134.38	41,355.34	2,442.36	1,722.70	20.56	4,144.50	38,684.72

Notes to Standalone Financial Statements (Continued)

₹ in Crores

NOTE 2: PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS (Continued)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
A. Depreciation and Amortisation for the year	**1,971.31**	1,722.70
Add: Obsolescence (Including impairment of ₹ 18.63 Crores (March 31, 2018 ₹ 27.39 Crores) towards Assets classified as held for disposal) (Refer Note 53)	**39.21**	42.92
Less: Depreciation transferred to Pre-operative Expenses	**(0.25)**	(2.06)
Depreciation as per Statement of Profit and Loss	**2,010.27**	1,763.56

B. 1. Tangible Assets include assets for which ownership is not in the name of the Company - Gross Block of ₹ 359.08 Crores (March 31, 2018 ₹ 398.84 Crores).

2. Buildings include ₹ 12.13 Crores (March 31, 2018 ₹ 12.13 Crores) being cost of Debentures and Shares in a company entitling the right of exclusive occupancy and use of certain premises.

3. Opening Gross Block includes Research and Development Assets (Building, Plant and Equipment, Furniture and Fixtures, Office Equipment and Intangible Assets) of ₹ 34.64 Crores (March 31, 2018 ₹ 33.63 Crores) and Net Block of ₹ 23.15 Crores (March 31, 2018 ₹ 25.84 Crores). Addition for the Research and Development Assets during the year is ₹ 9.92 Crores (March 31, 2018 ₹ 0.85 Crores).

4. Title of immovable properties having Gross Block of ₹ 2,869.26 Crores (March 31, 2018 ₹ 3,037.86 Crores) and Net Block of ₹ 2,786.23 Crores (March 31, 2018 ₹ 2,993.98 Crores) is yet to be transferred in the name of the Company.

5. The amount of expenditures recognised in the carrying amount of an item of PPE in the course of its construction:

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Pre-operative expenses pending allocation:		
Raw Materials Consumed	**0.39**	0.92
Power and Fuel Consumed	**8.56**	7.32
Salary, Wages, Bonus, Ex-gratia and Provisions	**6.63**	24.11
Insurance	**0.06**	1.38
Depreciation	**0.25**	2.06
Finance Costs	**6.45**	2.44
Miscellaneous expenses	**17.63**	9.89
Total Pre-operative expenses	**39.97**	48.12
Less: Sale of Products/Other Income	**(1.38)**	-
Less: Trial Run production transferred to Inventory	**(8.46)**	(6.60)
Add: Brought forward from Previous Year	**85.65**	74.50
Less: Capitalised/Charged during the Year	**(83.26)**	(30.37)
Balance included in Capital Work-in-Progress	**32.52**	85.65

₹ in Crores

NOTE 3: INVESTMENTS

Particulars	As at March 31, 2019		As at March 31, 2018	
	Nos.	Amount	Nos.	Amount
Unquoted:				
Investments measured at Cost:				
Equity Instruments:				
Subsidiaries:				
Face value of ₹ 10 each fully paid:				
Dakshin Cements Limited	**50,000**	**0.05**	50,000	0.05
Harish Cement Limited	**247,217**	**153.93**	247,217	153.93
Bhagwati Lime Stone Company Private Limited	**11,900**	**13.03**	11,900	13.03
Gotan Lime Stone Khanij Udyog Private Limited (Refer Note 34)	**2,315,780**	**184.48**	2,315,780	184.48
UltraTech Nathdwara Cement Limited (Refer Note 35) *	**3,400,000,000**	**3,429.20**	-	-
Face value of ₹ 10 each partly paid:				
Gotan Lime Stone Khanij Udyog Private Limited (Refer Note 34)	**23,000**	**0.98**	23,000	0.98
Harish Cement Limited	**384**	**0.15**	-	-
Face Value of Sri Lankan Rupee 10 each fully paid:				
UltraTech Cement Lanka (Private) Limited	**40,000,000**	**23.03**	40,000,000	23.03
Face Value of UAE Dirham 10 each fully paid:				
UltraTech Cement Middle East Investments Limited	**25,128,890**	**345.37**	25,128,890	345.37
Face Value of Indonesian Rupiah 8,923 each fully paid:				
PT UltraTech Mining Indonesia	**987,069**	**4.75**	987,069	4.75
Face Value of Indonesian Rupiah 9,163 each fully paid:				
PT UltraTech Investment Indonesia	**1,900,000**	**11.46**	1,900,000	11.46
Less: Provision for Impairment in value of Investment in both Indonesian Subsidiaries		**(13.69)**		(13.69)
		4,152.74		723.39
Joint Ventures:				
Face value of ₹ 10 each fully paid:				
Bhaskarpara Coal Company Limited	**8,141,050**	**8.14**	8,141,050	8.14
Less: Provision for Impairment in value of Investment		**(1.65)**		(1.65)
		6.49		6.49
Associates:				
Face value of ₹ 10 each fully paid:				
Madanpur (North) Coal Company (P) Limited	**1,152,560**	**1.15**	1,152,560	1.15
Less: Provision for Impairment in value of Investment		**(0.22)**		(0.22)
		0.93		0.93
Aditya Birla Renewables SPV 1 Limited	**10,852,442**	**10.85**	3,523,520	3.52

Notes to Standalone Financial Statements (Continued)

₹ in Crores

NOTE 3: INVESTMENTS (Continued)

Particulars	As at March 31, 2019		As at March 31, 2018	
	Nos.	Amount	Nos.	Amount
Investments measured at Fair value through Profit or Loss:				
Equity Instruments:				
Face value of ₹ 10 each fully paid:				
Raj Mahal Coal Mining Limited	**1,000,000**	**1.00**	1,000,000	1.00
Green Infra Wind Power	**120,000**	**0.12**	144,000	0.14
NU Power Wind Farm	**39,548**	**0.04**	39,548	0.04
Watsun Infrabuild Private Limited	**203,115**	**0.24**	-	-
		1.40		1.18
Preference Shares:				
4.5% Cumulative Non-Convertible Redeemable Preference Shares of ₹ 100 each fully paid				
Aditya Birla Health Services Limited	**-**	**-**	2,000,000	15.30
7% Non Cumulative Non-Convertible Redeemable Preference Shares of ₹ 100 each fully paid				
Aditya Birla Health Services Limited	**2,000,000**	**16.00**	-	-
Units of Debt schemes of Various Mutual Funds		**890.35**		889.25
		5,078.76		1,640.06
Quoted:				
Investments measured at Fair value through Profit or Loss:				
Tax free Bonds		**356.40**		362.74
Taxable Corporate Bonds		**114.50**		211.39
		5,549.66		2,214.19
Aggregate Book Value of:				
Quoted Investments		**470.90**		574.13
Unquoted Investments		**5,078.76**		1,640.06
		5,549.66		2,214.19
Aggregate Market Value of Quoted Investments		**470.90**		574.13
Aggregate amount of impairment in value of investment		**15.56**		15.56

* Includes waiver of preference dividend of ₹ 29.20 Crores considered as deemed investment.

Notes to Standalone Financial Statements (Continued)

₹ in Crores

NOTE 4: LOANS

Particulars	Non-Current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Considered good, Secured:				
Loans against House Property (Secured by way of title deeds)	**0.01**	0.01	**-**	0.01
Considered good, Unsecured:				
Security Deposits	**97.16**	106.52	**112.44**	100.20
Loans to Related Parties (Refer Note 40)	**-**	-	**1,799.75**	2.86
Loans to Employees	**12.60**	8.62	**7.30**	7.95
	109.77	115.15	**1,919.49**	111.02

Note 4.1: Disclosure of Loans and Advances given to subsidiaries as per Regulation 34 (3) and 53 (f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 186 of the Companies Act, 2013:

Name of the Subsidiary Companies	Amount Outstanding as at		Maximum Balance Outstanding during the year ended		Investment by Subsidiary in Shares of the Company (No. of Shares)	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Ultratech Nathdwara Cement Limited (avg. interest rate 3M MCLR+15 bps) (For discharging the liabilities in UNCL upon its acquisition)	**1,799.75**	-	**1,834.75**	-	**-**	-

NOTE 5: OTHER FINANCIAL ASSETS

Particulars	Non-Current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Derivative Assets	**19.99**	1.00	**-**	37.07
Interest Accrued on Deposits and Investment	**-**	-	**16.19**	18.24
Fixed Deposits with Bank with Maturity Greater than twelve Months*	**17.95**	16.84	**-**	-
Government Grants Receivable	**-**	-	**713.33**	430.30
Others (Includes Insurance Claims, Railway Claims and Other Receivables)	**-**	-	**112.98**	11.79
	37.94	17.84	**842.50**	497.40

* Lodged as Security with Government Departments.

₹ in Crores

NOTE 6: OTHER NON-CURRENT ASSETS

Particulars	As at March 31, 2019	As at March 31, 2018
Capital Advances	**1,848.44**	2,126.38
Less: Provision for Impairment	**(30.58)**	(29.18)
	1,817.86	2,097.20
Balance with Government Authorities	**939.36**	516.46
Prepaid Expenses	**0.92**	1.50
	2,758.14	2,615.16

NOTE 7: INVENTORIES (Valued at lower of cost and net realisable value, unless otherwise stated)

Particulars	As at March 31, 2019	As at March 31, 2018
Raw Materials {includes in transit ₹ 42.65 Crores, (March 31, 2018: ₹ 17.13 Crores)}	**337.19**	276.74
Work-in-Progress	**629.04**	594.15
Finished Goods {includes in transit ₹ 25.61 Crores, (March 31, 2018: ₹ 8.14 Crores)}	**338.71**	280.52
Stock-in-trade	**30.35**	11.11
Stores & Spares {includes in transit ₹ 2.26 Crores, (March 31, 2018: ₹ 5.04 Crores)}	**937.06**	858.51
Fuel {includes in transit ₹ 430.99 Crores, (March 31, 2018: ₹ 381.98 Crores)}	**936.75**	1,001.00
Packing Materials {includes in transit ₹ 0.24 Crores, (March 31, 2018: ₹ 0.06 Crores)}	**57.04**	71.09
Scrap (valued at net realisable value)	**7.48**	8.38
	3,273.62	3,101.50

The Company follows suitable provisioning norms for writing down the value of Inventories towards slow moving, non-moving and surplus inventory. Provision for the year ₹ 18.17 Crores (March 31, 2018 ₹ Nil Crores).

NOTE 8: CURRENT INVESTMENTS – OTHERS

Particulars	As at March 31, 2019	As at March 31, 2018
Investments measured at Fair value through Profit or Loss:		
Quoted:		
Taxable Corporate Bonds	**57.54**	-
Unquoted:		
Units of Debt Schemes of Various Mutual Funds	**1,457.31**	3,948.71
	1,514.85	3,948.71
Aggregate Book Value of:		
Quoted Investments	**57.54**	-
Unquoted Investments	**1,457.31**	3,948.71
	1,514.85	3,948.71
Aggregate Market Value of Quoted Investments	**57.54**	-

₹ in Crores

NOTE 9: TRADE RECEIVABLES

Particulars	As at March 31, 2019	As at March 31, 2018
Considered good, Secured	**423.40**	323.53
Considered good, Unsecured	**1,674.19**	1,390.67
Significant increase in Credit Risk	**51.53**	41.50
	2,149.12	1,755.70
Less: Allowances for credit losses	**(51.53)**	(41.50)
	2,097.59	1,714.20

NOTE 10: CASH AND CASH EQUIVALENTS

Particulars	As at March 31, 2019	As at March 31, 2018
Balance with banks (Current Account)	**361.61**	28.70
Cheques on hand	**56.74**	34.19
Cash on hand	**1.13**	1.02
	419.48	63.91

NOTE 11: BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

Particulars	As at March 31, 2019	As at March 31, 2018
Fixed Deposits with Banks *(Maturity more than three months and upto twelve months)	**194.21**	126.61
Earmarked Balance with Bank for Unpaid Dividends	**10.27**	8.80
	204.48	135.41

* Lodged as security with Government Departments ₹ 1.66 Crores (March 31, 2018 ₹ 0.51 Crores). Earmarked for specific purpose ₹ 192.55 Crores (March 31, 2018 ₹ 126.10 Crores).

NOTE 12: OTHER CURRENT ASSETS

Particulars	As at March 31, 2019	As at March 31, 2018
Advances to related parties (Refer Note 40)	**65.91**	5.80
Advances to Employees	**4.54**	3.92
Balance with Government Authorities	**485.31**	422.26
Advances to Suppliers	**495.02**	435.14
Prepaid Expenses	**29.82**	23.69
Others (Receivable from Gratuity Trust and Other Receivables)	**70.93**	80.30
	1,151.53	971.11

₹ in Crores

NOTE 13 (a): EQUITY SHARE CAPITAL

Particulars	As at March 31, 2019		As at March 31, 2018	
	No. of Shares	Amount	No. of Shares	Amount
Authorised				
Equity Shares of ₹ 10 each	**280,000,000**	**280.00**	280,000,000	280.00
Issued, Subscribed and Fully Paid-up				
Equity Shares of ₹ 10 each fully paid-up	**274,642,720**	**274.64**	274,613,985	274.61
(a) Reconciliation of the Shares Outstanding at the beginning and at the end of the year				
Outstanding at the beginning of the year	**274,613,985**	**274.61**	274,507,906	274.51
Add: Shares issued under Employees Stock Options Scheme (ESOS)	**28,735**	**0.03**	106,079	0.10
Outstanding at the end of the year	**274,642,720**	**274.64**	274,613,985	274.61
(b) Shares held by Holding Company				
Grasim Industries Limited	**165,335,150**	**165.34**	165,335,150	165.34
(c) List of shareholders holding more than 5% of Paid-up Equity Share Capital	**No. of Shares**	**% Holding**	No. of Shares	% Holding
Grasim Industries Limited	**165,335,150**	**60.20%**	165,335,150	60.21%
	No. of Shares	**Amount**	No. of Shares	Amount
(d) Equity Shares of ₹ 10 each reserved for issue under ESOS	**316,974**	**0.32**	144,499	0.14
(e) Aggregate number of Shares issued for consideration other than cash during the period of five years immediately preceding the reporting date				
Equity Shares of ₹ 10 each issued in the financial year 2014-2015 as fully paid up to the shareholders of Jaypee Cement Corporation Ltd (JCCL), pursuant to the Scheme of Arrangement	**141,643**	**0.14**	141,643	0.14

(f) The Company has only one class of Equity Shares having a par value of ₹ 10 per share. Each shareholder is eligible for one vote per share held except for Global Depository Receipts. 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. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(g) Pursuant to the Scheme of Amalgamation of SCL with the Company in the year 2014, the Company issued 149,533,484 Equity Shares of ₹ 10 each issued as fully paid up, for a consideration other than cash, to the shareholders of erstwhile Samruddhi Cement Limited (SCL). {Excluding issue of 8,503 Equity Shares kept in abeyance against shares of Grasim Industries Limited}.

₹ in Crores

NOTE 13 (b): OTHER EQUITY

Particulars	As at March 31, 2019	As at March 31, 2018
Capital Reserve	**170.72**	170.72
Securities Premium	**77.97**	69.67
Debenture Redemption Reserve	**366.25**	324.17
General Reserve	**21,830.41**	20,030.41
Share option outstanding reserve	**23.00**	17.29
Treasury Shares	**(81.21)**	-
Retained Earnings	**5,299.09**	5,042.79
Cash Flow Hedge Reserve	**(13.80)**	(6.64)
Total Other Equity	**27,672.43**	25,648.41

The Description of the nature and purpose of each reserve within equity is as follows:

(a) **Capital Reserve:** Company's capital reserve is mainly on account of acquisition of cement business of Larsen & Toubro Ltd., Gujarat Units of JCCL and cement capacities of 21.2 MTPA of Jaiprakash Associates Ltd (JAL) and JCCL, being excess of the net assets acquired over the consideration paid.

(b) **Securities Premium:** Securities premium is credited when shares are issued at premium. It is utilised in accordance with the provisions of the Act, to issue bonus shares, to provide for premium on redemption of shares or debentures, equity related expenses like underwriting costs, etc.

(c) **Debenture Redemption Reserve (DRR):** The Company has issued redeemable non-convertible debentures. Accordingly, the Companies (Share capital and Debentures) Rules, 2014 (as amended), requires the company to create DRR out of profits of the company available for payment of dividend. DRR is required to be created for an amount which is equal to 25% of the value of debentures issued.

(d) **General Reserve:** The Company has transferred a portion of the net profit of the Company before declaring dividend to general reserve pursuant to the earlier provision of Companies Act, 1956. Mandatory transfer to general reserve is not required under the Act.

(e) **Shares Options Outstanding Reserve:** The Company has three share option schemes under which options to subscribe for the Company's shares have been granted to certain executives and senior employees. The share-based payment reserve is used to recognise the value of equity-settled share-based payments provided to employees, including key management personnel, as part of their remuneration. Refer to Note 45 for further details of these plans.

(f) **Treasury Shares:** The Company has formed an Employee Welfare Trust for purchasing Company's share to be allotted to eligible employees under Employees Stock Options Scheme, 2018 (ESOS 2018). As per Ind AS 32 - Financial Instruments: Presentation, Reacquired equity shares of the Company are called Treasury Shares and deducted from equity.

(g) **Cashflow Hedge Reserve:** The Company has designated its hedging instruments obtained after April 01, 2015 as cash flow hedges and any effective portion of cashflow hedge is maintained in the said reserve. In case the hedging becomes ineffective, the amount is recognised in the Statement of Profit and Loss.

₹ in Crores

NOTE 14: NON-CURRENT BORROWINGS

Particulars	Non-Current		Current Maturities of Long-Term debts *	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Secured:				
Non-Convertible Debentures – Note (a1)	**1,050.00**	1,525.00	**475.00**	400.00
Term Loans from Banks:				
In Foreign Currency – Note (b1)	**345.78**	325.88	**-**	260.70
In Local Currency – Note (c)	**11,483.38**	10,489.00	**5.62**	-
	11,829.16	10,814.88	**5.62**	260.70
Sales Tax Deferment Loan – Note (d1)	**142.40**	-	**31.87**	-
	13,021.56	12,339.88	**512.49**	660.70
Unsecured:				
Non-Convertible Debentures – Note (a2)	**1,010.00**	650.00	**-**	-
Term Loans from Banks:				
In Foreign Currency - Note (b2)	**666.85**	628.47	**-**	162.94
Sales Tax Deferment Loan – Note (d2)	**240.87**	260.01	**23.63**	29.67
	1,917.72	1,538.48	**23.63**	192.61
	14,939.28	13,878.36	**536.12**	853.31

* Amount disclosed under the head 'Other Financial Liabilities' (Refer Note 15).

(a1) Non-Convertible Debentures (NCDs):

Particulars	As at March 31, 2019	As at March 31, 2018
Secured:		
7.53% NCDs (Redeemable at par on August 21, 2026)	**500.00**	500.00
7.15% NCDs (Redeemable at par on October 18, 2021)	**300.00**	300.00
7.57% NCDs (Redeemable at par on August 06, 2021)	**250.00**	250.00
7.57% NCDs (Redeemable at par on August 13, 2019)	**300.00**	300.00
7.57% NCDs (Redeemable at par on August 08, 2019)	**175.00**	175.00
7.85% NCDs (Redeemable at par on December 18, 2018)	-	200.00
7.84% NCDs (Redeemable at par on April 09, 2018)	-	200.00
	1,525.00	1,925.00
Less: Current Portion of NCDs shown under Other Financial Liabilities	**(475.00)**	(400.00)
	1,050.00	1,525.00

The NCDs are secured by way of first charge, having pari passu rights, on the Company's fixed assets (save and except stocks and book debts), both present and future, situated at certain locations, in favour of Debenture Trustees.

Notes to Standalone Financial Statements (Continued)

₹ in Crores

NOTE 14: NON-CURRENT BORROWINGS (Continued)

(a2) Non-Convertible Debentures (NCDs):

Particulars	As at March 31, 2019	As at March 31, 2018
Unsecured:		
6.93% NCDs (Redeemable at par on November 25, 2021)	**250.00**	250.00
6.99% NCDs (Redeemable at par on November 24, 2021)	**400.00**	400.00
8.36% NCDs (Redeemable at par on June 07, 2021)	**360.00**	-
	1,010.00	650.00

(b1) Term Loans from Banks in Foreign Currency:

Particulars	Repayment Schedule	As at March 31, 2019	As at March 31, 2018
Secured:			
State Bank of India, New York @			
(US Dollar: 1.00 Crores; March 31, 2018: 1.00 Crores)	March 2023	**69.16**	65.18
State Bank of India, New York @			
(US Dollar: 2.00 Crores; March 31, 2018: 2.00 Crores)	February 2023	**138.31**	130.35
State Bank of India, New York @			
(US Dollar: 2.00 Crores; March 31, 2018: 2.00 Crores)	February 2023	**138.31**	130.35
HSBC Bank (Mauritius) Ltd., Mauritius			
(US Dollar: Nil; March 31, 2018: 4.00 Crores)	Repaid in February 2019	**-**	260.70
		345.78	586.58
Less: Current Portion of Foreign Currency Loans shown under Other Financial Liabilities		**-**	(260.70)
		345.78	325.88

The above mentioned loans are secured by way of first charge, having pari passu rights, on the Company's fixed assets, both present and future, situated at certain locations, in favour of Company's lenders/trustees.

@ Initially availed from J P Morgan Chase Bank N.A., Singapore; transferred to State Bank of India, New York in August 2018 by the lender.

(b2) Term Loans from Banks in Foreign Currency:

Particulars	Repayment Schedule	As at March 31, 2019	As at March 31, 2018
Unsecured:			
Export Development, Canada (US Dollar: 4.64 Crores; March 31, 2018: 4.64 Crores)	June 2021	**321.08**	302.60
Export Development, Canada (US Dollar: 5.00 Crores; March 31, 2018: 5.00 Crores)	May 2021	**345.77**	325.87
Bank of America N.A., Taiwan (US Dollar: Nil; March 31, 2018: 2.50 Crores)	Repaid in October 2018	**-**	162.94
		666.85	791.41
Less: Current Portion of Foreign Currency Loans shown under Other Financial Liabilities		**-**	(162.94)
		666.85	628.47

₹ in Crores

NOTE 14: NON-CURRENT BORROWINGS (Continued)

(c) **Term Loans from Banks in Local Currency:**

Particulars	Repayment Schedule	As at March 31, 2019	As at March 31, 2018
Secured:			
Axis Bank Ltd	26 quarterly instalments beginning December 2022	**757.08**	2,664.71
ICICI Bank Ltd	28 quarterly instalments beginning December 2022	**614.00**	2,000.00
HDFC Bank Ltd	60 quarterly instalments beginning September 2022	**3,317.92**	3,317.92
Axis Bank Ltd	Repaid in February 2019	**-**	592.37
ICICI Bank Ltd	Repaid in February 2019	**-**	1,614.00
State Bank of India	4 Half yearly instalments beginning May 2022	**300.00**	300.00
State Bank of India @	60 quarterly instalments beginning September 2022	**5,000.00**	-
HDFC Bank Ltd @	76 quarterly instalments beginning February 2020	**1,500.00**	-
		11,489.00	10,489.00
Less: Current Portion of Term Loans shown under Other Financial Liabilities		**(5.62)**	-
		11,483.38	10,489.00

The above mentioned loans are secured by way of first charge, having pari passu rights, on the Company's fixed assets, both present and future, situated at certain locations, in favour of Company's lenders/trustees.

@ The Company is in the process of creating Security against the loan.

(d1) **Sales Tax Deferment Loan:**

Particulars	Repayment Schedule	As at March 31, 2019	As at March 31, 2018
Secured:			
Uttar Pradesh Financial Corporation	Varied Annual Payments from August 2019 to December 2024	**174.27**	-
Less: Current Portion of Sales Tax Deferment loan shown under Other Financial Liabilities		**(31.87)**	-
		142.40	-

Sales Tax Deferment Loan is secured by bank guarantee backed by hypothecation of Inventories and Book debts of the Company.

(d2) **Sales Tax Deferment Loan:**

Particulars	Repayment Schedule	As at March 31, 2019	As at March 31, 2018
Unsecured:			
Department of Industries and Commerce, Haryana	Varied Annual Payments from January 2017 to March 2022	**63.69**	64.26
Commercial Tax Department, Hyderabad	Varied Annual payments from October 2012 to October 2026	**196.68**	221.29
Commercial Tax Department, Chhattisgarh	Payable in FY 2020	**4.13**	4.13
		264.50	289.68
Less: Current Portion of Sales tax deferment loan shown under Other Financial Liabilities		**(23.63)**	(29.67)
		240.87	260.01

Notes to Standalone Financial Statements (Continued)

₹ in Crores

NOTE 15: OTHER FINANCIAL LIABILITIES

Particulars	Non-Current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Current maturities of long-term debts (Refer Note 14)	-	-	536.12	853.31
Interest Accrued but not due on Borrowings	-	-	188.01	161.94
Derivative Liability	-	28.27	-	-
Liability for Capital Goods	-	-	177.22	238.83
Security Deposits	-	-	1,334.83	1,224.98
Salaries, Wages, Bonus and Other Employee Payables	-	-	197.20	178.93
Investor Education and Protection Fund, will be credited with the following amounts (as and when due) Unpaid Dividends	-	-	10.28	8.81
	-	28.27	2,443.66	2,666.80

NOTE 16: PROVISIONS

Particulars	Non-Current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Provision for Employee Benefits:				
For Employee Benefits (Refer Note 38)	5.36	7.20	221.59	214.51
Others:				
For Mines Restoration Expenditure	130.22	129.58	-	-
For Cost of transfer of Assets	-	-	217.58	270.81
	135.58	136.78	439.17	485.32

Note 16.1: Movement of provisions during the year as required by Ind AS - 37 "Provisions, Contingent Liabilities and Contingent Asset" specified under Section 133 of the Companies Act, 2013:

(a) Mines Restoration Expenditure:

Particulars	As at March 31, 2019	As at March 31, 2018
Opening Balance	129.58	91.75
Add: Provision during the year	(6.69)	30.53
Add: Unwinding of discount on Mine Restoration Provision	7.33	7.30
Closing Balance	130.22	129.58

(b) Provision for Cost of Transfer of Assets:

Particulars	As at March 31, 2019	As at March 31, 2018
Opening Balance	270.81	133.97
Add: Provision during the year	-	226.28
Less: Utilisation during the year	(53.23)	(89.44)
Closing Balance	217.58	270.81

₹ in Crores

NOTE 17: DEFERRED TAX LIABILITIES (NET)

Particulars	As at March 31, 2019	As at March 31, 2018	Recognised in Statement of Profit and Loss	Recognised in OCI	Recognised directly in Other Equity
Deferred Tax Assets:					
MAT Credit Entitlement	**(1,365.60)**	(1,168.40)	**(197.20)**	-	-
Provision allowed under tax on payment basis	**(162.56)**	(166.35)	**3.79**	-	-
Others	**(111.55)**	(103.01)	**(4.69)**	**(3.85)**	-
	(1,639.71)	(1,437.76)	**(198.10)**	**(3.85)**	-
Deferred Tax Liabilities:					
Tangible and Intangible Assets	**5,135.76**	4,487.87	**647.89**	-	-
Fair valuation of Investments	**30.77**	117.05	**(86.28)**	-	-
Others	**17.53**	6.89	**10.64**	-	-
	5,184.06	4,611.81	**572.25**	-	-
Net Deferred Tax Liability	**3,544.35**	3,174.05	**374.15**	**(3.85)**	-

Particulars	As at March 31, 2018	As at March 31, 2017	Recognised in Statement of Profit and Loss	Recognised in OCI	Recognised directly in Other Equity
Deferred Tax Assets:					
MAT Credit Entitlement	(1,168.40)	(838.12)	(330.28)	-	-
Provision allowed under tax on payment basis	(166.35)	(158.55)	(7.80)	-	-
Others	(103.01)	(103.51)	4.07	(3.57)	-
Unabsorbed depreciation/losses	-	(56.45)	56.45	-	-
	(1,437.76)	(1,156.63)	(277.56)	(3.57)	-
Deferred Tax Liabilities:					
Tangible and Intangible Assets	4,487.87	3,785.11	691.23	-	11.53
Fair valuation of Investments	117.05	144.07	(27.02)	-	-
Others	6.89	1.01	5.88	-	-
	4,611.81	3,930.19	670.09	-	11.53
Net Deferred Tax Liability	3,174.05	2,773.56	392.53	(3.57)	11.53

In respect of Deferred taxes, all items are attributable to origination and reversal of temporary differences.

Deferred tax benefits are generally recognised for all deductible temporary differences to the extent it is probable that taxable profits will be available against which, those deductible temporary differences can be realised.

₹ in Crores

NOTE 18: OTHER NON-CURRENT LIABILITIES

Particulars	As at March 31, 2019	As at March 31, 2018
Deferred Income on Government Grants	**4.33**	4.50
Others	**1.94**	2.07
	6.27	6.57

NOTE 19: CURRENT BORROWINGS

Particulars	As at March 31, 2019	As at March 31, 2018
Unsecured:		
Redeemable preference shares issued on Business Combination (Refer Note 37)	**1,000.10**	1,000.10
Loans repayable on demand:		
From Banks - Cash Credits/Working Capital Borrowings	**0.18**	694.86
Others:		
From Banks (includes commercial paper)	**846.23**	496.82
From Others (commercial paper)	**796.23**	496.05
	2,642.74	2,687.83

NOTE 20: TRADE PAYABLES

Particulars	As at March 31, 2019	As at March 31, 2018
Trade Payables (other than Micro and Small Enterprises)	**2,628.02**	2,214.03
Due to Related Parties (Refer Note 40)	**5.44**	0.40
	2,633.46	2,214.43

NOTE 21: OTHER CURRENT LIABILITIES

Particulars	As at March 31, 2019	As at March 31, 2018
Advance from Customers and Others	**247.21**	300.35
Deferred Income on Government Grants	**0.17**	0.17
Others (including Provision for Expenses, Statutory liabilities)	**2,981.12**	2,419.57
	3,228.50	2,720.09

₹ in Crores

NOTE 22: REVENUE FROM OPERATIONS (Refer Note 55 and 58)

Particulars	Year ended March 31, 2019		Year ended March 31, 2018
Sale of Products and Services			
Sale of Manufactured Products	**32,914.44**		28,803.46
Sale of Traded Products	**2,188.95**		1,004.48
Sale of Services	**1.37**		16.28
		35,104.76	29,824.22
Other Operating Revenues			
Scrap Sales	**68.52**		57.61
Lease Rent	**0.02**		0.06
Insurance Claim	**15.55**		18.44
Provisions no longer required written back	**24.27**		9.23
Unclaimed Liabilities written back	**26.42**		23.23
Government Grants (Refer Note 52)	**443.92**		304.58
Miscellaneous Income/Receipts	**20.04**		14.38
		598.74	427.53
		35,703.50	30,251.75

NOTE 23: OTHER INCOME

Particulars	Year ended March 31, 2019		Year ended March 31, 2018
Interest Income on			
Government and Other Securities	**24.90**		34.65
Bank and Other Accounts	**128.54**		29.03
		153.44	63.68
Dividend Income on			
Current Investments - Mutual Fund	**22.45**		-
Non-Current Investment - From a Subsidiary Company	**-**		13.68
		22.45	13.68
Exchange Gain (net)		**43.00**	30.14
Profit on Sale of Property, plant and equipment (net)		**3.33**	-
Fair Value movement in Derivative Instruments		**1.66**	3.07
Gain on Fair valuation of Investments through Profit or Loss		**120.36**	263.57
Profit on Sale of Current and Non-Current Investments (net)		**108.92**	114.81
Provision no Longer required written back (Refer Note 59)		**0.22**	104.42
Others		**18.07**	6.18
		471.45	599.55

₹ in Crores

NOTE 24: COST OF MATERIALS CONSUMED

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Opening Stock	276.74	229.10
Add: Stock transferred from JAL and JCCL, pursuant to Scheme of Arrangement	-	8.72
Purchases	4,797.67	4,017.28
	5,074.41	4,255.10
Less: Closing Stock	337.19	276.74
	4,737.22	3,978.36

NOTE 25: PURCHASES OF STOCK-IN-TRADE

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Grey Cement	1,161.49	434.16
Others (UltraTech Building Solution)	420.86	380.21
	1,582.35	814.37

NOTE 26: CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Closing Inventories		
Work-in-progress	629.04	594.15
Finished Goods	338.71	280.52
Stock in Trade	30.35	11.11
	998.10	885.78
Opening Inventories		
Work-in-progress	594.15	407.74
Finished Goods	280.52	345.27
Stock in Trade	11.11	-
	885.78	753.01
(Increase)/Decrease in Inventories	(112.32)	(132.77)
Add: Stock transferred from JAL and JCCL, pursuant to Scheme of Arrangement	-	66.79
(Less): Reversal in Excise Duty on Inventories	-	(53.70)
Add: Stock Transfer from Pre-Operative Account	8.46	6.60
	(103.86)	(113.08)

₹ in Crores

NOTE 27: EMPLOYEE BENEFITS EXPENSE

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Salaries, Wages and Bonus	**1,725.04**	1,525.06
Contribution to Provident and Other Funds:		
Contribution to Gratuity and Other Defined Benefit Plans	**82.27**	88.96
Contribution to Superannuation and Other Defined Contribution Funds	**19.71**	11.72
Expenses on Employees Stock Options Scheme	**9.48**	7.85
Staff Welfare Expenses	**89.51**	72.65
	1,926.01	1,706.24

NOTE 28: FINANCE COSTS

Particulars	Year ended March 31, 2019		Year ended March 31, 2018
Interest Expense:			
On Borrowings (at amortised cost)	**1,310.52**		1,107.22
Others (including interest on deposits from dealers and contractors)	**106.37**		73.41
Interest paid to Income Tax Department	**0.23**		4.85
Unwinding of discount on Mine Restoration Provision	**7.33**		7.30
		1,424.45	1,192.78
Other Borrowing Cost (Finance Charges)		**1.15**	0.81
Less: Finance Costs Capitalised		**(6.45)**	(2.44)
		1,419.15	1,191.15

Borrowing costs are capitalised using rates based on specific borrowings ranging from 7.34% to 7.88% per annum. (For the year ended March 31, 2018: 7.50% to 9.15% per annum)

NOTE 29: DEPRECIATION AND AMORTISATION EXPENSE

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Depreciation	**1,878.58**	1,659.37
Amortisation	**92.48**	61.27
Obsolescence	**39.21**	42.92
	2,010.27	1,763.56

NOTE 30: FREIGHT AND FORWARDING EXPENSE

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
On Finished Products	**7,244.66**	6,032.28
On Clinker Transfer	**1,537.62**	1,249.35
	8,782.28	7,281.63

Notes to Standalone Financial Statements (Continued)

₹ in Crores

NOTE 31: OTHER EXPENSES

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Consumption of Stores, Spare Parts and Components	**714.16**	683.11
Consumption of Packing Materials	**1,105.55**	921.44
Repairs to Plant and Machinery, Buildings and Others	**685.52**	602.74
Insurance	**60.67**	63.41
Rent (including Lease Rent) (Refer Note 54)	**143.32**	141.32
Rates and Taxes	**139.78**	141.60
Directors' Fees	**0.35**	0.32
Directors' Commission	**18.00**	21.25
Contribution to General Electoral Trust	**23.00**	3.00
Advertisement	**315.15**	243.49
Sales Promotion and Other Selling Expenses	**453.91**	354.70
Miscellaneous Expenses	**793.01**	709.56
	4,452.42	3,885.94

NOTE 32: CONTINGENT LIABILITIES (to the extent not provided for) (Ind AS 37)

(a) Claims against the Company not acknowledged as debt:

	Particulars	Brief Description of Matter	As at March 31, 2019	As at March 31, 2018
(a)	Excise Duty and Service Tax Matters	Related to valuation matter (Rule 8 vs. Rule 4), Denial of Cenvat credit on ISD/GTA and others	**1,518.70**	1,178.56
(b)	Sales-tax/VAT/Entry Tax Matters	Related to stock transfer treated as interstate sales, Demand on freight component and levy of purchase tax on exempted supply, Demand of Entry Tax and others	**436.76**	432.45
(c)	Royalty on Limestone/ Marl/Shale	Based on fixed conversion factor on limestone, royalty rate difference on Marl and additional royalty on mines transfer	**352.92**	184.00
(d)	Land Related Matters	Demand of Higher Compensation	**239.80**	-
(e)	Electricity Duty/Energy Development Cess	Related to electricity duty, Minimum power consumption, Energy development cess and denial of electricity duty exemption	**202.92**	179.40
(f)	Customs	Related to classification dispute	**190.18**	179.37
(g)	State Industrial Incentive Matters	Related to matters on quantum	**181.86**	174.45
(h)	Others (primarily related to Income Tax, Fly ash matters, road tax etc.)	Related to stamp duty, claim raised by vendor/ supplier, Road Tax matter, Income Tax matters and others	**348.09**	316.48

Cash outflows for the above are determinable only on receipt of judgments pending at various forums/authorities.

NOTE 32: CONTINGENT LIABILITIES (to the extent not provided for) (Ind AS 37) (Continued)

(b) The Company had filed appeals against the orders of the Competition Commission of India ("CCI") dated August 31, 2016 and January 19, 2017. Upon the National Company Law Appellate Tribunal ("NCLAT") disallowing the Company's appeal against the CCI order dated August 31, 2016, the Hon'ble Supreme Court has, by its order dated October 05, 2018, granted a stay against the NCLAT order. Consequently, the Company has deposited an amount of ₹ 117.55 Crores equivalent to 10% of the penalty amount. The Company, backed by legal opinions, believes that it has a good case in both the matters and accordingly no provision has been made in the accounts.

(c) **Guarantees**:

The Company has issued corporate guarantees as under:

(i) In favour of the Banks/Lenders on behalf of some of its Subsidiaries and Joint Venture (JV), as mentioned below, for the purposes of replacing old loans, acquisition financing, working capital and other general corporate purposes:

- UltraTech Nathdwara Cement Limited: ₹ 3,050.00 Crores (March 31, 2018 ₹ Nil Crores).
- Bhaskarpara Coal Company Limited (JV): ₹ 4.00 Crores (March 31, 2018 ₹ 4.00 Crores).
- UltraTech Cement Middle East Investment Limited and its subsidiaries: Equivalent to USD 395.66 Million (₹ 2,736.16 Crores) {March 31, 2018 USD 395.66 Million (₹ 2,578.71 Crores)}.

(These Corporate Guarantees are issued in different currencies viz. USD, UAE Dirham, Bangladesh Taka, etc.).

(ii) In favour of the Government Authority of an amount not exceeding ₹ Nil Crores (March 31, 2018 ₹ 3.00 Crores) towards exemption from payment of excise duty.

(d) The Hon'ble Supreme Court of India ("SC") by their order dated February 28, 2019, in the case of Surya Roshani Limited & others v/s EPFO, set out the principles based on which allowances paid to the employees should be identified for inclusion in basic wages for the purposes of computation of Provident Fund contribution. Subsequently, a review petition against this decision has been filed and is pending before the SC for disposal.

Pending decision on the subject review petition and directions from the EPFO, the impact, if any, is not ascertainable and consequently no effect has been given in the accounts.

NOTE 33: CAPITAL AND OTHER COMMITMENTS

Estimated amount of contracts remaining to be executed on capital account not provided for (net of advances) ₹ 831.62 Crores. (March 31, 2018 ₹ 867.73 Crores).

NOTE 34:

The Supreme Court of India has allowed an appeal filed by the State of Rajasthan in a matter relating to transfer of mining lease in the name of the Company's wholly-owned subsidiary, Gotan Lime Stone Khanij Udyog Private Limited ("GKUPL") and has directed the State of Rajasthan to frame and notify its policy relating to transfer of mining lease and thereafter pass appropriate order in respect of the mining lease of GKUPL. State Government has notified the new policy related to transfer of new mining lease, based on which the Company has requested the State Government to consider reinstatement of the mines in its favour.

NOTE 35: ACQUISITION OF BINANI CEMENT LIMITED

NCLAT by its order dated November 14, 2018, approved the Company's Resolution Plan for acquiring Binani Cement Limited ("BCL") under the provisions of the Insolvency and Bankruptcy Code 2016, as amended ("Code"). With effect from November 20, 2018, being the Transfer Date, in terms of the Resolution Plan the existing issued, subscribed and paid up share capital of BCL (including 0.01% non-cumulative redeemable preference shares of ₹ 100/- each) stands cancelled fully, without requiring any further act or deed. Subsequent to the reconstitution of the Board of Directors, taking over management control and subscribing to the equity and preference share capital, BCL has become a wholly owned subsidiary of the Company and has since been renamed UltraTech Nathdwara Cement Limited ("UNCL"), with effect from December 13, 2018.

NOTE 35: ACQUISITION OF BINANI CEMENT LIMITED (Continued)

UNCL has a capacity of 6.25 MTPA in the State of Rajasthan comprising an integrated cement unit with capacity of 4.85 MTPA and a split grinding unit with capacity of 1.4 MTPA. In addition, UNCL has investments in subsidiaries in China and UAE.

This acquisition will create value for shareholders as the acquisition adds 1/3rd additional ready to use capacity in the highly growing North market where the Company was already at high capacity utilisation levels so as to cater to the growing market. This acquisition also provide abundant additional limestone reserves sufficient to cater to even additional capacities at lower prices compared to auctioned prices and creates synergies in logistics and procurement which offers many advantages to the Company.

NOTE 36: ACQUISITION OF CEMENT BUSINESS OF CENTURY TEXTILES AND INDUSTRIES LIMITED

During the year, the Company's Board of Directors approved a Scheme of Arrangement amongst Century Textiles and Industries Limited ("Century"), the Company and their respective shareholders and creditors ("the Scheme"). In terms of the Scheme, Century will demerge its cement business into the Company. Century's cement business consists of 3 integrated cement units in Madhya Pradesh, Chhattisgarh and Maharashtra with a total capacity of 12.6 MTPA and a grinding unit in West Bengal of 2.0 MTPA.

Upon effectiveness of the Scheme, equity shares of the Company shall be issued to shareholders of Century, as on the Record Date, as defined in the Scheme, in the ratio of 1 (one) equity share of the Company of face value ₹ 10/- each for every 8 (eight) equity shares of Century. The Scheme has received approval of the stock exchanges, the Competition Commission of India and the shareholders of the Company and is now awaiting the approval of the National Company Law Tribunal and other regulatory authorities, as may be required.

NOTE 37: ACQUISITION OF IDENTIFIED CEMENT UNITS OF JAL AND JCCL (Ind AS 103)

A. Pursuant to the Scheme of Arrangement between the Company, JAL, JCCL and their respective shareholders and creditors ("the Scheme"), the Company had acquired identified cement units of JAL and JCCL on June 29, 2017 at an enterprise valuation of ₹ 16,189.00 Crores having total cement capacity of 21.2 MTPA including 4 MTPA under construction. The acquisition provides the Company a geographic market expansion with entry into high growth markets where it needed greater reinforcement and creating synergies in manufacturing, distribution and logistics which offers many advantages. This will also create value for shareholders with the ready to use assets reducing time to markets, availability of land, mining leases, fly ash and railway infrastructure leading to overall operating costs advantage.

B. Fair Value of the Consideration transferred:

Against the total enterprise value of ₹ 16,189.00 Crores, the Company had taken over borrowings of ₹ 10,189.00 Crores and negative working capital of ₹ 1,375.00 Crores from JAL and JCCL. After taking these liabilities into account, effective purchase consideration of ₹ 4,625.00 Crores had been discharged as under:

₹ in Crores

Particulars	Amount
Issue of 6.37% Non-Convertible Debentures	3,124.90
Issue of Redeemable Preference Shares	1,500.10*
Total Consideration transferred for Business Combination	**4,625.00**

* Redemption is linked with fulfilment of certain conditions. Out of that, ₹ 500 Crores have already been redeemed in the previous year.

C. Acquired Receivables:

As on the date of acquisition, gross contractual amount of the acquired Trade Receivables and Other Financial Assets was ₹ 17.07 Crores against which no provision had been considered since fair value of the acquired Receivables were equal to carrying value as on the date of acquisition.

₹ in Crores

NOTE 37: ACQUISITION OF IDENTIFIED CEMENT UNITS OF JAL AND JCCL (Ind AS 103) (Continued)

D. The Fair Value of identifiable assets acquired and liabilities assumed as on the acquisition date:

Particulars	Amount
Property, Plant and Equipment	11,689.69
Capital Work-In-Progress	218.78
Intangible assets	2,715.88
Other Non-Current Assets	1,604.43
Inventories	246.88
Trade and Other receivables	16.21
Other Financial Assets	0.86
Other Current Assets	30.49
Total Assets	**16,523.22**
Non-Current Borrowings	10,189.00
Current Borrowings	497.55
Provisions	28.67
Trade Payables	806.05
Other Financial Liabilities	33.19
Other Current Liabilities	303.97
Total Liabilities	**11,858.43**
Total Fair Value of the Net Assets	**4,664.79**

E. Amount recognised directly in other equity (Capital Reserve):

Particulars	Amount
Fair value of the net assets acquired	4,664.79
Less: Fair value of consideration transferred	4,625.00
Capital Reserve	**39.79**

F. Acquisition related costs

During the previous year acquisition related costs of ₹ 5.57 Crores had been recognised under Miscellaneous Expenses and Rates and Taxes in the Statement of Profit and Loss. The stamp duty paid/payable on transfer of the assets amounting to ₹ 226.28 Crores had been charged to the Statement of Profit and Loss and had been shown as an exceptional item during the previous year.

G. The Company runs an integrated operation with material movement across geographies and a common sales organization responsible for existing business as well as acquired business. Therefore, separate sales information for the acquired business is not exactly available and accordingly disclosures for revenue and profit/loss of the acquired business since acquisition date have not been made.

Further, it is impracticable to provide revenue and profit/loss of the combined entity for the previous year as though the acquisition date had been April 01, 2017 since these amounts relating to the acquired business for the period prior to the acquisition date are not readily available with the Company.

Notes to Standalone Financial Statements (Continued)

NOTE 38: EMPLOYEE BENEFITS (Ind AS 19)

A. Defined Benefit Plans:

(a) Gratuity:

The gratuity payable to employees is based on the employee's service and last drawn salary at the time of leaving the services of the Company and is in accordance with the Rules of the Company for payment of gratuity.

Inherent Risk

The plan is defined benefit in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. In particular, this exposes the Company to actuarial risk such as adverse salary growth, change in demographic experience, inadequate return on underlying plan assets. This may result in an increase in cost of providing these benefits to employees in future. Since the benefits are lump sum in nature, the plan is not subject to any longevity risks.

(b) Pension:

The Company considers pension for some of its employees at senior management based on the period of service and contribution for the Company.

(c) Post-Retirement Medical Benefits:

The Company provides post-retirement medical benefits to certain ex-employees who were transferred under the Scheme of arrangement for acquiring Larsen & Toubro cement business and eligible for such benefits from earlier Company.

₹ in Crores

Particulars	As at March 31, 2019			As at March 31, 2018		
	Gratuity (Funded)	Pension	Post-Retirement Medical Benefits	Gratuity (Funded)	Pension	Post-Retirement Medical Benefits
(i) Change in defined benefit obligation						
Balance at the beginning of the year	**451.75**	**7.57**	**0.58**	407.33	7.88	0.61
Adjustment of:						
Current Service Cost	**36.15**	**-**	**-**	33.29	-	-
Past Service Cost		**-**	**-**	2.12	-	-
Interest Cost	**33.63**	**0.55**	**0.04**	29.13	0.48	0.04
Actuarial (gains) losses recognised in Other Comprehensive Income:						
– Change in Financial Assumptions	**11.32**	**0.07**	**0.01**	(16.65)	(0.27)	(0.02)
– Change in Demographic Assumptions	**(0.05)**	**(0.24)**	**(0.01)**	(5.27)	-	-
– Experience Changes	**6.36**	**0.05**	**0.01**	(8.53)	0.39	0.01
Benefits Paid	**(27.86)**	**(0.91)**	**(0.06)**	(22.30)	(0.91)	(0.06)
Obligation transferred from JAL/JCCL	**-**	**-**	**-**	32.63	-	-
Balance at the end of the year	**511.30**	**7.09**	**0.57**	451.75	7.57	0.58

₹ in Crores

NOTE 38: EMPLOYEE BENEFITS (Ind AS 19) (Continued)

Particulars		As at March 31, 2019			As at March 31, 2018		
		Gratuity (Funded)	Pension	Post-Retirement Medical Benefits	Gratuity (Funded)	Pension	Post-Retirement Medical Benefits
(ii)	**Change in Fair Value of Assets**						
	Balance at the beginning of the year	**497.64**	-	-	431.70	-	-
	Expected Return on Plan Assets	**37.27**	-	-	30.96	-	-
	Re measurements due to:						
	Actual Return on Plan Assets less interest on Plan Assets	**2.59**	-	-	7.31	-	-
	Contribution by the employer	**27.86**	-	-	22.30	-	-
	Benefits Paid	**(27.86)**	-	-	(22.30)	-	-
	Assets transferred from JAL/JCCL	**-**	-	-	27.67	-	-
	Balance at the end of the year	**537.50**	-	-	497.64	-	-
(iii)	**Net Asset/(Liability) recognised in the Balance Sheet**						
	Present value of Defined Benefit Obligation	**(511.30)**	**(7.09)**	**(0.57)**	(451.75)	(7.57)	(0.58)
	Fair Value of Plan Assets	**537.50**	**-**	**-**	497.64	-	-
	Net Asset/(Liability) in the Balance Sheet	**26.20**	**(7.09)**	**(0.57)**	45.89	(7.57)	(0.58)
(iv)	**Expenses recognised in the Statement of Profit and Loss**						
	Current Service Cost	**36.15**	**-**	**-**	33.29	-	-
	Past Service Cost	**-**	**-**	**-**	2.12	-	-
	Interest Cost	**33.63**	**0.55**	**0.04**	29.13	0.48	0.04
	Expected Return on Plan Assets	**(37.27)**	**-**	**-**	(30.96)	-	-
	Total Expense	**32.51**	**0.55**	**0.04**	33.58	0.48	0.04
	Less: Transferred to Pre-operative Expenses	**-**	**-**	**-**	(0.15)	-	-
	Amount charged to the Statement of Profit and Loss	**32.51**	**0.55**	**0.04**	33.43	0.48	0.04
(v)	**Re-measurements recognised in Other Comprehensive Income (OCI):**						
	Changes in Financial Assumptions	**11.32**	**0.07**	**0.01**	(16.65)	(0.27)	(0.02)
	Changes in Demographic Assumptions	**(0.05)**	**(0.24)**	**(0.01)**	(5.27)	-	-
	Experience Adjustments	**6.36**	**0.05**	**0.01**	(8.53)	0.39	0.01
	Actual return on Plan assets less interest on plan assets	**(2.59)**	**-**	**-**	(7.31)	-	-
	Loss/(Gain) recognised in Other Comprehensive Income (OCI):	**15.04**	**(0.12)**	**0.01**	(37.76)	0.12	(0.01)

₹ in Crores

NOTE 38: EMPLOYEE BENEFITS (Ind AS 19) (Continued)

Particulars	As at March 31, 2019			As at March 31, 2018		
	Gratuity (Funded)	**Pension**	**Post-Retirement Medical Benefits**	Gratuity (Funded)	Pension	Post-Retirement Medical Benefits
(vi) Maturity profile of defined benefit obligation:						
Within the next 12 months	**59.50**	**0.97**	**0.06**	52.05	0.07	0.06
Between 1 and 5 years	**169.91**	**3.33**	**0.24**	150.40	0.28	0.24
Between 5 and 10 years	**178.11**	**2.63**	**0.23**	165.75	0.27	0.23
10 Years and above	**843.40**	**4.44**	**0.52**	763.40	0.84	0.61
(vii) Sensitivity analysis for significant assumptions:*						
Increase/(Decrease) in present value of defined benefits obligation at the end of the year						
1% increase in discount rate	**(42.80)**	**(0.34)**	**(0.03)**	(37.50)	(0.49)	(0.04)
1% decrease in discount rate	**49.95**	**0.37**	**0.04**	43.64	0.55	0.04
1% increase in salary escalation rate	**49.14**	**-**	**-**	43.01	-	-
1% decrease in salary escalation rate	**(42.95)**	**-**	**-**	(37.68)	-	-
1% increase in employee turnover rate	**(14.73)**	**-**	**-**	(12.24)	-	-
1% decrease in employee turnover rate	**16.16**	**-**	**-**	14.41	-	-
(viii) The major categories of plan assets as a percentage of total plan @						
Insurer Managed Funds	**100%**	**N.A.**	**N.A.**	100%	N.A.	N.A.
(ix) Actuarial Assumptions:						
Discount Rate (p.a.)	**7.65%**	**7.65%**	**7.65%**	7.90%	7.90%	7.90%
Turnover Rate	**1.5% to 8.00%**	**-**	**-**	1.5% to 8.00%	-	-
Mortality tables	**Indian Assured Lives Mortality (2012-14)**	**S1PA mortality table adjusted suitably**		Indian Assured Lives Mortality (2006-08)	PA (90) mortality table rated down by 4 years	
Salary Escalation Rate (p.a.)	**8.00%**	**-**	**-**	8.00%	-	-
Retirement age: Management - Non-Management-	**60 Yrs. 58 Yrs.**	**-**	**-**	60 Yrs. 58 Yrs.	-	-
(x) Weighted Average duration of Defined benefit obligation	**9.0 Yrs.**	**6.5 Yrs.**	**6.1 Yrs.**	8.9 Yrs.	7.0 Yrs.	6.5 Yrs.

* These Sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analyses.

@ The plan does not invest directly in any property occupied by the Company nor in any financial securities issued by the Company.

NOTE 38: EMPLOYEE BENEFITS (Ind AS 19) (Continued)

(xi) Discount Rate:

The discount rate is based on the prevailing market rates of Indian government securities for the estimated term of obligations.

(xii) Salary Escalation Rate:

The estimates of future salary increases are considered taking into account inflation, seniority, promotion and other relevant factors.

(xiii) Asset Liability matching strategy:

The money contributed by the Company to the Gratuity fund to finance the liabilities of the plan has to be invested.

The trustees of the plan have outsourced the investment management of the fund to an insurance Company. The insurance Company in turn manages these funds as per the mandate provided to them by the trustees and the asset allocation which is within the permissible limits prescribed in the insurance regulations. Due to the restrictions in the type of investments that can be held by the fund, it is not possible to explicitly follow an asset liability matching strategy.

There is no compulsion on the part of the Company to fully prefund the liability of the Plan. The Company's philosophy is to fund these benefits based on its own liquidity and the level of underfunding of the plan.

(xiv) The Company's expected contribution during next year is ₹ Nil Crores (March 31, 2018 ₹ Nil Crores).

(d) Provident Fund:

The Company is liable for any shortfall in the fund assets based on the Government specified rate of return. Such shortfall, if any, is recognised in the Statement of Profit and Loss as an expense in the year of incurring the same.

Amount recognized as an expense under the head "Contribution to Provident and other Funds" of Statement of Profit and Loss ₹ 92.76 Crores (March 31, 2018 ₹ 85.97 Crores).

The actuary has provided for a valuation and based on the below provided assumptions there is no interest shortfall as at March 31, 2019 and March 31, 2018.

₹ in Crores

	Particulars	As at March 31, 2019	As at March 31, 2018
(a)	**Plan Assets at Fair Value**	**1,196.03**	957.22
(b)	**Present value of defined benefit obligation at year end**	**1,193.89**	956.96
(c)	**Liability recognised in Balance Sheet**	**NIL**	NIL
(d)	**Assumptions used in determining the present value obligation of interest rate guarantee under the Deterministic Approach**		
	Government of India bond yield for the outstanding term of liabilities	**7.65%**	7.90%
	Remaining term of the maturity of Investment Portfolio	**13.72 Yrs.**	13.85 Yrs.
	Discount Rate for the remaining term of the maturity of Investment Portfolio	**8.56%**	8.63%
	Expected Guaranteed Interest Rate	**8.65%**	8.55%

B. Amount recognized as an expense in respect of Compensated Absences is ₹ 24.52 Crores (March 31, 2018 ₹ 14.97 Crores).

C. Amount recognized as expense for other long term employee benefits is ₹ 0.96 Crores (March 31, 2018 ₹ 0.87 Crores).

Notes to Standalone Financial Statements (Continued)

NOTE 39: SEGMENT REPORTING (Ind AS 108)

The Company has presented segment information in the consolidated financial statements which are presented in the same financial report. Accordingly, as per Ind AS 108 'Operating Segments', no disclosures related to segments are presented in these standalone financial statements.

NOTE 40: RELATED PARTY DISCLOSURES (Ind AS 24)

A. List of Related Parties where control exists:

	Name of the Related Party	Principal Place of Business	% Shareholding and Voting Power	
			As at March 31, 2019	As at March 31, 2018
(i)	**Holding Company:**			
	Grasim Industries Limited	India	NA	
(ii)	**Subsidiary Companies:**			
(a)	Dakshin Cements Limited	India	100%	100%
(b)	UltraTech Cement Lanka Private Limited	Sri Lanka	80%	80%
(c)	Harish Cement Limited	India	100%	100%
(d)	PT UltraTech Mining Indonesia	Indonesia	80%[!]	80%[!]
(e)	PT UltraTech Investments Indonesia	Indonesia	100%[&]	100%[&]
(f)	UltraTech Cement SA (PTY) [@@]	South Africa	-	-
(g)	UltraTech Cement Middle East Investments Limited (UCMEIL)	United Arab Emirates	100%	100%
(h)	Star Cement Co. LLC, Dubai*	United Arab Emirates	100%[$]	100%[$]
(i)	Star Cement Co. LLC, Ras-Al-Khaimah*	United Arab Emirates	100%[$]	100%[$]
(j)	Al Nakhla Crusher LLC, Fujairah*	United Arab Emirates	100%[$]	100%[$]
(k)	Arabian Cement Industry LLC, Abu Dhabi*	United Arab Emirates	100%[$]	100%[$]
(l)	UltraTech Cement Bahrain Company WLL, Bahrain (formerly known as Arabian Gulf Cement Co WLL)*	Bahrain	100%[^]	100%[^]
(m)	Emirates Power Company Limited, Bangladesh*	Bangladesh	100%	100%
(n)	Emirates Cement Bangladesh Limited, Bangladesh*	Bangladesh	100%	100%
(o)	Awam Minerals LLC, Oman*	Oman	37%[##]	37%[##]
(p)	Bhagwati Limestone Company Private Limited (BLCPL)	India	100%	100%
(q)	UltraTech Cement Mozambique Limitada, Mozambique [@@]	Mozambique	-	-
(r)	Gotan Limestone Khanij Udyog Private Limited	India	100%	100%
(s)	PT UltraTech Cement Indonesia[#]	Indonesia	99%	99%
(t)	PT UltraTech Mining Sumatera [#]	Indonesia	100%	100%
(u)	UltraTech Nathdwara Cement Limited (UNCL) (formerly known as Binani Cement Limited) [$$]	India	100%	-
(v)	Smooth Energy Private Limited (formerly known as Binani Energy Private Limited) [$$]	India	100%[!!]	-
(w)	Bahar Ready Mix Concrete Limited (formerly known as Binani Ready Mix Concrete Limited) [$$]	India	100%[!!]	-
(x)	Merit Plaza Limited [$$]	India	100%[!!]	-
(y)	Swiss Mercandise Infrastructure Limited [$$]	India	100%[!!]	-
(z)	Krishna Holdings PTE Limited (KHPL) [$$]	Singapore	100%[&&]	-

NOTE 40: RELATED PARTY DISCLOSURES (Ind AS 24) (Continued)

Name of the Related Party	Principal Place of Business	% Shareholding and Voting Power	
		As at March 31, 2019	As at March 31, 2018
(aa) Bhumi Resources PTE Limited (BHUMI) [$$]	Singapore	100%[!!]	-
(ab) Murari Holdings Limited (MUHL)[$$]	British Virgin Islands	100%[!!]	-
(ac) Mukundan Holdings Limited (MHL) [$$]	British Virgin Islands	100%[!!]	-
(ad) Binani Cement Factory LLC (BCFLLC) [$$]	United Arab Emirates	100%[**]	-
(ae) Binani Cement Fujairah LLC [$$]	United Arab Emirates	100%[***]	-
(af) Binani Cement (Tanzania) Limited [$$]	Tanzania	100%[***]	-
(ag) BC Tradelink Limited., Tanzania [$$]	Tanzania	100%[***]	-
(ah) Shandong Binani Rongan Cement Company Limited (SBRCC), China [$$]	Republic of China	92.5%[^^]	-
(ai) PT Anggana Energy resources (Anggana), Indonesia [$$]	Indonesia	100%[^^^]	-
(aj) Binani Cement (Uganda) Limited [$$]	Uganda	100%[***]	-

! 4% Shareholding of UCMEIL.

& 5% Shareholding of UCMEIL.

Ceased control with effect from April 24, 2017

* Subsidiaries of UCMEIL.

$ 51% held by nominee as required by local law for beneficial interest of the Company.

^ 1 share held by employee as nominee for the beneficial interest of the Company.

Subsidiary of PT UltraTech Investments Indonesia.

@@ Ceased to exist with effect from July 06, 2017

$$ with effect from November 20, 2018

!! Wholly owned subsidiary of UNCL

&& 55.54% held by UNCL and 44.46% held by MHL

** Wholly owned subsidiary of MUHL

*** Wholly owned subsidiary of BCFLLC

^^ Subsidiary of KHPL

^^^ Wholly owned subsidiary of BHUMI

B. List of Related Parties with significant influence:

	Name of the Related Party	Principal Place of Business	% Shareholding and Voting Power	
			As at March 31, 2019	As at March 31, 2018
(i)	**Joint Venture:** Bhaskarpara Coal Company Limited (BCCL)	India	47.37%	47.37%
(ii)	**Associate:**			
	(a) Madanpur (North) Coal Company Private Limited (MNCCPL)	India	11.17%	11.17%
	(b) Aditya Birla Renewable SPV 1 Limited (w.e.f. June 19, 2017)	India	26.00%	26.00%

Notes to Standalone Financial Statements (Continued)

NOTE 40: RELATED PARTY DISCLOSURES (Ind AS 24) (Continued)

C. Other Related Parties with whom there were transactions during the year:

Name of the Related Party	Relationship
Samruddhi Swastik Trading and Investments Limited	Fellow Subsidiary
Aditya Birla Sun Life Insurance Company Limited (formerly known as Birla Sun Life Insurance Company Limited)	Fellow Subsidiary
Aditya Birla Health Insurance Limited	Fellow Subsidiary
ABNL Investment Limited	Fellow Subsidiary
Ultratech Provident Fund	Post-Employment Benefit Plan
Bharucha & Partners	Entity Controlled by Key Management Personnel
Dave Girish & Company	Entity Controlled by Key Management Personnel
Mr. Kumar Mangalam Birla – Non-Executive Chairman	Key Management Personnel (KMP)
Mrs. Rajashree Birla – Non-Executive Director	Key Management Personnel (KMP)
Mr. D.D. Rathi – Non-Executive Director (Till July 27, 2018)	Key Management Personnel (KMP)
Mr. O.P Puranmalka - Non-Executive Director	Key Management Personnel (KMP)
Mr. Arun Adhikari – Independent Director	Key Management Personnel (KMP)
Mr. G.M. Dave - Independent Director	Key Management Personnel (KMP)
Mrs. Alka Bharucha - Independent Director	Key Management Personnel (KMP)
Mrs. Sukanya Kripalu - Independent Director	Key Management Personnel (KMP)
Mr. S.B. Mathur - Independent Director	Key Management Personnel (KMP)
Mrs. Renuka Ramnath - Independent Director	Key Management Personnel (KMP)
Mr. K.K. Maheshwari - Managing Director	Key Management Personnel (KMP)
Mr. K.C. Jhanwar – Deputy Managing Director (w.e.f. October 19, 2018)	Key Management Personnel (KMP)
Mr. Atul Daga - Whole-time Director and CFO	Key Management Personnel (KMP)
Mrs. Kritika Daga	Relative of KMP (Wife of Mr. Atul Daga)

(a) The following transactions were carried out with the related parties in the ordinary course of business:

₹ in Crores

Nature of Transaction/Relationship	Year Ended March 31, 2019	Year Ended March 31, 2018
Sale of Goods:		
Holding Company	**16.09**	11.73
Fellow Subsidiary	**-**	0.02
Subsidiaries	**500.55**	311.47
Total	**516.64**	323.22
Purchase of Goods:		
Holding Company	**2.69**	1.93
Fellow Subsidiary	**-**	0.01
Subsidiaries	**462.33**	0.05
Associate	**12.66**	0.20
Total	**477.68**	2.19

₹ in Crores

NOTE 40: RELATED PARTY DISCLOSURES (Ind AS 24) (Continued)

Nature of Transaction/Relationship	Year Ended March 31, 2019	Year Ended March 31, 2018
Sale of Fixed Assets:		
Subsidiary	**0.27**	-
Purchase of Fixed Assets:		
Fellow Subsidiary	**0.24**	-
Services received from:		
Holding Company	**1.77**	1.16
Fellow Subsidiary	**12.33**	7.33
KMP	**35.89**	38.40
Entity Controlled by KMP	**0.04**	0.03
Relative of KMP	**0.27**	0.26
Total	**50.30**	47.18
Services rendered to:		
Holding Company	**1.22**	0.11
Subsidiaries	**66.18**	38.72
Total	**67.30**	38.83
Dividend and Interest Income:		
Subsidiaries	**84.54**	13.68
Dividend Paid:		
Holding Company	**173.60**	165.34
Contribution to:		
Post-Employment Benefit Plan	**129.79**	102.43
Investments:		
Subsidiaries	**29.35**	0.15
Preference Shares in Subsidiary (Refer Note 3)	**1900.00**	-
Loans Given:		
Subsidiary	**1,834.75**	-
Loans repaid by Subsidiary:		
Subsidiary	**35.00**	-
Advances against Supply:		
Subsidiary	**55.00**	-
Corporate Guarantees on behalf of subsidiaries:		
Given/issued during the year	**3,050.00**	101.52

₹ in Crores

NOTE 40: RELATED PARTY DISCLOSURES (Ind AS 24) (Continued)

(b) Outstanding balances:

Nature of Transaction/Relationship	As at March 31, 2019	As at March 31, 2018
Loans and Advances:		
Holding Company	**0.30**	0.79
Subsidiaries	**1,867.00**	0.07
Fellow Subsidiary	**7.68**	5.31
Joint Venture and Associates	**2.49**	2.49
Total	**1,877.47**	8.66
Trade Receivables:		
Holding Company	**0.99**	1.94
Subsidiaries	**65.51**	42.95
Total	**66.50**	44.89
Trade Payables:		
Holding Company	**0.27**	0.21
Subsidiaries	**4.60**	-
Associate	**0.57**	0.19
Total	**5.44**	0.40
Deposit:		
KMP (Pending shareholder's approval)	**3.59**	-
Relative of KMP	**5.00**	5.00
Corporate Guarantees:		
Joint Ventures	**4.00**	4.00
Subsidiaries	**5,786.16**	2,578.71
Total	**5,790.16**	2,582.71

(c) Compensation of KMP of the Company:

Nature of transaction	Year Ended March 31, 2019	Year Ended March 31, 2018
Short-term employee benefits	**17.54**	16.83
Post-employment benefits	**1.24**	0.67
Share based payment	**1.79**	1.13
Total compensation paid to KMP	**20.57**	18.63

Based on the recommendation of the Nomination, Remuneration and Compensation Committee, all decisions relating to the remuneration of the Directors are taken by the Board of Directors of the Company, in accordance with shareholders' approval, wherever necessary.

Compensation paid for the year ended March 31, 2019 includes remuneration paid to Mr. K.C. Jhanwar, Deputy Managing Director, which is subject to shareholder's approval in ensuing Annual general meeting.

The company is a member of Aditya Birla Management Corporation Private Limited (ABMCPL), a company limited by guarantee formed for the purpose of its members to mutually avail and share common facilities, expertise and other support on an arms' length basis. The transactions between the Company and ABMCPL are approved by the Audit Committee and during the year the amount spent on such transactions is ₹ 172.69 Crores.

NOTE 40: RELATED PARTY DISCLOSURES (Ind AS 24) (Continued)

Terms and Conditions of transactions with Related Parties:

The sales to and purchases from related parties including fixed Assets are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash.

During the year, the Company has provided inter corporate loan to its subsidiary at a rate of 3M MCLR+15 bps which is repayable on demand.

For the year ended March 31, 2019, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

NOTE 41: INCOME TAXES (Ind AS 12)

(i) Reconciliation of Effective Tax Rate:

In %

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Applicable tax rate	**34.94**	34.61
Effect of Tax Exempt Income	**(0.46)**	(0.35)
Effect of Non-Deductible expenses	**1.28**	0.97
Effect of Allowances for tax purpose	**(3.19)**	(2.10)
Effect of Tax paid at a lower rate	**(1.37)**	(0.98)
Effect of changes in Tax rate	**-**	1.26
Effect of Previous year adjustments	**(0.11)**	(1.03)
Others	**(0.03)**	0.04
Effective Tax Rate	**31.06**	32.42

NOTE 42: EARNINGS PER SHARE (EPS) (Ind AS 33)

₹ in Crores

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
A. Basic EPS:		
(i) Net Profit attributable to Equity Shareholders	**2,455.72**	2,231.28
(ii) Weighted average number of Equity Shares outstanding (Nos.)	**274,632,160**	274,543,934
(iii) Less: Treasury Shares acquired by the Company under Trust	**(202,022)**	-
(iv) Weighted average number of Equity Shares outstanding for calculation of Basic EPS	**274,430,138**	274,543,934
Basic EPS (₹) (i)/(iv)	**89.48**	81.27
B. Diluted EPS:		
(i) Weighted average number of Equity Shares Outstanding (Nos.)	**274,430,138**	274,543,934
(ii) Add: Potential Equity Shares on exercise of options (Nos.)	**79,361**	69,787
(iii) Weighted average number of Equity Shares Outstanding for calculation of Dilutive EPS (i + ii)	**274,509,499**	274,613,721
Diluted EPS (₹) {(A) (i)/(B) (iii)}	**89.46**	81.25

₹ in Crores

NOTE 43: AUDITORS' REMUNERATION (EXCLUDING SERVICE TAX/GST) AND EXPENSES

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
(a) Statutory Auditors:		
Audit fees (including Quarterly Limited Reviews)	**2.94**	2.62
Tax audit fees	**0.16**	0.14
Fees for other services	**0.16**	0.05
Expenses reimbursed	**0.12**	0.12
(b) Cost Auditors:		
Audit fees	**0.25**	0.19
Expenses reimbursed	**0.04**	0.01

NOTE 44:

The following expenses are included in the different heads of expenses in the Statement of Profit and Loss:

Particulars	Year Ended March 31, 2019			Year Ended March 31, 2018		
	Raw Materials Consumed	Power and Fuel Consumed	Total	Raw Materials Consumed	Power and Fuel Consumed	Total
Stores and Spares Consumed	**88.00**	**49.69**	**137.69**	95.01	55.33	150.34
Royalty and Cess	**1,021.53**	**-**	**1,021.53**	748.52	-	748.52

NOTE 45: SHARE BASED PAYMENTS (Ind AS 102)

The Company has granted 207,030 options (including Restricted Stock units) to its eligible employees in various ESOS Schemes, details are as under:

A. Employee Stock Option Scheme (ESOS 2006):

Particulars	Tranche I	Tranche II	Tranche III	Tranche IV*	Tranche V*	Tranche VI
Nos. of Options	99,010	69,060	60,403	88,907	8,199	7,890
Vesting Plan	Graded Vesting - 25% every year	Graded Vesting - 25% every year	Graded Vesting - 25% every year	As per the Terms of Scheme	As per the Terms of Scheme	Graded Vesting - 25% every year
Exercise Period	5 Years from the date of Vesting	5 Years from the date of Vesting	5 Years from the date of Vesting			5 Years from the date of Vesting
Grant Date	23.08.2007	25.01.2008	08.09.2010	20.09.2010	20.09.2010	01.06.2012
Exercise Price (₹ per share)	606	794	655	709	1,061	974
Fair Value on the date of Grant of Option (₹ per share)	502	404	547	447	281	762
Method of Settlement	Equity	Equity	Equity	Equity	Equity	Equity

* Issued to Employees of erstwhile Samruddhi Cement Limited (SCL) option holders pursuant to Scheme of Amalgamation of SCL with the Company.

NOTE 45: SHARE BASED PAYMENTS (Ind AS 102) (Continued)

B. Employee Stock Option Scheme (ESOS 2013) including Stock options and Restricted Stock Units (RSU):

Particulars	Tranche I		Tranche II		Tranche III	
	RSU	Stock Options	RSU	Stock Options	RSU	Stock Options
Nos. of Options	84,056	237,953	12,313	34,859	2,218	6,280
Vesting Plan	100% on 19.10.2016	Graded Vesting - 25% every year after 1 year from date of grant, subject to achieving performance targets	100% on 18.10.2017	Graded Vesting - 25% every year after 1 year from date of grant, subject to achieving performance targets	100% on 28.01.2018	Graded Vesting - 25% every year after 1 year from date of grant, subject to achieving performance targets
Exercise Period	5 Years from the date of Vesting	5 Years from the date of Vesting	5 Years from the date of Vesting	5 Years from the date of Vesting	5 Years from the date of Vesting	5 Years from the date of Vesting
Grant Date	19.10.2013	19.10.2013	18.10.2014	18.10.2014	28.01.2015	28.01.2015
Exercise Price (₹ per share)	10	1,965	10	2,318	10	3,122
Fair Value on the date of Grant of Option (₹ per share)	1,862	750	2,241	870	3,048	1,207
Method of Settlement	Equity	Equity	Equity	Equity	Equity	Equity

Particulars	Tranche IV		Tranche V		Tranche VI	
	RSU	Stock Options	RSU	Stock Options	RSU	Stock Options
Nos. of Options	9,059	25,645	5,313	15,042	10,374	29,369
Vesting Plan	100% on 19.10.2018	Graded Vesting - 25% every year after 1 year from date of grant, subject to achieving performance targets	100% on 13.04.2019	Graded Vesting - 25% every year after 1 year from date of grant, subject to achieving performance targets	100% on 27.01.2020	Graded Vesting - 25% every year after 1 year from date of grant, subject to achieving performance targets

NOTE 45: SHARE BASED PAYMENTS (Ind AS 102) (Continued)

Particulars	Tranche IV		Tranche V		Tranche VI	
	RSU	Stock Options	RSU	Stock Options	RSU	Stock Options
Exercise Period	5 Years from the date of Vesting	5 Years from the date of Vesting	5 Years from the date of Vesting	5 Years from the date of Vesting	5 Years from the date of Vesting	5 Years from the date of Vesting
Grant Date	19.10.2015	19.10.2015	13.04.2016	13.04.2016	27.01.2017	27.01.2017
Exercise Price (₹ per share)	10	2,955	10	3,167	10	3,681
Fair Value on the date of Grant of Option (₹ per share)	2,897	1,728	3,108	1,810	3,608	2,080
Method of Settlement	Equity	Equity	Equity	Equity	Equity	Equity

C. Employee Stock Option Scheme (ESOS 2018) including Stock options, Restricted Stock Units (RSU) and Stock Appreciation Rights Scheme – 2018 (SAR 2018) including Stock options and RSU

Particulars	Tranche I (ESOS, 2018)		Tranche I (SAR, 2018)	
	RSU	Stock Options	RSU	Stock Options
Nos. of Options	43,718	1,58,304	1,084	3,924
Vesting Plan	100% on 18.12.2021	Graded Vesting - 25% every year after 1 year from date of grant, subject to achieving performance targets	100% on 18.12.2021	Graded Vesting - 25% every year after 1 year from date of grant, subject to achieving performance targets
Exercise Period	5 Years from the date of Vesting	5 Years from the date of Vesting	3 Years from the date of Vesting	3 Years from the date of Vesting
Grant Date	18.12.2018	18.12.2018	18.12.2018	18.12.2018
Exercise Price (₹ per share)	10	4,009.30	10	4,009.30
Fair Value on the date of Grant of Option (₹ per share)	3,942	1,476	3,946	1,539
Method of Settlement	Equity	Equity	Cash	Cash

D. Movement of Options Granted including RSU along with weighted average exercise price (WAEP):

Particulars	As at March 31, 2019		As at March 31, 2018	
	Nos.	WAEP (₹)	Nos.	WAEP (₹)
Outstanding at the beginning of the year	**144,499**	**2,171.13**	251,577	1,880.59
Granted during the year	**202,022**	**3,143.84**	-	-
Exercised during the year	**(28,735)**	**1,585.05**	(106,079)	1,482.43
Forfeited during the year	**(812)**	**568.53**	(999)	2,134.23
Outstanding at the end of the year	**316,974**	**2,848.32**	144,499	2,171.13
Options exercisable at the end of the year	**73,273**	**2,394.44**	74,262	2,090.76

NOTE 45: SHARE BASED PAYMENTS (Ind AS 102) (Continued)

The weighted average share price at the date of exercise for options was ₹ 3,844.48 per share (March 31, 2018 ₹ 4,123.18 per share) and weighted average remaining contractual life for the share options outstanding as at March 31, 2019 was 4.6 years (March 31,2018: 3.9 years).

The Company has granted 5,008 SAR to its employees during the year with a weighted average exercise price of ₹ 3,143.64 per share and weighted average fair value of ₹ 2,060 per share. The weighted average remaining contractual life for SAR is 5.3 years.

The exercise price for outstanding options and SAR is ₹ 10 per share for RSU's and ranges from ₹ 655 per share to ₹ 4,009 per share for options.

E. Fair Valuation:

202,022 share options were granted during the year. Weighted Average Fair value of the options granted during the year is ₹ 2,009.83 per share (March 31, 2018 ₹ Nil per share).

The fair value of option has been done by an independent firm of Chartered Accountants on the date of grant using the Black-Scholes Model.

The Key assumptions in the Black-Scholes Model for calculating fair value as on the date of grant:

(a) For ESOS 2006:

1. Risk Free Rate - 8% (Tranche I-V), 8.14% (Tranche VI)
2. Option Life - Vesting period (1 Year) + Average of exercise period
3. Expected Volatility* - Tranche-I: 0.49, Tranche-II: 0.52,Tranche-III: 0.30, Tranche-IV: 0.30, Tranche-V: 0.30, Tranche-VI: 0.25
4. Expected Growth in Dividend - 20%

(b) For ESOS 2013:

1. Risk Free Rate - 8.5% (Tranche I), 7.8% (Tranche II-III), 8.56% (Tranche IV) 7.6% (Tranche V), 6.74% (Tranche VI)
2. Option Life - (a) For Options - Vesting period (1 Year) + Average of exercise period
   (b) For RSU – Vesting period (3 Years) + Average of exercise period
3. Expected Volatility* - Tranche-I: 0.29, Tranche-II: 0.27, Tranche-III: 0.28, Tranche-IV: 0.60 Tranche–V: 0.60, Tranche–VI: 0.61
4. Expected Growth in Dividend - Tranche -I: 20%, Tranche II-III: 15%, Tranche-IV: 5%, Tranche-V: 5%, Tranche-VI: 5%

(c) For ESOS 2018:

1. Risk Free Rate - 7.47% (Tranche I)
2. Option Life - (a) For Options - Vesting period (1 Year) + Average of exercise period
   (b) For RSU – Vesting period (3 Years) + Average of exercise period
3. Expected Volatility* - Tranche-I: 0.24
4. Dividend Yield - Tranche -I: 0.46%

* Expected volatility on the Company's stock price on National Stock Exchange based on the data commensurate with the expected life of the options/RSU's up to the date of grant.

The fair value of SAR has been done by an independent firm of Chartered Accountants on the date of grant using the Binomial Tree model.

Notes to Standalone Financial Statements (Continued)

NOTE 45: SHARE BASED PAYMENTS (Ind AS 102) (Continued)

The Key assumptions in the Binomial Tree Model for calculating fair value as on the date of grant:

(a) For ESOS – SAR - 2018:

1. Risk Free Rate - 7.47% (Tranche I)
2. Option Life - (a) For Options - Vesting period (1 Year) + Average of exercise period
   (b) For RSU – Vesting period (3 Years) + Average of exercise period
3. Expected Volatility* - Tranche-I: 0.25
4. Dividend Yield - Tranche -I: 0.46%

* Expected volatility on the Company's stock price on National Stock Exchange based on the data commensurate with the expected life of the options/RSU's up to the date of grant.

F. Details of Liabilities arising from Company's cash settled share based payment transactions:

₹ in Crores

Particulars	As at March 31, 2019	As at March 31, 2018
Other non-current liabilities	0.01	-
Other current liabilities	-	-
Total carrying amount of liabilities	**0.01**	-

NOTE 46 (A): CLASSIFICATION OF FINANCIAL ASSETS AND LIABILITIES (Ind AS 107)

Particulars	As at March 31, 2019		As at March 31, 2018	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial Assets at amortised cost				
Trade Receivables	2,097.59	2,097.59	1,714.20	1,714.20
Loans	2,029.26	2,029.26	226.17	226.17
Cash and Bank Balances	623.96	623.96	199.32	199.32
Other Financial Assets	860.45	860.45	477.17	477.17
Financial Assets at fair value through Profit or Loss				
Investments	2,893.50	2,893.50	5,428.57	5,428.57
Fair Value Hedging Instruments				
Derivative Assets	19.99	19.99	38.07	38.07
Total	**8,524.75**	**8,524.75**	8,083.50	8,083.50
Financial liabilities at amortised cost				
Non-Convertible Debentures	2,535.00	2,462.79	2,575.00	2,509.35
Term Loan from Banks	11,489.00	11,489.00	10,489.00	10,489.00
Cash Credits/Working Capital Borrowing	0.18	0.18	694.86	694.86
Commercial Papers	1,642.46	1,642.46	992.87	992.87
Sales Tax Deferment Loan	438.77	438.77	289.68	289.68
Redeemable Preference Shares	1,000.10	1,000.10	1,000.10	1000.10
Trade Payables	2,653.74	2,653.74	2,224.16	2,224.16
Other Financial Liabilities	1,907.54	1,907.54	1,813.49	1,813.49
Foreign Currency Borrowings	1,012.63	1,012.63	1,377.99	1,377.99
Fair Value Hedging Instrument				
Derivative Liability	-	-	28.27	28.27
Total	**22,679.42**	**22,607.21**	21,485.42	21,419.77

Investment in Subsidiaries, Joint ventures and Associates amounting to ₹ 4,171.01 Crores (March 31, 2018 ₹ 734.33 Crores) are measured at Cost in accordance with Ind AS 109.

NOTE 46 (B): FAIR VALUE MEASUREMENTS (Ind AS 113)

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in an orderly transaction in the principal (or most advantageous) market at measurement date under the current market condition regardless of whether that price is directly observable or estimated using other valuation techniques.

The Company has established the following fair value hierarchy that categorises the values into 3 levels. The inputs to valuation techniques used to measure fair value of financial instruments are:

Level 1: This hierarchy uses quoted (unadjusted) prices in active markets for identical assets or liabilities. The fair value of all bonds which are traded in the stock exchanges is valued using the closing price or dealer quotations as at the reporting date.

Level 2: The fair value of financial instruments that are not traded in an active market (For example traded bonds, over the counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on company specific estimates. The mutual fund units are valued using the closing Net Asset Value. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

₹ in Crores

Particulars	Fair Value	
	As at March 31, 2019	As at March 31, 2018
Financial Assets at fair value through profit or loss		
Investments – Level 2	**2,876.10**	5,412.09
Investments – Level 3	**17.40**	16.48
Fair Value Hedging Instruments		
Derivative assets – Level 2	**19.99**	38.07
Total	**2,913.49**	5,466.64
Fair Value Hedging Instruments		
Derivative liability – Level 2	**-**	28.27
Total	**-**	28.27

The management assessed that cash and bank balances, trade receivables, loans, trade payables, cash credits, commercial papers and other financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

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

(a) The fair values of the quoted investments/units of mutual fund schemes are based on market price/net asset value at the reporting date.

(b) The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves and an appropriate discount factor.

(c) The fair value of forward foreign exchange contracts is calculated as the present value determined using forward exchange rates and interest rate curve of the respective currencies.

(d) The fair value of currency swap is calculated as the present value determined using forward exchange rates, currency basis spreads between the respective currencies, interest rate curves and an appropriate discount factor.

(e) The fair value of foreign currency option contracts is determined using the Black Scholes valuation model.

(f) The fair value of the remaining financial instruments is determined using discounted cash flow analysis. The discount rates used is based on management estimates.

NOTE 46 (B): FAIR VALUE MEASUREMENTS (Ind AS 113) (Continued)

The significant unobservable inputs used in the fair value measurement of the fair value hierarchy together with a quantitative sensitivity analysis as at March 31, 2019 and March 31, 2018 are as shown below:

Description of significant unobservable inputs to valuation:

Particulars	Valuation Technique	Significant unobservable inputs	Discounting Rate	Sensitivity of the input to fair value.
Investments in Unquoted instruments accounted for as fair value through Profit and Loss	DCF method	Average Cost of Borrowings to arrive at discount rate.	**March 31, 2019:** 8.50% **March 31, 2018:** 8.50%	0.5% (March 31 2018: 0.5%) increase/(decrease) would result in increase/(decrease) in fair value by ₹ (1.14) Crores (March 31 2018: ₹ (0.35) Crores)

Reconciliation of Level 3 Fair Value Measurements:

₹ in Crores

Balance as at March 31, 2017	**15.31**
Add: Change in Value of Investment in Preference Shares measured at FVTPL	1.20
Add: Purchase of Investment during the year	0.02
Less: Sale of Investment during the year	(0.05)
Balance as at March 31, 2018	**16.48**
Add: Change in Value of Investment in Preference Shares measured at FVTPL	0.70
Add: Purchase of Investment during the year	20.24
Less: Sale of Investment during the year	(20.02)
Balance as at March 31, 2019	**17.40**

NOTE 47: FINANCIAL RISK MANAGEMENT OBJECTIVES (Ind AS 107)

The Company's principal financial liabilities, other than derivatives, comprises of borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the company's operations. The company's principal financial assets, other than derivatives include trade and other receivables, investments and cash and cash equivalents that derive directly from its operations.

The Company's activities exposes it to market risk, liquidity risk and credit risk. Company's overall risk management focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the company. The company uses derivative financial instruments, such as foreign exchange forward contracts, foreign currency option contracts, principal only swaps, cross currency swaps that are entered to hedge foreign currency risk exposure, interest rate swaps, coupon only swaps to hedge variable interest rate exposure and commodity fixed price swaps to hedge commodity price risks. Derivatives are used exclusively for hedging purposes and not as trading or speculative instruments.

The sources of risks which the company is exposed to and their management is given below:

Risk	Exposure Arising From	Measurement	Management
(I) Market Risk			
A. Foreign Currency Risk	Committed commercial transaction Financial asset and Liabilities not denominated in INR	Cash Flow Forecasting Sensitivity Analysis	(a) Forward foreign exchange contracts (b) Foreign currency options (c) Principal only/Currency swaps
B. Interest Rate Risk	Long Term Borrowings at variable rates Investments in Debt Schemes of Mutual Funds and Other Debt Securities	Sensitivity Analysis, Interest rate movements	(a) Interest Rate swaps, Coupon only swaps (b) Portfolio Diversification

NOTE 47: FINANCIAL RISK MANAGEMENT OBJECTIVES (Ind AS 107) (Continued)

Risk	Exposure Arising From	Measurement	Management
C. Commodity Price Risk	Movement in prices of commodities mainly Imported Thermal Coal and Pet Coke	Sensitivity Analysis, Commodity price tracking	(a) Commodity Fixed Prices (b) Swaps/Options
(II) Credit Risk	Trade receivables, Investments, Derivative Financial instruments, Loans and Bank balances	Ageing analysis, Credit Rating	(a) Diversification of mutual fund investments, (b) Credit limit & credit worthiness monitoring, (c) Criteria based approval process
(III) Liquidity Risks	Borrowings and Other Liabilities and Liquid Investments	Rolling cash flow forecasts Broker Quotes	(a) Adequate unused credit lines and borrowing facilities (b) Portfolio Diversification

The Company has standard operating procedures and investment policy for deployment of surplus liquidity, which allows investment in debt securities and mutual fund schemes of debt categories only and restricts the exposure in equity markets.

Compliances of these policies and principles are reviewed by internal auditors on periodical basis.

The Corporate treasury team updates the Audit Committee on a quarterly basis about the implementation of the above policies. It also updates to the Internal Risk Management Committee of the Company on periodical basis about the various risks to the business and status of various activities planned to mitigate the risks.

(I) Market Risk:

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, commodity prices, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and borrowings.

A. Foreign Currency Risk:

Foreign currency risk is the risk of impact related to fair value or future cash flows of an exposure in foreign currency, which fluctuate due to changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the foreign currency borrowings, import of fuels, raw materials and spare parts, capital expenditure, exports of cement and the Company's net investments in foreign subsidiaries.

When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged exposure.

The Company evaluates exchange rate exposure arising from foreign currency transactions. The Company follows established risk management policies and standard operating procedures. It uses derivative instruments like foreign currency swaps and forwards to hedge exposure to foreign currency risk.

In Crores

NOTE 47: FINANCIAL RISK MANAGEMENT OBJECTIVES (Ind AS 107) (Continued)

Outstanding foreign currency exposure (Gross) as at	March 31, 2019	March 31, 2018
Trade receivables		
USD	**1.10**	0.83
Euro	**0.08**	0.10
Others	**-**	0.01
Trade Payables		
USD	**3.14**	1.30
Euro	**0.26**	0.75
Others	**0.03**	0.02
Borrowings		
USD	**14.64**	21.14
Investments		
USD	**6.92**	6.92

Foreign currency sensitivity on unhedged exposure:

100 bps increase in foreign exchange rates will have the following impact on profit before tax.

₹ in Crores

Particulars	As at March 31, 2019	As at March 31, 2018
USD	**(4.79)**	(4.51)
Others	**-**	(0.01)

Note: If the rate is decreased by 100 bps profit will increase by an equal amount.

B. **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 the risk of changes in market interest rates relates primarily to the Company's short term borrowing (excluding commercial paper) with floating interest rates. For all long-term borrowings with floating rates, the risk of variation in the interest rates is mitigated through interest rate swaps. The Company constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

Interest rate exposure:

Particulars	Total Borrowings	Floating Rate Borrowings	Fixed Rate Borrowings	Non-Interest Bearing Borrowings
INR	**17,105.51**	**11,489.18**	**5,177.56**	**438.77**
USD	**1,012.63**	**-**	**1,012.63**	**-**
Total as at March 31, 2019	**18,118.14**	**11,489.18**	**6,190.19**	**438.77**
INR	16,041.51	10,563.86	5,187.97	289.68
USD	1,377.99	-	1,377.99	-
Total as at March 31, 2018	**17,419.50**	**10,563.86**	**6,565.96**	**289.68**

Note: Interest rate risk hedged for FCY borrowings has been shown under Fixed Rate borrowings

₹ in Crores

NOTE 47: FINANCIAL RISK MANAGEMENT OBJECTIVES (Ind AS 107) (Continued)

Interest rate sensitivities for unhedged exposure (impact on profit before tax due to increase in 100 bps):

Particulars	As at March 31, 2019	As at March 31, 2018
INR	**(114.89)**	(105.64)

Note: If the rate is decreased by 100 bps profit will increase by an equal amount.

Interest rate sensitivity has been calculated assuming the borrowings outstanding at the reporting date have been outstanding for the entire reporting period. Further, the calculations for the unhedged floating rate borrowing have been done on the notional value of the foreign currency (excluding the revaluation).

Foreign Currency and Interest Rate Risk Management:

Forward Exchange and Interest Rates Swaps Contracts:

A. Derivatives for hedging currency and interest rates, outstanding are as under:

Particulars	Hedged Item	Currency	As at March 31, 2019	As at March 31, 2018	Cross Currency
(a) Forward Contracts	Imports	USD	**10.73**	6.47	Rupees
	Imports	Euro	**0.11**	0.15	Rupees
	Imports	Euro	**1.24**	1.11	USD
	Exports	USD	**0.71**	-	Rupees
(b) Other Derivatives:					
i) Currency & Interest Rate Swap (CIRS)	ECB*	USD	**7.32**	9.82	Rupees
ii) Principal only Swap	ECB*	USD	**7.32**	11.32	Rupees
iii) Interest Rate Swap	ECB*	USD	**7.32**	11.32	USD

* External Commercial Borrowings

B. Cash Flow Hedges: The Company has raised foreign currency external commercial borrowings and to mitigate the risk of foreign currency and floating interest rates the Company has taken forward contracts, currency swaps, interest rates swaps and principal only swaps. The Company is following hedge accounting for all the foreign currency borrowings raised on or after April 01, 2015 based on qualitative approach. The Company assesses hedge effectiveness based on following criteria:

(i) an economic relationship between the hedged item and the hedging instrument;

(ii) the effect of credit risk; and

(iii) assessment of the hedge ratio

The Company designates the derivatives to hedge its currency risk and generally applies a hedge ratio of 1:1. The Company's policy is to match the critical terms of the forward exchange contracts to match with the hedged item.

Foreign currency cash flows:

Particulars	As at	Average Exchange Rate (USD/INR)	Nominal Foreign Currency USD Crores	Fair Value Assets (Liabilities) ₹ in Crores
Buy Currency for External Commercial Borrowings (USD)	**March 31, 2019**	**65.19**	**7.32**	**17.25**
Buy Currency for External Commercial Borrowings (USD)	March 31, 2018	65.19	7.32	(10.90)

NOTE 47: FINANCIAL RISK MANAGEMENT OBJECTIVES (Ind AS 107) (Continued)

Interest rates outstanding on Receive Floating and Pay Fix contracts:

Particulars	As at	Average contracted fixed interest rates*	Nominal Amount USD Crores	Fair Value Assets (Liabilities) ₹ in Crores
2 to 5 years	**March 31, 2019**	**7.47%**	**7.32**	**(0.02)**
2 to 5 years	March 31, 2018	7.47%	7.32	7.19

Cross Currency and Interest rate Swaps:

Particulars	As at	Average contracted fixed interest rates*	Average Exchange Rate (USD/INR)	Nominal Amount USD Crores	Fair Value Assets (Liabilities) ₹ in Crores
2 to 5 years	**March 31, 2019**	**7.79%**	**67.49**	**7.32**	**2.76**
2 to 5 years	March 31, 2018	7.79%	67.49	7.32	(23.57)

* Includes weighted average rate for Cross Currency Interest Rate Swaps, Principal Only Swap and Coupon Swaps

The above Hedging Instruments are included in the Balance Sheet under the head "Other Financial Assets"/"Other Financial Liabilities". Refer Statement of changes in equity for movement on OCI.

Recognition of gains/(losses) under forward exchange and interest rates swaps contracts designated under cash flows hedges:

₹ in Crores

Particulars	As at March 31,2019		As at March 31,2018	
	Effective Hedge (OCI)	Ineffective Hedge (Profit and Loss)	Effective Hedge (OCI)	Ineffective Hedge (Profit and Loss)
Gain/(Loss)	**(11.01)**	-	(3.46)	-

C. **Commodity price risk management:**

Commodity price risk for the Company is mainly related to fluctuations in coal and pet coke prices linked to various external factors, which can affect the production cost of the Company. Since the Energy costs is one of the primary costs drivers, any fluctuation in fuel prices can lead to drop in operating margin. To manage this risk, the Company enters into forward covers for imported coal, enter into long-term supply agreement for pet coke, identifying new sources of supply etc. While forward covers are prevailing in the markets for coal but in case of pet coke no such derivative is available; it has to be procured at spot prices. Additionally, processes and policies related to such risks are reviewed and controlled by senior management and fuel requirement are monitored by the central procurement team.

(II) Credit Risk Management:

Credit risk arises when a customer or counterparty does not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing/investing activities, including deposits with banks, mutual fund investments, and investments in debt securities, foreign exchange transactions and financial guarantees. The Company has no significant concentration of credit risk with any counterparty.

Trade receivables

Trade receivables are consisting of a large number of customers. The Company has credit evaluation policy for each customer and based on the evaluation credit limit of each customer is defined. Wherever the Company

NOTE 47: FINANCIAL RISK MANAGEMENT OBJECTIVES (Ind AS 107) (Continued)

assesses the credit risk as high the exposure is backed by either bank guarantee/letter of credit or security deposits.

Total Trade receivable as on March 31, 2019 is ₹ 2,097.59 Crores (March 31, 2018 ₹ 1,714.20 Crores)

The Company does not have higher concentration of credit risks to a single customer. A single largest customer has total exposure in sales 2.4% (March 31, 2018: 1.9%) and in receivables 9.9% (March 31, 2018: 8.7%).

As per simplified approach, the Company makes provision of expected credit losses on trade receivables using a provision matrix to mitigate the risk of default payments and makes appropriate provision at each reporting date wherever outstanding is for longer period and involves higher risk.

As per policy receivables are classified into different buckets based on the overdue period ranging from 6 months – one year to more than two years. There are different provisioning norms for each bucket which are ranging from 25% to 100%.

Movement of provision for doubtful debts:

₹ in Crores

Particulars	March 31, 2019	March 31, 2018
Opening provision	**41.50**	35.68
Add: Provided during the year	**10.11**	5.85
Less: Utilised during the year	**(0.07)**	(0.03)
Closing Provision	**51.53**	41.50

Investments, Derivative Instruments, Cash and Cash Equivalent and Bank Deposit

Credit Risk on cash and cash equivalent, deposits with the banks/financial institutions is generally low as the said deposits have been made with the banks/financial institutions who have been assigned high credit rating by international and domestic rating agencies.

Credit Risk on Derivative Instruments are generally low as Company enters into the Derivative Contracts with the reputed Banks and Financial Institutions.

Investments of surplus funds are made only with approved Financial Institutions/Counterparty. Investments primarily include investment in units of mutual funds, quoted Bonds, Non-Convertible Debentures issued by Government/Semi Government Agencies/PSU Bonds/High Investment grade corporates etc. These Mutual Funds and Counterparties have low credit risk.

Total Non-current and current investments as on March 31, 2019 is ₹ 7,064.51 Crores (March 31, 2018 ₹ 6,162.90 Crores)

Financial Guarantees

The Company has given corporate guarantees amounting to ₹ 5,790.16 Crores in favour of its subsidiaries and joint ventures (Refer note 32 (c)).

(III) Liquidity risk management:

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Company's treasury team is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows.

NOTE 47: FINANCIAL RISK MANAGEMENT OBJECTIVES (Ind AS 107) (Continued)

The table below provides details regarding the remaining contractual maturities of financial liabilities and investments held for managing the risk at the reporting date based on contractual undiscounted payments.

₹ in Crores

As at March 31, 2019	Less than 1 Year	1 to 5 Years	More than 5 Years	Total
Borrowings (including current maturities of long-term debts)	**3,178.86**	**4,223.47**	**10,715.81**	**18,118.14**
Trade Payables	**2,653.73**	**-**	**-**	**2,653.73**
Interest accrued but not due on borrowings	**188.01**	**-**	**-**	**188.01**
Other Financial Liabilities (excluding Derivative Liability)	**1,719.53**	**-**	**-**	**1,719.53**
Investments	**1,514.85**	**1,010.81**	**350.44**	**2,876.10**

As at March 31, 2018	Less than 1 Year	1 to 5 Years	More than 5 Years	Total
Borrowings (including current maturities of long-term debts)	3,545.16	3,182.76	10,691.58	17,419.50
Trade Payables	2,224.16	-	-	2,224.16
Interest accrued but not due on borrowings	161.94	-	-	161.94
Other Financial Liabilities (excluding Derivative Liability)	1,651.55	-	-	1,651.55
Derivative Liability	-	28.27	-	28.27
Investments	3,948.71	1,106.72	356.66	5,412.09

NOTE 48: DISTRIBUTION MADE AND PROPOSED (Ind AS 1)

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Proposed dividends on Equity shares:		
Final dividend for the year ended on March 31, 2019: ₹ 11.50 per share (March 31, 2018: ₹ 10.50 per share)	**315.84**	288.34
DDT on proposed dividend	**64.92**	59.27
Proposed dividends on Preference shares:		
Final dividend for the year ended on March 31, 2019	**0.01**	0.01
DDT on proposed dividend (FY 2017-2018: ₹ 17,098)	**-**	-
Total Dividend proposed	**380.77**	347.62

Proposed dividends on equity shares are subject to approval at the annual general meeting and are not recognised as a liability (including Dividend Distribution Tax thereon) as at March 31.

NOTE 49: CAPITAL MANAGEMENT (Ind AS 1)

The Capital management objective of the Company is to (a) maximise shareholder value and provide benefits to other stakeholders and (b) maintain an optimal capital structure to reduce the cost of capital.

For the purposes of the Group's capital management, capital includes issued equity share capital, share premium and all other equity.

₹ in Crores

NOTE 49: CAPITAL MANAGEMENT (Ind AS 1) (Continued)

The Company monitors capital using debt-equity ratio, which is total debt less liquid investments and bank deposits divided by total equity.

Particulars	As at March 31, 2019	As at March 31, 2018
Total Debt (Bank and other borrowings)	**18,118.14**	17,419.50
Equity	**27,947.72**	25,923.02
Liquid Investments and bank deposits	**3,145.80**	5,555.54
Debt to Equity (Net)	**0.54**	0.46

In addition, the Company has financial covenants relating to the borrowing facilities that it has taken from the lenders like interest coverage service ratio, Debt to EBITDA, etc. which is maintained by the Company.

NOTE 50: RESEARCH AND DEVELOPMENT

Revenue expenditure on Research and Development included in different heads of expenses in the Statement of Profit and Loss is ₹ 17.31 Crores. (March 31, 2018 ₹ 14.04 Crores).

NOTE 51: CORPORATE SOCIAL RESPONSIBILITY

Expenditure incurred in cash on Corporate Social Responsibility activities, included in different heads of expenses in the Statement of Profit and Loss is ₹ 74.96 Crores (March 31, 2018 ₹ 60.71 Crores) and on account of capital expenditure ₹ 2.16 Crores (March 31, 2018 ₹ 0.96 Crores).

The amount required to be spent under Section 135 of the Companies Act, 2013 for the year ended March 31, 2019 is ₹ 61.17 Crores (March 31, 2018 ₹ 58.91 Crores) i.e. 2% of average net profits for last three financial years, calculated as per section 198 of the Companies Act, 2013.

NOTE 52: GOVERNMENT GRANT (Ind AS 20)

(a) Other Operating Revenues include Incentives against capital investments, under State Investment Promotion Scheme of ₹ 398.43 Crores (March 31, 2018 ₹ 300.72 Crores).

(b) Sales Tax deferment loan granted under State Investment Promotion Scheme has been considered as a government grant and the difference between the fair value and nominal value as on date is recognized as an income. Accordingly, an amount of ₹ 45.49 Crores (March 31, 2018: ₹ 3.86 Crores) has been recognized as an income. Every year change in fair value is accounted for as an interest expense.

(c) Interest and Repairs to plant and machinery are net of subsidy received, under State Investment Promotion Scheme of ₹ Nil Crores (March 31, 2018 ₹ 5.81 Crores) and ₹ 1.46 Crores (March 31, 2018 ₹ 0.98 Crores) respectively.

NOTE 53: ASSETS HELD FOR DISPOSAL (Ind AS 105)

The Company has identified certain assets like Aggregate Mines, Pre Grinders, Vibrating Mill, Naptha based power plant etc which are available for sale in its present condition. The Company is committed to plan the sale of asset and an active programme to locate a buyer and complete the plan have been initiated. The Company expects to dispose off these assets within twelve months from its classification.

₹ in Crores

NOTE 54: OPERATING LEASE (Ind AS 17)

(a) Future minimum rental payables under non-cancellable operating lease

Sr. No	Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
(i)	Not later than one year	**5.32**	2.45
(ii)	Later than one year and not later than five years	**6.42**	4.14
(iii)	More than five years	**-**	-

(b) Operating lease payment recognised in the Statement of Profit and Loss amounting to ₹ 143.32 Crores (March 31, 2018 ₹ 141.32 Crores)

(c) General Description of leasing agreements:

- Leased Assets: Land, Godowns, Offices, Flats, Machinery and Others.
- Future Lease rentals are determined on the basis of agreed terms.
- At the expiry of lease terms, the Company has an option to return the assets or extend the term by giving notice in writing.
- Lease agreements are generally cancellable and are renewable by mutual consent on mutually agreed terms.

NOTE 55: REVENUE (Ind AS 115)

A. The Company is primarily in the Business of manufacture and sale of cement and cement related products. The product shelf life being short, all sales are made at a point in time and revenue recognised upon satisfaction of the performance obligations which is typically upon dispatch/delivery. The Company has a credit evaluation policy based on which the credit limits for the trade receivables are established, the Company does not give significant credit period resulting in no significant financing component. The Company, however, has a policy for replacement of the damaged goods.

In compliance with Ind AS 115, certain sales promotion schemes are now treated as variable components of consideration and have been recognised as revenue deductions instead of other expenses. Consequently, all comparative period numbers have been restated, adhering to the full retrospective approach under Ind AS 115.

The Revenue and Other expenses for the year ended March 31, 2018 have both been reduced by ₹ 432.18 Crores due to the aforesaid regrouping and there is no impact on the Profit, financial position and Cashflow of the Company.

B. Revenue recognised from Contract liability (Advances from Customers):

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Closing Contract liability	**247.21**	300.35

The Contract liability outstanding at the beginning of the year has been recognised as revenue during the year ended March 31, 2019.

C. Reconciliation of revenue as per contract price and as recognised in statement of profit and loss:

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Revenue as per Contract price	**38,192.72**	32,387.94
Less: Discounts and incentives	**(3,087.96)**	(2,563.72)
Revenue as per statement of profit and loss	**35,104.76**	29,824.22

₹ in Crores

NOTE 56:

Information as per the requirement of Section 22 of The Micro, Small and Medium Enterprises Development Act, 2006

	Particulars	As at March 31, 2019	As at March 31, 2018
(a)	(i) The principal amount remaining unpaid to any supplier at the end of accounting year included in trade payables	**20.28**	9.73
	(ii) The interest due on above	-	0.01
	The total of (i) & (ii)	**20.28**	9.74
(b)	The amount of interest paid by the buyer in terms of section 16 of the Act	-	-
(c)	The amount of the payment made to the supplier beyond the appointed day during the accounting year	-	-
(d)	The amounts of interest accrued and remaining unpaid at the end of financial year		0.01
(e)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the due date during the year) but without adding the interest specified under this Act.	-	-
(f)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

The above information has been determined to the extent such parties have been identified on the basis of information available with the Company and the same has been relied upon by the auditors.

NOTE 57:

Ind AS 116 – on March 30, 2019, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) Amendment Rules, 2019, notifying Ind AS 116 "Leases", which replaces Ind AS 17 "Leases". The new standard introduces a single on-balance sheet lease accounting model for lessee. This will result in the company recognising right of use assets & lease liability in the books.

The Company is in the process of analyzing the impact of Ind AS 116 on its financials.

The amendment will come into force from April 01, 2019.

Others

Ministry of Corporate Affairs ("MCA") has notified following amendments to Ind AS on March 30, 2019 which is effective for the annual period beginning or or after April 01, 2019.

1. **Ind AS 12 - Appendix C, Uncertainty over Income Tax Adjustments**

   The amendment requires an entity to determine probability of the relevant tax authority accepting the uncertain tax treatment that the Company have used in tax computation or plan to use in their income tax filings.

2. **Amendment to Ind AS 12 – Income taxes**

   The amendment clarifies that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events

3. **Ind AS 19 - Plan amendment, curtailment or settlement**

   The amendments require an entity to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement and to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling.

   Based on preliminary assessment, the Company does not expect any significant impact on its financial statements on account of above amendments.

NOTE 58:

Effective July 01, 2017, sales are recorded net of GST whereas earlier sales were recorded gross of excise duty which formed part of expenses.

NOTE 59:

Other income for year ended March 31, 2018 includes reversal of earlier years provision of ₹ 103.79 Crores related to contribution towards District Mineral Fund (DMF) under the Mines and Mineral (Development and Regulation) Amendment Act, 2015, on the basis of Supreme Court Judgment dated October 13, 2017.

NOTE 60:

Previous year figures have been regrouped/reclassified wherever necessary to correspond with current year classification/disclosure.

Signatures to Note '1' to '60'

In terms of our report attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W-100022

VIJAY MATHUR
Partner
Membership No: 46476

For **Khimji Kunverji & Co.**
Chartered Accountants
Firm Registration No: 105146W

KETAN VIKAMSEY
Partner
Membership No: 44000

Mumbai: April 24, 2019

For and on behalf of the Board of Directors

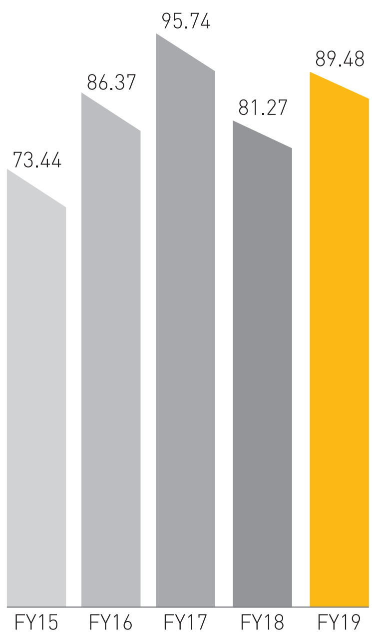
K.K. MAHESHWARI
Managing Director
DIN: 00017572

S.B. MATHUR
Director
DIN: 00013239

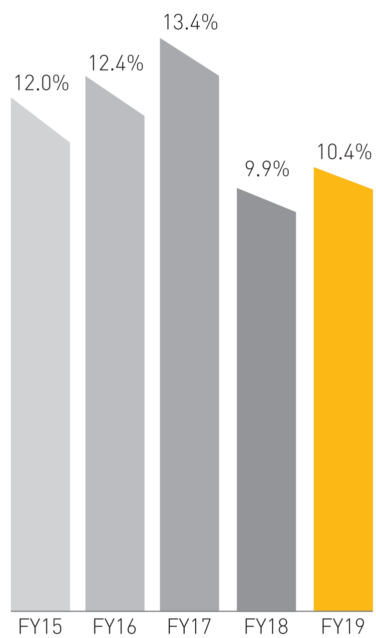
ATUL DAGA
Whole-time Director and CFO
DIN: 06416619

S.K. CHATTERJEE
Company Secretary

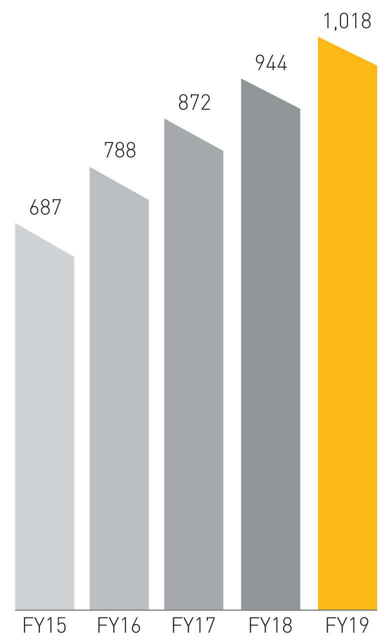
PERFORMANCE INDICATORS (STANDALONE)



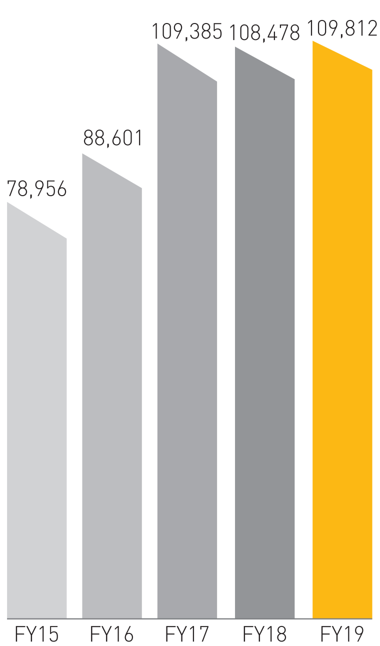
EPS (₹ per share)



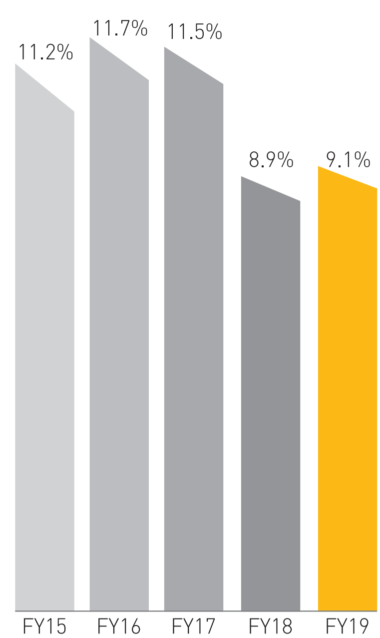
ROCE (%)



Book Value (₹ per share)



Market Capitalisation (₹ Crs)



ROE (%)

CONSOLIDATED FINANCIAL STATEMENTS

Independent Auditors' Report

To the Members of
UltraTech Cement Limited

Report on the Audit of consolidated Ind AS financial statements

Opinion

We have audited the consolidated Ind AS financial statements of Ultratech Cement Limited (hereinafter referred to as the 'Company') and its subsidiaries ('the Company and its subsidiaries together referred to as 'the Group'), its associates and its joint venture which comprise the consolidated balance sheet as at 31 March 2019, and the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and consolidated cash flow statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as 'the consolidated Ind AS financial statements').

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on standalone or consolidated financial statements, as applicable, of such subsidiaries, associates and joint venture as were audited by the other auditors, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013 ('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, its associates and its joint venture as at 31 March 2019, and of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the consolidated financial statements section of our report. We are independent of the Group and its associates and its joint venture in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter

We draw attention to Note 37 of the consolidated Ind AS financial statements, which describes the following matters:

a) In terms of Order dated 31 August 2016, the Competition Commission of India ('CCI') had imposed penalty of Rs.1,175.49 crore for alleged contravention of the provisions of the Competition Act, 2002 by the Company. The Company had filed an appeal against the CCI Order before the Competition Appellate Tribunal ('COMPAT'). Consequent to reconstitution of Tribunals by the Government, this matter was transferred to the National Company Law Appellate Tribunal ('NCLAT'). NCLAT completed its hearing on the matter and disallowed the appeal filed by the Company against the CCI Order. Aggrieved by the order of the NCLAT, the Company has filed an appeal before the Honorable Supreme Court of India, which has granted a stay against the NCLAT Order on the condition that the Company deposits 10% of the penalty amounting to Rs.117.55 crore which has been deposited. Based on legal opinion, the Company believes that it has a good case in this matter. Considering the uncertainty relating to the outcome of this matter, no provision has been considered in the books of account. Our opinion is not modified in respect of this matter.

b) In terms of Order dated 19 January 2017, the CCI had imposed penalty of Rs.68.30 crore pursuant to a reference filed by the Government of Haryana for alleged contravention of the provisions of the Competition Act, 2002 in

August, 2012 by the Company. The Company had filed an appeal before COMPAT and received the stay order dated 10 April 2017. Consequent to reconstitution of Tribunals by the Government, this matter was transferred to the NCLAT for which hearing is pending. Based on legal opinion, the Company believes that it has a good case in this matter. Considering the uncertainty relating to the outcome of this matter, no provision has been considered in the books of account. Our opinion is not modified in respect of this matter.

c) The Statutory Auditors of UltraTech Nathdwara Cement Limited ('UNCL'), a wholly owned subsidiary of the Company, without modifying their opinion on the audited consolidated financial statements as at and for the year ended 31 March 2019 have reported that UNCL had filed an appeal before the Competition Appellate Tribunal (COMPAT) against the Order of the Competition Commission of India (CCI) dated 31 August 2016. Consequent to reconstitution of Tribunals by the Government, this matter was transferred to the National Company Law Appellate Tribunal (NCLAT). NCLAT completed its hearing on the matter and disallowed the appeal filed by UNCL against the CCI order. Aggrieved by the order of NCLAT, UNCL has filed an appeal before the Honorable Supreme Court of India, which has granted a stay vide its order dated 18 January 2019 against the NCLAT order. Consequently, UNCL has deposited an amount of Rs.16.73 crore equivalent to 10% of the penalty amount. Based on the legal opinion taken by the Company, UNCL believes that it has a good case in this matter. Considering the uncertainty relating to the outcome of this matter, no provision has been considered in the books of account of UNCL. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters (KAM) are those matters that, in our professional judgment, were of most significance in our audit of the consolidated Ind AS financial statements of the current year. 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.

Description of Key Audit Matter:

Key Audit Matters		How the matter was addressed in our audit
Business combination - Acquisition of Ultratech Nathdwara Cement Limited (formerly Binani Cement Limited) ▪ The Company completed the acquisition of 100% of the shares of Binani Cement Limited (BIL) through the Insolvency process vide the NCLAT order dated November 14, 2018 and accounted for this acquisition as a business combination as per Ind AS 103 with effect from 20 November 2018 by recognizing identifiable assets (including intangible assets) and liabilities (including contingent liabilities) acquired at fair value (Refer note 41 to the consolidated Ind AS financial statements). ▪ The measurement of the identifiable assets and liabilities acquired at fair value is inherently judgmental. ▪ Fair value was determined by the Company with the assistance of an external valuation expert using various valuation models, which were applied according to the assets and liabilities being measured. ▪ Refer note 41 to the consolidated Ind AS financial statements for the details of the basis used and judgements and estimates involved in measuring the acquired assets and liabilities.		Our procedures included: ▪ Reading the documents pertaining to the acquisition to understand the key terms and conditions of the acquisition. ▪ Assessing the competence, capabilities and objectivity of the experts engaged by the Company and gaining an understanding of the work of the experts by reviewing the valuation reports. ▪ Reviewed and challenged the reasonableness of key assumptions, purchase price allocation adjustments and the identification and valuation of acquired intangible assets based on our knowledge of the Company and the industry. ▪ Assessing the adequacy of the Company's disclosures in respect of the acquisition in accordance with the accounting standards.

▪ Given the complexity and judgement involved in fair value measurements and magnitude of the acquisition made by the Company, this is a key audit matter.		
Revenue recognition – Discounts, incentives, rebates etc. ▪ Revenue is measured net of discounts, incentives, rebates etc. earned by customers on the Company's sales. ▪ Due to the Company's presence across different marketing regions within the country and the competitive business environment, the estimation of the various types of discounts, incentives and rebate schemes to be recognised based on sales made during the year is material and considered to be complex and judgmental. ▪ Therefore, there is a risk of revenue being misstated as a result of faulty estimations over discounts, incentives and rebates. ▪ Given the judgement required to estimate the amount of provisions, this is a key audit matter.		Our procedures included: ▪ Assessing the appropriateness of the Company's accounting policies relating to discounts, incentives, rebates, etc by comparing with applicable accounting standards. ▪ Assessing the design and testing the implementation and operating effectiveness of Company's internal controls over the approvals, calculation, provision and disbursement of discounts, incentives and rebates. ▪ Obtaining management's calculations for discounts, incentives and rebates accruals under applicable schemes on a sample basis and comparing the accruals made with the approved schemes. ▪ Obtaining and inspecting, on a sample basis, supporting documentation for discounts, incentives and rebates recorded and disbursed during the year as well as credit notes issued after the year end date to determine whether these were recorded appropriately. ▪ Comparing the historical trend of payments and reversal of discounts, incentives and rebates to provisions made to determine the appropriateness of current year-provisions. ▪ Examining manual journals posted to discounts, rebates and incentives to identify unusual or irregular items.
Regulations - Litigations and claims ▪ The Company operates in various States within India, exposing it to a variety of different Central and State/ Local laws, regulations and interpretations thereof. In this regulatory environment, there is an inherent risk of litigations and claims. ▪ Consequently, provisions and contingent liability disclosures may arise from direct and indirect tax proceedings, legal proceedings, including regulatory and other government/department proceedings, as well as investigations by authorities and commercial claims. ▪ At 31 March 2019, the Company's contingent liabilities as per the Standalone financial statements were Rs. 4,646.73 crore.		Our procedures included: ▪ Review the outstanding litigations against the Company for consistency with the previous years. Enquire and obtain explanations for movement during the year. ▪ Reading the latest correspondence between the Company and the various tax / legal authorities and review of correspondence with / legal opinions obtained by the management, from external legal advisors, where applicable, for significant matters. ▪ Discussing the status of significant litigation with the Company's in-house Legal Counsel and other senior management personnel and assessing their responses.

Independent Auditors' Report (Continued)

▪ Management applies significant judgement in estimating the likelihood of the future outcome in each case when considering whether, and how much, to provide or in determining the required disclosure for the potential exposure of each matter. This is due to the highly complex nature and magnitude of the legal matters involved along with the fact that resolution of tax and legal proceedings may span over multiple years, and may involve protracted negotiation or litigation. ▪ These estimates could change substantially over time as new facts emerge and each legal case progresses. ▪ Given the inherent complexity and magnitude of potential exposures across the Company and the judgement necessary to estimate the amount of provisions required or to determine required disclosures, this is a key audit matter.		▪ On sample basis, examine the Company's legal expenses and read the minutes of the board meetings, in order to ensure all cases have been identified. ▪ With respect to tax matters, involving our tax specialists, and discussing with the Company's tax officers, their views and strategies on significant cases, as well as the related technical grounds relating to their conclusions based on applicable tax laws. ▪ Assessing the decisions and rationale for provisions held or for decisions not to record provisions or make disclosures. ▪ For those matters where management concluded that no provisions should be recorded, considering the adequacy and completeness of the Company's disclosures.
Subsidiaries Classified as Held for Sale (KAM of Ultratech Nathdwara Cement Limited) UNCL is in the process of entering into a sale agreement which results into loss of control of subsidiaries located in China and UAE. The assets and liabilities of these subsidiaries are classified as 'held for sale'. The same is considered as key audit matter as it involves evaluation of conditions that is required to be satisfied for classification of assets held for sale, fair valuation of assets less cost of disposal and liabilities on such classification and consequential impairment, if any, and disclosure and presentation in the financial statements. (Refer note 59 to the consolidated Ind AS financial statements)		Auditors of UNCL have carried out the following procedures in respect of these matters: Obtained management note from UNCL management for evaluation of discontinued operations. For this purpose: ▪ Read minutes of meetings of Board of Directors of UNCL. ▪ Verified the Non-Disclosure Agreement entered in to by UNCL with the banker to identify prospective buyer. ▪ Read communications between bankers and prospective buyers. Verified that impairment loss that is recognised on initial recognition and on subsequent measurement when carrying amount exceeds its fair value less costs of disposal. For this purpose: ▪ Obtained and relied on the audited financial statements of these subsidiaries audited by another auditor. ▪ Obtained the valuation report of disposal group. For this purpose, we have involved our internal valuation experts to review the reasonableness of the valuer's assumptions. Verified the disclosure and presentation of financial statement in accordance with Ind AS- 105 'Non-current Assets held for sale and discontinued operations'

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' 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 the other information is materially inconsistent with the consolidated Ind AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed and based on the audit reports of other auditors, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the consolidated Ind AS financial statements

The Company's management and Board of Directors are responsible for the preparation and presentation of these consolidated Ind AS financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group including its associates and joint venture in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates and joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated Ind AS financial statements, the respective management and Board of Directors of the companies included in the Group, its associates and joint venture are responsible for assessing the ability of the Group and of its associates and joint venture 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/Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group, its associates and joint venture is responsible for overseeing the financial reporting process of each company.

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.

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 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 in preparation of consolidated Ind AS financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates and joint venture 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 as well as associates and joint venture 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 such entities or business activities within the Group and its associates and joint venture to express an opinion on the consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated Ind AS financial statements of which we are the independent auditors. For the other entities included in the consolidated Ind AS financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in para (a) and (b) of the section titled 'Other Matters' in this audit report.

We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors as noted in 'Other Matters' paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

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

Other Matters

(a) We did not audit the financial statements of twenty subsidiaries, whose financial statements reflect total assets of Rs.7,408.54 crore as at 31 March 2019, total revenues of Rs. 2,398.09 crore and net cash flows amounting to Rs.(4.32) crore for the year ended on that date, as considered in the consolidated Ind AS financial statements. The consolidated Ind AS financial statements also include the Group's share of net profit (and other comprehensive income) of Rs.0.53 crore for the year ended 31 March 2019, in respect of one joint venture and one associate, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management of the Company and our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint venture and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and joint venture is based solely on the audit reports of the other auditors.

(b) We did not audit the financial statements of twelve subsidiaries, whose financial statements reflect total assets of Rs.18.57 crore as at 31 March 2019, total revenues of Rs.Nil crore and net cash outflows amounting to Rs. (0.10) crore for the year ended on that date, as considered in the consolidated Ind AS financial statements. The consolidated Ind AS financial statements also include the Group's share of net profit of Rs. 0.01 crore for the year ended 31 March 2019, in respect of one associate whose financial statements have not been audited by us. These financial statements of the aforesaid subsidiaries and associates are unaudited and have been furnished to us by the Management of the Company and our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates, and our report in terms of sub-section (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries and associates is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management of the Company, these financial statements are not material to the Group.

Our opinion on the consolidated Ind AS financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

A. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on standalone or consolidated financial statements, as applicable, of such subsidiaries, associates and joint venture as were audited by other auditors, as noted in the 'Other Matters' paragraph, we report, to the extent applicable, that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements.

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

c) The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated cash flow statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.

d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors of the Company as on 31 March 2019 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of its subsidiary companies, associate companies and joint venture incorporated in India, none of the directors of the Group companies, its associate companies, and joint venture incorporated in India is disqualified as on 31 March 2019 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company, its subsidiary companies, associate companies and joint venture incorporated in India and the operating effectiveness of such controls, refer to our separate Report in 'Annexure A'.

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on standalone or consolidated financial statements, as applicable, of the subsidiaries, associates and joint venture, as noted in the 'Other Matters' paragraph:

   i. The consolidated Ind AS financial statements disclose the impact of pending litigations as at 31 March 2019 on the consolidated financial position of the Group, its associates and joint venture. Refer Note 37 to the consolidated Ind AS financial statements.

   ii. Provision has been made in the consolidated Ind AS financial statements, as required under the applicable law or Ind AS, for material foreseeable losses, on long-term contracts, if any, including derivative contracts. Refer Note 53 to the consolidated Ind AS financial statements in respect of such items as it relates to the Group, its associates and joint venture.

   iii. There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Company or its subsidiary companies, associate companies and joint venture incorporated in India during the year ended 31 March 2019.

   iv. The disclosures in the consolidated Ind AS financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in the consolidated Ind AS financial statements since they do not pertain to the financial year ended 31 March 2019.

C. With respect to the matter to be included in the Auditor's report under section 197(16) of the Act:

   In our opinion and according to the information and explanations given to us and based on the reports of the statutory auditors of such subsidiary companies, associate companies and joint venture incorporated in India which were not audited by us, the remuneration paid during the current year by the Company, its subsidiary companies, associate companies and joint venture to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Company, its subsidiary companies, associate companies and joint venture is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Vijay Mathur
Partner
Membership No: 046476

Mumbai
April 24, 2019

For **Khimji Kunverji & Co.**
Chartered Accountants
Firm's Registration No: 105146W

Ketan Vikamsey
Partner
Membership No: 044000

Mumbai
April 24, 2019

Annexure A to the Independent Auditors' report - 31 March 2019

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

Opinion

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended 31 March 2019, we have audited the internal financial controls with reference to consolidated Ind AS financial statements of Ultratech Cement Limited (hereinafter referred to as 'the Company') and such companies incorporated in India under the Companies Act, 2013 which are its subsidiary, its associate and its joint venture as of that date.

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of the other auditors as mentioned in the Other Matters paragraph, the Company and such companies incorporated in India which are its subsidiary, its associate and joint venture, have, in all material respects, adequate internal financial controls with reference to consolidated Ind AS financial statements and such internal financial controls were operating effectively as at 31 March 2019, based on the internal financial controls with reference to consolidated Ind AS financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the 'Guidance Note').

Management's Responsibility for Internal Financial Controls

The respective company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to consolidated Ind AS financial statements based on the criteria established by the respective company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as 'the Act').

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to consolidated Ind AS financial statements of the Company, its subsidiaries, its associate company and its Joint venture which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated Ind AS financial statements. 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 consolidated Ind AS financial statements were established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the relevant subsidiary, associate and joint venture in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system with reference to consolidated Ind AS financial statements.

Annexure A to the Independent Auditors' report - 31 March 2019 (Continued)

Meaning of Internal Financial controls with Reference to Consolidated Ind AS Financial Statements

A company's internal financial controls with reference to consolidated 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 consolidated 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Consolidated Ind AS Financial Statements

Because of the inherent limitations of internal financial controls with reference to consolidated 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 consolidated Ind AS financial statements to future periods are subject to the risk that the internal financial controls with reference to consolidated 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.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated Ind AS financial statements in so far as it relates to nine subsidiaries, one associate and one joint venture, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Vijay Mathur
Partner
Membership No: 046476

Mumbai
24 April 2019

For **Khimji Kunverji & Co.**
Chartered Accountants
Firm's Registration No: 105146W

Ketan Vikamsey
Partner
Membership No: 044000

Mumbai
24 April 2019

Consolidated Balance Sheet as at March 31, 2019

₹ in Crores

Particulars	Note No.	As at March 31, 2019			As at March 31, 2018
ASSETS					
Non-Current Assets					
Property, Plant and Equipment	2	38,604.14			35,637.59
Capital Work-in-Progress	2	1,118.29			1,510.30
Goodwill	2	2,847.10			1,036.30
Other Intangible Assets	2	4,684.60			3,041.41
Intangible Assets under development	2	3.80			0.91
			47,257.93		41,226.51
Investments Accounted using Equity Method	3		18.68		10.81
Financial Assets:					
Investments	4	1,386.16			1,486.97
Loans	5	1,123.32			127.00
Other Financial Assets	6	40.08	2,549.56		19.73
Income Tax Assets (Net)			127.57		140.33
Deferred Tax Assets (Net)	7		12.06		9.43
Other Non-Current Assets	8		2,814.70		2,668.43
Total Non-Current Assets				52,780.50	45,689.21
Current Assets					
Inventories	9		3,585.11		3,267.59
Financial Assets:					
Investments	10	1,516.49			3,949.12
Trade Receivables	11	2,531.43			2,220.63
Cash and Cash Equivalents	12	437.24			77.19
Bank Balances other than Cash and Cash Equivalents	13	269.93			141.88
Loans	5	183.71			111.02
Other Financial Assets	6	911.54	5,850.34		581.10
Current Tax Assets (Net)			37.50		33.16
Other Current Assets	14		1,188.71		1,036.22
Assets/Disposal Group held for sale	59		1,093.50		43.40
Total Current Assets				11,755.16	11,461.31
TOTAL ASSETS				64,535.66	57,150.52
EQUITY AND LIABILITIES					
EQUITY					
Equity Share Capital	15 (a)		274.64		274.61
Other Equity	15 (b)		28,113.66		26,106.55
Non-Controlling Interest			12.15		16.02
				28,400.45	26,397.18
Share Application Money Pending Allotment				0.65	-
LIABILITIES					
Non-Current Liabilities					
Financial Liabilities:					
Borrowings	16	19,551.16			15,863.47
Other Financial Liabilities	17	-	19,551.16		28.27
Provisions	18		166.10		156.89
Deferred Tax Liabilities (Net)	19		3,553.89		3,182.70
Other Non-Current Liabilities	20		6.35		6.57
Total Non-Current Liabilities				23,277.50	19,237.90
Current Liabilities					
Financial Liabilities:					
Borrowings	21	2,724.32			2,763.44
Trade Payables					
Total Outstanding Dues of Micro Enterprises and Small Enterprises	62	20.82			9.73
Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	22	2,824.73			2,375.14
Other Financial Liabilities	17	2,524.68	8,094.55		2,678.05
Other Current Liabilities	23		3,365.96		2,749.37
Provisions	18		451.06		496.04
Current Tax Liabilities (Net)			456.49		443.67
Liabilities included in Disposal Group held for sale	59		489.00		-
Total Current Liabilities				12,857.06	11,515.44
TOTAL EQUITY AND LIABILITIES				64,535.66	57,150.52
Significant Accounting Policies	1				
The accompanying notes form an integral part of the Consolidated Financial Statements.					

In terms of our report attached.

For and on behalf of the Board of Directors

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W-100022

For **Khimji Kunverji & Co.**
Chartered Accountants
Firm Registration No: 105146W

K.K. MAHESHWARI
Managing Director
DIN: 00017572

S.B. MATHUR
Director
DIN: 00013239

VIJAY MATHUR
Partner
Membership No: 46476

KETAN VIKAMSEY
Partner
Membership No: 44000

ATUL DAGA
Whole-time Director and CFO
DIN: 06416619

S.K. CHATTERJEE
Company Secretary

Mumbai: April 24, 2019

Consolidated Statement of Profit and Loss for the year ended March 31, 2019

₹ in Crores

Particulars	Note No.	Year ended March 31, 2019	Year ended March 31, 2018
Continuing Operations			
Revenue from Operations (Refer Note 61 and 65)	24	37,379.20	31,872.45
Other Income	25	438.07	588.57
TOTAL INCOME (I)		37,817.27	32,461.02
EXPENSES			
Cost of Materials Consumed	26	5,409.01	4,519.95
Purchases of Stock-in-Trade	27	1,238.54	880.03
Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	28	(120.45)	(111.20)
Employee Benefits Expense	29	2,058.79	1,810.24
Finance Costs	30	1,548.57	1,237.60
Depreciation and Amortisation Expense	31	2,139.80	1,847.93
Power and Fuel		8,427.90	6,334.07
Freight and Forwarding Expense	32	8,846.74	7,309.99
Excise duty (Refer Note 65)		-	893.83
Other Expenses	33	4,754.69	4,128.70
		34,303.59	28,851.14
Less: Captive Consumption of Cement		(24.15)	(38.32)
TOTAL EXPENSES (II)		34,279.44	28,812.82
Profit from Continuing Operations before Exceptional Items and Tax Expense (I) – (II)		3,537.83	3,648.20
Exceptional Items			
Stamp Duty on Acquisition of Assets (Refer Note 42)		-	(226.28)
Impairment of Assets		-	(74.86)
Impairment on loss of control in subsidiary (Refer Note 36)		-	(45.46)
Profit from Continuing Operations before Tax Expense and Share in Profit/(Loss) of Associate and Joint Venture		3,537.83	3,301.60
Share in Profit/(Loss) of Associate and Joint Venture (net of Tax expense)		0.54	(0.13)
Profit from Continuing Operations before Tax Expense		3,538.37	3,301.47
Tax Expense of continuing operations:			
Current Tax		738.85	718.53
Excess Tax Provision reversed related to prior years		(3.69)	(33.97)
Deferred Tax		371.62	392.45
Total Tax Expense		1,106.78	1,077.01
Profit for the Year from continuing operations (III)		2,431.59	2,224.46
Profit/(Loss) attributable to Non-Controlling Interest		(3.13)	2.29
Profit attributable to Owners of the Parent		2,434.72	2,222.17
Discontinued Operations			
Profit before tax from discontinued operations		54.94	-
Tax expense of discontinued operations		15.31	-
Less: Impairment of disposal group classified as held for sale		(39.63)	-
Profit after tax from discontinued operations (IV)		-	-
Profit for the year (V = III + IV)		2,431.59	2,224.46
Profit/(Loss) attributable to Non-Controlling Interest		(3.13)	2.29
Profit attributable to Owners of the Parent		2,434.72	2,222.17
Other Comprehensive Income/(Loss)			
A. (i) Items that will not be reclassified to Profit or Loss – Re-measurement Gain/(Loss) on Defined Benefit Plan		(13.90)	37.95
(ii) Income Tax Relating to Items that will not be reclassified to Profit or Loss		5.03	(8.45)
B. (i) Items that will be reclassified to Profit or Loss – Cash flow Hedge and Foreign Currency Translation Reserve (FCTR)		(7.01)	12.61
(ii) Income Tax Relating to Items that will be reclassified to Profit or Loss		3.85	3.57
Other Comprehensive Income/(Loss) for the Year (VI)		(12.03)	45.68
Other Comprehensive Income attributable to Non-Controlling Interest		(0.74)	-
Other Comprehensive Income/(Loss) attributable to Owners of the Parent		(11.29)	45.68
Total Comprehensive Income for the Year (V + VI)		2,419.56	2,270.14
Total Comprehensive income attributable to Non-Controlling Interest		(3.87)	2.29
Total Comprehensive income attributable to Owners of the Parent		2,423.43	2,267.85
Earnings Per Equity Share (Face Value ₹ 10 each) – Continuing Operations	47		
Basic (in ₹)		88.72	80.94
Diluted (in ₹)		88.69	80.92
Earnings Per Equity Share (Face Value ₹ 10 each) – Discontinued Operations			
Basic (in ₹)		-	-
Diluted (in ₹)		-	-
Earnings Per Equity Share (Face Value ₹ 10 each) – Continuing & Discontinued Operations	47		
Basic (in ₹)		88.72	80.94
Diluted (in ₹)		88.69	80.92
Significant Accounting Policies	1		
The accompanying notes form an integral part of the Consolidated Financial Statements.			

In terms of our report attached.

For and on behalf of the Board of Directors

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W-100022

VIJAY MATHUR
Partner
Membership No: 46476

For **Khimji Kunverji & Co.**
Chartered Accountants
Firm Registration No: 105146W

KETAN VIKAMSEY
Partner
Membership No: 44000

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S.B. MATHUR
Director
DIN: 00013239

ATUL DAGA
Whole-time Director and CFO
DIN: 06416619

S.K. CHATTERJEE
Company Secretary

Mumbai: April 24, 2019

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

₹ in Crores

A. Equity Share Capital

For the year ended March 31, 2019

Balance as at April 01, 2018	Changes in Equity Share Capital during the year	Balance as at March 31, 2019
274.61	0.03	274.64

For the year ended March 31, 2018

Balance as at April 01, 2017	Changes in Equity Share Capital during the year	Balance as at March 31, 2018
274.51	0.10	274.61

B. Other Equity

For the year ended March 31, 2019

Particulars	Attributable to Owners of the Company										Attributable to Non-Controlling Interest	Total Other Equity
	Reserves & Surplus							Cash Flow Hedge Reserve	Exchange differences on translating the financial statements of foreign operations	Total Other Equity Attributable to Owners of the Company		
	Capital Reserve	Securities Premium	Debenture Redemption Reserve	General Reserve	Share Option Outstanding Reserve #	Treasury Shares @@	Retained Earnings					
Balance as at April 01, 2018	170.72	69.67	324.17	20,024.73	17.29	-	5,338.86	78.74	82.37	26,106.55	16.02	26,122.57
Profit for the year	-	-	-	-	-	-	2,434.72	-	-	2,434.72	(3.13)	2,431.59
Other Comprehensive Income/(Loss) for the year												
Re-measurement gain/(loss) on defined benefit plan	-	-	-	-	-	-	(8.87) *	-	-	(8.87)	-	(8.87)
Effective portion of gains/(loss) on hedging instruments and FCTR	-	-	-	-	-	-	-	(46.53) @	44.11	(2.42)	(0.74)	(3.16)
Transaction cost on cancellation of shares in UNCL	-	-	-	-	-	-	(1.50)	-	-	(1.50)	-	(1.50)
Total Comprehensive Income/(Loss) for the year	-	-	-	-	-	-	2,424.35	(46.53)	44.11	2,421.93	(3.87)	2,418.06
Purchase of Treasury Shares	-	-	-	-	-	(81.21)	-	-	-	(81.21)	-	(81.21)
Contribution by and Distribution to Owners												
Dividends (includes Dividend Distribution Tax)	-	-	-	-	-	-	(347.63) ##	-	-	(347.63)	-	(347.63)
Transfer to Retained Earnings	-	-	(100.00)	-	-	-	100.00	-	-	-	-	-
Transfer from Retained Earnings	-	-	142.08	1,800.00	-	-	(1,942.08)	-	-	-	-	-
Employees Stock Options Exercised	-	8.30	-	-	(3.77)	-	-	-	-	4.53	-	4.53
Employees Stock Options Granted	-	-	-	-	9.48	-	-	-	-	9.48	-	9.48
Total Contribution by and Distribution to Owners	-	8.30	42.08	1,800.00	5.71	-	(2,189.71)	-	-	(333.62)	-	(333.62)
Balance as at March 31, 2019	170.72	77.97	366.25	21,824.73	23.00	(81.21)	5,573.50	32.21	126.48	28,113.66	12.15	28,125.81

Net of Deferred Employees Compensation Expenses ₹ 38.02 Crores.

@@ The Company has formed an Employee Welfare Trust for purchasing Company's share to be allotted to eligible employees under Employees Stock Option Scheme, 2018 (ESOS 2018). As per Ind AS 32 - Financial Instruments: Presentation, reacquired equity shares of the Company are called Treasury shares and deducted from equity.

* Net of Tax amounting to ₹ 5.03 Crores.

@ Net of Deferred Tax amounting to ₹ 3.85 Crores.

Dividend of ₹ 10.50/- per share and including Dividend Distribution Tax of ₹ 59.27 Crores.

Consolidated Statement of Changes in Equity for the year ended March 31, 2019 (Continued)

₹ in Crores

For the year ended March 31, 2018

Particulars	Attributable to Owners of the Company										Attributable to Non-Controlling Interest	Total Other Equity
	Reserves & Surplus							Cash Flow Hedge Reserve	Exchange differences on translating the financial statements of foreign operations	Total Other Equity Attributable to Owners of the Company		
	Capital Reserve	Securities Premium	Debenture Redemption Reserve	General Reserve	Share Option Outstanding Reserve #	Treasury Shares	Retained Earnings					
Balance as at April 01, 2017	142.46	42.55	241.25	18,424.73	20.94	-	5,100.52	65.12	79.81	24,117.38	9.71	24,127.09
Profit for the year	-	-	-	-	-	-	2,222.17	-	-	2,222.17	2.29	2,224.46
Other Comprehensive Income/(Loss) for the year												
Re-measurement gain/(loss) on defined benefit plan	-	-	-	-	-	-	29.50 *	-	-	29.50	-	29.50
Effective portion of gains/(loss) on hedging instruments and FCTR	-	-	-	-	-	-	-	13.62 @	2.56	16.18	-	16.18
Total Comprehensive Income/(Loss) for the year	-	-	-	-	-	-	2,251.67	13.62	2.56	2,267.85	2.29	2,270.14
On Account of Business Combination (Refer note 42)	28.26 **	-	-	-	-	-	-	-	-	-	-	28.26
Contribution by and Distribution to Owners												
Dividends (includes Dividend Distribution Tax)	-	-	-	-	-	-	(330.41) ##	-	-	(330.41)	(3.36)	(333.77)
Transfer to Retained Earnings	-	-	(62.50)	-	-	-	62.50	-	-	-	-	-
Transfer from Retained Earnings	-	-	145.42	1,600.00	-	-	(1,745.42)	-	-	-	-	-
Employees Stock Options Exercised	-	27.12	-	-	(11.50)	-	-	-	-	15.62	-	15.62
Employees Stock Options Granted	-	-	-	-	7.85	-	-	-	-	7.85	-	7.85
Total Contribution by and distribution to owners	-	27.12	82.92	1,600.00	(3.65)	-	(2,013.33)	-	-	(306.94)	(3.36)	(310.30)
Loss of Control in Subsidiary	-	-	-	-	-	-	-	-	-	-	7.38	7.38
Balance as at March 31, 2018	170.72	69.67	324.17	20,024.73	17.29	-	5,338.86	78.74	82.37	26,106.55	16.02	26,122.57

Net of Deferred Employees Compensation Expenses ₹ 7.05 Crores.

* Net of Tax amounting to ₹ 8.45 Crores.

@ Net of Deferred Tax amounting to ₹ (3.57) Crores.

** Net of Deferred Tax amounting to ₹ 11.53 Crores.

Dividend of ₹ 10/- per share and including Dividend Distribution Tax of ₹ 55.89 Crores.

Significant Accounting Policies Note 1

The accompanying notes form an integral part of the Consolidated Financial Statements.

In terms of our report attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W-100022

VIJAY MATHUR
Partner
Membership No: 46476

For **Khimji Kunverji & Co.**
Chartered Accountants
Firm Registration No: 105146W

KETAN VIKAMSEY
Partner
Membership No: 44000

Mumbai: April 24, 2019

For and on behalf of the Board of Directors

K.K. MAHESHWARI
Managing Director
DIN: 00017572

S.B. MATHUR
Director
DIN: 00013239

ATUL DAGA
Whole-time Director and CFO
DIN: 06416619

S.K. CHATTERJEE
Company Secretary

Consolidated Cash Flow Statement for the year ended March 31, 2019

₹ in Crores

Particulars		As at March 31, 2019	As at March 31, 2018
A.	**Cash Flow from Operating Activities:**		
	Profit Before tax	**3,538.37**	3,301.47
	Adjustments for:		
	Depreciation and Amortisation	**2,139.80**	1,847.93
	Gain on Fair Valuation of Investments	**(120.36)**	(263.57)
	Gain on Fair Valuation of VAT Deferment Loan	**(45.49)**	(3.86)
	Gain on Fair Value movement in Derivative Instruments	**(30.07)**	(3.07)
	Unrealised Exchange Loss	**32.19**	-
	Share in (Profit)/Loss on equity accounted investment	**(0.54)**	0.13
	Impairment on deconsolidation of subsidiary	**-**	45.46
	Impairment in Assets	**-**	74.86
	Compensation Expenses under Employees Stock Options Scheme	**9.60**	7.85
	Allowances for credit losses on Advances/debts (net)	**12.10**	22.93
	Bad Debts Written-off	**0.66**	0.06
	Excess Provision written back (net)	**(50.91)**	(136.88)
	Provision for Mines Restoration - (Release)/Charge	**(6.69)**	30.53
	Interest and Dividend Income	**(94.48)**	(66.11)
	Finance Costs	**1,548.57**	1,237.60
	(Profit)/Loss on Sale/Retirement of Property, Plant and Equipment (net)	**(3.33)**	5.44
	Profit on Sale of Current and Non-Current Investments (net)	**(122.08)**	(114.81)
	Operating Profit before Working Capital Changes	**6,807.34**	5,985.96
	Movements in working capital:		
	Increase in Trade payables and other Liabilities	**1,053.66**	346.15
	Increase/(Decrease) in Provisions	**(63.39)**	164.50
	(Increase) in Trade receivables	**(313.39)**	(454.00)
	(Increase) in Inventories	**(241.61)**	(622.62)
	(Increase) in Financial and Other Assets	**(1,372.70)**	(689.38)
	Cash generated from Operations	**5,869.92**	4,730.61
	Taxes paid (net of refund)	**(710.05)**	(842.89)
	Net Cash generated from Operating Activities (A)	**5,159.87**	3,887.72
B.	**Cash Flow from Investing Activities:**		
	Purchase of Property, Plant and Equipment	**(1,660.67)**	(2,096.50)
	Sale of Property, Plant and Equipment	**156.76**	219.90
	Expenditure for Cost of transfer of Assets	**(52.32)**	(6.16)
	Sale of Liquid Investment (net)	**122.08**	13.80
	Purchase of Investments	**(1,700.00)**	(3,960.23)
	Sale of Investments	**4,356.35**	5,574.22
	Investment in Non-Current Bank deposits	**(1.36)**	(2.33)
	Investment in Joint Venture and Associates	**(7.95)**	(0.83)
	Investment in Preference Shares	**(20.00)**	-
	Redemption of Preference Shares	**20.00**	-
	Redemption/(Investment) in Other Bank deposits	**(108.74)**	2,052.75
	Interest Received	**102.10**	66.95
	Net Cash generated from Investing Activities (B)	**1,206.25**	1,861.57

Consolidated Cash Flow Statement for the year ended March 31, 2019 (Continued)

₹ in Crores

	Particulars	As at March 31, 2019	As at March 31, 2018
C.	**Cash Flow from Financing Activities:**		
	Proceeds from Issue of Share Capital on exercise of ESOS	**5.21**	15.72
	Transaction Cost on cancellation of equity shares of Subsidiary	**(1.50)**	-
	Purchase of Treasury Shares	**(81.21)**	-
	Repayment of Non-Current Borrowings	**(13,869.21)**	(6,354.71)
	Proceeds from Non-Current Borrowings	**9,801.03**	15,775.12
	Repayment of Short-Term Borrowings (net)	**(69.53)**	(2,940.74)
	Repayment of Borrowings transferred from JAL and JCCL, pursuant to Scheme of Arragement	**-**	(10,686.55)
	Interest Paid	**(1,483.66)**	(1,209.85)
	Dividend Paid Including Dividend Distribution Tax	**(346.16)**	(334.04)
	Net Cash used in Financing Activities (C)	**(6,045.03)**	(5,735.05)
	Net Increase in Cash and Cash Equivalents (A + B + C)	**321.09**	14.24
	Cash and Cash Equivalents at the Beginning of the Year	**77.19**	58.80
	Cash and Cash Equivalents transferred from UNCL	**38.52**	-
	Effect of Exchange rate fluctuation on Cash and Cash Equivalents	**0.45**	4.15
	Cash and Cash Equivalents at the end of the Year (Refer Note 12)	**437.24**	77.19

Notes:

1. Cash flow statement has been prepared under the indirect method as set out in Ind AS - 7 specified under Section 133 of the Act.
2. Purchase of Property, Plant and Equipment includes movements of capital work-in-progress (including capital advances) during the year.
3. The Scheme of arrangement between JAL, JCCL and the Company does not involve any cash outflow and the consideration has been discharged through issue of debentures and preference shares. (Refer Note 42)
4. Repayment of Borrowings includes amount paid to financial creditors as per the resolution plan. (Refer Note 41)
5. Changes in liabilities arising from financing activities

Particulars	As at March 31, 2018	Cashflows	Non-Cash changes		As at March 31, 2019
			On account of foreign exchanges rates	Others on account of acquisition (Refer note 41)	
Non-Current Borrowing (including current maturities of Non-Current Borrowing)	16,716.78	(4,068.18)	124.29	7,321.14	**20,094.03**
Current Borrowing	2,763.44	(69.53)	(4.72)	35.13	**2,724.32**
	19,480.22	(4,137.71)	119.57	7,356.27	**22,818.35**

Significant Accounting Policies **Note 1**

The accompanying notes form an integral part of the Consolidated Financial Statements

In terms of our report attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No: 101248W/W-100022

VIJAY MATHUR
Partner
Membership No: 46476

For **Khimji Kunverji & Co.**
Chartered Accountants
Firm Registration No: 105146W

KETAN VIKAMSEY
Partner
Membership No: 44000

Mumbai: April 24, 2019

For and on behalf of the Board of Directors

K.K. MAHESHWARI
Managing Director
DIN: 00017572

S.B. MATHUR
Director
DIN: 00013239

ATUL DAGA
Whole-time Director and CFO
DIN: 06416619

S.K. CHATTERJEE
Company Secretary

Notes to Consolidated Financial Statements

Note 1(A) Company Overview and Significant Accounting Policies:

Company Overview

UltraTech Cement Limited ("the Holding Company") is a Public Limited Company incorporated in India having its registered office at Mumbai, Maharashtra, India. The Holding Company and its subsidiaries are engaged in the manufacture and sale of Cement and Cement related products. The Holding Company, its subsidiaries, associates and joint venture together referred to as "the Company" or "the Group".

Significant Accounting Policies

(a) Statement of Compliance:

These consolidated financial statements (hereinafter referred to as "financial statements") are prepared in accordance with the Indian Accounting Standards ("Ind AS") as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013 ("the Act") and amendments thereto, other relevant provisions of the Act and guidelines issued by the Securities and Exchange Board of India ("SEBI"), as applicable.

The financial statements were authorised for issue by the Board of Directors of the Company at their meeting held on April 24, 2019.

(b) Basis of Preparation and Presentation:

Basis of Preparation

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities:

(i) Derivative Financial Instruments measured at fair value

(ii) Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)

(iii) Assets held for disposal – measured at the lower of its carrying amount and fair value less costs to sell

(iv) Employee's Defined Benefit Plan as per actuarial valuation.

(v) Assets and liabilities acquired under Business Combination measured at fair value; and

(vi) Employee share based payments measured at fair value.

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 under current market conditions, regardless of whether that price is directly observable or estimated using another valuation technique. In determining the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

Functional and Presentation Currency

(i) The financial statements are presented in Indian Rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates.

(ii) Figures less than ₹ 50,000 have been shown at actual, wherever statutorily required to be disclosed, all other figures have been rounded off to the nearest ₹ in lakhs, unless otherwise stated.

Classification of Assets and Liabilities into Current/Non-Current

The Company has ascertained its operating cycle as twelve months for the purpose of Current / Non-Current classification of its Assets and Liabilities.

For the purpose of Balance Sheet, an asset is classified as current if:

(i) It is expected to be realised, or is intended to be sold or consumed, in the normal operating cycle; or

(ii) It is held primarily for the purpose of trading; or

(iii) It is expected to realise the asset within twelve months after the reporting period; or

(iv) The asset is a cash or cash equivalent unless it is 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.

Similarly, a liability is classified as current if:

(i) It is expected to be settled in the normal operating cycle; or

(ii) It is held primarily for the purpose of trading; or

(iii) It is due to be settled within twelve months after the reporting period; or

(iv) The Company does not have an unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could result in its settlement by the issue of equity instruments at the option of the counterparty does not affect this classification.

All other liabilities are classified as non-current.

(c) Property, Plant and Equipment (PPE):

The initial cost of PPE comprises its purchase price, including import duties and non-refundable purchase taxes, and any directly attributable costs of bringing an asset to working condition and location for its intended use, including relevant borrowing costs and any expected costs of decommissioning.

Subsequent costs are included in the assets's carrying amount or recognized 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. All other repairs and maintenance cost are charged to the Statement of Profit and Loss during the period in which they were incurred.

If significant parts of an item of PPE have different useful lives, then they are accounted for as separate items (major components) of PPE.

Material items such as spare parts, stand-by equipment and service equipment are classified as PPE when they meet the definition of PPE as specified in Ind AS 16 – Property, Plant and Equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in the Statement of Profit and Loss.

(d) Expenditure during construction period:

Expenditure/ Income during construction period (including financing cost related to borrowed funds for construction or acquisition of qualifying PPE) is included under Capital Work-in-Progress and the same is allocated to the respective PPE on the completion of their construction. Advances given towards acquisition or construction of PPE outstanding at each reporting date are disclosed as Capital Advances under "Other non-current Assets".

(e) Depreciation:

Depreciation is the systematic allocation of the depreciable amount of PPE over its useful life and is provided on a straight-line basis over the useful lives as prescribed in Schedule II to the Act or as per technical assessment. Freehold Land with indefinite life is not depreciated.

Depreciable amount for PPE is the cost of PPE less its estimated residual value. The useful life of PPE is the period over which PPE is expected to be available for use by the Company, or the number of production or similar units expected to be obtained from the asset by the Company.

In case of certain classes of PPE, the Company uses different useful lives than those prescribed in Schedule II to the Act. The useful lives have been assessed based on technical advice, taking into account the nature of the PPE and the estimated usage of the asset on the basis of management's best estimation of obtaining economic benefits from those classes of assets.

Such classes of assets and their estimated useful lives are as under:

No	Nature	Estimated Useful life
1	Buildings	3-60 Years
2	Leasehold land	Over the lease agreement
3	Plant & machinery	8-30 Years
4	Office Equipment	4-7 Years
5	Furniture and Fixtures	7-12 Years
6	Mobile Phones	3 Years
7	Company Vehicles (other than those provided to the employees)	5-12 Years
8	Motor Cars given to the employees as per the Company's Scheme	4-5 Years
9	Servers and Networks	3 Years
10	Stores and Spares in the nature of PPE	10-30 Years
11	Assets individually costing less than or equal to ₹ 10,000	Fully Depreciated in the year of purchase

Depreciation on additions is provided on a pro-rata basis from the month of installation or acquisition and in case of Projects from the date of commencement of commercial production. Depreciation on deductions/disposals is provided on a pro-rata basis up to the month preceding the month of deduction/disposal.

(f) Intangible Assets and Amortisation:

- **Internally generated Intangible Assets:**

  Expenditure pertaining to research is expensed out as and when incurred. Expenditure incurred on development is capitalised if such expenditure leads to creation of an asset, otherwise such expenditure is charged to the Statement of Profit and Loss.

- **Intangible Assets acquired separately:**

  Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment, if any. The Company determines the amortisation period as the period over which the future economic benefits will flow to the Company after taking into account all relevant facts and circumstances. The estimated useful life and amortisation method are reviewed periodically, with the effect of any changes in estimate being accounted for on a prospective basis.

- **Class of intangible assets and their estimated useful lives / basis of amortisation are as under:**

No	Nature	Estimated Useful life / Basis of amortisation
1	Jetty Rights	Over the period of the relevant agreement such that the cumulative amortisation is not less than the cumulative rebate availed by the Company.
2	Mining Rights	Over the period of the respective mining agreement
3	Mining Reserve	On the basis of mineral material extraction (proportion of mineral material extracted per annum to total mining reserve)
4	Software	3 Years

(g) Non-current assets (or disposal groups) classified as held for sale:

To classify any asset or disposal groups (comprising assets and liabilities) as "Asset / Disposal groups held for sale" they must be available for immediate sale and its sale must be highly probable. Such assets or group of assets / liabilities are presented separately in the Balance Sheet, in the line "Assets / Disposal groups held for sale" and "Liabilities included in disposal group held for sale" respectively. Once classified as held for sale, intangible assets and PPE are no longer amortised or depreciated.

Such assets or disposal groups held for sale are stated at the lower of carrying amount and fair value less costs to sell.

(h) Impairment of Non-Financial Assets:

At the end of each reporting period, the Company reviews the carrying amounts of non-financial assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in Statement of Profit and Loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit and Loss.

(i) Inventories:

Inventories are valued as follows:

- **Raw materials, fuel, stores & spare parts and packing materials:**

  Valued at lower of cost and net realisable value (NRV). However, these items are considered to be realisable at cost, if the finished products, in which they will be used, are expected to be sold at or above cost. Cost is determined on weighted average basis which includes expenditure incurred for acquiring inventories like purchase price, import duties, taxes (net of tax credit) and other costs incurred in bringing the inventories to their present location and condition.

- **Work-in- progress (WIP), finished goods, stock-in-trade and trial run inventories:**

  Valued at lower of cost and NRV. Cost of Finished goods and WIP includes cost of raw materials, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost of inventories is computed on weighted average basis.

- **Waste / Scrap:**

  Waste / Scrap inventory is valued at NRV.

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

(j) Employee Share based payments:

Equity-settled share-based payments to employees are measured at the fair value of the employee stock options at the grant date.

The fair value determined at the grant date of the equity-settled share-based payments is amortised over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity.

At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in the Statement of Profit and Loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

For Stock Appreciation Rights ("SARs") which are cash-settled share-based payments, the fair value of liability is recognised for the services acquired over the period that the employees unconditionally become entitled to the payment. At the end of each reporting period until the liability is settled, and at the date of settlement, the liability is re-measured based on fair value of the SAR's and any changes in fair value of the liability are recognised in the Statement of Profit and Loss.

(k) Borrowing Costs:

General and specific borrowing costs that are attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of such asset till such time the asset is ready for its intended use and borrowing costs are being incurred. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are recognised as an expense in the period in which they are incurred.

Borrowing cost includes interest expense, amortization of discounts, hedge related cost incurred in connection with foreign currency borrowings, ancillary costs incurred in connection with borrowing of funds and exchange difference arising from foreign currency borrowings to the extent they are regarded as an adjustment to the Interest cost.

(l) Government Grants:

Government grants, related to assets, are recognised in the Statement of Profit and Loss on a systematic basis over the periods in which the Company recognises the related costs for which the grants are intended to compensate.

Government grants related to income under State Investment Promotion Scheme linked with VAT / GST payment, are recognised in the Statement of Profit and Loss in the period in which they become receivable.

Government grants are not recognised until there is reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received.

The benefit of a government loan at a below-market rate of interest is treated as a government grant, measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates and is being recognised in the Statement of Profit and Loss.

(m) Provisions, Contingent Liabilities and Contingent Assets:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre-tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.

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, is disclosed as a contingent liability. Contingent liabilities are also 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.

Claims against the Company where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities.

Contingent assets are not recognised or disclosed in financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised.

(n) Mines Restoration Provision:

An obligation for restoration, rehabilitation and environmental costs arises when environmental disturbance is caused by the development or ongoing extraction from mines. Costs arising from restoration at closure of the mines and other site preparation work are provided for based on their discounted net present value, with a corresponding amount being capitalised at the start of each project. The amount provided for is recognised, as soon as the obligation to incur such costs arises. These costs are charged to the Statement of Profit and Loss over the life of the operation through the depreciation of the asset and the unwinding of the discount on the provision. The cost are reviewed periodically and are adjusted to reflect known developments which may have an impact on the cost or life of operations. The cost of the related asset is adjusted for changes in the provision due to factors such as updated cost estimates, new disturbance and revisions to discount rates. The adjusted cost of the asset is depreciated prospectively over the lives of the assets to which they relate. The unwinding of the discount is shown as a finance cost in the Statement of Profit and Loss.

(o) Revenue Recognition:

(i) Revenue from Contracts with Customers

- Revenue is recognized on the basis of approved contracts regarding the transfer of goods or services to a customer for an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.
- Revenue is measured at the fair value of consideration received or receivable taking into account the amount of discounts, incentives, volume rebates, outgoing taxes on sales. Any amounts receivable from the customer are recognised as revenue after the control over the goods sold are transferred to the customer which is generally on dispatch/delivery of goods.
- Variable consideration - This includes incentives, volume rebates, discounts etc. It is estimated at contract inception considering the terms of various schemes with customers and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised

will not occur when the associated uncertainty with the variable consideration is subsequently resolved. It is reassessed at end of each reporting period.

- Significant financing component - Generally, the Company receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Company does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less.

(ii) Dividend income is accounted for when the right to receive the income is established.

(iii) Interest income is recognised using the Effective Interest Method.

(p) Lease :

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as Operating Leases.

Operating Lease: Lease rentals are charged or recognised in the Statement of Profit and Loss on a straight-line basis over the lease term, except where the payment are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increase.

Finance Lease: Assets held under finance leases are recognised as assets of the Company at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the Balance Sheet as a finance lease obligation. Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged to the Statement of Profit and Loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Company's policy on borrowing costs.

(q) Employee benefits:

Gratuity

The gratuity, a defined benefit plan, payable to the employees is based on the Employees' service and last drawn salary at the time of the leaving of the services of the Company and is in accordance with the Rules of the Company for payment of Gratuity. Liability with regards to gratuity plan is determined using the projected unit credit method, with actuarial valuations being carried out by a qualified independent actuary at the end of each annual reporting period. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in Other Comprehensive Income (OCI) in the period in which they occur. Re-measurement recognised in OCI is reflected immediately in retained earnings and will not be reclassified to Statement of Profit and Loss. Past service cost is recognised in the Statement of Profit and Loss in the period of a plan amendment. Interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset and is recognised in the Statement of Profit and Loss. Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- re-measurement

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

The defined benefit obligation recognised in the Balance Sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

Superannuation

Certain employees of the Company are eligible for participation in defined contribution plans such as superannuation and national pension fund. Contributions towards these funds are recognized as an expense periodically based on the contribution by the Company, since Company has no further obligation beyond its periodic contribution.

Provident Fund

The eligible employees of the Company are entitled to receive benefits in respect of provident fund, which is a defined benefit plan, for which both the employees and the Company make monthly contributions at a specified percentage of the covered employees' salary. The contributions as specified under the law are made to the approved provident fund which is set up by the Company. The Company is liable for annual contributions and any shortfall in the fund assets based on the government specified minimum rates of return and recognises such contributions and shortfall, if any, as an expense in the year incurred.

Other employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured using the projected unit credit method by a qualified independent actuary at the end of each annual reporting period, at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date. Re-measurement gains / losses are recognised in the Statement of Profit and Loss in the period in which they arise.

(r) Income Taxes:

Income Tax expenses comprise current tax and deferred tax charge or credit.

Current Tax is measured on the basis of estimated taxable income for the current accounting period in accordance with the applicable tax rates and the provisions of the Income-tax Act, 1961 and other applicable tax laws.

Deferred tax is recognised, on all temporary differences at the reporting date between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax assets and liabilities are measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted at the reporting date. Tax relating to items recognised directly in equity or OCI is recognised in equity or OCI and not in the Statement of Profit and Loss. MAT Credits are in the form of unused tax credits that are carried forward by the Company for a specified period of time, hence it is grouped with Deferred Tax Asset. MAT is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities; and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are recognised / reduced to the extent that it is probable / no longer probable respectively that the related tax benefit will be realised.

(s) Earnings Per Share:

Basic Earnings Per Share ("EPS") is computed by dividing the net profit / (loss) after tax for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for treasury shares.

For the purpose of calculating diluted earnings per share, net profit / (loss) after tax for the year attributable to the equity shareholders is divided by the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares and is adjusted for the treasury shares held by the Company to satisfy the exercise of the share options by the employees.

(t) Foreign Currency transactions:

Transactions in currencies other than the Company's functional currency (i.e. foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of initial transactions.

Exchange differences on monetary items are recognised in the Statement of Profit and Loss in the period in which they arise except for:

- exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings;
- exchange differences relating to qualifying effective cash flow hedges and qualifying net investment hedges in foreign operations which are recognised in OCI.

(u) Foreign operations:

The assets and liabilities of foreign operations including goodwill and fair value adjustments arising on acquisition are translated into INR, the functional currency of the Company, at the exchange rates at the reporting date. The income and expenses of foreign operations are translated into INR at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction. Exchange differences are recognized in OCI and accumulated in equity (as exchange differences on translating the financial statements of a foreign operation), except to the extent that the exchange differences are allocated to NCI.

When a foreign operation is disposed of in its entirety or partially such that control, significant influence or joint control is lost, the cumulative amount of exchange differences related to that foreign operation recognized in OCI is reclassified to Statement of Profit and Loss as part of the gain or loss on disposal. If the Group disposes of part of its interest in a subsidiary but retains control, then the relevant proportion of the cumulative amount is re-allocated to NCI. When the Group disposes of only a part of its interest in an associate or a joint venture while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to Statement of Profit and Loss.

(v) **Financial Instruments:**

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

Initial Recognition:

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss and ancillary costs related to borrowings) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are charged to the Statement of Profit and Loss over the tenure of the financial assets or financial liabilities.

Classification and Subsequent Measurement: Financial Assets

The Company classifies financial assets as subsequently measured at amortised cost, Fair Value through Other Comprehensive Income ("FVOCI") or Fair Value through Profit or Loss ("FVTPL") on the basis of following:

- the entity's business model for managing the financial assets and
- the contractual cash flow characteristics of the financial asset.

Amortised Cost:

A financial asset shall be classified and measured at amortised cost if both of the following conditions are met:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

In case of financial assets classified and measured at amortised cost, any interest income, foreign exchange gains or losses and impairment are recognised in the Statement of Profit and Loss.

Fair Value through OCI:

A financial asset shall be classified and measured at fair value through OCI if both of the following conditions are met:

- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Fair Value through Profit or Loss:

A financial asset shall be classified and measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through OCI.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

For financial assets at FVTPL, net gains or losses, including any interest or dividend income, are recognised in the Statement of Profit and Loss.

Classification and Subsequent Measurement: Financial liabilities

Financial liabilities are classified as either financial liabilities at FVTPL or 'other financial liabilities'.

Financial Liabilities at FVTPL:

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or is a derivative (except for effective hedge) or are designated upon initial recognition as FVTPL.

Gains or Losses, including any interest expense on liabilities held for trading are recognised in the Statement of Profit and Loss.

Other Financial Liabilities:

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost on initial recognition.

Interest expense (based on the effective interest method), foreign exchange gains and losses, and any gain or loss on derecognition is recognised in the Statement of Profit and Loss.

Impairment of financial assets:

Expected credit losses are recognized for all financial assets subsequent to initial recognition other than financial assets in FVTPL category. For financial assets other than trade receivables, as per Ind AS 109, the Company recognises 12 month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition.

The Company's trade receivables do not contain significant financing component and as per simplified approach, loss allowances on trade receivables are measured using provision matrix at an amount equal to life time expected losses i.e. expected cash shortfall.

The impairment losses and reversals are recognised in Statement of Profit and Loss.

Derecognition of financial assets and financial liabilities:

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises an associated liability for amounts it has to pay.

On derecognition of a financial asset, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in OCI and accumulated in equity is recognised in the Statement of Profit and Loss.

The Company de-recognises financial liabilities when and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability de-recognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

Financial Guarantee Contract Liabilities:

Financial Guarantee Contract Liabilities are disclosed in financial statements in accordance with Ind AS 37 - Provisions, Contingent Liabilities and Contingent Assets.

(w) Cash and cash equivalents:

Cash and cash equivalents in the Balance Sheet comprise cash at bank and in hand and short-term deposits with banks that are readily convertible into cash which are subject to insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

(x) Financial liabilities and equity instruments:

- **Classification as debt or equity**

  Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

- **Equity instruments**

  An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company are recognised at the proceeds received.

(y) Derivative financial instruments:

The Company enters into derivative financial instruments viz. foreign exchange forward contracts, interest rate swaps and cross currency swaps to manage its exposure to interest rate, foreign exchange rate risks and commodity prices. The Company does not hold derivative financial instruments for speculative purposes.

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in profit or loss immediately excluding derivatives designated as cashflow hedge.

(z) Hedge accounting:

The Company designates certain hedging instruments in respect of foreign currency risk, interest rate risk and commodity price risk as cash flow hedges. At the inception of the hedge relationship, the entity documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the Company documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to the hedged risk.

The effective portion of changes in the fair value of the designated portion of derivatives that qualify as cash flow hedges is recognised in OCI and accumulated under equity. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss.

Amounts previously recognised in OCI and accumulated in equity relating to effective portion as described above are reclassified to Statement of Profit or Loss in the periods when the hedged item affects the Statement of Profit or Loss, in the same line as the recognised hedged item. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, such gains and losses are transferred from equity and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

Hedge accounting is discontinued prospectively when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in OCI and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in the Statement of Profit and Loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in the Statement of Profit and Loss.

(aa) Segment Reporting: Identification of Segments:

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the company's Chief Operating Decision Maker ("CODM") to make decisions for which discrete financial information is available. Based on the management approach as defined in Ind AS 108, the CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments.

(bb) Goodwill:

Goodwill arising out of Consolidation of financial statements of subsidiaries are tested for impairment at each reporting date.

(cc) Business Combination:

The Company applies the acquisition method in accounting for business combinations. The consideration transferred by the Company to obtain control of a business is calculated as the sum of the fair values of assets transferred, liabilities incurred and the equity interests issued by the Company as at the acquisition date i.e. date on which it obtains control of the acquiree which includes the fair value of any asset or liability arising from a contingent consideration arrangement. Acquisition-related costs are recognised in the statement of profit and loss as incurred, except to the extent related to the issue of debt or equity securities.

Identifiable assets acquired and liabilities assumed in a business combination are measured initially at their fair values on acquisition-date.

Intangible Assets acquired in a Business Combination and recognised separately from Goodwill are initially recognised at their fair value at the acquisition date (which is regarded as their cost).

Subsequent to initial recognition, intangible assets acquired in a Business Combination are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

Goodwill is measured as the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. Such goodwill is tested annually for impairment. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the excess is termed as bargain purchase.

In case of a bargain purchase, before recognizing a gain in respect thereof, the Company determines whether there exists clear evidence of the underlying reasons for classifying the business combination as a bargain purchase thereafter, the Company reassesses whether it has correctly identified all the assets acquired and liabilities assumed and recognises any additional assets or liabilities that are so identified, any gain thereafter is recognised in OCI and accumulated in equity as Capital Reserve. If there does not exist clear evidence of the underlying reasons for classifying the Business combination as a bargain purchase, the Company recognises the gain, after reassessing and reviewing, directly in equity as Capital Reserve.

Contingent consideration is classified either as equity or financial liability. Amount classified as financial liability are subsequently re-measured to fair value with changes in fair value recognised in statement of profit and loss.

(dd) Discontinued Operations:

A discontinued operation is a component of the group's business, the operations and cashflows of which can be clearly distinguished from those of the rest of the group and which represent a separate major line of business or geographical area of operations and

- Is a part of single coordinated plan to dispose of a separate major line of business or geographical area of operations; or
- Is a subsidiary acquired exclusively with a view to re-sale.

Classification as a discontinued operation occurs upon disposal or when the operation meets the criteria to be classified as held for sale, if earlier.

When an operation is classified as a discontinued operation, the comparative Statement of Profit and Loss is represented as if the operation had been discontinued from the start of the comparative period.

Note 1(B) Critical accounting judgements and key sources of estimation uncertainty:

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

(a) Critical judgments in applying accounting policies:

In the process of applying the Company's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognised in the consolidated financial statements.

Classification of Madanpur (North) Coal Company Limited as Investment in an Associate:

A Joint Venture Company (JV) "Madanpur (North) Coal Company Limited" was formed by allocatees of Madanpur North Coal Block. As per Ind AS 111, when all the parties, or a group of parties, considered collectively, are able to direct the activities that significantly affect the returns of the arrangement (i.e. the relevant activities), the parties control the arrangement collectively. Also, joint control exists only when decisions about the relevant activities require the unanimous consent of all the parties. In terms of the JV agreement between the parties, each JV partner has right to nominate one director on the board of JV and major decisions shall be taken by a majority of 75% of the directors present. Since there is no unanimous consent required from the parties, in the judgement of the management the Company does not have joint control over the JV. However, considering the Company's representation in the board and the extent of its ability to exercise the influence over the decision over the relevant activities, the JV has been considered as an associate and accounted under the equity method.

Non Classification of Awam Minerals LLC, Oman (AWAM) as an Associate:

During the year, UltraTech Cement Middle East Investments Limited ("UCMEIL"), the Company's wholly-owned subsidiary in UAE, which held 51% equity in AWAM, transferred 14% of its holding in AWAM. Consequent to dilution of its stake and as per terms of the restructuring agreement, UCMEIL ceased to have management control as well as does not have any power to participate in financial and operating policy decision of AWAM. AWAM thus ceased to be a subsidiary as well as an associate of UCMEIL.

(b) Key assumptions:

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

(i) Useful Lives of Property, Plant & Equipment and Intangible Assets:

The Company uses its technical expertise along with historical and industry trends for determining the economic life of an asset/component of an asset. The useful lives are reviewed by management periodically and revised, if appropriate. In case of a revision, the unamortised depreciable amount is charged over the remaining useful life of the assets. In case of certain mining rights the amortisation is based on the extracted quantity to the total mineral reserve.

(ii) **Fair value measurement of financial instruments:**

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.

(iii) **Defined benefit plans:**

The cost of the defined benefit gratuity plan, provident fund and other post-employment medical benefits and the present value of the gratuity and provident fund obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

(iv) **Mines Restoration Obligation:**

In determining the fair value of the Mines Restoration Obligation, assumptions and estimates are made in relation to discount rates, the expected cost of mines restoration and the expected timing of those costs.

(v) **Share-based payments:**

The Company measures the cost of equity-settled transactions with employees using Black-Scholes model and cash settled transactions with employees using Binomial Tree model to determine the fair value of the liability incurred on the grant date. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant.

This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 51.

(vi) **Business Combination:**

(a) **Fair Valuation of Intangibles:**

The Company has used royalty saved method for value analysis of limestone mining rights. The method estimates the value of future savings in royalty payments over the life of the mine accruing to the Company, by virtue of the transaction instead of obtaining the mining rights via the Government e-auction process.

The resulting post-tax cash flows for each of the years are recognised at their present value using a Weighted Average Cost of Capital ('WACC') relating to the risk of achieving the mine's projected savings.

(b) **Fair Valuation of Tangibles:**

Freehold land:

Freehold land was valued using the sales comparison method using prevailing rates of similar plots of land, circle rates provided by department of revenue and general market intelligence based on size of land parcel.

Leasehold land:

Leasehold land was valued basis the leasehold interest for the remaining duration of the lease.

Other Assets:

The cost approach has been adopted for fair valuing all the assets except vehicles which have been measured at the old book values less depreciation.

The cost approach includes calculation of depreciated replacement cost using price trends applied to historical cost and capitalisation of all the indirect cost, these trends are on the basis of price indices obtained from recognized sources such as the RBI/ OEA or market intelligence. In the case of buildings in cement plants, appropriate weightages have been applied to cement, iron & steel and labour indices to arrive at the escalation factor and depreciating the same for past usage based on estimated total and remaining useful life of the asset.

(vii) Disposal Groups:

The Company has used comparable market multiple approach to assess the fair value of the disposal group.

Under the market multiple approach, enterprise value of a company is determined by using multiples derived from valuations of comparable companies, as manifested through stock market valuations of listed companies considering Enterprise Value/ Revenue and Enterprise value/ EBITDA multiples based on their market price and latest published financial information.

Appropriate adjustments are made (e.g. for debt and surplus assets) to arrive at the equity value of the disposal group. (Refer Note 59)

₹ in Crores

NOTE 2: PROPERTY, PLANT AND EQUIPMENT & INTANGIBLE ASSETS

Particulars	Gross Block						Depreciation and Amortisation					Net Block
	As at April 1, 2018	Additions on Acquisition (Refer Note 41)	Other Adjustments*	Additions	Deductions/ Adjustments/ Held for disposal	As at March 31 2019	As at April 1, 2018	Other Adjustments*	For the year	Deductions/ Adjustments/ Held for disposal	As at March 31 2019	As at March 31 2019
A. Tangible Assets[@]												
Land:												
Freehold Land	5,428.88	297.60	0.51	121.53	(10.67)	**5,859.19**	-	-	-	-	**-**	**5,859.19**
Leasehold Land	932.56	135.43	(0.09)	74.98	127.63	**1,015.25**	48.16	(0.06)	47.77	7.12	**88.75**	**926.50**
Buildings	4,345.82	96.40	8.11	211.93	58.42	**4,603.84**	426.70	0.62	181.13	3.23	**605.22**	**3,998.62**
Railway Sidings	653.08	36.11	-	39.75	0.03	**728.91**	98.27	-	45.01	-	**143.28**	**585.63**
Plant and Equipment:												
Own	28,047.86	2,263.72	79.71	1,685.38	2.65	**32,074.02**	3,461.31	8.64	1,653.52	16.37	**5,107.10**	**26,966.92**
Given on Lease	142.38	-	-	-	0.64	**141.74**	37.39	-	10.06	-	**47.45**	**94.29**
Office Equipment	149.84	3.04	(0.07)	37.19	14.13	**175.87**	84.94	(0.06)	28.88	12.41	**101.35**	**74.52**
Furniture and Fixtures	80.03	1.19	0.57	12.23	1.20	**92.82**	43.21	0.29	13.90	0.82	**56.58**	**36.24**
Vehicles	90.67	0.29	0.18	27.16	10.28	**108.02**	33.55	0.09	17.84	5.69	**45.79**	**62.23**
Total Tangible Assets	**39,871.12**	**2,833.78**	**88.92**	**2,210.15**	**204.31**	**44,799.66**	**4,233.53**	**9.52**	**1,998.11**	**45.64**	**6,195.52**	**38,604.14**
B. Capital Work-in-Progress												**1,118.29**
C. Intangible Assets												
Software	52.76	-	-	10.13	-	**62.89**	42.14	-	7.87	-	**50.01**	**12.88**
Mining Rights	161.81	-	-	14.97	0.11	**176.67**	12.60	-	10.28	0.04	**22.84**	**153.83**
Mineral Reserve	2,715.87	1,712.50	-	-	-	**4,428.37**	39.07	-	72.30	-	**111.37**	**4,317.00**
Jetty Rights	182.86	-	-	-	-	**182.86**	26.77	-	7.86	5.31	**29.32**	**153.54**
Power Line Rights	61.06	-	3.82	-	-	**64.88**	12.37	0.73	4.43	-	**17.53**	**47.35**
Total Intangible Assets	**3,174.36**	**1,712.50**	**3.82**	**25.10**	**0.11**	**4,915.67**	**132.95**	**0.73**	**102.74**	**5.35**	**231.07**	**4,684.60**
(D) Intangible Assets under Development												**3.80**
Total Assets (A + B + C + D)	**43,045.48**	**4,546.28**	**92.74**	**2,235.25**	**204.42**	**49,715.33**	**4,366.48**	**10.25**	**2,100.85**	**50.99**	**6,426.59**	**44,410.83**

* On account of Foreign Currency Translation

[@] Net Block of Tangible Assets, amounting to ₹ 17,961.06 Crores (March 31, 2018 ₹ 14,787.09 Crores) are pledged as security against the Secured Borrowings.

Particulars	Gross Block						Depreciation and Amortisation					Net Block
	As at April 1, 2017	Transferred on Acquisition (Refer Note 42)	Other Adjustments*	Additions	Deductions/ Adjustments/ Held for disposal	As at March 31 2018	As at April 1, 2017	Other Adjustments*	For the year	Deductions/ Adjustments/ Held for disposal	As at March 31 2018	As at March 31 2018
A. Tangible Assets												
Land:												
Freehold Land	3,547.98	1,795.74	(0.15)	139.64	54.33	5,428.88	-	-	-	-	-	5,428.88
Leasehold Land	237.24	656.08	(0.03)	42.72	3.45	932.56	21.55	(0.02)	27.69	1.06	48.16	884.40
Buildings	2,766.01	1,388.03	0.01	214.57	22.80	4,345.82	269.44	-	161.73	4.47	426.70	3,919.12
Railway Sidings	444.14	80.64	-	128.30	-	653.08	58.64	-	39.63	-	98.27	554.81
Plant and Equipment:												
Own	19,569.50	7,747.57	1.93	889.79	160.93	28,047.86	2,039.21	0.29	1,445.73	23.92	3,461.31	24,586.55
Given on Lease	143.43	-	-	-	1.05	142.38	28.83	-	8.56	-	37.39	104.99
Office Equipment	114.56	6.25	(0.03)	30.23	1.17	149.84	58.79	(0.02)	26.88	0.71	84.94	64.90
Furniture and Fixtures	71.03	2.19	-	7.29	0.48	80.03	29.84	0.01	13.99	0.63	43.21	36.82
Vehicles	62.79	13.19	(0.06)	20.48	5.73	90.67	18.83	(0.02)	17.39	2.65	33.55	57.12
Total Tangible Assets	26,956.68	11,689.69	1.67	1,473.02	249.94	39,871.12	2,525.13	0.24	1,741.60	33.44	4,233.53	35,637.59
B. Capital Work-in-Progress												1,510.30
C. Intangible Assets												
Software	48.43	0.01	-	4.33	0.01	52.76	32.42	-	9.72	-	42.14	10.62
Mining Rights	164.17	-	-	8.22	10.58	161.81	9.59	-	4.76	1.75	12.60	149.21
Mineral Reserve	-	2,715.87	-	-	-	2,715.87	-	-	39.07	-	39.07	2,676.80
Jetty Rights	182.86	-	-	-	-	182.86	18.91	-	7.86	-	26.77	156.09
Power Line Rights	60.85	-	0.19	0.03	0.01	61.06	8.29	0.01	4.08	0.01	12.37	48.69
Total Intangible Assets	456.31	2,715.88	0.19	12.58	10.60	3,174.36	69.21	0.01	65.49	1.76	132.95	3,041.41
D. Intangible Assets under Development												0.91
Total Assets (A + B + C + D)	27,412.99	14,405.57	1.86	1,485.60	260.54	43,045.48	2,594.34	0.25	1,807.09	35.20	4,366.48	40,190.21

* On account of Foreign Currency Translation

Notes to Consolidated Financial Statements (Continued)

₹ in Crores

NOTE 2: PROPERTY, PLANT AND EQUIPMENT & INTANGIBLE ASSETS (Continued)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
A. Depreciation and Amortisation for the year	**2,100.85**	1,807.09
Add: Obsolescence (Including impairment of ₹ 18.63 Crores (March 31, 2018 ₹ 27.39 Crores) towards Assets classified as held for disposal) (Refer Note 59)	**39.21**	42.92
Less: Depreciation transferred to Pre-operative Expenses	**(0.25)**	(2.08)
Depreciation as per Statement of Profit and Loss	**2,139.80**	1,847.93

B. 1. Tangible Assets include assets for which ownership is not in the name of the Company – Gross Block of ₹ 412.26 Crores (March 31, 2018 ₹ 447.86 Crores).

2. Buildings include ₹ 12.13 Crores (March 31, 2018 ₹ 12.13 Crores) being cost of Debentures and Shares in a company entitling the right of exclusive occupancy and use of certain premises.

3. Title of Immovable properties having Gross Block of ₹ 2,869.26 Crores (March 31, 2018 ₹ 3,037.86 Crores) and Net Block of ₹ 2,786.23 Crores (March 31, 2018 ₹ 2,993.98 Crores) is yet to be transferred in the name of the Company.

4. **The amount of expenditures recognised in the carrying amount of an item of PPE in the course of its construction:**

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Pre-operative expenses pending allocation:		
Raw Materials Consumed	**0.39**	0.92
Power and Fuel Consumed	**8.56**	7.32
Salary, Wages, Bonus, Ex-gratia and Provisions	**6.63**	24.11
Insurance	**0.06**	1.38
Depreciation	**0.26**	2.08
Finance Costs	**6.45**	2.44
Miscellaneous expenses	**19.09**	13.33
Total Pre-operative expenses	**41.44**	51.58
Less: Sale of Products / Other Income	**(1.38)**	-
Less: Trial Run production transferred to Inventory	**(8.46)**	(6.60)
Add: Brought forward from Previous Year	**104.52**	101.66
Less: Capitalised / Charged during the Year	**(85.81)**	(42.12)
Balance included in Capital Work-in-Progress	**50.31**	104.52

5. **Movement in Goodwill:**

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Opening Balance	**1,036.30**	1,085.11
Less: Derecognised Goodwill on loss of Control (Refer Note 36)	**-**	(55.07)
Add: Exchange difference recognised in foreign currency translation reserve	**53.11**	6.26
Add: Goodwill recognised on account of Business Combination (Refer Note 41)	**1,757.69**	-
Closing Balance	**2,847.10**	1,036.30

₹ in Crores

NOTE 3: INVESTMENTS ACCOUNTED FOR USING EQUITY METHOD

Particulars	As at March 31, 2019		As at March 31, 2018	
	Nos.	Amount	Nos.	Amount
Unquoted:				
Equity Instruments:				
Associates:				
Face value of ₹ 10 each fully paid:				
Madanpur (North) Coal Company (P) Limited	**1,152,560**	**1.05**	1,152,560	1.15
Add: Share in Profit/(Loss) of Associate		**0.01**		(0.10)
Less: Provision for impairment in value of Investment		**(0.22)**		(0.22)
		0.84		0.83
Aditya Birla Renewables SPV 1 Limited	**10,852,442**	**10.81**	3,523,520	3.52
Add: Share in Profit/(Loss) of Associate		**0.52**		(0.04)
		11.33		3.48
		12.17		4.31
Joint Venture:				
Face value of ₹ 10 each fully paid:				
Bhaskarpara Coal Company Limited	**8,141,050**	**8.15**	8,141,050	8.14
Add: Share in Profit of Joint Venture		**0.01**		0.01
Less: Provision for impairment in value of Investment		**(1.65)**		(1.65)
		6.51		6.50
Aggregate Value of:				
Unquoted Investments		**18.68**		10.81
Aggregate amount of impairment in value of investment		**1.87**		1.87

₹ in Crores

NOTE 4: INVESTMENTS

Particulars	As at March 31, 2019		As at March 31, 2018	
	Nos.	Amount	Nos.	Amount
Unquoted				
Investments measured at Fair value through Profit or Loss				
Equity Instruments:				
Face value of Omani Riyal 1 each fully paid:				
AWAM Minerals LLC (Refer Note 36)	168,035	7.51	168,035	7.11
Face value of ₹ 10 each fully paid:				
Raj Mahal Coal Mining Limited	1,000,000	1.00	1,000,000	1.00
Green Infra Wind Power	120,000	0.12	144,000	0.14
NU Power Wind Farm	39,548	0.04	39,548	0.04
Watsun Infrabuild Private Limited	203,115	0.24	-	-
		8.91		8.29
Preference Shares:				
4.5% Cumulative Non-Convertible Redeemable Preference Shares of ₹ 100 each fully paid				
Aditya Birla Health Services Limited	-	-	2,000,000	15.30
7% Non-Cumulative Non-Convertible Redeemable Preference Shares of ₹ 100 each fully paid				
Aditya Birla Health Services Limited	2,000,000	16.00	-	-
Units of Debt schemes of Various Mutual Funds		890.35		889.25
		915.26		912.84
Quoted:				
Investments measured at Fair value through Profit or Loss				
Tax Free Bonds		356.40		362.74
Taxable Corporate Bonds		114.50		211.39
		1,386.16		1,486.97
Aggregate Value of:				
Quoted Investments		470.90		574.13
Unquoted Investments		915.26		912.84
		1,386.16		1,486.97
Aggregate Market Value of Quoted Investments		470.90		574.13

₹ in Crores

NOTE 5: LOANS

Particulars	Non-current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Considered good, Secured:				
Loans against House Property (Secured by way of title deeds)	**0.01**	0.01	**-**	0.01
Loans to Others (Secured by the way of shares lien with the Company)	**986.73**	-	**63.97**	-
Considered good, Unsecured:				
Security Deposits	**123.98**	118.37	**112.44**	100.20
Loans to Related Parties (Refer Note 45)	**-**	-	**-**	2.86
Loans to Employees	**12.60**	8.62	**7.30**	7.95
	1,123.32	127.00	**183.71**	111.02

NOTE 6: OTHER FINANCIAL ASSETS

Particulars	Non-current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Derivative Assets	**19.99**	1.00	**79.06**	120.52
Interest Accrued on Deposits and Investments	**-**	-	**6.13**	18.45
Fixed Deposits with Bank with maturity greater than twelve months*	**20.09**	18.73	**-**	-
Government grants receivable	**-**	-	**713.33**	430.30
Others (Includes Insurance Claims, Railway Claims and Other Receivables)	**-**	-	**113.02**	11.83
	40.08	19.73	**911.54**	581.10

* Lodged as Security with Government Departments.

NOTE 7: DEFERRED TAX ASSETS (Net)

Particulars	As at March 31, 2019	As at March 31, 2018
Deferred Tax Assets:		
Provision allowed under tax on payment basis	**0.84**	0.09
Unabsorbed Losses	**27.37**	28.66
Others	**3.31**	-
	31.52	28.75
Deferred Tax Liabilities:		
Accumulated Depreciation	**(14.79)**	(19.32)
Others	**(4.67)**	
	(19.46)	(19.32)
Net Deferred Tax Asset	**12.06**	9.43

Notes to Consolidated Financial Statements (Continued)

₹ in Crores

NOTE 8: OTHER NON-CURRENT ASSETS

Particulars	As at March 31, 2019	As at March 31, 2018
Capital Advances	**1,862.90**	2,134.80
Less: Provision for Impairment	**(30.58)**	(29.18)
	1,832.32	2,105.62
Balance with Government Authorities	**967.13**	541.89
Prepaid Expenses	**15.25**	20.92
	2,814.70	2,668.43

NOTE 9: INVENTORIES (Valued at lower of cost and net realisable value, unless otherwise stated)

Particulars	As at March 31, 2019	As at March 31, 2018
Raw Materials {includes in transit ₹ 42.81 Crores, (March 31, 2018: ₹ 17.13 Crores)}	**385.88**	317.87
Work-in-progress	**681.55**	613.26
Finished Goods {includes in transit ₹ 25.81 Crores, (March 31, 2018: ₹ 18.07 Crores)}	**366.17**	304.14
Stock-in-trade	**30.35**	11.11
Stores & Spares {includes in transit ₹ 5.57 Crores, (March 31, 2018: ₹ 5.04 Crores)}	**1,053.66**	926.65
Fuel {includes in transit ₹ 430.99 Crores, (March 31, 2018: ₹ 381.98 Crores)}	**997.74**	1,011.71
Packing Materials {includes in transit ₹ 0.24 Crores, (March 31, 2018: ₹ 0.06 Crores)}	**62.26**	74.24
Scrap (valued at net realisable value)	**7.50**	8.61
	3,585.11	3,267.59

The Company follows suitable provisioning norms for writing down the value of Inventories towards slow moving, non-moving and surplus inventory. Provision for the year ₹ 23.58 Crores (March 31, 2018 ₹ Nil Crores).

NOTE 10: CURRENT INVESTMENTS

Particulars	As at March 31, 2019	As at March 31, 2018
Investments measured at Fair value through Profit or Loss		
Quoted:		
Taxable Corporate Bonds	**57.54**	-
Government Securities	**1.64**	0.41
Unquoted:		
Units of Debt Schemes of Various Mutual Funds	**1,457.31**	3,948.71
	1,516.49	3,949.12
Aggregate Book Value of:		
Quoted Investments	**59.18**	0.41
Unquoted Investments	**1,457.31**	3,948.71
	1,516.49	3,949.12
Aggregate Market Value of Quoted Investments	**59.18**	0.41

Notes to Consolidated Financial Statements (Continued)

₹ in Crores

NOTE 11: TRADE RECEIVABLES

Particulars	As at March 31, 2019	As at March 31, 2018
Considered good, Secured	**651.26**	557.55
Considered good, Unsecured	**1,880.17**	1,663.08
Significant increase in Credit Risk	**59.69**	48.99
	2,591.12	2,269.62
Less: Allowances for credit losses	**(59.69)**	(48.99)
	2,531.43	2,220.63

NOTE 12: CASH AND CASH EQUIVALENTS

Particulars	As at March 31, 2019	As at March 31, 2018
Balance with banks (Current Account)	**378.93**	41.73
Cheques on hand	**56.75**	34.19
Cash on hand	**1.56**	1.27
	437.24	77.19

NOTE 13: BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

Particulars	As at March 31, 2019	As at March 31, 2018
Balance with banks #	**1.69**	-
Fixed Deposits with Banks* (Maturity more than three months and upto twelve months)	**257.97**	133.08
Earmarked Balance with Bank for Unpaid Dividends	**10.27**	8.80
	269.93	141.88

Bank accounts freezed by Govt. Authorities, the balance of which is not available to the Company.

* Lodged as security with Government Departments ₹ 1.66 Crores (March 31, 2018 ₹ 0.51 Crores). Earmarked for specific purpose ₹ 192.55 Crores (March 31, 2018 ₹ 126.10 Crores).

NOTE 14: OTHER CURRENT ASSETS

Particulars	As at March 31, 2019	As at March 31, 2018
Advances to related parties (Refer Note 45)	**10.59**	5.73
Advances to Employees	**6.38**	5.32
Balance with Government Authorities	**567.63**	454.12
Less: Provision for Impairment	**(35.90)**	-
	531.73	454.12
Advances to suppliers	**520.61**	455.67
Prepaid Expenses	**41.77**	33.54
Others (Receivable from Gratuity Trust & Other Receivables)	**77.63**	81.84
	1,188.71	1,036.22

Notes to Consolidated Financial Statements (Continued)

₹ in Crores

NOTE 15 (a): EQUITY SHARE CAPITAL

Particulars	As at March 31, 2019		As at March 31, 2018	
	No. of Shares	Amount	No. of Shares	Amount
Authorised				
Equity Shares of ₹ 10 each	**280,000,000**	**280.00**	280,000,000	280.00
Issued, Subscribed and Fully Paid-up				
Equity Shares of ₹ 10 each fully paid-up	**274,642,720**	**274.64**	274,613,985	274.61
(a) Reconciliation of the Shares Outstanding at the beginning and at the end of the year				
Outstanding at the beginning of the year	**274,613,985**	**274.61**	274,507,906	274.51
Add: Shares issued under Employees Stock Options Scheme (ESOS)	**28,735**	**0.03**	106,079	0.10
Outstanding at the end of the year	**274,642,720**	**274.64**	274,613,985	274.61
(b) Shares held by Holding Company				
Grasim Industries Limited	**165,335,150**	**165.34**	165,335,150	165.34
(c) List of shareholders holding more than 5% of Paid-up Equity Share Capital	**No. of Shares**	**% Holding**	No. of Shares	% Holding
Grasim Industries Limited	**165,335,150**	**60.20%**	165,335,150	60.21%
	No. of Shares	**Amount**	No. of Shares	Amount
(d) Equity Shares of ₹ 10 each reserved for issue under ESOS	**316,974**	**0.32**	144,499	0.14
(e) Aggregate number of Shares issued for consideration other than cash during the period of five years immediately preceding the reporting date				
Equity Shares of ₹ 10 each issued in the financial year 2014-2015 as fully paid up to the shareholders of JCCL, pursuant to the Scheme of Arrangement	**141,643**	**0.14**	141,643	0.14

(f) The Company has only one class of Equity Shares having a par value of ₹ 10 per share. Each shareholder is eligible for one vote per share held except for Global Depository Receipts. 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. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(g) Pursuant to the Scheme of Amalgamation of SCL with the Company in the year 2014, the Company issued 149,533,484 Equity Shares of ₹ 10 each issued as fully paid up, for a consideration other than cash, to the shareholders of erstwhile Samruddhi Cement Limited (SCL), {Excluding issue of 8,503 Equity Shares kept in abeyance against shares of Grasim Industries Limited}.

₹ in Crores

NOTE 15 (b): OTHER EQUITY

Particulars	As at March 31, 2019	As at March 31, 2018
Capital Reserve	**170.72**	170.72
Securities Premium	**77.97**	69.67
Debenture Redemption Reserve	**366.25**	324.17
General Reserve	**21,824.73**	20,024.73
Share Option Outstanding Reserve	**23.00**	17.29
Treasury Shares	**(81.21)**	-
Retained Earnings	**5,573.50**	5,338.86
Cash Flow Hedge Reserve	**32.21**	78.74
Exchange differences on translating the financial statements of foreign operations	**126.48**	82.37
Total Other Equity	**28,113.66**	26,106.55

The Description of the nature and purpose of each reserve within equity is as follows:

(a) **Capital Reserve:** Company's capital reserve is mainly on account of acquisition of cement business of Larsen & Toubro Ltd., Gujarat Units of Jaypee Cement Corporation Ltd (JCCL) and cement capacities of 21.2 MTPA of Jaiprakash Associates Ltd (JAL) and JCCL, being excess of the net assets acquired over the consideration paid.

(b) **Securities Premium:** Securities premium is credited when shares are issued at premium. It is utilised in accordance with the provisions of the Act, to issue bonus shares, to provide for premium on redemption of shares or debentures, equity related expenses like underwriting costs, etc.

(c) **Debenture Redemption Reserve (DRR):** The Company has issued redeemable non-convertible debentures. Accordingly, the Companies (Share capital and Debentures) Rules, 2014 (as amended), requires the company to create DRR out of profits of the company available for payment of dividend. DRR is required to be created for an amount which is equal to 25% of the value of debentures issued.

(d) **General reserve:** The Company has transferred a portion of the net profit of the Company before declaring dividend to general reserve pursuant to the earlier provision of Companies Act, 1956. Mandatory transfer to general reserve is not required under the Act.

(e) **Shares Options Outstanding Reserve:** The Company has three share option schemes under which options to subscribe for the Company's shares have been granted to certain executives and senior employees. The share-based payment reserve is used to recognise the value of equity-settled share-based payments provided to employees, including key management personnel, as part of their remuneration. Refer to Note 49 for further details of these plans.

(f) **Treasury Shares:** The Company has formed an Employee Welfare Trust for purchasing Company's share to be allotted to eligible employees under Employees Stock Option Scheme, 2018 (ESOS 2018). As per Ind AS 32 - Financial Instruments: Presentation, Reacquired equity shares of the Company are called Treasury shares and deducted from equity.

(g) **Cashflow Hedge Reserve:** The Company has designated its hedging instruments obtained after April 01, 2015 as cash flow hedges and any effective portion of cashflow hedge is maintained in the said reserve. In case the hedging becomes ineffective, the amount is recognised to the Statement of Profit and Loss.

(h) **Exchange differences on translating the financial statements of foreign operations:** Exchange variation in Opening Equity Share Capital and Reserves and Surplus of UltraTech Cement Lanka (Pvt.) Ltd, UltraTech Cement Middle East Investments Ltd, PT UltraTech Mining Indonesia and PT UltraTech Investment Indonesia is accounted under this reserve.

Notes to Consolidated Financial Statements (Continued)

₹ in Crores

NOTE 16: NON-CURRENT BORROWINGS

Particulars	Non-Current		Current Maturities of Long-Term debts*	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Secured:				
Non-Convertible Debentures - Note (a1)	**1,050.00**	1,525.00	**475.00**	400.00
Term Loans from Banks:				
In Foreign Currency - Note (b1)	**345.78**	325.88	**-**	260.70
In Local Currency - Note (c)	**14,176.26**	10,489.00	**12.37**	-
	14,522.04	10,814.88	**12.37**	260.70
Sales Tax Deferment Loan - Note (d1)	**142.40**	-	**31.87**	-
	15,714.44	12,339.88	**519.24**	660.70
Unsecured:				
Non-Convertible Debentures - Note (a2)	**1,010.00**	650.00	**-**	-
Term Loans from Banks:				
In Foreign Currency - Note (b2)	**2,585.85**	2,613.58	**-**	162.94
Sales Tax Deferment Loan - Note (d2)	**240.87**	260.01	**23.63**	29.67
	3,836.72	3,523.59	**23.63**	192.61
	19,551.16	15,863.47	**542.87**	853.31

* Amount disclosed under the head ' Other Financial Liabilities' (Refer Note 17).

(a1) Non-Convertible Debentures (NCDs)

Particulars	As at March 31, 2019	As at March 31, 2018
Secured:		
7.53% NCDs (Redeemable at par on August 21, 2026)	**500.00**	500.00
7.15% NCDs (Redeemable at par on October 18, 2021)	**300.00**	300.00
7.57% NCDs (Redeemable at par on August 06, 2021)	**250.00**	250.00
7.57% NCDs (Redeemable at par on August 13, 2019)	**300.00**	300.00
7.57% NCDs (Redeemable at par on August 08, 2019)	**175.00**	175.00
7.85% NCDs (Redeemable at par on December 18, 2018)	**-**	200.00
7.84% NCDs (Redeemable at par on April 09, 2018)	**-**	200.00
	1,525.00	1,925.00
Less: Current Portion of NCDs shown under Other Current Liabilities	**(475.00)**	(400.00)
	1,050.00	1,525.00

The NCDs are secured by way of first charge, having pari passu rights, on the Company's fixed assets (save and except stocks and book debts), both present and future, situated at certain locations, in favour of Debenture Trustees.

₹ in Crores

NOTE 16: NON-CURRENT BORROWINGS (Continued)

(a2) Non-Convertible Debentures (NCDs)

Particulars	As at March 31, 2019	As at March 31, 2018
Unsecured:		
6.93% NCDs (Redeemable at par on November 25, 2021)	**250.00**	250.00
6.99% NCDs (Redeemable at par on November 24, 2021)	**400.00**	400.00
8.36% NCDs (Redeemable at par on June 07, 2021)	**360.00**	-
	1,010.00	650.00
	1,010.00	650.00

(b1) Term Loans from Banks in Foreign Currency

Particulars	Repayment Schedule	As at March 31, 2019	As at March 31, 2018
Secured:			
State Bank of India, New York [@] (US Dollar: 1.00 Crores; March 31, 2018: 1.00 Crores)	March 2023	**69.16**	65.18
State Bank of India, New York [@] (US Dollar: 2.00 Crores; March 31, 2018: 2.00 Crores)	February 2023	**138.31**	130.35
State Bank of India, New York [@] (US Dollar: 2.00 Crores; March 31, 2018: 2.00 Crores)	February 2023	**138.31**	130.35
HSBC Bank (Mauritius) Ltd., Mauritius (US Dollar: Nil; March 31, 2018: 4.00 Crores)	Repaid in February 2019	**-**	260.70
		345.78	586.58
Less: Current Portion of Foreign Currency Loans shown under Other Current Liabilities		**-**	(260.70)
		345.78	325.88

The above mentioned loans are secured by way of first charge, having pari passu rights, on the Company's fixed assets, both present and future, situated at certain locations, in favour of Company's lenders/trustees.

[@] Initially availed from J.P. Morgan Chase Bank N.A, Singapore; transferred to State Bank of India, New York in August 2018 by the Lender.

(b2) Term Loans from Banks in Foreign Currency

Particulars	Repayment Schedule	As at March 31, 2019	As at March 31, 2018
Unsecured:			
Export Development, Canada (US Dollar: 4.64 Crores; March 31, 2018: 4.64 Crores)	June 2021	**321.08**	302.60
Export Development, Canada (US Dollar: 5.00 Crores; March 31, 2018: 5.00 Crores)	May 2021	**345.77**	325.87
Bank of America N.A., Taiwan (US Dollar: Nil; March 31, 2018: 2.50 Crores)	Repaid in October 2018	**-**	162.94
Standard Chartered Bank (US Dollar: 18.75 Crores; March 31,2018: 19.50 Crores)	July 2020	**1,296.62**	1,269.17
Export Development Canada (USD Dollars:9.00 Crores; March 31, 2018: 11.00 Crores)	Starting in June 2020	**622.38**	715.94
		2,585.85	2,776.52
Less: Current Portion of Foreign Currency Loans shown under Other Current Liabilities		**-**	(162.94)
		2,585.85	2,613.58

₹ in Crores

NOTE 16: NON-CURRENT BORROWINGS (Continued)

(c) Term Loans from Banks in Local Currency - Secured:

Particulars	Repayment Schedule	As at March 31, 2019	As at March 31, 2018
Axis Bank Ltd	26 quarterly instalments beginning December 2022	**757.08**	2,664.71
ICICI Bank Ltd	28 quarterly instalments beginning December 2022	**614.00**	2,000.00
HDFC Bank Ltd	60 quarterly instalments beginning September 2022	**3,317.92**	3,317.92
Axis Bank Ltd	Repaid in February 2019	**-**	592.37
ICICI Bank Ltd	Repaid in February 2019	**-**	1,614.00
State Bank of India [@]	60 quarterly instalments beginning September 2022	**5,000.00**	-
State Bank of India	4 Half yearly instalments beginning May 2022	**300.00**	300.00
HDFC Bank Ltd @	76 quarterly instalments beginning February 2020	**1,500.00**	-
HDFC Bank Ltd @	76 quarterly instalments beginning February 2020	**2,699.63**	-
		14,188.63	10,489.00
Less: Current Portion of Term Loans shown under Other Current Liabilities		**(12.37)**	-
		14,176.26	10,489.00

The above mentioned loans are secured by way of first charge, having pari passu rights, on the Company's fixed assets, both present and future, situated at certain locations, in favour of Company's lenders/trustees.

[@] The Company is in the process of creating security against this loan.

(d1) Sales Tax Deferment Loan:

Particulars	Repayment Schedule	As at March 31, 2019	As at March 31, 2018
Secured:			
Uttar Pradesh Financial Corporation	Varied Annual Payments from August 2019 to December 2024	**174.27**	-
Less: Current Portion of Sales Tax Deferment Loan shown under Other Financial Liabilities		**(31.87)**	-
		142.40	-

Sales Tax Deferment Loan is secured by bank guarantee backed by hypothecation of Inventories and book debts of the Company.

₹ in Crores

NOTE 16: NON-CURRENT BORROWINGS (Continued)

(d2) Sales Tax Deferment Loan:

Particulars	Repayment Schedule	As at March 31, 2019	As at March 31, 2018
Unsecured:			
Department of Industries and Commerce, Haryana	Varied Annual Payments from January 2017 to March 2022	**63.69**	64.26
Commercial Tax Department, Hyderabad	Varied Annual payments from October 2012 to October 2026	**196.68**	221.29
Commercial Tax Department, Chhattisgarh	Payable in FY 2020	**4.13**	4.13
		264.50	289.68
Less: Current Portion of Sales tax deferment loan shown under Other Current Liabilities		**(23.63)**	(29.67)
		240.87	260.01

NOTE 17: OTHER FINANCIAL LIABILITIES

Particulars	Non-current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Current maturities of long-term debts (Refer Note 16)	**-**	-	**542.87**	853.31
Interest Accrued but not due on Borrowings	**-**	-	**212.31**	166.93
Derivative Liability	**-**	28.27	**0.15**	-
Liability for Corporate/Bank Guarantee	**-**	-	**45.13**	-
Liability for Capital Goods	**-**	-	**181.90**	244.89
Security Deposit	**-**	-	**1,334.83**	1,225.08
Salary, Wages, Bonus and Other Employee Payables	**-**	-	**197.20**	178.93
Investor Education and Protection Fund, will be credited with following amounts (as and when due) Unpaid Dividends	**-**	-	**10.28**	8.81
Due to related party	**-**	-	**0.01**	0.10
	-	28.27	**2,524.68**	2,678.05

NOTE 18: PROVISIONS

Particulars	Non-current		Current	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
For Employee Benefits (Refer Note 43)	**31.63**	27.30	**233.48**	225.23
Others:				
For Mines Restoration Expenditure	**134.47**	129.59	**-**	-
For Cost of transfer of Assets	**-**	-	**217.58**	270.81
	166.10	156.89	**451.06**	496.04

₹ in Crores

Note 18.1: Movement of provisions during the year as required by Ind AS - 37 "Provisions, Contingent Liabilities and Contingent Asset" specified under Section 133 of the Companies Act, 2013:

(a) Mines Restoration Expenditure:

Particulars	As at March 31, 2019	As at March 31, 2018
Opening Balance	**129.59**	91.76
Add: Balance Transferred from UNCL	**4.13**	-
Add: Provision during the year	**(6.69)**	30.53
Add: Unwinding of discount on Mine Restoration Provision	**7.44**	7.30
Closing Balance	**134.47**	129.59

(b) Provision for Cost of Transfer of Assets:

Particulars	As at March 31, 2019	As at March 31, 2018
Opening Balance	**270.81**	133.97
Add: Provision during the year	**-**	226.28
Less: Utilisation during the year	**(53.23)**	(89.44)
Closing Balance	**217.58**	270.81

NOTE 19: DEFERRED TAX LIABILITIES (NET)

Particulars	As at March 31, 2019	As at March 31, 2018	Recognised in Statement of Profit and Loss	Recognised in OCI	On Account of Acquisition (Refer Note 41)
Deferred Tax Assets:					
MAT Credit Entitlement	**(1,365.60)**	(1,168.40)	**(197.20)**	**-**	**-**
Provision allowed under tax on payment basis	**(162.74)**	(167.00)	**4.26**	**-**	**-**
Others	**(111.55)**	(103.01)	**(8.54)**	**(3.85)**	**-**
	(1,639.89)	(1,438.41)	**(201.48)**	**(3.85)**	**-**
Deferred Tax Liabilities:					
Tangible and Intangible Assets	**5,135.76**	4,487.87	**647.89**	**-**	**-**
Fair valuation of Investments	**30.77**	117.05	**(86.28)**	**-**	**-**
Others	**27.25**	16.19	**9.90**	**-**	**1.16**
	5,193.78	4,621.11	**571.51**	**-**	**1.16**
Net Deferred Tax Liability	**3,553.89**	3,182.70	**370.03**	**(3.85)**	**1.16**

₹ in Crores

NOTE 19: DEFERRED TAX LIABILITIES (NET) (Continued)

Deferred Tax Assets:

Particulars	As at March 31, 2018	As at March 31, 2017	Recognised in Statement of Profit and Loss	Recognised in OCI	Recognised directly in Other Equity
Deferred Tax Assets:					
MAT Credit Entitlement	(1,168.40)	(838.12)	(330.28)	-	-
Provision allowed under tax on payment basis	(167.00)	(159.01)	(7.99)	-	-
Others	(103.01)	(103.51)	4.07	(3.57)	-
Unabsorbed depreciation/losses	-	(56.45)	56.45	-	-
	(1,438.41)	(1,157.09)	(277.75)	(3.57)	-
Deferred Tax Liabilities:					
Tangible and Intangible Assets	4,487.87	3,785.39	690.95	-	11.53
Fair valuation of Investments	117.05	144.07	(27.02)	-	-
Others	16.19	10.00	6.19	-	-
	4,621.11	3,939.46	670.12	-	11.53
Net Deferred Tax Liability	3,182.70	2,782.37	392.37	(3.57)	11.53

In respect of Deferred taxes, all items are attributable to origination and reversal of temporary differences.

Deferred tax benefits are generally recognised for all deductible temporary differences to the extent it is probable that taxable profits will be available against which, those deductible temporary differences can be realised.

NOTE 20: OTHER NON-CURRENT LIABILITIES

Particulars	As at March 31, 2019	As at March 31, 2018
Deferred Income on Government Grants	**4.33**	4.50
Others (Including Employee Share based payments)	**2.02**	2.07
	6.35	6.57

NOTE 21: CURRENT BORROWINGS

Particulars	As at March 31, 2019	As at March 31, 2018
Secured:		
Loans repayable on demand:		
From Banks – Cash Credits/Working Capital Borrowings (Secured by Hypothecation of Stocks and Book Debts of the Company)	**-**	56.57
Unsecured:		
Redeemable preference shares issued on Business Combination (Refer Note 42)	**1,000.10**	1,000.10
Loans repayable on demand: From Banks – Cash Credits/Working Capital Borrowings	**68.94**	694.86
Others:		
From Banks (includes commercial paper)	**859.05**	515.86
From Others (commercial paper)	**796.23**	496.05
	2,724.32	2,706.87
	2,724.32	2,763.44

Notes to Consolidated Financial Statements (Continued)

₹ in Crores

NOTE 22: TRADE PAYABLES

Particulars	As at March 31, 2019	As at March 31, 2018
Trade Payables (other than Micro and Small Enterprises)	**2,823.89**	2,374.74
Due to Related Party (Refer Note 45)	**0.84**	0.40
	2,824.73	2,375.14

NOTE 23: OTHER CURRENT LIABILITIES

Particulars	As at March 31, 2019	As at March 31, 2018
Advance from Customers and Others	**284.23**	304.95
Deferred Revenue	**0.17**	0.17
Others (including Provision for Expenses, Statutory liabilities)	**3,081.56**	2,444.25
	3,365.96	2,749.37

NOTE 24: REVENUE FROM OPERATIONS (Refer Note 61 and 65)

Particulars		Year ended March 31, 2019	Year ended March 31, 2018
Sale of Products and Services			
Sale of Manufactured Products	**34,584.37**		30,414.25
Sale of Traded Products	**2,188.95**		1,004.48
Sale of Services	**1.37**		16.28
		36,774.69	31,435.01
Other Operating Revenues			
Scrap Sales	**70.85**		58.76
Lease Rent	**0.02**		0.06
Insurance Claim	**15.55**		20.01
Provision no longer required written back	**24.27**		9.23
Unclaimed Liabilities written back	**26.42**		23.23
Government Grants	**443.92**		304.58
Miscellaneous Income/Receipts	**23.48**		21.57
		604.51	437.44
		37,379.20	31,872.45

Notes to Consolidated Financial Statements (Continued)

₹ in Crores

NOTE 25: OTHER INCOME

Particulars		Year ended March 31, 2019	Year ended March 31, 2018
Interest Income on			
Government and Other Securities	25.04		34.80
Bank and Other Accounts	46.99		31.31
		72.03	66.11
Dividend Income on Current Investments - Mutual Fund		22.45	-
Exchange Gain (net)		49.06	30.25
Profit on Sale of Property, Plant & Equipment (net)		3.33	-
Fair Value movement in Derivative Instruments		30.07	3.07
Gain on Fair valuation of Investments through Profit or loss		120.36	263.57
Profit on Sale of Current and Non-Current Investments (net)		122.08	114.81
Provision no longer required written back		0.22	104.42
Others		18.47	6.34
		438.07	588.57

NOTE 26: COST OF MATERIALS CONSUMED

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Opening Stock	317.87	281.12
Add: Exchange rate fluctuation on account of average rate transferred to currency translation reserve	3.04	(0.40)
Add: Stock transferred from JAL, JCCL and UNCL	3.26	8.72
Purchases	5,471.21	4,548.03
	5,795.38	4,837.47
Less: Exchange rate fluctuation on account of average rate transferred to currency translation reserve	0.49	(0.35)
Less: Closing Stock	385.88	317.87
	5,409.01	4,519.95

NOTE 27: PURCHASES OF STOCK-IN-TRADE

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Grey Cement	804.46	434.16
Others (Ultratech Building Solution)	434.08	445.87
	1,238.54	880.03

Notes to Consolidated Financial Statements (Continued)

₹ in Crores

NOTE 28: CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Closing Inventories		
Work-in-progress	**681.55**	613.26
Finished Goods	**365.97**	294.21
Stock in Trade	**30.35**	11.11
Add/(Less): Exchange rate fluctuation on account of average rate transferred to currency translation reserve	**0.56**	(0.24)
	1,078.43	918.34
Opening Inventories		
Work-in-progress	**613.26**	429.86
Finished Goods	**294.21**	360.36
Stock in Trade	**11.11**	(2.49)
Add/(Less): Exchange rate fluctuation on account of average rate transferred to currency translation reserve	**2.20**	(0.28)
	920.78	787.45
(Increase)/Decrease in Inventories	**(157.65)**	(130.89)
Add: Stock transferred from JAL, JCCL and UNCL	**28.74**	66.79
Add: Reversal in Excise Duty on Inventories	**-**	(53.70)
Add: Stock Transfer from Pre-Operative Account	**8.46**	6.60
	(120.45)	(111.20)

NOTE 29: EMPLOYEE BENEFITS EXPENSE

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Salaries, Wages and Bonus	**1,843.45**	1,618.59
Contribution to Provident and Other Funds		
– Contribution to Gratuity Fund and Other Defined Benefit Plans	**87.69**	92.81
– Contribution to Superannuation and Other Defined Contribution Funds	**22.67**	12.96
Expenses on Employees Stock Options Scheme	**9.60**	7.85
Staff Welfare Expenses	**95.38**	78.03
	2,058.79	1,810.24

₹ in Crores

NOTE 30: FINANCE COSTS

Particulars		Year ended March 31, 2019	Year ended March 31, 2018
Interest Expense:			
On Borrowings (at amortised cost)	1,432.52		1,147.42
Others (including interest on deposits from dealers and contractors)	108.69		74.48
Interest paid to Income Tax Department	0.23		4.85
Unwinding of discount on Mine Restoration Provision	7.44		7.30
		1,548.88	1,234.05
Other Borrowing Cost (Finance Charges)		6.14	5.99
Less: Finance Costs Capitalised		(6.45)	(2.44)
		1,548.57	1,237.60

Borrowing costs are capitalised using rates based on specific borrowings ranging between 7.34% to 7.88% per annum. (For the year ended March 31, 2018: 7.50% to 9.15%.)

NOTE 31: DEPRECIATION AND AMORTISATION EXPENSE

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Depreciation	2,003.54	1,739.52
Amortisation	97.05	65.49
Obsolescence	39.21	42.92
	2,139.80	1,847.93

NOTE 32: FREIGHT AND FORWARDING EXPENSE

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
On Finished Products	7,308.24	6,060.64
On Clinker Transfer	1,538.50	1,249.35
	8,846.74	7,309.99

NOTE 33: OTHER EXPENSES

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Consumption of Stores, Spare Parts and Components	769.23	726.09
Consumption of Packing Materials	1,174.18	962.47
Repairs to Plant and Machinery, Building and Others	722.86	639.29
Insurance	67.48	68.65
Rent (including Lease Rent) (Refer Note 60)	162.55	158.74
Rates and Taxes	165.37	161.65
Directors' Fees	0.36	0.32
Directors' Commission	18.00	21.25
Contribution to General Electoral Trust	23.00	3.00
Advertisement	316.78	245.72
Sales Promotion and Other Selling Expenses	463.71	371.24
Exchange Loss (net)	-	3.67
Miscellaneous Expenses	871.17	766.61
	4,754.69	4,128.70

NOTE 34: PRINCIPLES OF CONSOLIDATION

These Consolidated Financial Statements (CFS) are prepared on the following basis in accordance with Ind AS on "Consolidated Financial Statements" (Ind AS – 110), "Investments in Associates and Joint Ventures" (Ind AS – 28) and "Disclosure of interests in other entities" (Ind AS – 112), specified under Section 133 of the Companies Act, 2013.

(i) Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which controls commences until the date on which control ceases.

(ii) Non-controlling interest (NCI)

NCI are measured at their proportionate share of the acquirer's net identifiable assets at the date of acquisition. Changes in the Group's equity interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

(iii) Loss of control

When the Group loses control over a subsidiary, it derecognizes the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any interest retained in the former subsidiary is measured at fair value at the date the control is lost. Any resulting gain or loss is recognized in profit or loss.

(iv) Equity accounted investees

The Group's interests in equity accounted investees comprise interest in associates and joint venture.

An associate is an entity in which the Group has significant influence, but not control or joint control, over the financial and operating policies. A joint venture is an arrangement in which the Group has joint control and has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Interests in associates and joint venture are accounted for using equity method. They are initially recognized at cost which includes transaction costs. Subsequent to initial recognition, consolidated financial statements include the Group's share of profit or loss and OCI of equity accounted investees until the date on which significant influence or joint control ceases.

(v) Transactions eliminated on consolidation

The financial statements of the Company, its Subsidiaries, Joint Ventures and Associates used in the consolidation procedure are drawn upto the same reporting date i.e. March 31, 2019.

The financial statements of the Company and its subsidiary companies are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses. Intra-group balances and transactions, and any unrealized income and expenses arising from intra-group transactions, are eliminated. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no evidence of impairment. The Company follows uniform accounting policies for like transactions and other events in similar circumstances.

Notes to Consolidated Financial Statements (Continued)

NOTE 34: PRINCIPLES OF CONSOLIDATION (Continued)

The Consolidated Financial Statements are comprised of the financial statements of the members of the Group as under:

Name of the Company	Principal Place of Business	% Shareholding and Voting Power	
		As at March 31, 2019	As at March 31, 2018
(i) Subsidiary Companies:			
(a) Dakshin Cements Limited	India	100%	100%
(b) UltraTech Cement Lanka Private Limited	Sri Lanka	80%	80%
(c) Harish Cement Limited	India	100%	100%
(d) PT UltraTech Mining Indonesia	Indonesia	80%!	80%!
(e) PT UltraTech Investments Indonesia	Indonesia	100%&	100%&
(f) UltraTech Cement SA (PTY) @@	South Africa	-	-
(g) UltraTech Cement Middle East Investments Limited (UCMEIL)	United Arab Emirates	100%	100%
(h) Star Cement Co. LLC, Dubai*	United Arab Emirates	100%$	100%$
(i) Star Cement Co. LLC, Ras-Al-Khaimah*	United Arab Emirates	100%$	100%$
(j) Al Nakhla Crusher LLC, Fujairah*	United Arab Emirates	100%$	100%$
(k) Arabian Cement Industry LLC, Abu Dhabi*	United Arab Emirates	100%$	100%$
(l) UltraTech Cement Bahrain Company WLL Bahrain (formerly known as Arabian Gulf Cement Co W.L.L)*	Bahrain	100%^	100%^
(m) Emirates Power Company Limited, Bangladesh*	Bangladesh	100%	100%
(n) Emirates Cement Bangladesh Limited, Bangladesh*	Bangladesh	100%	100%
(o) Awam Minerals LLC, Oman*	Oman	37%##	37%##
(p) Bhagwati Limestone Company Private Limited (BLCPL)	India	100%	100%
(q) UltraTech Cement Mozambique Limitada, Mozambique@@	Mozambique	-	-
(r) Gotan Limestone Khanij Udyog Private Limited	India	100%	100%
(s) PT UltraTech Cement Indonesia#	Indonesia	99%	99%
(t) PT UltraTech Mining Sumatera #	Indonesia	100%	100%
(u) UltraTech Nathdwara Cement Limited (UNCL) (formerly known as Binani Cement Limited) $$	India	100%	-
(v) Smooth Energy Private Limited (formerly known as Binani Energy Private Limited) $$	India	100%!!	-
(w) Bahar Ready Mix Concrete Limited (formerly known as Binani Ready Mix Concrete Limited)$$	India	100%!!	-
(x) Merit Plaza Limited $$	India	100%!!	-
(y) Swiss Mercandise Infrastructure Limited $$	India	100%!!	-
(z) Krishna Holdings PTE Limited (KHPL) $$	Singapore	100%&&	-

NOTE 34: PRINCIPLES OF CONSOLIDATION (Continued)

Name of the Company		Principal Place of Business	% Shareholding and Voting Power As at March 31, 2019	% Shareholding and Voting Power As at March 31, 2018
	(aa) Bhumi Resources PTE Limited (BHUMI) $$	Singapore	100%!!	-
	(ab) Murari Holdings Limited (MUHL)$$	Birtish Virgin Islands	100%!!	-
	(ac) Mukundan Holdings Limited (MHL) $$	Birtish Virgin Islands	100%!!	-
	(ad) Binani Cement Factory LLC (BCFLLC) $$	United Arab Emirates	100%**	-
	(ae) Binani Cement (Tanzania) Limited $$	Tanzania	100%***	-
	(af) BC Tradelink Limited., Tanzania $$	Tanzania	100%***	-
	(ag) Shandong Binani Rongan Cement Company Limited (SBRCC), China $$	Republic of China	92.50%^^	-
	(ah) PT Anggana Energy resources (Anggana), Indonesia $$	Indonesia	100%^^^	-
	(ai) Binani Cement (Uganda) Limited $$	Uganda	100%***	-
(ii)	**Joint Operations:** Bhaskarpara Coal Company Limited (BCCL)	India	47.37%	47.37%
(iii)	**Associate:**			
	(a) Madanpur (North) Coal Company Private Limited (MNCCPL)	India	11.17%	11.17%
	(b) Aditya Birla Renewable SPV 1 Limited	India	26.00%	26.00%

! 4% Shareholding of UCMEIL.

& 5% Shareholding of UCMEIL.

Ceased control with effect from April 24, 2017

* Subsidiaries of UCMEIL.

$ 51% held by nominee as required by local law for beneficial interest of the Company.

^ 1 share held by employee as nominee for the beneficial interest of the Company.

Subsidiary of PT UltraTech Investments Indonesia.

@@ Ceased to exist with effect from July 06, 2017

$$ with effect from November 20, 2018

!! Wholly owned subsidiary of UNCL

&& 55.54% held by UNCL and 44.46% held by MHL

** 51% held by MUHL and 49% held by MHL

*** Wholly owned Subsidiary of BCFLLC

^^ Subsidiary of KHPL

^^^ Wholly owned subsidiary of BHUMI

NOTE 35: GOODWILL ON CONSOLIDATION

Goodwill represents the difference between the Company's share in the net worth of subsidiaries and the cost of acquisition at each point of time of making the investment in the subsidiaries. For this purpose, the Company's share of net worth is determined on the basis of the latest financial statements prior to the acquisition after making necessary adjustments for material events between the date of such financial statements and the date of respective acquisition.

NOTE 36:

Pursuant to loss of control in Awam Minerals LLC with effect from April 24, 2017, the investments have been reclassified to Investment measured at Fair value through and Profit or Loss. In the previous year, the Company has made a provision of ₹ 31.47 Crores towards impairment arising from fair valuation of the investments and written off ₹ 13.99 Crores towards working capital loans on the basis of board resolution dated December 10, 2017 and had disclosed the same as an exceptional item in the Statement of Profit and Loss. Further, the Company has derecognised goodwill of ₹ 55.07 Crores on loss of control.

NOTE 37: CONTINGENT LIABILITIES (to the extent not provided for) (Ind AS 37)

(a) Claims against the Group not acknowledged as debt:

₹ in Crores

	Particulars	Brief Description of Matter	As at March 31, 2019	As at March 31, 2018
(a)	Excise Duty and Service Tax Matters	Related to valuation matter (Rule 8 vs. Rule 4), Denial of Cenvat credit on ISD/GTA and others	**1,518.70**	1,178.56
(b)	Sales-tax/VAT/Entry Tax Matters	Related to stock transfer treated as interstate sales, Demand on freight component and levy of purchase tax on exempted supply, Demand of Entry Tax and others	**436.76**	432.45
(c)	Royalty on Limestone/ Marl/Shale	Based on fixed conversion factor on limestone, royalty rate difference on Marl and additional royalty on mines transfer	**352.92**	184.00
(d)	Land Related Matters	Demand of Higher Compensation	**239.80**	-
(e)	Electricity Duty/Energy Development Cess	Related to electricity duty, Minimum power consumption, Energy development cess and denial of electricity duty exemption	**202.92**	179.40
(f)	Customs	Related to classification dispute	**190.18**	179.37
(g)	State Industrial Incentive Matters	Related to matters on quantum	**181.86**	174.45
(h)	Others (primarily related to Income Tax, Fly ash matters, road tax etc.)	Related to stamp duty, claim raised by vendor/ supplier, Road Tax matter, Income Tax matters and others	**348.09**	316.48

Cash outflows for the above are determinable only on receipt of judgments pending at various forums/authorities.

(b) The Company had filed appeals against the orders of the Competition Commission of India ("CCI") dated August 31, 2016 and January 19, 2017. Upon the National Company Law Appellate Tribunal ("NCLAT") disallowing the Company's appeal against the CCI order dated August 31, 2016, the Hon'ble Supreme Court has, by its order dated October 05, 2018, granted a stay against the NCLAT order. Consequently, the Company has deposited an amount of ₹ 117.55 Crores equivalent to 10% of the penalty amount. UNCL has also filed an appeal in the Supreme Court against a similar CCI Order dated August 31, 2016 and has deposited an amount of ₹ 16.73 Crores equivalent to 10% of the penalty amount. The Company, backed by legal opinions, believes that it has a good case in both the matters and accordingly no provision has been made in the accounts.

(c) Guarantees:

The Company has issued corporate guarantees as under:

(i) In favour of the Banks/Lenders on behalf of its Joint Venture (JV), as mentioned below, for the purposes of replacing old loans, acquisition financing, working capital and other general corporate purposes:

- Bhaskarpara Coal Company Limited (JV) ₹ 4 Crores (March 31, 2018 ₹ 4.00 Crores).

NOTE 37: CONTINGENT LIABILITIES (to the extent not provided for) (Ind AS 37) (Continued)

(ii) In favour of the Government Authority of an amount not exceeding ₹ Nil Crores (March 31, 2018 ₹ 3.00 Crores) towards exemption from payment of excise duty.

(d) The Sri Lankan Customs commenced an inquiry on the allegation that dividends declared by 'Ultratech Cement Lanka Private Limited' ("UCLPL") and remitted to the Company represents part of settlement in respect of the cement imported by UCLPL and alleged that additional duty is payable by UCLPL. The Sri Lankan Customs have not provided a basis for any value to be attributed as alleged additional duty payable.

UCLPL filed a Writ Application in the Court of Appeal in seeking inter alia to quash the aforesaid decision by Sri Lankan Customs to hold the said inquiry. However, the application was dismissed by the Court of Appeal on March 28, 2014. UCLPL filed a Special Leave Application in the Supreme Court against the judgment of the Court of Appeal in the above Writ Application which is currently pending before the Supreme Court and fixed to be mentioned before Supreme Court on May 30, 2019.

(e) In one of the case, UCLPL filed the appeal against the Director General of Customs and the inquiring officer appointed in terms of the Customs Ordinance for the customs case No PCAD/HQO/091/2016 initiated at the Sri Lankan customs, on the alleged basis that UCLPL has not declared the unloading charges (stevedoring charges) paid to the Sri Lanka Ports Authority in relation to imported cement.

The matter has been fixed for the Respondents objections to be filed on or before May 06, 2019 and for UCLPL's counter objections to be filed on or before June 07, 2019. The matter has also been fixed for argument on July 10, 2019.

(f) The Hon'ble Supreme Court of India ("SC") by their order dated February 28, 2019, in the case of Surya Roshani Limited & others v/s EPFO, set out the principles based on which allowances paid to the employees should be identified for inclusion in basic wages for the purposes of computation of Provident Fund contribution. Subsequently, a review petition against this decision has been filed and is pending before the SC for disposal.

Pending decision on the subject review petition and directions from the EPFO, the impact, if any, is not ascertainable and consequently no effect has been given in the accounts.

NOTE 38: CAPITAL AND OTHER COMMITMENTS

Estimated amount of contracts remaining to be executed on capital account, not provided for (net of advances) ₹ 1,086.04 Crores. (March 31, 2018 ₹ 937.15 Crores).

NOTE 39:

The Supreme Court of India has allowed an appeal filed by the State of Rajasthan in a matter relating to transfer of mining lease in the name of the Company's wholly-owned subsidiary, Gotan Lime Stone Khanij Udyog Private Limited ("GKUPL") and has directed the State of Rajasthan to frame and notify its policy relating to transfer of mining lease and thereafter pass appropriate order in respect of the mining lease of GKUPL. State Government has notified the new policy related to transfer of new mining lease, based on which the Company has requested the State Government to consider reinstatement of the mines in its favour.

NOTE 40: ACQUISITION OF CEMENT BUSINESS OF CENTURY TEXTILES AND INDUSTRIES LIMITED

During the year the Company's Board of Directors approved a Scheme of Arrangement amongst Century Textiles and Industries Limited ("Century"), the Company and their respective shareholders and creditors ("the Scheme"). In terms of the Scheme, Century will de-merge its cement business into the Company. Century's cement business consists of 3 integrated cement units in Madhya Pradesh, Chhattisgarh and Maharashtra with a total capacity of 12.6 mpta and a grinding unit in West Bengal of 2.0 mtpa.

Upon effectiveness of the Scheme, equity shares of the Company shall be issued to shareholders of Century, as on the Record Date, as defined in the Scheme, in the ratio of 1 (one) equity share of the Company of face value ₹ 10/- each for every 8 (eight) equity shares of Century. The Scheme has received approval of the stock exchanges, the Competition Commission of India and the shareholders of the Company and is now awaiting the approval of the National Company Law Tribunal and other regulatory authorities, as may be required.

NOTE 41: ACQUISITION OF BINANI CEMENT LIMITED (Ind AS 103)

A. NCLAT by its order dated November 14, 2018, approved the Company's Resolution Plan ("RP") for acquiring Binani Cement Limited ("BCL") under the provisions of the Insolvency and Bankruptcy Code 2016, as amended ("Code"). With effect from November 20, 2018, being the Transfer Date, in terms of the Resolution Plan the existing issued, subscribed and paid up share capital of BCL (including 0.01% non-cumulative redeemable preference shares of ₹ 100/- each) stands cancelled fully, without requiring any further act or deed. Subsequent to the reconstitution of the Board of Directors, taking over management control and subscribing to the equity and preference share capital, BCL has become a wholly owned subsidiary of the Company (100% Voting interest) and has since been renamed UltraTech Nathdwara Cement Limited ("UNCL"), with effect from December 13, 2018.

The Consolidated financial statements include the financial results for UNCL w.e.f. November 20, 2018 and hence the figures for the year ended March 31, 2019 are not comparable with the previous corresponding period.

UNCL has a capacity of 6.25 MTPA in the State of Rajasthan comprising an integrated cement unit with capacity of 4.85 MTPA and a split grinding unit with capacity of 1.4 MTPA. In addition, UNCL has investments in subsidiaries in China and UAE.

This acquisition will create value for shareholders as the acquisition adds 1/3rd additional ready to use capacity in the highly growing North market where the Company was already at high capacity utilisation levels so as to cater to the growing market. This acquisition also provides abundant additional limestone reserves sufficient to cater to even additional capacities at lower prices compared to auctioned prices and creates synergies in logistics and procurement which offers many advantages to the Company.

B. Consequent to the acquisition, the Holding Company subscribed to equity share capital of ₹ 1,500 Crores and 8.75% preference share capital of ₹ 1,900 Crores of UNCL and provided an Inter corporate loan of ₹ 1,799.75 Crores to UNCL. Further, UNCL obtained a loan (non-current borrowing) of ₹ 2,700.00 Crores (pursuant to a corporate guarantee provided by the Holding Company). Subsequently, the group paid to financial and operational creditors as per the RP.

C. Acquired Receivables:

As on the date of acquisition, gross contractual amount of the acquired Trade Receivables and Other Financial Assets was ₹ 1,159.71 Crores against which no provision had been considered since fair value of the acquired Receivables were equal to carrying value as on the date of acquisition.

D. The Fair Value of Assets and Liabilities assumed as on the acquisition date:

₹ in Crores

Particulars	Amount
Property, Plant and Equipment	2,833.78
Capital Work-In-Progress	9.05
Intangible assets	1,712.50
Non-Current Loans	1,058.85
Non-Current Financial Asset	0.48
Other Non-Current Assets	5.88
Inventories	75.91
Trade and Other receivables	8.77
Cash & Cash Equivalents	38.52
Bank Balances other than above	20.54
Current Loans	57.92
Other Current Financial Assets	1.05
Other Current Assets	30.31
Assets of disposal group held for sale	1,037.20
Total Assets (A)	**6,890.76**

₹ in Crores

NOTE 41: ACQUISITION OF BINANI CEMENT LIMITED (Ind AS 103) (Continued)

Particulars	Amount
Other Non-Current Financial Liabilities	36.84
Non-Current Provision	10.06
Deferred Tax Liabilities	1.16
Current Borrowings	35.13
Trade Payables	510.68
Other Current Financial Liabilities (including current maturities of non-current borrowings)	7,321.14
Other Current Liabilities	242.44
Current Provisions	2.00
Liabilities included in disposal group held for sale	489.00
Total Liabilities (B)	**8,648.45**
Goodwill Recognised (B – A)	**1,757.69**

As per Ind AS 103, purchase consideration has been allocated on the basis of fair valuation determined by an independent Valuer.

Goodwill represents growth potential through brown field expansion at a lower cost compared to a green-field plant cost by developing and utilising acquired land and limestone reserves.

E. Acquisition related costs

Acquisition related costs of ₹ 24.32 Crores on legal fees, due diligence costs, valuation fees, etc. have been recognized under Miscellaneous Expenses and Rates and Taxes in the Statement of Profit and Loss.

F. (a) The Revenue and Profit / (Loss) after Tax of UNCL for the period ended March 31, 2019 from the acquisition date are ₹ 485.44 Crores and ₹ (59.63) Crores respectively which has been included in the consolidated financial statements of the Company.

(b) If the acquisition had occurred on April 01, 2018, consolidated revenue and consolidated profit for the year ended March 31, 2019 would have been ₹ 39,294.15 Crores and ₹ 1,191.42 Crores (after considering loss on exceptional items of ₹ 923.52 Crores), respectively. Management has determined these amounts on the basis that the fair value adjustments that arose on the date of acquisition would have been the same if the acquisition had occurred on April 01, 2018.

NOTE 42: ACQUISITION OF IDENTIFIED CEMENT UNITS OF JAL AND JCCL (Ind AS 103)

A. Pursuant to the Scheme of Arrangement between the Company, JAL, JCCL and their respective shareholders and creditors ("the Scheme"), the Company had acquired identified cement units of JAL and JCCL on June 29, 2017 at an enterprise valuation of ₹ 16,189.00 Crores having total cement capacity of 21.2 MTPA including 4 MTPA under construction. The acquisition provides the Company a geographic market expansion with entry into high growth markets where it needed greater reinforcement and creating synergies in manufacturing, distribution and logistics which offers many advantages. This will also create value for shareholders with the ready to use assets reducing time to markets, availability of land, mining leases, fly ash and railway infrastructure leading to overall operating costs advantage.

B. Fair Value of the Consideration transferred:

Against the total enterprise value of ₹ 16,189.00 Crores, the Company had taken over borrowings of ₹ 10,189.00 Crores and negative working capital of ₹ 1,375.00 Crores from JAL and JCCL. After taking these liabilities into account, effective purchase consideration of ₹ 4,625.00 Crores had been discharged as under:

₹ in Crores

NOTE 42: ACQUISITION OF IDENTIFIED CEMENT UNITS OF JAL AND JCCL (Ind AS 103) (Continued)

Particulars	Amount
Issue of 6.37% Non-Convertible Debentures	3,124.90
Issue of Redeemable Preference Shares	1,500.10*
Total Consideration transferred for Business Combination	**4,625.00**

* Redemption is linked with fulfilment of certain conditions. Out of that, ₹ 500 Crores have already been redeemed in the previous year.

C. Acquired Receivables:

As on the date of acquisition, gross contractual amount of the acquired Trade Receivables and Other Financial Assets was ₹ 17.07 Crores against which no provision had been considered since fair value of the acquired Receivables were equal to carrying value as on the date of acquisition.

D. The Fair Value of identifiable assets acquired and liabilities assumed as on the acquisition date:

Particulars	Amount
Property, Plant and Equipment	11,689.69
Capital Work-In-Progress	218.78
Intangible assets	2,715.88
Other Non-Current Assets	1,604.43
Inventories	246.88
Trade and Other receivables	16.21
Other Financial Assets	0.86
Other Current Assets	30.49
Total Assets	**16,523.22**
Non-Current Borrowings	10,189.00
Current Borrowings	497.55
Provisions	28.67
Trade Payables	806.05
Other Financial Liabilities	33.19
Other Current Liabilities	303.97
Total Liabilities	**11,858.43**
Total Fair Value of the Net Assets	**4,664.79**

E. Amount recognised directly in other equity (Capital Reserve):

Particulars	Amount
Fair value of the net assets acquired	4,664.79
Less: Fair value of consideration transferred	4,625.00
Capital Reserve	**39.79**

F. Acquisition related costs

During the previous year acquisition related costs of ₹ 5.57 Crores had been recognised under Miscellaneous Expenses and Rates and Taxes in the Statement of Profit and Loss. The stamp duty paid/payable on transfer of the assets amounting to ₹ 226.28 Crores had been charged to the Statement of Profit and Loss and had been shown as an exceptional item during the previous year.

G. The Company runs an integrated operation with material movement across geographies and a common sales organization responsible for existing business as well as acquired business. Therefore, separate sales information for the acquired business is not exactly available and accordingly disclosures for revenue and profit/loss of the acquired business since acquisition date have not been made.

NOTE 42: ACQUISITION OF IDENTIFIED CEMENT UNITS OF JAL AND JCCL (Ind AS 103) (Continued)

Further, it is impracticable to provide revenue and profit/loss of the combined entity for the previous year as though the acquisition date had been April 01, 2017 since these amounts relating to the acquired business for the period prior to the acquisition date are not readily available with the Company.

NOTE 43: EMPLOYEE BENEFITS (Ind AS 19)

A. Defined Benefit Plans:

(a) Gratuity:

The gratuity payable to employees is based on the employee's service and last drawn salary at the time of leaving the services of the Group and is in accordance with the Rules of the Group for payment of gratuity.

Inherent Risk

The plan is defined benefit in nature which is sponsored by the Group and hence it underwrites all the risks pertaining to the plan. In particular, this exposes the Group to actuarial risk such as adverse salary growth, change in demographic experience, inadequate return on underlying plan assets. This may result in an increase in cost of providing these benefits to employee in future. Since the benefits are lump sum in nature the plan is not subject to any longevity risks.

(b) Pension:

The Group considers pension for some of its employees at senior management based on the period of service and contribution for the Group.

(c) Post-Retirement Medical Benefits:

The Company provides post-retirement medical benefits to certain ex-employees who were transferred under the Scheme of arrangement for acquiring Larsen & Toubro cement business and eligible for such benefits from earlier Company.

₹ in Crores

Particulars		As at March 31, 2019				As at March 31, 2018			
		Gratuity		Pension	Post-Retirement Medical Benefits	Gratuity		Pension	Post-Retirement Medical Benefits
		Funded	Others			Funded	Others		
(i)	**Change in defined benefit obligation**								
	Balance at the beginning of the year	451.75	22.95	7.57	0.58	407.33	20.49	7.88	0.61
	Effect of Loss of Control in Subsidiary	-	-	-	-	-	(0.19)	-	-
	Adjustment of:								
	Current Service Cost	36.45	3.30	-	-	33.29	2.95	-	-
	Past Service Cost	-	0.67	-	-	2.12	-	-	-
	Interest Cost	33.87	1.05	0.55	0.04	29.13	0.90	0.48	0.04
	Actuarial (gains) losses recognised in Other Comprehensive Income:								
	– Change in Financial Assumptions	11.61	(1.90)	0.07	0.01	(16.65)	0.05	(0.27)	(0.02)
	– Change in Demographic Assumptions	(0.05)	-	(0.24)	(0.01)	(5.27)	-	-	-
	– Experience Changes	6.36	0.71	0.05	0.01	(8.53)	(0.36)	0.39	0.01
	Benefits Paid	(28.08)	0.04	(0.91)	(0.06)	(22.30)	(0.89)	(0.91)	(0.06)
	Obligation transferred from JAL/JCCL/UNCL	8.64	-	-	-	32.63	-	-	-
	Balance at the end of the year	520.56	26.82	7.09	0.57	451.75	22.95	7.57	0.58

₹ in Crores

NOTE 43: EMPLOYEE BENEFITS (Ind AS 19) (Continued)

	Particulars	As at March 31, 2019				As at March 31, 2018			
		Gratuity		Pension	Post-Retirement Medical Benefits	Gratuity		Pension	Post-Retirement Medical Benefits
		Funded	Others			Funded	Others		
(ii)	**Change in Fair Value of Assets**								
	Balance at the beginning of the year	**497.64**	-	-	-	431.70	-	-	-
	Expected Return on Plan Assets	**37.37**	-	-	-	30.96	-	-	-
	Re measurements due to: Actual Return on Plan Assets less interest on Plan Assets	**2.72**	-	-	-	7.31	-	-	-
	Contribution by the employer	**36.93**	-	-	-	22.30	-	-	-
	Benefits Paid	**(28.08)**	-	-	-	(22.30)	-	-	-
	Assets transferred from JAL/JCCL/ UNCL	**3.85**	-	-	-	27.67	-	-	-
	Balance at the end of the year	**550.43**	-	-	-	497.64	-	-	-
(iii)	**Net Asset/(Liability) recognised in the Balance Sheet**								
	Present value of Defined Benefit Obligation	**(520.56)**	**(26.82)**	**(7.09)**	**(0.57)**	(451.75)	(22.95)	(7.57)	(0.58)
	Fair Value of Plan Assets	**550.43**	**-**	**-**	**-**	497.64	-	-	-
	Net Asset/(Liability) in the Balance Sheet	**29.87**	**(26.82)**	**(7.09)**	**(0.57)**	45.89	(22.95)	(7.57)	(0.58)
(iv)	**Expenses recognised in the Consolidated Statement of Profit and Loss**								
	Current Service Cost	**36.45**	**3.30**	**-**	**-**	33.29	2.95	-	-
	Past Service Cost	**-**	**0.67**	**-**	**-**	2.12	-	-	-
	Interest Cost	**33.87**	**1.05**	**0.55**	**0.04**	29.13	0.90	0.48	0.04
	Expected Return on Plan Assets	**(37.37)**	**-**	**-**	**-**	(30.96)	-	-	-
	Total Expense	**32.95**	**5.02**	**0.55**	**0.04**	33.58	3.85	0.48	0.04
	Less: Transferred to Pre-operative Expenses	**-**	**-**	**-**	**-**	(0.15)	-	-	-
	Amount charged to the Consolidated Statement of Profit and Loss	**32.95**	**5.02**	**0.55**	**0.04**	33.43	3.85	0.48	0.04
(v)	**Re-measurements recognised in Other Comprehensive Income (OCI):**								
	Changes in Financial Assumptions	**11.61**	**(1.90)**	**0.07**	**0.01**	(16.65)	0.05	(0.27)	(0.02)
	Changes in Demographic Assumptions	**(0.05)**	**-**	**(0.24)**	**(0.01)**	(5.27)	-	-	-
	Experience Adjustments	**6.36**	**0.71**	**0.05**	**0.01**	(8.53)	(0.36)	0.39	0.01
	Actual return on Plan assets less interest on plan assets	**(2.72)**	**-**	**-**	**-**	(7.31)	-	-	-
	Amount recognised in Other Comprehensive Income (OCI):	**15.20**	**(1.19)**	**(0.12)**	**0.01**	(37.76)	(0.31)	0.12	(0.01)

₹ in Crores

NOTE 43: EMPLOYEE BENEFITS (Ind AS 19) (Continued)

	Particulars	As at March 31, 2019				As at March 31, 2018			
		Gratuity		Pension	Post-Retirement Medical Benefits	Gratuity		Pension	Post-Retirement Medical Benefits
		Funded	Others			Funded	Others		
(vi)	**Maturity profile of defined benefit obligation:**								
	Within the next 12 months	**60.10**	**3.38**	**0.97**	**0.06**	52.05	2.90	0.07	0.06
	Between 1 and 5 years	**172.24**	**6.48**	**3.33**	**0.24**	150.40	6.52	0.28	0.24
	Between 5 and 10 years	**181.38**	**9.46**	**2.63**	**0.23**	165.75	6.28	0.27	0.23
	10 Years and above	**859.68**	**36.30**	**4.44**	**0.52**	763.40	21.63	0.84	0.61
(vii)	**Sensitivity analysis for significant assumptions:* Increase/(Decrease) in present value of defined benefits obligation at the end of the year**								
	1% increase in discount rate	**(43.58)**	**(2.21)**	**(0.34)**	**(0.03)**	(37.50)	(2.10)	(0.49)	(0.04)
	1% decrease in discount rate	**50.85**	**2.57**	**0.37**	**0.04**	43.64	2.48	0.55	0.04
	1% increase in salary escalation rate	**50.04**	**2.54**	**-**	**-**	43.01	2.42	-	-
	1% decrease in salary escalation rate	**(43.74)**	**(2.22)**	**-**	**-**	(37.68)	(2.09)	-	-
	1% increase in employee turnover rate	**(14.69)**	**0.03**	**-**	**-**	(12.24)	(0.20)	-	-
	1% decrease in employee turnover rate	**16.11**	**(0.05)**	**-**	**-**	14.41	0.22	-	-
(viii)	**The major categories of plan assets as a percentage of total plan @**								
	Insurer Managed Funds	**100%**	**N.A.**	**N.A.**	**N.A.**	100%	N.A.	N.A.	N.A
(ix)	**Actuarial Assumptions:**								
	Discount Rate (p.a.)	**7.65-7.79%**	**5-11.28%**	**7.65%**	**7.65%**	7.90%	3.2-10.5%	7.90%	7.90%
	Turnover Rate	**1.5% to 8.00%**	**1-12%**	**-**	**-**	1.5% to 8.00%	1-12%	-	-
	Mortality tables	**Indian Assured Lives Mortality (2012-14)/ (2006-08)**	**	**S1PA mortality table adjusted suitably**		Indian Assured Lives Mortality (2006-08)	**	PA(90) mortality table rated down by 4 years	
	Salary Escalation Rate (p.a.)	**7.00-8.00%**	**5.5-10%**	**-**	**-**	8.00%	5-10%	-	-

NOTE 43: EMPLOYEE BENEFITS (Ind AS 19) (Continued)

	Particulars	As at March 31, 2019				As at March 31, 2018			
		Gratuity		Pension	Post-Retirement Medical Benefits	Gratuity		Pension	Post-Retirement Medical Benefits
		Funded	Others			Funded	Others		
	Retirement age: Management - Non-Management-	**60 Yrs. 58 Yrs.**	**55-60 Yrs.**	**-**	**-**	60 Yrs. 58 Yrs.	55-60 Yrs.	-	-
(x)	Weighted Average duration of Defined benefit obligation	**9.0-11.0 Yrs.**	**5.5-11.86 Yrs.**	**6.5 Yrs.**	**6.1 Yrs.**	8.9 Yrs.	6.4-13.0 Yrs.	7.0 Yrs.	6.5 Yrs.

* These Sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analyses.

@ The plan does not invest directly in any property occupied by the Group nor in any financial securities issued by the Group.

** GA 1983 Mortality Table/UK Mortality Table AM92 [UK] & Indian Assured Lives Mortality (2006-08) Ult table

(xi) Discount Rate:

The discount rate is based on the prevailing market rates of Indian government securities for the estimated term of obligations.

(xii) Salary Escalation Rate:

The estimates of future salary increases are considered taking into account inflation, seniority, promotion and other relevant factors.

(xiii) Asset Liability matching strategy:

The money contributed by the Group to the Gratuity fund to finance the liabilities of the plan has to be invested.

The trustees of the plan have outsourced the investment management of the fund to an insurance company. The insurance company in turn manages these funds as per the mandate provided to them by the trustees and the asset allocation which is within the permissible limits prescribed in the insurance regulations. Due to the restrictions in the type of investments that can be held by the fund, it is not possible to explicitly follow an asset liability matching strategy.

There is no compulsion on the part of the Group to fully prefund the liability of the Plan. The Group's philosophy is to fund these benefits based on its own liquidity and the level of underfunding of the plan.

(xiv) The Group's expected contribution during next year is ₹ Nil Crores (March 31, 2018 ₹ Nil Crores).

NOTE 43: EMPLOYEE BENEFITS (Ind AS 19) (Continued)

(d) Provident Fund:

The Company is liable for any shortfall in the fund assets based on the Government specified rate of return. Such shortfall, if any, is recognised in the Statement of Profit and Loss as an expense in the year of incurring the same.

Amount recognized as an expense under the head "Contribution to Provident and other Funds" of Statement of Profit and Loss ₹ 94.93 Crores (March 31, 2018 ₹ 86.76 Crores).

The actuary has provided for a valuation and based on the below provided assumptions there is no interest shortfall as at March 31, 2019 and March 31, 2018.

₹ in Crores

	Particulars	As at March 31, 2019	As at March 31, 2018
(a)	**Plan Assets at Fair Value**	**1,196.03**	957.22
(b)	**Present value of defined benefit obligation at year end**	**1,193.89**	956.96
(c)	**Liability recognised in Balance Sheet**	**NIL**	NIL
(d)	**Assumptions used in determining the present value obligation of interest rate guarantee under the Deterministic Approach**		
	Government of India bond yield for the outstanding term of liabilities	**7.65%**	7.90%
	Remaining term of the maturity of Investment Portfolio	**13.72 Yrs.**	13.85 Yrs.
	Discount Rate for the remaining term of the maturity of Investment Portfolio	**8.56%**	8.63%
	Expected Guaranteed Interest Rate	**8.65%**	8.55%

B. Amount recognized as an expense in respect of Compensated Absences is ₹ 25.89 Crores (March 31, 2018 ₹ 15.87 Crores).

C. Amount recognized as expense for other long term employee benefits is ₹ 0.96 Crores (March 31, 2018 ₹ 0.87 Crores).

NOTE 44: SEGMENT REPORTING (Ind AS 108)

The Group is exclusively engaged in the business of cement and cement related products. As per Ind AS 108 "Operating Segments", specified under Section 133 of the Companies Act, 2013, there are no reportable segments applicable to the Group.

The Group's revenue from continuing operations from external customers by location of operations and information about its non-current assets by location of assets are detailed below.

Particulars	Revenue from External Customers		Non-Current Assets	
	Year Ended March 31, 2019	Year Ended March 31, 2018	As at March 31, 2019	As at March 31, 2018
India (Country of Domicile)	**34,814.85**	28,618.92	**47,758.82**	41,642.66
Others	**1,959.84**	1,922.26	**2,313.81**	2,252.28
Total	**36,774.69**	30,541.18	**50,072.63**	43,894.94

Notes to Consolidated Financial Statements (Continued)

NOTE 45: RELATED PARTY DISCLOSURES (Ind AS 24)

Names of Related Parties with whom transactions were carried out during the year:

Name of Related Party	Relationship
Grasim Industries Limited	Holding Company
Samruddhi Swastik Trading and Investments Limited	Fellow Subsidiary
Aditya Birla Sun Life Insurance Company Limited (formerly known as Birla Sun Life Insurance Company Limited)	Fellow Subsidiary
Aditya Birla Health Insurance Limited	Fellow Subsidiary
ABNL Investment Limited	Fellow Subsidiary
Aditya Birla Renewable SPV 1 Limited	Associate
Bhaskarpara Coal Company Limited	Joint Venture
Ultratech Provident Fund	Post-Employment Benefit Plan
Bharucha & Partners	Entity Controlled by Key Management Personnel
Dave Girish & Company	Entity Controlled by Key Management Personnel
Mr. Kumar Mangalam Birla – Non-Executive Chairman	Key Management Personnel (KMP)
Mrs. Rajashree Birla – Non-Executive Director	Key Management Personnel (KMP)
Mr. D.D. Rathi – Non-Executive Director (Till July 27, 2018)	Key Management Personnel (KMP)
Mr. O.P Puranmalka - Non-Executive Director	Key Management Personnel (KMP)
Mr. Arun Adhikari – Independent Director	Key Management Personnel (KMP)
Mr. G.M. Dave - Independent Director	Key Management Personnel (KMP)
Mrs. Alka Bharucha - Independent Director	Key Management Personnel (KMP)
Mrs. Sukanya Kripalu - Independent Director	Key Management Personnel (KMP)
Mr. S.B. Mathur - Independent Director	Key Management Personnel (KMP)
Mrs. Renuka Ramnath - Independent Director	Key Management Personnel (KMP)
Mr. K.K. Maheshwari - Managing Director	Key Management Personnel (KMP)
Mr. K. C. Jhanwar – Deputy Managing Director (w.e.f. October 19, 2018)	Key Management Personnel (KMP)
Mr. Atul Daga - Whole-time Director and CFO	Key Management Personnel (KMP)
Mrs. Kritika Daga	Relative of KMP (Wife of Mr. Atul Daga)

(a) The following transactions were carried out with the related parties in the ordinary course of business:

₹ in Crores

Nature of Transaction/Relationship	Year Ended March 31, 2019	Year Ended March 31, 2018
Sale of Goods:		
Holding Company	**16.09**	11.73
Fellow Subsidiary	**-**	0.02
Total	**16.09**	11.75
Purchase of Goods:		
Holding Company	**2.69**	1.93
Fellow Subsidiary	**-**	0.01
Associate	**12.66**	0.20
Total	**15.35**	2.14

₹ in Crores

NOTE 45: RELATED PARTY DISCLOSURES (Ind AS 24) (Continued)

Nature of Transaction/Relationship	Year Ended March 31, 2019	Year Ended March 31, 2018
Purchase of Fixed Assets		
Fellow Subsidiary	**0.24**	-
Services received from:		
Holding Company	**1.77**	1.16
Fellow Subsidiary	**12.33**	7.33
KMP	**35.89**	38.40
Entity Controlled by KMP	**0.04**	0.03
Relative of KMP	**0.27**	0.26
Total	**50.30**	47.18
Services rendered to:		
Holding Company	**1.22**	0.11
Dividend Paid		
Holding Company	**173.60**	165.34
Contribution to:		
Post-Employment Benefit Plan	**129.79**	102.43

(b) **Outstanding balances:**

Nature of Transaction/Relationship	As at March 31, 2019	As at March 31, 2018
Loans and Advances:		
Holding Company	**0.30**	0.79
Fellow Subsidiary	**7.68**	5.31
Joint Venture	**2.49**	2.49
Total	**10.47**	8.59
Trade Receivables:		
Holding Company	**0.99**	1.94
Trade Payables:		
Holding Company	**0.27**	0.21
Associate	**0.57**	0.19
Total	**0.84**	0.40
Deposit:		
KMP (Pending Shareholder's Approval)	**3.59**	-
Relative of KMP	**5.00**	5.00
Total	**8.59**	5.00
Corporate Guarantees:		
Joint Ventures	**4.00**	4.00

₹ in Crores

NOTE 45: RELATED PARTY DISCLOSURES (Ind AS 24) (Continued)

(c) **Compensation of KMP of the Company:**

Nature of transaction	Year Ended March 31, 2019	Year Ended March 31, 2018
Short-term employee benefits	**17.54**	16.83
Post – employment benefits	**1.24**	0.67
Share based payment	**1.79**	1.13
Total compensation paid to KMP	**20.57**	18.63

Based on the recommendation of the Nomination, Remuneration and Compensation Committee, all decisions relating to the remuneration of the Directors are taken by the Board of Directors of the Company, in accordance with shareholder's approval, wherever necessary.

Compensation paid for the year ended March 31, 2019 includes remuneration paid to Mr. K.C. Jhanwar, Deputy Managing Director, which is subject to shareholders approval in ensuing Annual general meeting.

The Company is a member of Aditya Birla Management Corporation Private Limited (ABMCPL), a company limited by guarantee formed for the purpose of its members to mutually avail and share common facilities, expertise and other support on an arms' length basis. The transactions between the Company and ABMCPL are approved by the Audit Committee and during the year the amount spent on such transactions is ₹ 172.69 Crores.

Terms and Conditions of transactions with Related Parties:

The sales to and purchases from related parties are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables.

For the year ended March 31, 2019, the Group has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

NOTE 46: INCOME TAXES (Ind AS 12)

(i) **Reconciliation of effective tax rate:**

In %

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Applicable tax rate	**34.94**	34.61
Effect of Tax Exempt Income	**(0.47)**	(0.36)
Effect of Non-Deductible expenses	**1.28**	1.02
Effect of Allowances for tax purpose	**(3.21)**	(2.16)
Effect of Tax paid at a lower rate	**(1.38)**	(0.99)
Effect of Previous year adjustments	**(0.12)**	(1.02)
Effect of changes in Tax rate	**-**	1.26
Effect of Lower Jurisdiction Tax Rate	**(0.70)**	-
Others	**0.93**	0.25
Effective Tax Rate	**31.28**	32.61

(ii) At March 31, 2019 a deferred tax liability of ₹ 60.36 Crores (March 31, 2018 ₹ 48.88 Crores) in respect of temporary differences related to undistributed profit in subsidiaries has not been recognized because the Group controls the dividend policy of its subsidiaries and management is satisfied that they are not expecting to distribute profit in the foreseeable future.

Notes to Consolidated Financial Statements (Continued)

NOTE 46: INCOME TAXES (Ind AS 12) (Continued)

(iii) The Company has not recognized Deferred Tax Assets on the unabsorbed depreciation, business losses and other temporary differences amounting to ₹ 670.04 Crores in respect of a Subsidiary, since it is not probable that future taxable income will be available wherein such deferred tax assets can be realized in normal course of business.

NOTE 47 – EARNINGS PER SHARE (EPS) (Ind AS 33)

₹ in Crores

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
A. Basic EPS:		
(i) Net Profit attributable to Equity Shareholders	**2,434.72**	2,222.17
(ii) Weighted average number of Equity Shares outstanding (Nos.)	**274,632,160**	274,543,934
(iii) Less: Treasury Shares acquired by the Company under Trust	**(202,022)**	-
(iv) Weighted average number of Equity Shares outstanding for calculation of Basic EPS	**274,430,138**	274,543,934
Basic EPS (₹) (i)/(iv)	**88.72**	80.94
B. Diluted EPS:		
(i) Weighted average number of Equity Shares Outstanding (Nos.)	**274,430,138**	274,543,934
(ii) Add: Potential Equity Shares on exercise of options (Nos.)	**79,361**	69,787
(iii) Weighted average number of Equity Shares Outstanding for calculation of Dilutive EPS (i + ii)	**274,509,499**	274,613,721
Diluted EPS (₹) {(A) (i)/(B) (iii)}	**88.69**	80.92

NOTE 48: SUMMARISED FINANCIAL INFORMATION OF INDIVIDUALLY IMMATERIAL ASSOCIATES AND JOINT VENTURE

The Company's interests in below mentioned associates and joint venture are accounted for using the equity method in the consolidated financial statements. The summarized financial information below represents amounts shown in the associate's financial statements prepared in accordance with Ind AS adjusted by the Company for equity accounting purposes:

Madanpur (North) Coal Company Private Limited:

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Profit or Loss from continuing Operations	**0.01**	(0.10)
Post-tax Profit or Loss from discontinued Operations	**-**	-
Other Comprehensive Income	**-**	-
Total Comprehensive Income	**0.01**	(0.10)

Aditya Birla Renewable SPV 1 Limited:

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Profit or Loss from continuing Operations	**0.54**	(0.04)
Post-tax Profit or Loss from discontinued Operations	**-**	-
Other Comprehensive Income	**(0.02)**	-
Total Comprehensive Income	**0.52**	(0.04)

₹ in Crores

NOTE 48: SUMMARISED FINANCIAL INFORMATION OF INDIVIDUALLY IMMATERIAL ASSOCIATES AND JOINT VENTURE (Continued)

Bhaskarpara Coal Company Limited:

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Profit or Loss from continuing Operations	0.01	0.01
Post-tax Profit or Loss from discontinued Operations	-	-
Other Comprehensive Income	-	-
Total Comprehensive Income	0.01	0.01

NOTE 49: AUDITORS' REMUNERATION INCLUDING REMUNERATION FOR SUBSIDIARIES' AUDITORS (EXCLUDING SERVICE TAX/GST) AND EXPENSES

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
(a) Statutory Auditors:		
Audit fees (including Quarterly Limited Reviews)	4.49	3.60
Tax audit fees	0.26	0.25
Fees for other services	0.28	0.12
Expenses reimbursed	0.12	0.12
(b) Cost Auditors:		
Audit fees	0.26	0.19
Fees for other services (March 31, 2019 ₹ 3,000/-)	0.00	-
Expenses reimbursed	0.04	0.01

NOTE 50:

The following expenses are included in the different heads of expenses in the Consolidated Statement of Profit and Loss:

Particulars	Year Ended March 31, 2019			Year Ended March 31, 2018		
	Raw Materials Consumed	Power and Fuel Consumed	Total	Raw Materials Consumed	Power and Fuel Consumed	Total
Stores and Spares Consumed	110.84	52.05	162.89	113.06	56.81	169.87
Royalty and Cess	1,036.47	-	1,036.47	748.52	-	748.52

NOTE 51: SHARE BASED PAYMENTS (Ind AS 102)

The Group has granted 207,030 options (including Restricted Stock units and Share Appreciation Rights) to its eligible employees in various ESOS Schemes, details are as under:

A. Employee Stock Option Scheme (ESOS 2006):

Particulars	Tranche I	Tranche II	Tranche III	Tranche IV*	Tranche V*	Tranche VI
Nos. of Options	99,010	69,060	60,403	88,907	8,199	7,890
Vesting Plan	Graded Vesting - 25% every year	Graded Vesting - 25% every year	Graded Vesting - 25% every year	As per the Terms of Scheme	As per the Terms of Scheme	Graded Vesting - 25% every year
Exercise Period	5 Years from the date of Vesting	5 Years from the date of Vesting	5 Years from the date of Vesting			5 Years from the date of Vesting
Grant Date	23.08.2007	25.01.2008	08.09.2010	20.09.2010	20.09.2010	01.06.2012
Exercise Price (₹ per share)	606	794	655	709	1,061	974
Fair Value on the date of Grant of Option (₹ per share)	502	404	547	447	281	762
Method of Settlement	Equity	Equity	Equity	Equity	Equity	Equity

* Issued to Employees of erstwhile Samruddhi Cement Limited (SCL) option holders pursuant to Scheme of Amalgamation of SCL with the Group.

B. Employee Stock Option Scheme (ESOS 2013) including Stock options and Restricted Stock Units (RSU):

Particulars	Tranche I		Tranche II		Tranche III	
	RSU	Stock Options	RSU	Stock Options	RSU	Stock Options
Nos. of Options	84,056	237,953	12,313	34,859	2,218	6,280
Vesting Plan	100% on 19.10.2016	Graded Vesting - 25% every year after 1 year from date of grant, subject to achieving performance targets	100% on 18.10.2017	Graded Vesting - 25% every year after 1 year from date of grant, subject to achieving performance targets	100% on 28.01.2018	Graded Vesting - 25% every year after 1 year from date of grant, subject to achieving performance targets
Exercise Period	5 Years from the date of Vesting	5 Years from the date of Vesting	5 Years from the date of Vesting	5 Years from the date of Vesting	5 Years from the date of Vesting	5 Years from the date of Vesting
Grant Date	19.10.2013	19.10.2013	18.10.2014	18.10.2014	28.01.2015	28.01.2015
Exercise Price (₹ per share)	10	1,965	10	2,318	10	3,122
Fair Value on the date of Grant of Option (₹ per share)	1,862	750	2,241	870	3,048	1,207
Method of Settlement	Equity	Equity	Equity	Equity	Equity	Equity

NOTE 51: SHARE BASED PAYMENTS (Ind AS 102) (Continued)

Particulars	Tranche IV		Tranche V		Tranche VI	
	RSU	Stock Options	RSU	Stock Options	RSU	Stock Options
Nos. of Options	9,059	25,645	5,313	15,042	10,374	29,369
Vesting Plan	100% on 19.10.2018	Graded Vesting - 25% every year after 1 year from date of grant, subject to achieving performance targets	100% on 13.04.2019	Graded Vesting - 25% every year after 1 year from date of grant, subject to achieving performance targets	100% on 27.01.2020	Graded Vesting - 25% every year after 1 year from date of grant, subject to achieving performance targets
Exercise Period	5 Years from the date of Vesting	5 Years from the date of Vesting	5 Years from the date of Vesting	5 Years from the date of Vesting	5 Years from the date of Vesting	5 Years from the date of Vesting
Grant Date	19.10.2015	19.10.2015	13.04.2016	13.04.2016	27.01.2017	27.01.2017
Exercise Price (₹ per share)	10	2,955	10	3,167	10	3,681
Fair Value on the date of Grant of Option (₹ per share)	2,897	1,728	3,108	1,810	3,608	2,080
Method of Settlement	Equity	Equity	Equity	Equity	Equity	Equity

C. Employee Stock Option Scheme (ESOS 2018) including Stock options, Restricted Stock Units (RSU) and Stock Appreciation Rights Scheme – 2018 (SAR 2018) including Stock options and RSU

Particulars	Tranche I (ESOS, 2018)		Tranche I (SAR, 2018)	
	RSU	Stock Options	RSU	Stock Options
Nos. of Options	43,718	1,58,304	1,084	3,924
Vesting Plan	100% on 18.12.2021	Graded Vesting - 25% every year after 1 year from date of grant, subject to achieving performance targets	100% on 18.12.2021	Graded Vesting - 25% every year after 1 year from date of grant, subject to achieving performance targets
Exercise Period	5 Years from the date of Vesting	5 Years from the date of Vesting	3 Years from the date of Vesting	3 Years from the date of Vesting

NOTE 51: SHARE BASED PAYMENTS (Ind AS 102) (Continued)

Particulars	Tranche I (ESOS, 2018)		Tranche I (SAR, 2018)	
	RSU	Stock Options	RSU	Stock Options
Grant Date	18.12.2018	18.12.2018	18.12.2018	18.12.2018
Exercise Price (₹ per share)	10	4,009.30	10	4,009.30
Fair Value on the date of Grant of Option (₹ per share)	3,942	1,476	3,946	1,539
Method of Settlement	Equity	Equity	Cash	Cash

D. Movement of Options Granted including RSU along with weighted average exercise price (WAEP):

Particulars	As at March 31, 2019		As at March 31, 2018	
	Nos.	WAEP (₹)	Nos.	WAEP (₹)
Outstanding at the beginning of the year	**144,499**	**2,171.13**	251,577	1,880.59
Granted during the year	**202,022**	**3,143.84**	-	-
Exercised during the year	**(28,735)**	**1,585.05**	(106,079)	1,482.43
Forfeited during the year	**(812)**	**568.53**	(999)	2,134.23
Outstanding at the end of the year	**316,974**	**2,848.32**	144,499	2,171.13
Options exercisable at the end of the year	**73,273**	**2,394.44**	74,262	2,090.76

The weighted average share price at the date of exercise for options was ₹ 3,844.48 per share (March 31, 2018 ₹ 4,123.18 per share) and weighted average remaining contractual life for the share options outstanding as at March 31, 2019 was 4.6 years (March 31,2018: 3.9 years).

The Company has granted 5,008 SAR to its employees during the year with a weighted average exercise price of ₹ 3,143.64 per share and weighted average fair value of ₹ 2,060 per share. The weighted average remaining contractual life for SAR is 5.3 years.

The exercise price for outstanding options and SAR is ₹ 10 per share for RSU's and ranges from ₹ 655 per share to ₹ 4,099 per share for options.

E. Fair Valuation:

202,022 options were granted during the year. Weighted Average Fair value of the options granted during the year is ₹ 2,009.83 per share (March 31, 2018 - ₹ Nil per share).

The fair value of options has been done by an independent firm of Chartered Accountants on the date of grant using the Black-Scholes Model.

The Key assumptions in the Black-Scholes Model for calculating fair value as on the date of grant:

(a) For ESOS 2006:

1. Risk Free Rate - 8% (Tranche I-V), 8.14% (Tranche VI)
2. Option Life - Vesting period (1 Year) + Average of exercise period
3. Expected Volatility* - Tranche-I: 0.49, Tranche-II: 0.52,Tranche-III: 0.30, Tranche-IV: 0.30, Tranche-V: 0.30, Tranche-VI: 0.25
4. Expected Growth in Dividend - 20%

NOTE 51: SHARE BASED PAYMENTS (Ind AS 102) (Continued)

(b) For ESOS 2013:

1. Risk Free Rate - 8.5% (Tranche I), 7.8% (Tranche II-III), 8.56% (Tranche IV) 7.6% (Tranche V), 6.74% (Tranche VI)
2. Option Life - (a) For Options – Vesting period (1 Year) + Average of exercise period
   (b) For RSU – Vesting period (3 Years) + Average of exercise period
3. Expected Volatility* - Tranche-I: 0.29, Tranche-II: 0.27, Tranche-III: 0.28, Tranche-IV: 0.60 Tranche–V: 0.60, Tranche–VI: 0.61
4. Expected Growth in Dividend - Tranche -I: 20%, Tranche II-III: 15%, Tranche-IV: 5%, Tranche-V: 5%, Tranche-VI: 5%

(c) For ESOS 2018:

1. Risk Free Rate - 7.47% (Tranche I)
2. Option Life - (a) For Options - Vesting period (1 Year) + Average of exercise period
   (b) For RSU – Vesting period (3 Years) + Average of exercise period
3. Expected Volatility* - Tranche-I: 0.24
4. Dividend Yield- - Tranche -I: 0.46%

* Expected volatility on the Company's stock price on National Stock Exchange based on the data commensurate with the expected life of the options/RSU's up to the date of grant.

The fair value of SAR has been done by an independent firm of Chartered Accountants on the date of grant using the Binomial Tree model.

The Key assumptions in the Binomial Tree Model for calculating fair value as on the date of grant:

(d) For ESOS – SAR - 2018:

1. Risk Free Rate - 7.47% (Tranche I)
2. Option Life - (a) For Options - Vesting period (1 Year) + Average of exercise period
   (b) For RSU – Vesting period (3 Years) + Average of exercise period
3. Expected Volatility* - Tranche-I: 0.25
4. Dividend Yield - Tranche -I: 0.46%

* Expected volatility on the Company's stock price on National Stock Exchange based on the data commensurate with the expected life of the options/RSU's up to the date of grant.

F. Details of Liabilities arising from Company's cash settled share based payment transactions:

₹ in Crores

Particulars	March 31, 2019	March 31, 2018
Other non-current liabilities	0.09	-
Other current liabilities	0.04	-
Total carrying amount of liabilities	**0.13**	-

₹ in Crores

NOTE 52 (A): CLASSIFICATION OF FINANCIAL ASSETS AND LIABILITIES (Ind AS – 107)

Particulars	As at March 31, 2019		As at March 31, 2018	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial Assets at amortised cost				
Trade Receivables	**2,531.43**	**2,531.43**	2,220.63	2,220.63
Loans	**1,307.03**	**1,307.03**	238.02	238.02
Cash and Bank Balances	**707.17**	**707.17**	219.07	219.07
Other Financial Assets	**852.57**	**852.57**	479.31	479.31
Financial Assets at fair value through profit or loss				
Investments	**2,902.65**	**2,902.65**	5,436.09	5,436.09
Fair Value Hedging Instruments				
Derivative Assets	**99.05**	**99.05**	121.52	121.52
Total	**8,399.90**	**8,399.90**	8,714.64	8,714.64
Financial liabilities at amortised cost				
Non-Convertible Debentures	**2,535.00**	**2,462.79**	2,575.00	2,509.35
Term Loan from Banks	**14,188.63**	**14,188.63**	10,489.00	10,489.00
Cash Credits/Working Capital Borrowing	**81.76**	**81.76**	770.47	770.47
Commercial Papers	**1,642.46**	**1,642.46**	992.87	992.87
Sales Tax Deferment Loan	**438.77**	**438.77**	289.68	289.68
Trade Payables	**2,845.55**	**2,845.55**	2,384.87	2,384.87
Preference Shares	**1,000.10**	**1,000.10**	1,000.10	1,000.10
Other Financial Liabilities	**1,981.66**	**1,981.66**	1,824.74	1,824.74
Foreign Currency Borrowings	**2,931.63**	**2,931.63**	3,363.10	3,363.10
Fair Value Hedging Instrument				
Derivative Liability	**0.15**	**0.15**	28.27	28.27
Total	**27,645.71**	**27,573.50**	23,718.10	23,652.45

NOTE 52 (B): FAIR VALUE MEASUREMENTS (Ind AS 113)

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in an orderly transaction in the principal (or most advantageous) market at measurement date under the current market condition regardless of whether that price is directly observable or estimated using other valuation techniques.

The Group has established the following fair value hierarchy that categorises the values into 3 levels. The inputs to valuation techniques used to measure fair value of financial instruments are:

Level 1: This hierarchy uses quoted (unadjusted) prices in active markets for identical assets or liabilities. The fair value of all bonds which are traded in the stock exchanges is valued using the closing price or dealer quotations as at the reporting date.

Level 2: The fair value of financial instruments that are not traded in an active market (For example traded bonds, over the counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on company specific estimates. The mutual fund units are valued using the closing Net Asset Value. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

₹ in Crores

NOTE 52 (B): FAIR VALUE MEASUREMENTS (Ind AS 113) (Continued)

Particulars	Fair Value	
	As at March 31, 2019	As at March 31, 2018
Financial Assets at fair value through profit or loss		
Investments – Level 2	**2,877.74**	5,412.50
Investments – Level 3	**24.91**	23.59
Fair value Hedge Instruments		
Derivative assets – Level 2	**99.05**	121.52
Total	**3,001.70**	5,557.61
Fair value Hedge Instruments		
Derivative liability – Level 2	**0.15**	28.27
Total	**0.15**	28.27

The management assessed that cash and bank balances, trade receivables, loans, trade payables, cash credits, commercial papers and other financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

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

(a) The fair values of the quoted investments/units of mutual fund schemes are based on market price/net asset value at the reporting date.

(b) The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves and an appropriate discount factor.

(c) The fair value of forward foreign exchange contracts is calculated as the present value determined using forward exchange rates and interest rate curve of the respective currencies.

(d) The fair value of currency swap is calculated as the present value determined using forward exchange rates, currency basis spreads between the respective currencies, interest rate curves and an appropriate discount factor.

(e) The fair value of foreign currency option contracts is determined using the Black Scholes valuation model.

(f) The fair value of the remaining financial instruments is determined using discounted cash flow analysis. The discount rates used is based on management estimates.

The significant unobservable inputs used in the fair value measurement of the fair value hierarchy together with a quantitative sensitivity analysis as at March 31, 2019 and March 31, 2018 are as shown below:

Description of significant unobservable inputs to valuation:

Particulars	Valuation Technique	Significant unobservable inputs	Discounting Rate	Sensitivity of the input to fair value.
Investments in Unquoted instruments accounted for as fair value through Profit and Loss	DCF method	Average Cost of Borrowings to arrive at discount rate.	**March 31, 2019:** 8.50% **March 31, 2018:** 8.50%	0.5% (March 31 2018: 0.5%) increase/(decrease) would result in increase/(decrease) in fair value by ₹ (1.14) Crores (March 31, 2018: ₹ (0.35) Crores)

₹ in Crores

NOTE 52 (B): FAIR VALUE MEASUREMENTS (Ind AS 113) (Continued)

Reconciliation of Level 3 Fair Value Measurements:

Balance as at March 31, 2017	**15.31**
Add: Change in Value of Investment in Preference Shares measured at FVTPL	1.20
Add: Investment at Fair value on Loss of Control in Subsidiary	7.11
Add: Purchase of Investment during the year	0.02
Less: Sale of Investment during the year	(0.05)
Balance as at March 31, 2018	**23.59**
Add: Change in Value of Investment in Preference Shares measured at FVTPL	**1.10**
Add: Purchase of Investment during the year	**20.24**
Less: Sale of Investment during the year	**(20.02)**
Balance as at March 31, 2019	**24.91**

NOTE 53: FINANCIAL RISK MANAGEMENT OBJECTIVES (Ind AS 107)

The Group's principal financial liabilities, other than derivatives, comprises of borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The group's principal financial assets, other than derivatives include trade and other receivables, investments and cash and cash equivalents that derive directly from its operations.

The Group's activities expose it to market risk, liquidity risk and credit risk. Group's overall risk management focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the group. The group uses derivative financial instruments, such as foreign exchange forward contracts, foreign currency option contracts, principal only swaps, cross currency swaps that are entered to hedge foreign currency risk exposure, interest rate swaps, coupon only swaps to hedge variable interest rate exposure and commodity fixed price swaps to hedge commodity price risks. Derivatives are used exclusively for hedging purposes and not as trading or speculative instruments.

The several sources of risks which the group is exposed to and their management are given below:

Risk	Exposure Arising From	Measurement	Management
(I) Market Risk			
A. Foreign Currency Risk	Committed commercial transaction Financial asset and Liabilities not denominated in INR	Cash Flow Forecasting Sensitivity Analysis	(a) Forward foreign exchange contracts (b) Foreign currency options (c) Principal only/Currency swaps
B. Interest Rate Risk	Long Term Borrowings at variable rates Investments in Debt Schemes of Mutual Funds and Other Debt Securities	Sensitivity Analysis, Interest rate movements	(a) Interest Rate swaps, Coupon Only swaps (b) Portfolio Diversification

NOTE 53: FINANCIAL RISK MANAGEMENT OBJECTIVES (Ind AS 107) (Continued)

Risk	Exposure Arising From	Measurement	Management
C. Commodity Price Risk	Movement in prices of commodities mainly Imported Thermal Coal and Pet Coke	Sensitivity Analysis, Commodity price tracking	(a) Commodity Fixed Prices (b) Swaps/Options
(II) Credit Risk	Trade receivables, Investments, Derivative financial instruments, Loans and Bank balances	Ageing analysis, Credit Rating	(a) Diversification of mutual fund investments, (b) Credit limit & credit worthiness monitoring, (c) Criteria based approval process
(III) Liquidity Risks	Borrowings and Other Liabilities and Liquid Investments	Rolling cash flow forecasts Broker Quotes	(a) Adequate unused credit lines and borrowing facilities (b) Portfolio Diversification

The Group has standard operating procedures and investment policy for deployment of surplus liquidity, which allows investment in debt securities and mutual fund schemes of debt categories only and restricts the exposure in equity markets.

Compliances of these policies & principles are reviewed by internal auditors on periodical basis.

The Corporate treasury team updates the Audit Committee on a quarterly basis about the implementation of the above policies. It also updates to the Internal Risk Management Committee of the Group on periodical basis about the various risks to the business and status of various activities planned to mitigate the risks.

(I) Market Risk:

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, commodity prices, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and borrowings.

A. Foreign Currency Risk:

Foreign currency risk is the risk of impact related to fair value or future cash flows of an exposure in foreign currency, which fluctuate due to changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the foreign currency borrowings, import of fuels, raw materials & spare parts, capital expenditure, exports of cement and the Company's net investments in foreign subsidiaries.

When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged exposure.

The Company evaluates exchange rate exposure arising from foreign currency transactions. The Company follows established risk management policies and standard operating procedures. It uses derivative instruments like foreign currency swaps and forwards to hedge exposure to foreign currency risk.

₹ in Crores

NOTE 53: FINANCIAL RISK MANAGEMENT OBJECTIVES (Ind AS 107) (Continued)

Outstanding foreign currency exposure (Gross) as at	March 31, 2019	March 31, 2018
Trade and advances receivables		
USD	**19.60**	0.83
Euro	**0.08**	0.10
Others	**-**	0.01
Trade Payables		
USD	**3.26**	1.30
Euro	**0.26**	0.75
Others	**0.03**	0.02
Borrowings		
USD	**15.25**	21.14
Investments		
USD	**6.92**	6.92

Foreign currency sensitivity on unhedged exposure:

100 bps increase or decrease in foreign exchange rates will have the following impact on profit before tax.

Particulars	As at March 31, 2019	As at March 31, 2018
USD	**(4.79)**	(4.51)
Others	**-**	(0.01)

Note: If the rate is decreased by 100 bps profit will increase by an equal amount.

B. 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 Group's exposure to the risk of changes in market interest rates relates primarily to the Group's short term borrowing (excluding commercial paper) with floating interest rates. For all long-term borrowings with floating rates, the risk of variation in the interest rates is mitigated through interest rate swaps. The Group constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

₹ in Crores

NOTE 53: FINANCIAL RISK MANAGEMENT OBJECTIVES (Ind AS 107) (Continued)

Interest rate exposure

Particulars	Total borrowings	Floating rate borrowings	Fixed rate borrowings	Non-Interest bearing borrowings
INR	**19,805.14**	**14,188.81**	**5,177.56**	**438.77**
USD	**2,974.10**	**42.47**	**2,931.63**	**-**
AED	**12.29**	**12.29**	**-**	**-**
BDT	**26.29**	**26.29**	**-**	**-**
BHD	**0.53**	**0.53**	**-**	**-**
Total as at March 31, 2019	**22,818.35**	**14,270.39**	**8,109.19**	**438.77**
INR	16,041.51	10,563.86	5,187.97	289.68
USD	3,392.46	29.36	3,363.10	-
AED	16.98	16.98	-	-
BDT	27.21	27.21	-	-
BHD	2.06	2.06	-	-
Total as at March 31, 2018	19,480.22	10,639.47	8,551.07	289.68

Note: Interest rate risk hedged for FCY borrowings has been shown under Fixed Rate borrowings.

Interest rate sensitivities for unhedged exposure (impact on profit before tax due to increase in 100 bps):

Particulars	As at March 31, 2019	As at March 31, 2018
INR	**(141.89)**	(105.64)
USD	**(0.42)**	(0.29)
AED	**(0.12)**	(0.17)
BDT	**(0.26)**	(0.27)
BHD	**(0.01)**	(0.02)

Note: If the rate is decreased by 100 bps profit will increase by an equal amount.

Interest rate sensitivity has been calculated assuming the borrowings outstanding at reporting date have been outstanding for the entire reporting period. Further, the calculations for the unhedged floating rate borrowing have been done on the notional value of the foreign currency (excluding the revaluation).

NOTE 53: FINANCIAL RISK MANAGEMENT OBJECTIVES (Ind AS 107) (Continued)

Foreign Currency and Interest Rate Risk Management:

Forward Exchange and Interest Rates Swaps Contracts:

A. **Derivatives for hedging currency and interest rates, outstanding are as under:**

₹ in Crores

Particulars	Hedged Item	Currency	As at March 31, 2019	As at March 31, 2018	Cross Currency
(a) Forward Contracts	Loan Receivable	USD	**18.50**	-	Rupees
	Imports	USD	**11.06**	6.47	Rupees
	Imports	Euro	**0.12**	0.15	Rupees
	Imports	Euro	**1.24**	1.11	USD
	Exports	USD	**0.71**	-	Rupees
(b) Other Derivatives:					
(i) Currency & Interest Rate Swap (CIRS)	ECB*	USD	**7.32**	9.82	Rupees
(ii) Principal only Swap	ECB*	USD	**7.32**	11.32	Rupees
	Imports	Euro	**-**	0.05	USD
(iii) Interest Rate Swap	ECB*	USD	**7.32**	11.32	USD
	ECB*	USD	**27.75**	30.50	AED

*External Commercial Borrowings

B. **Cash Flow Hedges:** The Company has raised foreign currency external commercial borrowings and to mitigate the risk of foreign currency and floating interest rates the Company has taken forward contracts, currency swaps, interest rates swaps and principal only swaps. The Company is following hedge accounting for all the foreign currency borrowings raised on or after April 01, 2015 based on qualitative approach.

The Company assesses hedge effectiveness based on following criteria:

(i) an economic relationship between the hedged item and the hedging instrument;

(ii) the effect of credit risk; and

(iii) assessment of the hedge ratio

The Company designates the derivatives to hedge its currency risk and generally applies a hedge ratio of 1:1. The Company's policy is to match the critical terms of the forward exchange contracts to match with the hedged item.

Foreign currency cash flows:

Particulars	As at	Average Exchange Rate (USD/INR)	Nominal Foreign Currency USD Crores	Fair Value Assets (Liabilities) ₹ in Crores
Buy Currency for External Commercial Borrowings (USD)	**March 31, 2019**	**65.19**	**7.32**	**17.25**
Buy Currency for External Commercial Borrowings (USD)	March 31, 2018	65.19	7.32	(10.90)

NOTE 53: FINANCIAL RISK MANAGEMENT OBJECTIVES (Ind AS 107) (Continued)

Particulars	As at	Average Exchange Rate (USD/Euro)	Nominal Foreign Currency Euro Crores	Fair Value Assets (Liabilities) ₹ in Crores
Buy Currency for Imports (Euro)	**March 31, 2019**	**-**	**-**	**-**
Buy Currency for Imports (Euro)	March 31, 2018	1.25	0.05	3.66

Interest rates outstanding on Receive Floating and Pay Fix contracts:

Particulars	As at	Average contracted fixed interest rates*	Nominal Amount USD Crores	Fair Value Assets (Liabilities) ₹ in Crores
1 to 2 years	**March 31, 2019**	**0.90%**	**18.75**	**30.32**
2 to 5 years	**March 31, 2019**	**3.92%**	**16.32**	**19.39**
2 to 5 years	March 31, 2018	2.21%	37.82	74.48

Cross Currency and Interest rate Swaps:

Particulars	As at	Average contracted fixed interest rates*	Average Exchange Rate (USD/INR)	Nominal Amount USD Crores	Fair Value Assets (Liabilities) ₹ in Crores
2 to 5 years	**March 31, 2019**	**7.79%**	**67.49**	**7.32**	**2.76**
2 to 5 years	March 31, 2018	7.79%	67.49	7.32	(23.57)

* Includes weighted average rate for Cross Currency Interest Rate Swaps, Principal Only Swap and Coupon Swaps.

The above Hedging Instruments are included in the Balance Sheet under the head "Other Financial Assets"/"Other Financial Liabilities".

Refer Statement of changes in equity for movement on OCI.

Recognition of gains/(losses) under forward exchange and interest rates swaps contracts designated under cash flows hedges:

₹ in Crores

Particulars	As at March 31, 2019		As at March 31, 2018	
	Effective Hedge (OCI)	Ineffective Hedge (Profit and Loss)	Effective Hedge (OCI)	Ineffective Hedge (Profit and Loss)
Gain/(Loss)	**(50.38)**	-	10.05	-

C. Commodity price risk management:

Commodity price risk for the Company is mainly related to fluctuations in coal and pet coke prices linked to various external factors, which can affect the production cost of the Company. Since the Energy costs is one of the primary costs drivers, any fluctuation in fuel prices can lead to drop in operating margin. To manage this risk, the Company enters into forward covers for imported coal, enter into long-term supply agreement for pet coke, identifying new sources of supply etc. While forward covers are prevailing in the markets for coal but in case of pet coke no such derivative is available; it has to be procured at spot prices. Additionally, processes and policies related to such risks are reviewed and controlled by senior management and fuel requirement are monitored by the central procurement team.

NOTE 53: FINANCIAL RISK MANAGEMENT OBJECTIVES (Ind AS 107) (Continued)

(II) Credit Risk Management:

Credit risk arises when a customer or counterparty does not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing/investing activities, including deposits with banks, mutual fund investments, and investments in debt securities, foreign exchange transactions and financial guarantees. The Group has no significant concentration of credit risk with any counterparty.

Trade receivables

Trade receivables are consisting of a large number of customers. The Group has credit evaluation policy for each customer and based on the evaluation credit limit of each customer is defined. Wherever the Group assesses the credit risk as high the exposure is backed by either bank guarantee / letter of credit or security deposits.

Total Trade receivables as on March 31, 2019 is ₹ 2,531.43 Crores (March 31, 2018 ₹ 2,220.63 Crores)

The Group does not have higher concentration of credit risks to a single customer. Single largest customer has total exposure in sales 2.3% (March 31, 2018 1.8%) and in receivables 8.2% (March 31, 2018 6.7%).

As per simplified approach, the Company makes provision of expected credit losses on trade receivables using a provision matrix to mitigate the risk of default payments and makes appropriate provision at each reporting date wherever outstanding is for longer period and involves higher risk.

As per policy receivables are classified into different buckets based on the overdue period ranging from 6 months - one year to more than two years. There are different provisioning norms for each bucket which are ranging from 25% to 100%.

Movement of provision for doubtful debts:

₹ in Crores

Particulars	March 31, 2019	March 31, 2018
Opening provision	**48.99**	42.25
Add: Provided during the year	**10.33**	7.04
Less: Utilised during the year	**(0.07)**	(0.03)
Add/(Less): Effect of Foreign Currency Conversion	**0.45**	(0.27)
Closing Provision	**59.69**	48.99

Investments, Derivative Instruments, Cash and Cash Equivalent and Bank Deposit

Credit Risk on cash and cash equivalent, deposits with the banks/financial institutions is generally low as the said deposits have been made with the banks/financial institutions who have been assigned high credit rating by international and domestic rating agencies.

Credit Risk on Derivative Instruments is generally low as Group enters into the Derivative Contracts with the reputed Banks and Financial Institutions.

Investments of surplus funds are made only with approved Financial Institutions/Counterparty. Investments primarily include investment in units of mutual funds, Quoted Bonds, Non-Convertible Debentures issued by Government/Semi Government Agencies/PSU Bonds/High Investment grade corporates etc. These Mutual Funds and Counterparties have low credit risk.

Total Non-current and current investments as on March 31, 2019 is ₹ 2,877.74 Crores (March 31, 2018 ₹ 5,412.50 Crores)

Financial Guarantees:

The company has given corporate guarantees of ₹ 4 crores. (Refer Note 37(c)).

NOTE 53: FINANCIAL RISK MANAGEMENT OBJECTIVES (Ind AS 107) (Continued)

(III) Liquidity risk management:

Liquidity risk is defined as the risk that the Group will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Group's treasury team is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Group's liquidity position through rolling forecasts on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities and investments held for managing the risk at the reporting date based on contractual undiscounted payments.

₹ in Crores

As at March 31, 2019	Less than 1 year	1 to 5 years	More than 5 Years	Total
Borrowings (including current maturities of long-term debts)	**3,267.19**	**6,432.72**	**13,118.44**	**22,818.35**
Trade Payables	**2,845.55**	**-**	**-**	**2,845.55**
Interest accrued but not due on borrowings	**212.31**	**-**	**-**	**212.31**
Other Financial Liabilities (excluding Derivative Liability)	**1,769.35**	**-**	**-**	**1,769.35**
Derivative Liability	**0.15**	**-**	**-**	**0.15**
Investments	**1,516.49**	**1,004.59**	**356.66**	**2,877.74**

As at March 31, 2018	Less than 1 year	1 to 5 years	More than 5 Years	Total
Borrowings (including current maturities of long-term debts)	3,620.77	4,298.76	11,564.71	19,480.22
Trade Payables	2,384.87	-	-	2,384.87
Interest accrued but not due on borrowings	166.93	-	-	166.93
Other Financial Liabilities (excluding Derivative Liability)	1,657.81	-	-	1,657.81
Derivative Liability	-	28.27	-	28.27
Investments	3,949.12	1,106.72	356.66	5,412.50

NOTE 54: DISTRIBUTION MADE AND PROPOSED (Ind AS 1)

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Proposed dividends on Equity shares:		
Final dividend for the year ended on March 31, 2019: ₹ 11.50 per share		
(March 31, 2018: ₹ 10.50 per share)	**315.84**	288.34
DDT on proposed dividend	**64.92**	59.27
Proposed dividends on Preference shares:		
Final dividend for the year ended on March 31, 2019	**0.01**	0.01
DDT on proposed dividend (FY 2017-18: ₹ 17,098)	**-**	-
Total Dividend proposed	**380.77**	347.62

Proposed dividends on equity shares are subject to approval at the annual general meeting and are not recognised as a liability (including Dividend Distribution Tax thereon) as at March 31.

NOTE 55: CAPITAL MANAGEMENT (Ind AS 1)

The capital management of the Company is to (a) maximise shareholder value and provide benefits to other stakeholders and (b) maintain an optimal capital structure to reduce the cost of capital.

For the purposes of the Group's capital management, capital includes issued equity share capital, share premium and all other equity.

The Group monitors capital using debt-equity ratio, which is total debt less liquid investments and bank deposits divided by total equity.

₹ in Crores

Particulars	As at March 31, 2019	As at March 31, 2018
Total Debt (Bank and other Borrowings)	**22,818.35**	19,480.22
Equity	**28,388.95**	26,381.16
Liquid Investments and bank deposits	**3,135.71**	5,545.58
Debt to Equity (Net)	**0.69**	0.53

In addition, the Group has financial covenants relating to the borrowing facilities that it has taken from the lenders like interest coverage service ratio, Debt to EBITDA, etc. which is maintained by the Group.

NOTE 56: RESEARCH AND DEVELOPMENT

Revenue expenditure on Research and Development included in different heads of expenses in the Statement of Profit and Loss is ₹ 17.31 Crores. (March 31, 2018 ₹ 14.04 Crores).

NOTE 57: CORPORATE SOCIAL RESPONSIBILITY

Expenditure incurred in cash on Corporate Social Responsibility activities, included in different heads of expenses in the Consolidated Statement of Profit and Loss is ₹ 74.96 Crores (March 31, 2018 ₹ 60.71 Crores) and on account of capital expenditure ₹ 2.16 Crores (March 31, 2018 ₹ 0.96 Crores).

The amount required to be spent under Section 135 of the Companies Act, 2013 for the year ended March 31, 2019 is ₹ 61.17 Crores (March 31, 2018 ₹ 58.91 Crores) i.e. 2% of average net profits for last three financial years, calculated as per section 198 of the Companies Act, 2013.

NOTE 58: GOVERNMENT GRANT (Ind AS 20)

(a) Other Operating Revenues include Incentives against capital investments, under State Investment Promotion Scheme of ₹ 398.43 Crores (March 31, 2018 ₹ 300.72 Crores).

(b) Sales Tax deferment loan granted under State Investment Promotion Scheme has been considered as a government grant and the difference between the fair value and nominal value as on date is recognised as an income. Accordingly, an amount of ₹ 45.49 Crores (March 31, 2018: ₹ 3.86 Crores) has been recognised as an income. Every year change in fair value is accounted for as an interest expense.

(c) Interest, Wages Expenses and Repairs to plant and machinery are net of subsidy received, under State Investment Promotion Scheme of ₹ Nil Crores (March 31, 2018 ₹ 5.81 Crores), and ₹ 1.46 Crores (March 31, 2018 ₹ 0.98 Crores) respectively.

Note 59: Assets / Disposal group held for sale (Ind AS 105)

(a) The Group has identified certain assets like Aggregate Mines, Pre Grinders, Vibrating Mill, Naptha based power plant, Waste Heat Recovery System (WHRS) etc., which are available for sale in its present condition. The Group is committed to plan the sale of these assets and an active programme to locate a buyer and complete the plan have been initiated. The Group expects to dispose of these assets within twelve months from its classification. These assets have been stated at fair value less cost to sell (being lower of the carrying amount) amounting to ₹ 56.30 Crores (March 31, 2018: ₹ 43.40 Crores). Refer Note 2 for impairment relating to these assets.

(b) Consequent to the acquisition of UNCL (refer note 41), the Group has identified disposal groups (foreign subsidiaries of UNCL) that meet the criteria to be classified as held for sale on acquisition, as these are not considered core to the groups ongoing business activities and management is committed to sell these disposal groups, active efforts have been initiated to locate a buyer. The Group expects to sell the disposal group within twelve months from its classification. The disposal group comprises assets held for sale amounting to ₹ 1,037.20 Crores (March 31, 2018: Nil) and liabilities amounting to ₹ 489.00 Crores (March 31, 2018: Nil), which have been stated at fair value less cost to sell (being lower of their carrying amount). The disposal group have also been considered as discontinued operations.

The non-recurring fair value measurement for the disposal group has been categorised as a level 2 fair value based on the inputs to the valuation technique used. Refer note 1(B) (b) (vii) in respect of the valuation basis used in measuring the fair value of the disposal group.

NOTE 60: OPERATING LEASE (Ind AS 17)

(a) Future minimum rental payables under non-cancellable operating lease

₹ in Crores

Sr. No.	Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
(i)	Not later than one year	**21.92**	15.73
(ii)	Later than one year and not later than five years	**64.60**	57.81
(iii)	More than five years	**93.09**	99.55

(b) Operating lease payment recognised in the Statement of Profit and Loss amounting to ₹ 162.55 Crores (March 31, 2018 ₹ 158.74 Crores)

(c) General Description of leasing agreements:

- Leased Assets: Land, Godowns, Offices, Flats, Machinery and Others.
- Future Lease rentals are determined on the basis of agreed terms.
- At the expiry of lease terms, the Company has an option to return the assets or extend the term by giving notice in writing.
- Lease agreements are generally cancellable and are renewable by mutual consent on mutually agreed terms.

NOTE 61: REVENUE (Ind AS 115)

A. The Company is primarily in the Business of manufacture and sale of cement and cement related products. The product shelf life being short all sales are made at a point in time and revenue recognised upon satisfaction of the performance obligations which is typically upon dispatch/delivery. The Company has a credit evaluation policy based on which the credit limits for the trade receivables are established The Company does not give significant credit period resulting in no significant financing component. The Company, however, has a policy for replacement of the damaged goods.

In compliance with Ind AS 115, certain sales promotion schemes are now treated as variable components of consideration and have been recognised as revenue deductions instead of other expenses. Consequently, all comparative period numbers have been restated, adhering to the full retrospective approach under Ind AS 115.

The Revenue and Other expenses for the year ended March 31, 2018 have both been reduced by ₹ 432.18 Crores due to the aforesaid regrouping and there is no impact on the Profits, financial position and Cashflow of the Company.

₹ in Crores

NOTE 61: REVENUE (Ind AS 115) (Continued)

B. Reconciliation of revenue recognised from Contract liability:

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Closing Contract liability-Advances from Customers	**284.23**	304.95

The Contract liability outstanding at the beginning of the year has been recognised as revenue during the year ended March 31, 2019.

C. Reconciliation of revenue as per contract price and as recognised in statement of profit and loss:

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Revenue as per Contract price	**39,920.99**	34,072.89
Less: Discounts and incentives	**(3,146.30)**	(2,637.88)
Revenue as per statement of profit and loss	**36,774.69**	31,435.01

NOTE 62: INFORMATION AS PER THE REQUIREMENT OF SECTION 22 OF THE MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006

	Particulars	As at March 31, 2019	As at March 31, 2018
(a)	(i) The principal amount remaining unpaid to any supplier at the end of accounting year included in trade payables	**20.82**	9.73
	(ii) The interest due on above	**-**	0.01
	The total of (i) & (ii)	**20.82**	9.74
(b)	The amount of interest paid by the buyer in terms of section 16 of the Act	**-**	-
(c)	The amount of the payment made to the supplier beyond the appointed day during the accounting year	**-**	-
(d)	The amounts of interest accrued and remaining unpaid at the end of financial year	**-**	0.01
(e)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the due date during the year) but without adding the interest specified under this Act.	**-**	-
(f)	the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	**-**	-

The above information has been determined to the extent such parties have been identified on the basis of information available with the Company and the same has been relied upon by the auditors.

Notes to Consolidated Financial Statements (Continued)

NOTE 63: ADDITIONAL INFORMATION AS REQUIRED BY PARAGRAPH 2 OF PART III - GENERAL INSTRUCTION FOR PREPARATION OF CFS OF SCHEDULE III of the Companies Act, 2013.

Sr. No.	Name of the entity in the group	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in Other Comprehensive Income (OCI)		Share in Total Comprehensive Income (TCI)	
		As % of consolidated net assets	Amount (₹ Crores)	As % of consolidated profit/loss	Amount (₹ Crores)	As % of consolidated OCI	Amount (₹ Crores)	As % of consolidated TCI	Amount (₹ Crores)
1.	**Parent**	93.69%	26,607.05	100.14%	2,435.00	-61.51%	7.40	100.94%	2,442.40
2.	**Subsidiaries**								
	Indian								
(i)	Dakshin Cements Limited	0.00%	(0.00)	0.00%	-	-	-	0.00%	-
(ii)	Harish Cement Limited	0.54%	153.96	0.00%	-	-	-	-	-
(iii)	Bhagwati Limestone Company Private Limited	0.01%	2.03	0.00%	0.01	-	-	0.00%	0.01
(iv)	Gotan Lime Stone Khanij Udyog Private Limited	0.07%	20.57	-0.02%	(0.43)	-	-	-0.02%	(0.43)
(v)	Ultratech Nathdwara Cement Limited	2.19%	622.19	-2.44%	(59.36)	2.24%	(0.27)	-2.46%	(59.63)
	Foreign								
(i)	UltraTech Cement Lanka (Private) Limited	0.40%	113.46	-0.61%	(14.81)	-0.17%	0.02	-0.61%	(14.79)
(ii)	UltraTech Cement Middle East Investments Limited	2.99%	849.64	3.03%	73.62	153.28%	(18.44)	2.28%	55.18
(iii)	PT UltraTech Mining Indonesia	0.00%	0.46	0.00%	-	-	-	0.00%	-
(iv)	PT UltraTech Investment Indonesia	0.00%	0.13	0.01%	0.15	-	-	0.01%	0.15
3.	**Non-Controlling Interests in Subsidiaries**								
	Foreign								
(i)	UltraTech Cement Lanka (Private) Limited	0.04%	12.10	-0.13%	(3.13)	6.15%	(0.74)	-0.16%	(3.87)
(ii)	PT UltraTech Mining Indonesia	0.00%	0.12	0.00%	-	-	-	0.00%	-
(iii)	PT UltraTech Investment Indonesia	0.00%	(0.07)	0.00%	-	-	-	0.00%	-
4.	**Joint Venture-Indian**								
	Bhaskarpara Coal Company Limited	0.02%	6.50	0.00%	0.01	-	-	0.00%	0.01
5.	**Associate-Indian**								
(i)	Madanpur (North) Coal Company Limited	0.00%	0.94	0.00%	0.01	-	-	0.00%	0.01
(ii)	Aditya Birla Renewable SPV 1 Limited	0.04%	11.37	0.02%	0.52	-	-	0.02%	0.52
	Total	**100%**	**28,400.45**	**100%**	**2,431.59**	**100%**	**(12.03)**	**100%**	**2,419.56**

NOTE 64:

Ind AS 116 – on March 30, 2019, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) Amendment Rules, 2019, notifying Ind AS 116 "Leases", which replaces Ind AS 17 "Leases". The new standard introduces a single on-balance sheet lease accounting model for lessee. This will result in the company recognising right of use assets & lease liability in the books.

The Company is in the process of analyzing the impact of Ind AS 116 on its financials.

The amendment will come into force from April 01, 2019.

Others

Ministry of Corporate Affairs ("MCA") has notified following amendments to Ind AS on March 30, 2019 which is effective for the annual period beginning or or after April 01, 2019.

1. **Ind AS 12 - Appendix C, Uncertainty over Income Tax Adjustments**
   The amendment requires an entity to determine probability of the relevant tax authority accepting the uncertain tax treatment that the Company have used in tax computation or plan to use in their income tax filings.
2. **Amendment to Ind AS 12 – Income taxes**
   The amendment clarifies that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events
3. **Ind AS 19 - Plan amendment, curtailment or settlement**
   The amendments require an entity to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement and to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling.

   Based on preliminary assessment, the Company does not expect any significant impact on its financial statements on account of above amendments.

NOTE 65:

Effective July 01, 2017, sales are recorded net of GST whereas earlier sales were recorded gross of excise duty which formed part of expenses.

NOTE 66:

Other income for year ended March 31, 2018 includes reversal of earlier years provision of ₹ 103.79 Crores related to contribution towards District Mineral Fund (DMF) under the Mines and Mineral (Development and Regulation) Amendment Act, 2015, on the basis of Supreme Court Judgment dated October 13, 2017.

NOTE 67:

Previous year figures have been regrouped/reclassified wherever necessary to correspond with current year classification/disclosure.

Signatures to Note '1' to '67'

In terms of our report attached.

For and on behalf of the Board of Directors

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No.: 101248W/W-100022

VIJAY MATHUR
Partner
Membership No.: 46476

For **Khimji Kunverji & Co.**
Chartered Accountants
Firm Registration No.: 105146W

KETAN VIKAMSEY
Partner
Membership No.: 44000

K.K. MAHESHWARI
Managing Director
DIN: 00017572

S.B. MATHUR
Director
DIN: 00013239

ATUL DAGA
Whole-time Director and CFO
DIN: 06416619

S.K. CHATTERJEE
Company Secretary

Mumbai: April 24, 2019

NOTES


ADITYA BIRLA
UltraTech
UltraTech
CEMENT
The Engineer's Choice
YOUR HOME IS YOUR IDENTITY,
BUILD IT WITH INDIA'S NO. 1 CEMENT.

UltraTech Cement Limited
B Wing, Ahura Centre, 2nd Floor,
Mahakali Caves Road, Andheri (East),
Mumbai - 400 093

www.ultratechcement.com

A TRISYS PRODUCT | info@trisyscom.com | Thomson Press

22nd July, 2019

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001.
Tel.: 22721233/4
Fax: 022 2272 2039
Scrip Code: 532538

The Manager
Listing Department
The National Stock Exchange of India Limited
"Exchange Plaza", Bandra-Kurla Complex,
Bandra (East), Mumbai 400 051.
Tel.: 26598236
Fax: 2659 8237 / 38.
Scrip Code: ULTRACEMCO

Dear Sirs,

Sub: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 Sustainability Report 2018-19

We are pleased to enclose a copy of the Sustainability Report 2018-19 - 'Driving Growth Through SDGs'. The Report is also available on the Company's website www.ultratechcement.com.

This is for your information and records, please.

Thanking you,

Yours faithfully,
For UltraTech Cement Limited

S.K. Chatterjee
Company Secretary

Encl. a/a.

DRIVING GROWTH THROUGH SDGs

SUSTAINABILITY REPORT 2018-19

ADITYA BIRLA
UltraTech

MESSAGE FROM THE CHAIRMAN

Dear Stakeholders,

The Indian economy is set to grow more than 7 percent in the year 2019, consolidating its position as the fastest-growing large economy in the world and on course to become the world's second-largest economy by 2030. The phenomenal growth is powered by a rising middle class that is expected to more than triple to 89 million households by 2025, indicating an attractive long-term economic future. Rapid urbanisation has created a significant demand for urban housing and infrastructure with the number of cities with populations of more than one million increasing every year. Rural demand is also on the rise with the improvement in the rural economy.

> The industry is expected to witness positive growth in the coming years, with consumption set to increase at a CAGR of around 9% from FY 2017 to FY 2020

The increased focus of the government on infrastructure and low cost housing on the back of rapid urbanization and uptick in rural economy augurs well for the Indian cement industry. Government projects including 'Housing for All', *Pradhan Mantri Awas Yozana-Gramin, Bharatmala Project,* and Smart Cities project are expected to give an impetus to cement demand in the near future. The industry is expected to witness positive growth in the coming years, with consumption set to increase at a CAGR of around 9% from FY 2017 to FY 2020. The demand for the sector is expected to move above the national GDP rate with government-led spending continuing to be a key growth driver. UltraTech Cement, the largest cement manufacturer in India, is positioned favorably with both the capacity and the capability to leverage this spurt in demand.

Responsible growth will continue to be the underlying principle for UltraTech Cement, with sustainability being identified as a key pillar in our long-term growth strategy. Sustainable development goals (SDGs), as identified by the United Nations, have become a guiding framework for mature and modern organizations to align their sustainability strategies, and this applies to UltraTech as well. As a responsible organization, UltraTech has aligned its business strategy to contribute significantly towards SDGs that are relevant to the business and the industry. We have developed our sustainability framework on the three pillars of responsible stewardship, strategic stakeholder engagement and future proofing.

The past year saw UltraTech make rapid strides towards its efforts to achieve long-term sustainability targets. UltraTech became a member of EP100 and has committed to double its energy productivity (revenue/GJ) by 2035, compared to its 2010 baseline. Energy productivity is a way of measuring energy efficiency that aligns directly with business growth and sustainable development goals. Our performance on the ambitious target of reducing our CO_2 emission intensity by 25% from 2005-06 levels is on track.

We are continuously working towards increasing the fly ash and slag utilization rate in our cement products, which constitutes 16.2% of our total raw material use. We convert municipal waste into alternative fuel and use it in our plants, which is currently contributing to 3.9% of our energy requirement. We have been able to turn around our acquired assets and integrate them into our existing system with great success. We have benchmarked norms for our acquired units to work on par with our existing units in terms of quality and safety standards.

Under the aegis of the Aditya Birla Centre for Community Initiatives and Rural Development, UltraTech contributes significantly to the Group's commitment to inclusive growth. It works in 502 villages in proximity to its plants, touching more than 1.6 million lives. Over a period, we expect to see a major transformation of these villages. More than 80 of these villages have already transformed into model villages. Our focus areas include education, healthcare, sustainable livelihood, infrastructure and social reform.

Our most valued assets, our people, are committed to contributing their best to the sustainable growth of the business which is based on values, driven by performance and empowered by meritocracy. Empowering our people is one of our pillars for building leadership capability for the future.

Our unrelenting focus on improvement of efficiency, productivity and customer centricity, driven by the unparalleled talent in our organization, helps us in being prepared for a challenging business environment that lies ahead of us. I have firm faith that our business is future-ready to respond to new age challenges and to deliver superior value to all our stakeholders.

Kumar Mangalam Birla
Chairman
UltraTech Cement Limited

MESSAGE FROM THE MANAGING DIRECTOR

Dear Stakeholders,

Being the largest cement manufacturer in India, and among the largest globally, UltraTech Cement has a sizeable impact proposition in the area of SDGs. True to our organizational values, we have made impressive contributions in this area in a steady manner.

The successful implementation of sustainable development goals (SDGs) requires a systemic approach. Systemic solutions encourage us to explore inter-relationships (context and connections), perspectives (each component with a unique perception of the situation) and boundaries (agreeing on scope, scale and route for improvement). Systemic thinking is particularly useful in addressing complex problem situations like sustainability.

Our progress in our focus areas has been consistent over the years, and we are taking the right strides to achieve our sustainability targets and also set new benchmarks. We became the founding members of the Global Cement and Concrete Association, which drives responsible industry leadership in the manufacture and use of cement and concrete. We have put in place a clear roadmap for reducing our carbon footprint. Product mix and effective energy management has been a key tool in helping us achieve 18.46% reduction in our CO_2 intensity as compared to FY 2005-06. Our plants are amongst the best in thermal and electrical energy performance. We have implemented a robust energy management framework which has facilitated our performance towards 'Perform, Achieve and Trade' (PAT)

> We have installed reverse osmosis plants which provide safe drinking water to more than 30,000 villagers

targets. We have invested significantly both in terms of 'Capex' and 'Opex' to reduce the environmental footprint of our manufacturing operations.

India has been aggressively promoting renewable energy in the past two years. International Solar Alliance, an alliance of more than 121 countries, was initiated by India and France for efficient exploitation of solar energy to reduce dependence on fossil fuels. As the largest player in the Indian cement industry, it is our responsibility to contribute to this national commitment. Our effective renewable energy capacity (solar and wind energy) stands at 62 MW and is expected to increase in future. We have also made rapid advances in the area of waste heat recovery systems and are planning to expand capacity from 85 MW to 131 MW by 2021.

We have increased the use of alternative fuel to more than 8% compared to last year and achieved a thermal substitution rate of 3.9%. UltraTech Cement is supporting municipal corporations and burning their solid waste as a fuel in its cement kilns, thereby helping them to manage non-biodegradable waste in a safe and sustainable manner. Out of the total raw material used for production, 16.2% recycled material comprising fly ash, slag, and waste gypsum has been used with an increase of 14.2% compared to the previous year.

We continue to invest in our water management and conservation initiatives to enhance our water positive index from the current status of '2.18x'. We are expanding rainwater harvesting facilities at different locations. Going forward, we are committed to further increasing this water positive index based on water conservation and management plans in place.

We have made meaningful contribution towards the SDGs on Poverty, Hunger, Health, Education, Economic Growth, Sanitation and Infrastructure through our CSR activities spearheaded by Aditya Birla Centre for Community Initiatives and Rural Development. We work in 502 villages in proximity to our plants, making a difference to the lives of over 1.6 million people.

Our social responsibility initiatives aligned with global SDGs work towards inclusive growth in areas such as healthcare, safe drinking water and sanitation, education, sustainable livelihood, animal husbandry, infrastructure development and social reform. We have installed reverse osmosis plants which provide safe drinking water to more than 30,000 villagers. We have worked in collaboration with various state governments for the implementation of projects under *Swachh Bharat Abhiyan and* created 5,840 individual toilets and sanitation facilities at 126 schools.

UltraTech works with over 800 self-help groups in the local communities around our factories and this has helped enhance the livelihoods of about 8,000 households. These self-help groups provide livelihood training to women and more importantly work with them for market access to ensure sustainability of the interventions. We are also implementing integrated watershed management projects to enable farmers around our sites to enhance their incomes.

UltraTech has taken up several interventions to support access to quality education in rural areas such as pre-school education by strengthening over three hundred *aanganwadis and balwadies* in terms of facilities as well as infrastructure benefitting over six thousand five hundred children. Our *Sarva Shikhsha Abhiyan* programme focuses on reduce school drop out rates of girls by providing support facilities such as transport, infrastructure development, sanitation and safe drinking water facility, which has benefited more than fifty thousand children.

This sustainability report showcases our efforts in implementing the SDGs through our policies, strategies, processes and targets. We have made significant progress on our business targets as aligned with SDGs and have made strategic plans to make further contributions to these global goals in future. UltraTech is committed to embedding sustainability into its business conduct, and we recognize that we need to embrace new ways of working and adopt innovative solutions to provide a strategic boost to our low carbon growth business model.

K. K. Maheshwari
Managing Director
UltraTech Cement Limited

REPORTING SCOPE AND BOUNDARY

102-45, 102-48, 102-49, 102-50, 102-51, 102-52

This sustainability report is a testimony of our commitment to the UN Sustainable Development Goals (SDGs) and how we are driving our triple bottom line performance through these SDGs. For our various stakeholders, it showcases the efforts and initiatives we undertake for creating a better world for all. We follow an annual cycle of reporting. The last report was released in FY 2017-18 which was aligned with SDG's. This year we have kept the same approach to report on our performances across three pillars of sustainability.

REPORT BOUNDARY

This report covers our performance* for the period 1st April 2018 to 31st March 2019 and addresses the performance of all our operations at UltraTech Cement Limited including manufacturing locations, subsidiaries and bulk terminals in India, Sri Lanka and the Middle East. There has been a change in the reporting boundary with addition of three newly commissioned plants namely Dhar Cement Works, Nagpur Cement Works and Patliputra Cement Works and nine acquired units from Jaypee Associates.

The ready-mix concrete (RMC) plants operated by the Company for specific customers, within their premises on a temporary basis, have not been included. There have been no restatements of data for any of the previous year's reports.

**The economic indicators presented in the report are based on the data that forms a part of UltraTech's Annual Report.*

INDEPENDENT ASSURANCE

The veracity and credibility of this report is assured by Ernst and Young our external auditor, after proper due diligence. The assurance statement can be viewed on page no. 73 of the report.

COMPLIANCE WITH GLOBAL REPORTING NORMS

102-46

This report is in accordance with Global Reporting Initiatives (GRI) Standards Core option. Additionally, our disclosures are aligned with the following international and national charters and guidelines:

- National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Businesses in India, issued by the Ministry of Corporate Affairs, Government of India.**
- Suggested Framework on Business Responsibility Reports, by Securities and Exchange Board of India circular dated August 13, 2012.
- Cement Sustainability Initiative (CSI) on key performance indicators in the cement industry. For detailed index, refer to page no. 15.

** *www.mca.gov.in/Ministry/pdf/voluntary_guidelines.pdf*

SUGGESTIONS & FEEDBACK

102-3, 102-53, 102-54

This report has been prepared in accordance with the latest GRI standards and incorporates all prospects of our sustainability performance. Feedback from our concerned stakeholders is of utmost importance to us as it will enable us to bring continuous improvement in our policies, processes and performance.

You can reach us at:

Email: sustainability.UltraTech@adityabirla.com

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B Wing, Second Floor, Ahura Centre,
Mahakali Caves Road, Andheri (E),
Mumbai, Maharashtra, India

Phone: +91 22 669 17800, +91 22 669 28109

ULTRATECH OVERVIEW

ABOUT ADITYA BIRLA GROUP

102-1

UltraTech Cement Ltd is the consolidated cement business of the Aditya Birla Group., The Group is a $44.3 billion corporation with its operations spanning across 36 countries and more than 50% of the revenue generated overseas. It is anchored by a strong and dedicated workforce of 120,000 employees belonging to 42 nationalities. It is also a member of Global Compact, an international forum that operates under the aegis of the United Nations. The forum's vision is to usher in a "more sustainable and global economy." ***Aditya Birla Group was named as AON best employer in India for 2018 – the third time over the last eight years.***

Please refer our Annual Report FY 2018-19 for additional information.

ULTRATECH AT A GLANCE

102-6, 102-7

- Largest manufacturer of grey cement, ready mix concrete (RMC) and white cement in India
- Has a consolidated capacity* of 102.75 million tonnes per annum (MTPA) of grey cement.
- Operations spanning across India, UAE, Bahrain, Bangladesh and Sri Lanka
- Member of Global Concrete and Cement Association
- End-to-end solutions in building construction: A product portfolio ranging for applications from foundation to finish
- Embodiment of strength, reliability and innovation

PHYSICAL FOOTPRINT: INDIA AND OVERSEAS

102-5

20	INTEGRATED PLANTS
1	CLINKERISATION PLANT
26	GRINDING UNITS
7	BULK TERMINALS
2	WALLCARE PUTTY PLANTS
1	WHITE CEMENT PLANT
5	JETTIES
1600+	RETAIL FORMAT STORES

OUR SUBSIDIARIES

- DAKSHIN CEMENTS LIMITED
- HARISH CEMENT LIMITED
- GOTAN LIMESTONE KHANIJ UDYOG PRIVATE LIMITED
- BHAGWATI LIMESTONE COMPANY PRIVATE LIMITED
- ULTRATECH CEMENT LANKA (PVT.) LIMITED
- ULTRATECH CEMENT MIDDLE EAST INVESTMENTS LIMITED
- ULTRATECH NATHDWARA CEMENT LIMITED
- PT ULTRATECH MINING INDONESIA
- PT ULTRATECH INVESTMENTS INDONESIA

PRODUCTS & SERVICES

102-2, 102-6

UltraTech Cement is a 360 degree building material destination providing end-to-end solutions from foundation to finish with its host of products. Our product portfolio ranges from grey cement (UltraTech Cement) to white cement (Birla White), from building products (UltraTech Building Products Division) to building solutions (UltraTech Building Solutions) and an assortment of ready mix concretes (UltraTech Concrete) catering to wide range of construction industry needs and applications. Our focus on quality and durability of the product has strengthened UltraTech's position as the market leader in cement industry in India. Continuous innovation and use of state-of-the-art technology has enabled us to respond effectively and manage the demand and requirements of the new-age construction market.

ULTRATECH CEMENT

Ordinary Portland Cement, Portland Blast Furnace Slag Cement, Portland Pozzolana Cement, UltraTech Super, Composite Cement

ULTRATECH CONCRETE

Ready-mix-concrete (RMC) and a broad range of value-added concrete specifically designed to meet typical application requirements

ULTRATECH BUILDING PRODUCTS

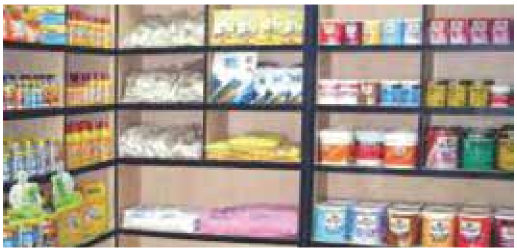
Aerated autoclaved concrete (AAC) blocks and dry mix products that include waterproofing, grouting and plastering solutions

BIRLA WHITE

White cement, Wall care putty and white cement-based products

ULTRATECH BUILDING SOLUTIONS

Retail stores offering a wide range of construction products to meet all the primary construction needs with more than 1,600+ outlets across India



KEY ACCOUNT MANAGEMENT

The key account management cell as a first of its kind in construction industry was started in 2002. It is aimed at developing and strengthening B2B relationships with established market players in construction industry. It also serves as a medium to communicate our unique product service offering which enhance increased customer profitability and satisfaction.

TECHNICAL SERVICES

Technical assistance for architects, masons, contractors and home builders

We are not restricted by industry sectors or type of customers while providing products and services. For additional information please refer our Annual Report FY 2018-19.

AWARDS & ACCOLADES

UltraTech's efforts towards sustainability and consistent pursuit of excellence has gained us recognition at regional and national levels. These awards serve as an indicator of our outstanding performance and also spur us on to achieve higher benchmarks. Below is a list of select few awards.

- **UltraTech Concrete** has won at the Economic Times Innovation Awards 2019 under the 'Innovation for Sustainability' category
- **UltraTech Concrete** was conferred with Golden Peacock Environment Management Award 2018 under the Excellence in Environment Management category
- **Birla White bagged** three prestigious awards at the Apex India Excellence Awards 2018. Birla White was honoured with Platinum Award in the Environment Excellence category, Gold Award in Energy Efficiency, and Occupational Health & Safety categories, for its outstanding performance in the respective domains
- **Star Cement** clinkerisation unit in Ras Al Khaimah (RAK), UAE, was honored with the Environment Appreciation Award 2018 by the Environment Protection Development Authority (EPDA), Government of Ras Al Khaimah
- **Vikram Cement** Works and Aditya Cement Works were conferred the Sustainability Award 2018 by CII-ITC Centre of Excellence, for sustainable development, under the 'Commendation for Significant Achievement in Environment Management' category
- **Vikram Cement** Works was also recognized for excellence in CSR initiatives by Madhya Pradesh Chambers of Commerce & Industry (FMPCCI).
- **Birla White** and Ginigera Cement Works bagged the SEEM National Energy Management Award 2017
- **Four Ready Mix Concrete** (RMC) plants of UltraTech Cement, bagged the National Safety Council of India's (NSCI) Safety Award -2017 under Micro, Small & Medium Enterprises (MSME) category

SUSTAINABILITY AND US

Cement is considered a barometer of economic activity of a country, more so in the developing world. UltraTech Cement Limited is the largest manufacturer of cement in India and ranks among world's leading cement makers. With its vision of becoming "The Leader" in Building Solutions, UltraTech is committed to value creation for its stakeholders in social, environment and economic terms.

As a global citizen in a global industry, UltraTech is aligning itself with the United Nations Sustainable Development Goals (SDG's). Recognizing the strategic importance of the SDGs both in our business and in the world, we have aligned our sustainability strategy with the 17 SDGs, that are a universal call to action to end poverty, protect the planet and ensure that all people enjoy peace and prosperity in inclusive societies.

We are actively contributing to try and achieve these global development goals through our sustainability initiatives. By aligning ourselves to SDGs we can assess, moderate and showcase how we are contributing to sustainability in a global context.

Kailash Jhanwar,
Deputy Managing Director

Sustainability & innovation are amongst the core of our business vision and strategy. We are committed to invest our resources in area of low carbon products, sustainable energy sources, water management and circular economy and thereby taking lead in making our manufacturing operations sustainable.

It also instills greater responsibility and strengthens trust of our stakeholders amidst their growing concern on various socio-environment issues. Infrastructure development an activity which drives the economic development engine, poses potential challenge to the society and the environment. Responding to these challenges is necessary to realize a sustainable society and improve quality of life that will ultimately lead to sustainable growth.

Apart from pivoting our sustainability strategy on SDGs, UltraTech is making great progress towards being a sustainable enterprise and is continuously improving and innovating the process, policies and practices by:

- Adopting the Aditya Birla Group Sustainability Framework aligned to international standards
- Formulation and Launch of policies on Energy and Carbon, Water Stewardship and Biodiversity
- Joining EP100 and pledging to double energy productivity by 2035
- Carrying out a structured materiality assessment
- Voluntarily embracing global benchmarks like World Business Council for Sustainable Development's (WBCSD) Water, Sanitation and Hygiene (WASH) pledge
- Going beyond improvement approach and reinforcing commitment to complete transformation approach
- Thinking beyond resource conservation
- Redesigning the traditional sustainability models in UltraTech through a series of strategic, innovative and systemic interventions, with an aim to future-proof our businesses

SUSTAINABILITY FRAMEWORK

To focus on practical aspects of operating in a sustainable world, Aditya Birla Group has developed a Group Sustainability framework that aims to align all the business under a common sustainability vision. The three strategic pillars that support this framework are: Responsible Stewardship, Stakeholder Engagement and Future Proofing.

Responsible Stewardship is the first pillar in our sustainability strategy. As a part of Group sustainability vision, we are in the process of development of policies, technical and management standards and guidelines that conform to international standards such as UN SDGs, IFC, OECD, UNGC, ISO and OHSAS. These documents steer our business activities towards excellence that lead to or become best practices in our sector. **Installation of capable management systems will help UltraTech to excel across all the three verticals of sustainability; economic, environmental and social.**

Stakeholder Engagement is the pillar that connects us to the most important components of sustained existence of business – our stakeholders. Our institutionalized channels of interactions with the stakeholders provide us perspectives on internal and external scenarios that have potential to impact our business. **Through engagement with our strategic selected stakeholders we work out the key issues and trends to identify the external factors that poses risks to our business.** Hence, we have established various thought exchange platforms with key technical experts and strategic stakeholders to gain knowledge on critical parameters and stay abreast with evolving industry paradigms.

Future Proofing is continuously shaping our business strategy to minimize the risk and maximize the opportunities that various future trends and externalities have to offer. It helps us to chalk out appropriate mitigation, adaptation and transformational programmes against the potential risks. **Anticipating the future and developing capabilities to leverage the opportunities is what makes a business risk resilient and future ready.** The risk-map developed by our Group Sustainability Cell is being used as an operational guidance across our business to map our current status and develop a strategy best suited to mitigate the risks.

12

MATERIALITY

102-29

Our Approach

At UltraTech, materiality assessment is conducted on a periodic basis to identify sustainability topics that are relevant to us. In 2018-19, a comprehensive materiality assessment exercise was carried out to cover larger stakeholder groups and keep pace with rapid changing context of sustainability along with the risk and challenges that our business face. **We engaged with our senior management team and multiple internal and external stakeholders (employee, customer, supplier, investor, trade bodies, associations) to identify and prioritize material topics based on their relative importance.** These interactions enabled us to capture their forward-looking perspective towards sustainable business scenarios and set the context for relevant sustainability topics for disclosure.

There were 22 topics out of which,9 material topics were identified. In FY 2017-18, we mapped our eight material topics with the SDGs and aligned our corporate priorities with the relevant SDGs to create a positive impact on all our stakeholders. This year we are doing the same exercise with new set of material topics identified as shown in the Materiality Matrix below.

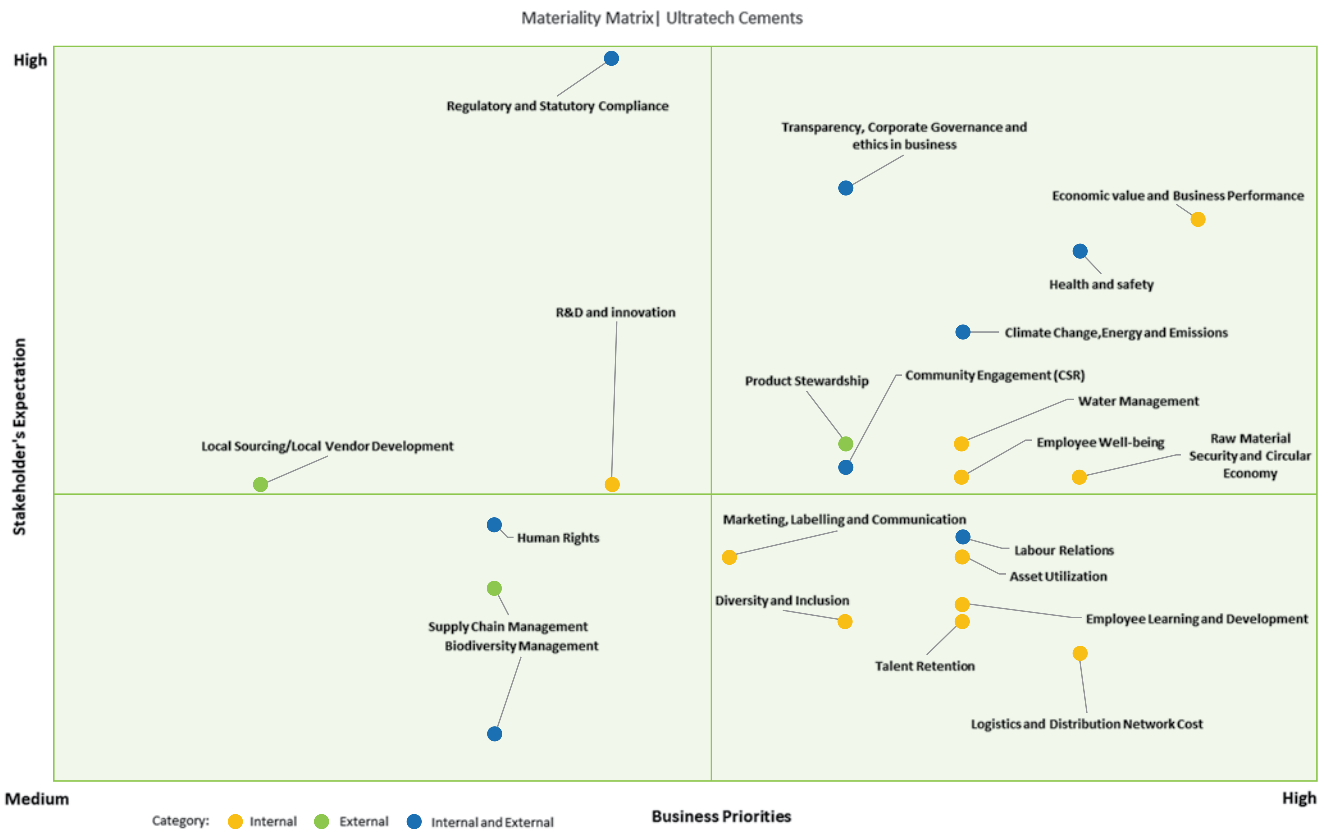


Table below shows how we have mapped each of our material topics to the SDGs and the corresponding initiatives we have taken to contribute to them.

MATERIAL TOPICS MAPPED TO THE SDGs

102-47

UltraTech follows a structured risk management approach, which encompasses identifying potential risks, assessing their potential impact and mitigating them through timely action and continuous monitoring. The risk management strategy and processes; are regularly reviewed by the Risk Management Committees, at the corporate and unit levels. Business risks and climate change risks are also continuously tracked and assessed by the committee, to help timely mitigation and facilitate sustainable growth.

Key Material Issue	SDGs	Action Points
Economic value and Business performance	**SDG1:** End poverty in all its forms everywhere	Sustainable livelihood projects Vocational training and skills development
	SDG2: End hunger, achieve food security and improved nutrition, and promote sustainable agriculture	Integrated watershed management programme for generating livelihood Increasing the income of landless labourers/farmers
	SDG9: Build resilient infrastructure, promote inclusive and sustainable industrialisation and foster innovation	Developing a green product portfolio Driving technological innovation which extends beyond conventional cost management outcomes
Transparency, Corporate Governance and Ethics in Business	**SDG8:** Promote sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all	Company strives to achieve excellence in corporate governance through its values – Integrity, Commitment, Passion, Seamlessness and Speed
	SDG10: Reduce inequality within and among countries	Company has a vigil mechanism, Code of Conduct or ethical policy applicable to all the employees of the company and its subsidiaries.
Product Stewardship	**SDG11:** Make cities and human settlements inclusive, safe, resilient and sustainable **SDG12:** Ensure sustainable consumption and production patterns	Process optimisation and debottlenecking, natural raw materials conservation and promotion of alternative fuels while complying with the increasingly stringent quality and environmental norms Conducting Life Cycle Assessment (LCA) for products to understand their environmental impact. Our Concrete products are certified to meet the requirements of green building certification Increasing awareness amongst customers for climate friendly and sustainable products. Support the IHB (Individual House Buyers) on green product selection
Raw Material Security and Circular Economy	**SDG12:** Ensure sustainable consumption and production patterns	Enhanced focus on use of alternative fuel and raw materials Development of low carbon products
	SDG11: Make cities and human settlements inclusive, safe, resilient and sustainable	Supporting Rapid Monolithic Disaster (RMD) technology in pushing the boundary for affordable housing sector
	SDG15: Protect, restore and promote sustainable use of terrestrial ecosystems, sustainably manage forests, combat desertification, and halt and reverse land degradation and halt biodiversity loss	Biodiversity and ecosystem service management plan implementation underway at one of the sites Tree plantation & green zone development Rehabilitation of exhausted mines and reclamation of land

Key Material Issue	SDGs	Action Points
Climate Change, Energy and Emissions	**SDG7:** Ensure access to affordable, reliable, sustainable and modern energy for all	• Scaling up share of renewable energy-based electricity • Installed 85 MW of Waste Heat Recovery based power plants
	SDG13: Take urgent action to combat climate change and its impacts	• Signatory to EP100 with commitment to double our energy productivity in 25 years by 2035 • Target to reduce carbon emission intensity • Integrated the low carbon strategy into our business roadmap
Health & Safety	**SDG3:** Ensure healthy lives and promote well-being for all, at all ages	• Immunisation programme for children • Programme on antenatal care, postnatal care, mass immunisation, nutrition • Awareness programme on road safety covering employees and their families
Employee Well-being	**SDG8:** Promote sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all	• Equal opportunity employer • Hiring from within the local communities we operate in • Sourcing from local suppliers and vendor
	SDG10: Reduce inequality within and among countries	• Making our workforce more gender diverse
	SDG5: Achieve gender equality and empower all women and girls	• Women Empowerment & Engagement (WEE) initiative at UltraTech works on the issues of importance for the women employees • Springboard, an 18-month programme which is based on the pillars of training, mentorship and gender diversity • Comprehensive Maternity Support Programme
Community engagement	**SDG16:** Promote peaceful and inclusive societies for sustainable development, provide access to justice for all and build effective, accountable and inclusive institutions at all levels	• Engaging with local communities to understand the impact of our operations • Empowering the communities through initiatives under healthcare, education, infrastructure, sustainable livelihood and social reform
	SDG4: Ensure inclusive and equitable quality education and promote lifelong learning opportunities for all	• School enrolment awareness programmes • Preschool education project Balwadis / playschools / crèches • Mid-day meal programme at various schools across India
	SDG12: Ensure sustainable consumption and production patterns	• Utilising waste from other industries and municipalities as alternate fuels and materials • Reducing consumption of natural limestone and other raw materials

CSI DASHBOARD

#	KPI	FY 2016-17	FY 2017-18	FY 2018-19
A	**Climate Protection (excludes captive power)**			
i	CO_2 Emissions - Gross (Million Tonnes)	32.95	34.72	45.85
ii	CO_2 Emissions - Net (Million Tonnes)	32.77	34.45	45.41
iii	Specific CO_2 Emissions - Net (kg/tonne of cementitious material)#	632.09	625.7	618.87
iv	Target Reduction for CO_2	Reduction in CO_2 emission intensity by 25% from FY 2005-06 level by FY 2020-21		
v	Independently verified CO_2 data	Externally verified		
B	**Fuels & Raw Materials**			
i	Specific heat consumption of clinker production (MJ/tonne clinker)	2966	2961	2984
ii	Total Alternative Fuel Rate (% of thermal energy consumption)	2.30	3.60	3.90
iii	Alternative Fuel Rate Non Biomass (% of thermal energy consumption)	1.9	2.70	3.20
iv	Biomass Alternative Fuel Rate (% of thermal energy consumption)	0.4	0.9	0.7
Vi	Alternative Raw Materials Rate (% of total raw materials for cement production)	13.58	13.46	16.17
Vi	Clinker/Cement Ratio (%)	76.8	76.5	76.2
C	**Health & Safety**			
i	Number of fatalities (directly employed)	1	0	0
ii	Number of fatalities (indirectly employed)	2	2	4
iii	Number of fatalities (involving 3rd parties)	0	3	0
iv	Number of fatalities per 10,000 directly employed	0.95	0	0
v	Lost Time Injuries (LTIs) per million man-hours (directly employed)	0.38	0.34	0.47
D	**Emissions Reduction**			
i	NOx emissions (tonnes/year)*	67682	59211	89083
ii	SO2 emissions (tonnes/year)*	4316	4026	6926
iii	Dust emissions (tonnes/year)*	1630	1477	2190
iv	Specific NOx emissions (g/tonne clinker)*	1,676.04	1,388.39	1580
v	Specific SO2 emissions (g/tonne clinker)*	106.88	94.40	122.87
vi	Specific Dust emissions (g/tonne clinker)*	40.36	34.63	38.85
vii	Target reduction for NOx	As per the regulatory compliance by the State Pollution Control Board		
viii	Target reduction for SO2			
ix	Target reduction for Dust			
x	% Clinker produced with monitoring of major and minor emissions	Major emissions - as in the next row. Minor emissions - measured only on sample basis if hazardous wastes are used as fuel.		
xi	% Clinker produced with continuous monitoring of major emissions - NOx, SO2, Dust	Dust – 100%	Dust – 100%	Dust – 100%
		NOx, SO2 – 100%	NOx, SO2 – 100%	NOx, SO2 – 100%

* The values reported for NOx, So_x and dust are only for Kiln stacks as per CSI Guideline for Emission Monitoring and Reporting.

Direct CO_2 emissions from operations

RESPONSIBLE STEWARDSHIP

OUR VALUE CREATION MODEL

INDICATOR & KEY INPUTS → BUSINESS ACTIVITIES

Human capital

Human capital	FY-18	FY-19
Total employee Salaries,Wages and expense(INR Crores)	1,706.24	1,926.01
Total training hours (Hr)	2,25,540	3,56,323
Total employees (Number)	14,176	20,901
Safety Training Hours (Employees and Contractors)	2,61,033	6,32,566

Financial capital

Financial capital	FY-18	FY-19
Net Capex (INR cr)	1527	1836
Net Fixed Assets(includingCWIP and Capital advances) (INR Cr)	40,782	40,193
Net working Capital (INR Cr)	438	185
Cost of Raw Materials and Fuel (INR Cr)	9,938	12,568

Relationship capital

Relationship capital	FY-18	FY-19
Amount spend on CSR projects (INR Crores)	60.71	74.96
CSR Voluntary Hours	29,615	26,050
Total number of customer complaints resolved	1,823	3,399

Intellectual capital

Intellectual capital	FY-18	FY-19
Total capital spend on R&D (INR Cr)	29.68	33.38
Product Stewardship and LCA (Number of initiatives)	NIL	2 Ongoing

Manufacturing capital

Manufacturing capital	FY-18	FY-19
Total production capacity (Million metric tonne per annum of grey cement)	96.5	102.75
Physical Assets (Total number of plant by type)	55	57

Natural capital

Natural capital	FY-18	FY-19
Energy from WHRS (TJ)	1,205	1,458
Renewable Energy (TJ)	148.43	280.76
Specific Energy consumption (Kcal/Kg of clinker)	707	713
Water Consumption (L/Tonnes of cementitious production) *(excluding colony & horticulture)	175	189
Natural Raw material Procured (Million tonnes)	65	80

Raw Material Mining

- Limestone Quarrying
- Limestone Crushing
- Storage of raw material

Cement Storage & packaging

- Raw material preparation
- Clinkerization
- Grinding
- Cement Storage packaging
- Marketing & Sales

Concrete Manufacturing

- Ready Mix Concrete
- Transit Mixer
- Curing
- Finishing

Building Products and Solutions

- Planning
- Building
- Finishing

Customers

KEY OUTPUTS

UltraTech Cement (Tonnes)

UltraTech Concrete (Tonnes)

UltraTech building products and solution (Tonnes or Number of products by type)

Birla White (Tonnes)

Key Support Function

- Marketing
- Finanace
- Human Resource Management
- Technical Services
- Logistic Department
- Procurement
- Readymix Concrete and key Accounts
- White Cement Divison
- Technical and Performance Monitoring
- Sustainability

INDICATOR & KEY OUTCOMES

Human capital

Human capital	FY-18	FY-19
Employee Productivity (Tonnes/FTE)	3,883	3,400
Attrition rate (%)	6.18	5.90
Lost time Injury (per million man hours) (Directly Employed)	0.34	0.47
Number of fatality (direct)	0	0
Number of fatality (indirect)	2	4

Financial capital

Financial capital	FY-18	FY-19
Earnings per Share(in Rs)	80.94	88.72
Net Revenue (INR Cr)	29,358	35,704
EBDITA (INR Cr)	6,483	6,992
Profit after Tax (INR Cr)	2,231	2,456
Return on Capital Investment (%)	10	10.4

Relationship capital

Relationship capital	FY-18	FY-19
Beneficiaries covered under CSR (Number In millions)	1.6	1.6
Customer Satisfaction Index	64	64

Intellectual capital

Intellectual capital	FY-18	FY-19
No. of new products developed	3	3

Manufacturing capital

Manufacturing capital	FY-18	FY-19
Grey Cement Produced (Million Tonnes)	57.23	71.43
Capacity Utilisation (%) of Installed Capacity	71	76
Clinker Factor improvement (clinker/cement %)	76.5	76.20

Natural capital

Natural capital	FY-18	FY-19
Specific GHG emission (Kg CO_2 per tonne cementitious material)*	635.7	634.87
Thermal substitution rate (%)	3.60	3.9
Alternative Raw Material Rate (% of total raw material)	14.16	16.27
Water Recycled %	12.98	13.03

* *doesn't include captive power plant*

CORPORATE GOVERNANCE

102-16, 102-17

Good corporate governance has been the mainstay of UltraTech in its quest for excellence in sustainable development. Robust management practices have been created and strengthened towards compliance with the laws, adherence to the highest ethical standards and ensuring transparency in business. These practices have facilitated creation of value for all our stakeholders reinforcing our vision of becoming the leading Indian conglomerate in sustainable business practices across all our operations.

The three pillars of our Sustainability Framework i.e. Responsible Stewardship, Strategic Stakeholder Engagement and Future Proofing are driven by corporate governance which ensures the delivery of superior value to our stakeholders. Good corporate governance complimented by strategic stakeholder engagement and our core values leads to responsible stewardship which facilitates required actions taken in a timely and proactive manner to achieve future proofing. Our deep sense of responsibility to our stakeholders has led to the alignment with the Sustainable Development Goals (SDG) of United Nations.

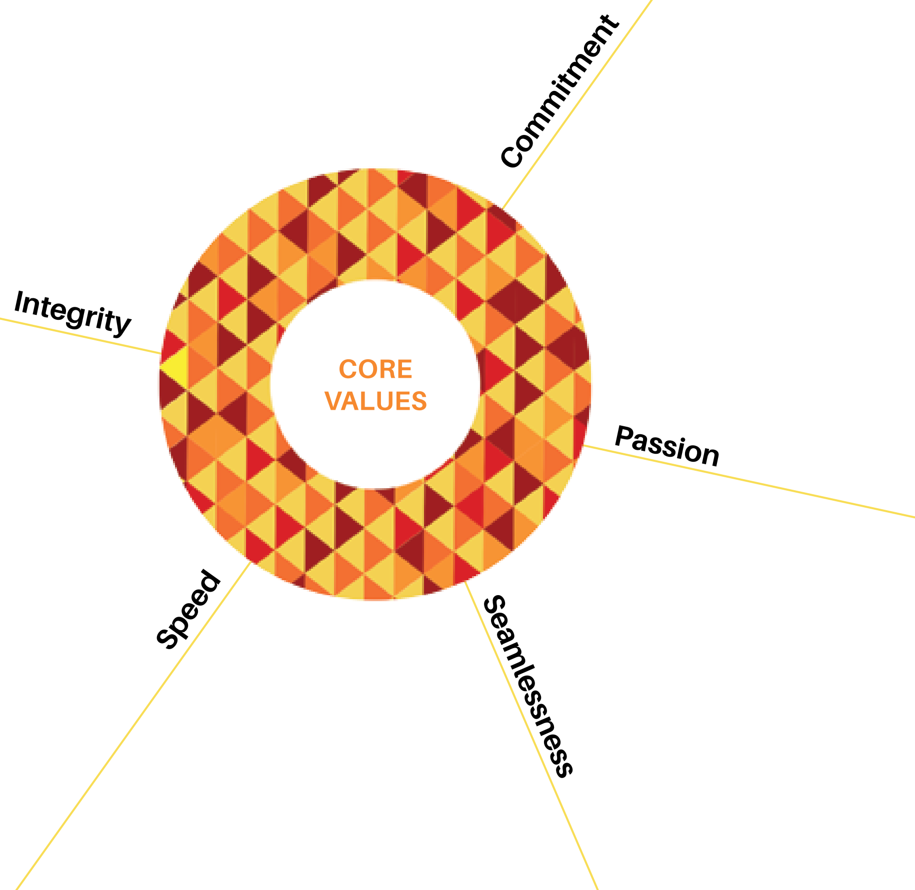
GOVERNANCE STRUCTURE

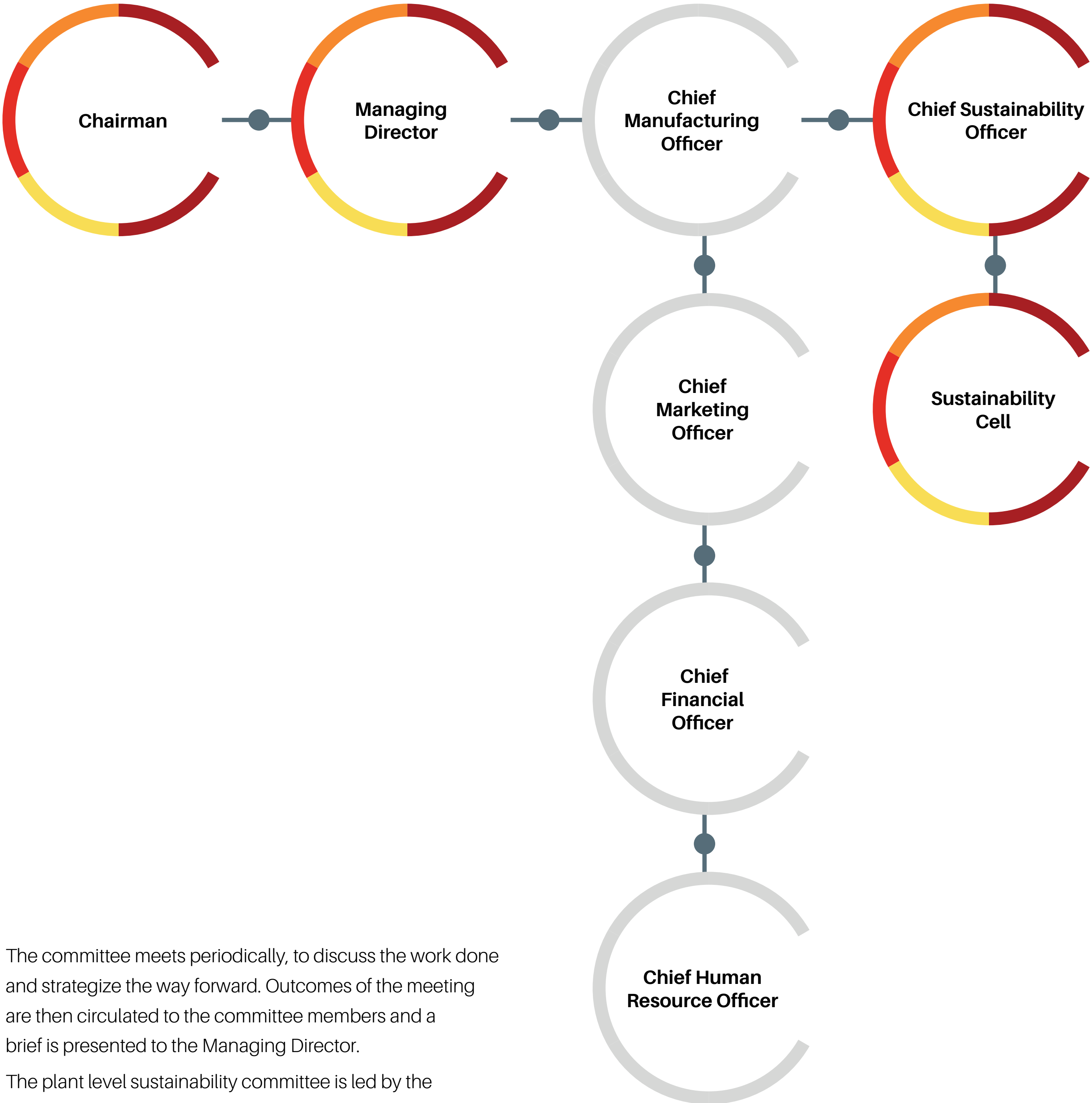
102-18, 102-19, 102-20, 102-26, 102-27, 102-28

Guided by our core values, our governance structure acts as a overarching mechanism to achieve the organizational goals. The Sustainability Committee is headed by the Managing Director with members being CXOs and Business Heads of Grey Cement, White Cement and RMC business units.

The major responsibilities of the Sustainability Committee are:

1. To drive the implementation of sustainability roadmap across business functions and verticals
2. To set targets and identify various business risks (including climate change risk) and recommend action plans





The committee meets periodically, to discuss the work done and strategize the way forward. Outcomes of the meeting are then circulated to the committee members and a brief is presented to the Managing Director.

The plant level sustainability committee is led by the respective Unit Head and represented by the key functions. The aim is to establish sustainability as an integral part of our work culture. This committee identifies areas for improvement and implements performance enhancement measures.

The Sustainability Cell, a network of coordinators located across our plants and offices, has provided ample on-ground support. The sustainability cell at Aditya Birla Group also supports the corporate team at UltraTech in conducting capability building workshops and implementing various projects under the sustainability framework.

BOARD OF DIRECTORS

102-22, 102-23,102-24, 102-26, 102-33

Our governance system is driven by the Board of Directors whose role is to promote the long-term success of the business for the benefit of its shareholders through sustainable development practices. It reviews and approves corporate strategies, business plans, projects, annual budgets and capital expenditure. Our Board comprises twelve directors, which include the executive directors, non-executive directors and independent directors. The details of the directors are as follows:

1. **Mr. Kumar Mangalam Birla**
   Non-Executive
2. **Mrs. Rajashree Birla**
   Non-Executive
3. **Mr. Arun Adhikari**
   Independent
4. **Mrs. Alka Bharucha**
   Independent
5. **Mr. G.M. Dave**
   Independent
6. **Mrs. Sukanya Kripalu**
   Independent
7. **Mr. S. B. Mathur**
   Independent
8. **Mr. O. P. Puranmalka**
   Non-Executive
9. **Mrs. Renuka Ramnath**
   Independent
10. **Mr. K. K. Maheshwari**
    Managing Director
11. **Mr. K. C. Jhanwar**
    Dy. Managing Director & Chief Manufacturing Officer
12. **Mr. Atul Daga**
    Whole-time Director & Chief Financial Officer

BOARD COMMITTEES

102-22, 102-28

The Board Committees, headed by Independent Directors, ensure excellence through continuous supervision, rigorous review, and implementation of policies and procedures. While taking into account the interests of its various stakeholders, the Board delegates certain responsibilities to a number of committees viz. Audit, Nomination, Remuneration, Risk & Sustainability Committee and Compensation Committee among others. The details of various Board Committees are given below:

Audit Committee

Responsibilities

- Overseeing financial reporting process and disclosure of financial information
- Appointment, re-appointment, replacement or removal of the statutory auditor, cost auditor and fixation of audit fees
- Approval of payment to statutory auditors for any services rendered by them
- Review with management, the annual financial statements, before submission to the Board for approval

Members

Mr. S. B. Mathur | Mr. G. M. Dave | Mrs. Renuka Ramnath
Mrs. Alka Bharucha | Mr. K. K. Maheshwari

Permanent Invitees

Mr. Atul Daga

Stakeholder Relationship Committee

Responsibilities

- Issues relating to share and debenture holders including transfer / transmission of shares / debentures
- Issue of duplicate share / debenture certificate
- Non-receipt of dividend
- Non-receipt of annual report
- Non-receipt of share certificate after transfers
- Delay in transfer of shares
- Any other issues of shareholders

Members

Mr. S.B. Mathur | Mr. K. C. Jhanwar | Mrs. Sukanya Kripalu

Risk Management and Sustainability Committee

Responsibilities

- Identification, assessment and classification of risks relating to business including cyber security
- Conceiving mitigation plans to minimise risk
- Monitoring various risks

Members

Mr. K. K. Maheshwari | Mr. K. C. Jhanwar | Mr. Atul Daga

Nomination, Remuneration & Compensation Committee

Responsibilities

- Set the level and composition of remuneration of the Directors and the Senior Management and link it to performance
- Formulate appropriate policies and institute processes in order to identify potential candidates for Directorship and Senior Management
- Review and implement succession and development plans for Directors and Senior Management
- Devise a policy on Board diversity

Members

Mr. Kumar Mangalam Birla | Mr. Arun Adhikari | Mr. G.M. Dave

Corporate Social Responsibility Committee

Responsibilities

- To monitor and implement the Company's CSR policy
- Recommend the activities to be undertaken during the year to the Board and amount to be spent for the same

Members

Mrs. Rajashree Birla | Mr. G. M. Dave | Mr. O. P. Puranmalka
Mr. K. K. Maheshwari

Permanent Invitees

Dr. Pragnya Ram (Group Executive President, CSR)

Finance Committee

Responsibilities

- Exercise all powers and discharge all functions relating to working capital management, foreign currency contracts and operation of bank accounts
- Authorise officers to deal in matters relating to excise, sales tax, income tax, customs and other judicial or quasi-judicial authorities

Members

Mr. Arun Adhikari | Mrs. Alka Bharucha | Mr. Atul Daga

CODE OF CONDUCT

102-17

Formulation and fair implementation of the right processes go a long way in establishing a value based organizational culture. At UltraTech, a comprehensive and uniform Code of Conduct applies to the entire workforce across designations. The Company website hosts a copy of the Code of Conduct, which is regularly updated in view of the changing requirements. We have also defined norms in alignment with the uniform code for various policies and processes in the functions like HR, procurement and investor relations. Together, these measures provide our employees the right direction towards moral conduct and foster an ethical work culture.

RISK MANAGEMENT

102-15, 102-30, 102-33

UltraTech follows a structured risk management approach, which encompasses identifying potential risks, assessing their potential impact and mitigating them through timely action and continuous monitoring. The risk management strategy and processes; are regularly reviewed by the Risk Management Committees, at the corporate and unit levels. Business risks and climate change risks are also continuously tracked and assessed by the committee, to help timely mitigation and facilitate sustainable growth.

Business Risks

- Economic environment
- Market leadership
- Inflation and cost of production
- Legal and compliance with local laws
- Financial and accounting
- Information technology
- Talent management

Sustainability Risks

- GHG Reduction
- Carbon Regulations
- Securing Critical Resources
- Energy Efficiency Regulations
- Water Availability
- Raw Materials and Mineral Components

RISK MANAGEMENT MECHANISM

UltraTech has a comprehensive risk management mechanism both, at corporate and unit levels.

Corporate Level

The corporate risk management follows a similar structure, where the Chief Finance Officer (CFO) is the risk manager who collates the risks from various business heads. The sustainability team supports the Chief Manufacturing Officer (CMO) to identify the climate change risks. The risks are then marked to a ranking matrix based on criticality to the unit/ organization (reputational, regulatory and financial impact) and are noted in the risk register with the recommended mitigations/action plans. This risk register is then presented to the Apex Committee for review. Based on the degree of impact of the risk on the unit/company, the Apex Committee lays down its risk mitigation recommendations every quarter. Risks with the highest level of impacts are directly reported to the Group Apex Committee.

The Apex Committee then prioritizes these risks. Post this, a mitigation strategy is worked out and assigned to the respective business heads.

Unit Level

Key functional heads are appointed members of the risk management committee that has been constituted at each unit. The risks identified from each function are aggregated and categorized by the functional head for Finance. The unit head is in charge of the assessment of risks associated to climate change, while the operational risks are analyzed by different functional heads.

PUBLIC POLICY AND ADVOCACY

102-12, 102-13

We are members of various industrial and commercial organizations such as:

- Global Cement and Concrete Association (GCCA) - one of the founding members
- Cement Manufacturers Association (CMA)
- Federation of Indian Chambers of Commerce and Industry (FICCI)
- Confederation of Indian Industries (CII)
- Advertising Association of India

In alignment to this vision, we associate with organizations under Task Forces and Committees of Bureau of Indian Standards (BIS) and Bureau of Energy Efficiency (BEE).

"UltraTech constantly endeavors to innovate green products and incorporate green processes to ensure long-term sustainable growth and development."

- Economic Performance
- Environment Performance
- Product Performance
- Occupational Health and Safety
- People Performance
- Social Performance

ECONOMIC PERFORMANCE

102-11, 102-31, 103-1, 103-2, 103-3, 200

At UltraTech, we are driven by a relentless pursuit of excellence and an intent to make a significant contribution in the lives of our stakeholders. This has helped us evolve from a cement manufacturer to a building solutions provider, and from being a commodity selling business to a brand that is synonymous with consumer delight. We measure growth not only by our financial performance, but also through the positive contribution we make to the society.

With this context, we have aligned our business strategy with the sustainable development goals (SDGs). Alignment with SDGs ensures our growth is inclusive and sustainable for all our stakeholders. We see SDG's as a roadmap that enhances business growth and continuity. Quality education (SDG4), clean water & sanitation (SDG7), affordable and clean energy (SDG7), decent work and economic growth (SDG8), responsible consumption and production (SDG12), climate action (SDG13), and life on land (SDG15) are the most relevant and important SDGs for us, and we are contributing to them through sustained business initiatives.

Atul Daga,
Chief Financial Officer

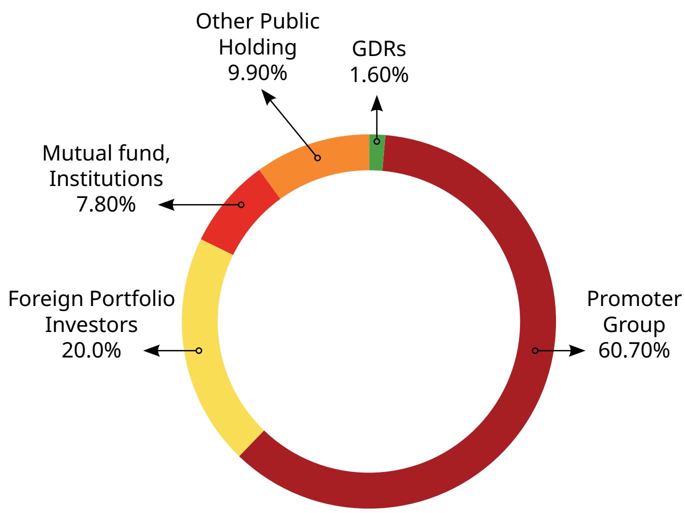
The role of finance & accounts in the changing time has evolved from being a bean counter to that of a Business support and with the framework of sustainable finance, it has transitioned from the narrow shareholder model to a broader stakeholder model. As a business of the Aditya Birla Group, we have a clear focus of having a healthy balance sheet for sustainable growth over the long term with a view of considering the overall ESG performance of the company.

In FY **2018-19**, UltraTech reported a turnover of INR **288** BILLION.

UltraTech fuels the world's fastest growing economy as a cement manufacturer by meeting its huge infrastructure needs. While continuing to deliver products for India's prominent urban landmarks, we also work closely with the government schemes to enhance the rural infrastructure such as affordable homes, roads and schools. Cement demand is seeing an upward trend, continuing from the last fiscal period at 4.5%*. This growth is backed by a series of economic reforms undertaken by the government in the past year as well as its constant thrust on infrastructure development.

* *https://economictimes.indiatimes.com/industry/indl-goods/svs/cement/cement-demand-to-see-4-5-growth-in-fy19/articleshow/63094576.cms?from=mdr*

Shareholding Pattern



CAPACITY EXPANSION

India is expected to be the world's fastest growing economy in the coming years., To meet the needs that are expected to emerge with this growth, we must grow faster. For the past few years we have been investing ahead of the industry curve. **Through strategic acquisitions, greenfield projects and brownfield expansions, we have reached a consolidated capacity* of 102.75 Million Tonnes Per Annum (MTPA) of grey cement.**

In the manufacturing sector, expansion in production capacity needs to be fueled and supported by sufficient quantity of power generation. As the largest player in the cement industry in India, we are committed to invest in non-fossil fuel based resources as a sustainable alternative to power generation. **Currently, our installed WHRS capacity stands at around 85 MW, one of the highest in the Indian cement sector. Our WHRS capacity met 8% of our total power requirement during FY 2018-19.**

Additionally, **we have 62 MW of effective renewable energy from solar and wind mills. All this, combined with our 717 MW thermal power capacity, ensure that majority of our total power requirement gets met through internal means.**

FINANCIAL IMPLICATIONS OF CLIMATE CHANGE

103-1,103-2,103-3, 102-31, 201-2

We understand our dual responsibility towards the environment and to the nation's progress. Hence, we have a strategic long-term plan for GHG emissions reduction and mitigation linked to planned business growth. As part of this plan, we have identified key priorities to mitigate climate change, which includes improving share of blended cement, energy efficiency, waste heat recovery, use of alternative materials & fuel, and generation of renewable energy.

Being part of Aditya Birla Group, we have adopted ABG Sustainable Business Framework with three core pillars – Responsible Stewardship, Strategic Stakeholder Engagement and Future Proofing. The framework, in turn, is aligned with the international standards.

We have been the member of Cement Sustainability Initiative (CSI) of the World Business Council for Sustainable Development (WBCSD), since 2006. Cement Sustainability Initiative (CSI) now is officially transferred from the World Business Council for Sustainable Development (WBCSD) to the Global Cement & Concrete Association (GCCA) as of 1 January 2019, of which UltraTech is a founding member.

**Including 4 MTPA commissioning in June 2019*

LOCAL SUPPLY

204-1

Local support and capabilities are essential for the Organization to thrive in the geography it operates. To achieve sustainable growth with positive impact on local communities, we procure majority of our raw materials and other essentials locally. It is our continuing endeavour even when we operate in some of the remotest corners of India. We leverage local suppliers and labour workforce to do more while doing better for everyone.

Purchase from locally-based suppliers*

FY 2016-17	71.25%
FY 2017-18	68.51 %
FY 2018-19	57.55%

**Includes only purchase at unit level*

ENVIRONMENT PERFORMANCE

103-1,103-2,103-3, 102-31,300

UltraTech is aware of environmental risks and is proactively addressing the environmental challenges such as climate change, resource depletion, water scarcity, biodiversity, air pollution, and waste management. As our operations are resource intensive, we are taking proactive measures to address these challenges and wherever possible, converting these challenges into economic opportunities. We have aligned our actions to the relevant Sustainable Development Goals to sharpen our strategies and in turn contribute to the bigger goal of a sustainable world.

Arvind Bodhankar,
Chief Sustainability Officer

At UltraTech we strongly believe in principles of Circular Economy, an economy which is a close loop and regenerative in nature, providing a new life to the product after its' end. Last year we have repurposed about 16 Million tonnes of waste from industries/municipalities and reduced substantial pressure on natural resources.

Best Practices Adopted for Mitigating Environmental Risks

Climate Change – Lower clinker factor, energy efficiency, waste heat recovery and generation of renewable energy are our key priorities

Resource Management - Efficient use of natural resources and reducing dependence on it by using alternative fuels and materials

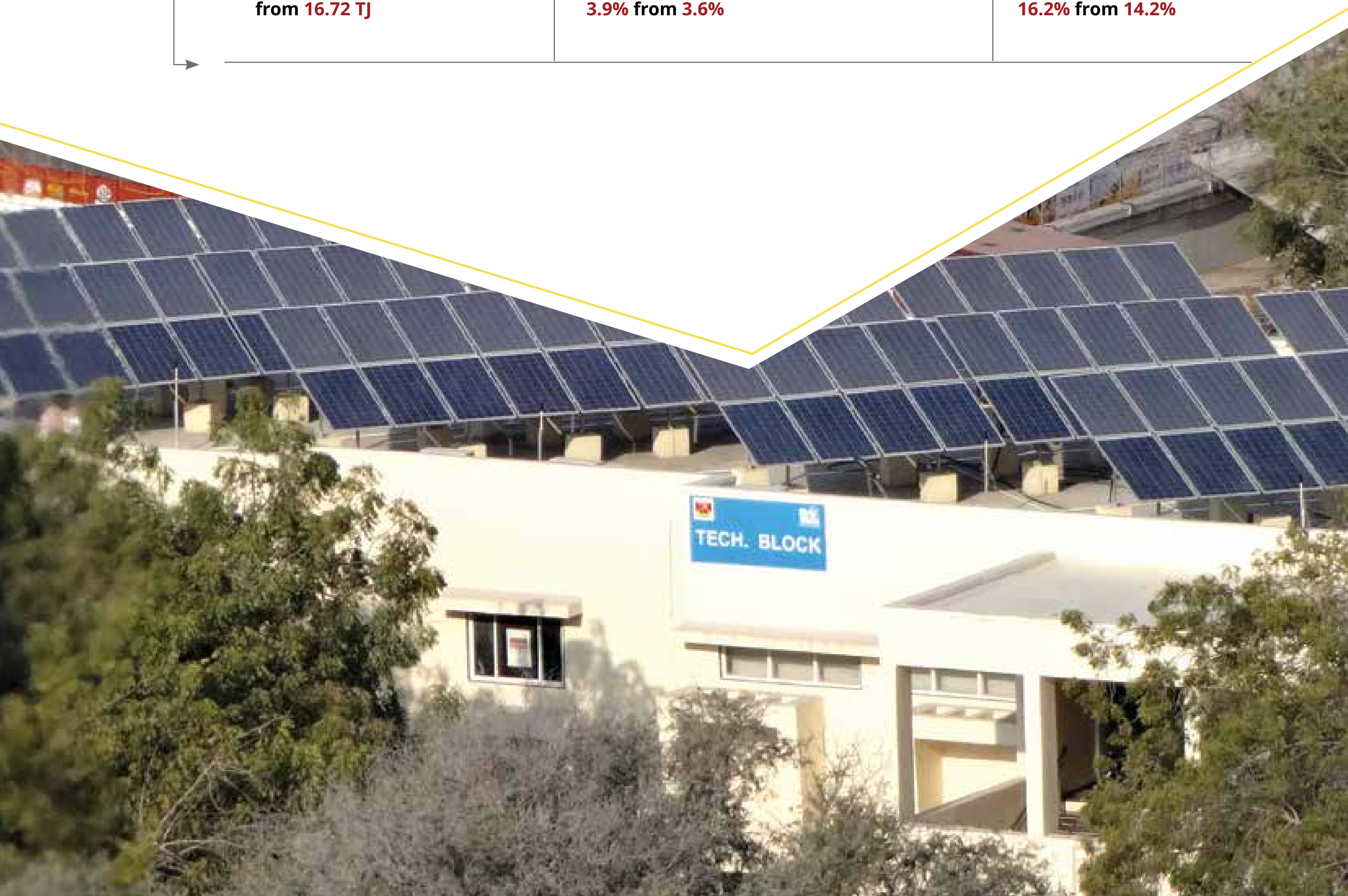
Water Management – Our water management best practices consist of water recycling and reuse, rainwater harvesting and artificial aquifer recharge, and source vulnerability assessment

Waste Management - Reducing use of natural raw materials, utilization of waste from other industries for blended cements and using industrial waste as alternative fuel

Biodiversity Management - Working on tree plantation, green zone development, rehabilitation of exhausted mines and reclamation of land

HIGHLIGHTS

We have adopted an internal carbon price of USD 10/ton of CO_2 emission	Reduced CO_2 intensity by 18.46% compared to Base Year 2005-06 against the target of 25% reduction by 2020-21	Committed to EP 100
Scored "B" in CDP 2018 Climate Change Disclosure	Certified as 2.18 times water positive	One of the founding members of GCCA
WHRS installed capacity increased to 85 MW from 59MW	Implementation of biodiversity management plan at Sewagram Cement Works (Gujarat) and assessment at Aditya Cement Works (Rajasthan) and Rajashree Cement Works (Karnataka)	
Solar energy generation increased to 54.65 TJ from 16.72 TJ	Thermal substitution rate increased to 3.9% from 3.6%	Recycled material used increased to 16.2% from 14.2%



CLIMATE CHANGE

302-4

Take urgent action to combat climate change and its impacts

Actions

- Launched Energy and Carbon Policy
- Integrated the low carbon strategy into our business roadmap
- Achieved a 3.90% thermal substitution rate by using waste materials in kiln
- Joined EP100, a global leadership initiative to double energy productivity

Contributing to mitigate climate change impacts

We acknowledge the climate risk challenge and contribute to the goal by integrating low carbon strategy and scaling up investments in the development of innovative products and services. **We have formulated strategic action plans in line with sectoral low carbon roadmap. The key priorities are energy efficiency, waste heat recovery, use of alternative materials & fuel, generation of renewable energy and development of low carbon products. It also provides a strategic boost to our low carbon growth target of reducing carbon intensity by 25% by 2020-2021 (2005-06 baseline).** We annually report on our emissions performance through sustainability reports, Cement Sustainability Initiative (CSI) dashboard and the Climate Disclosure Project (CDP).

In our cement operations, specific direct GHG emissions witnessed a decrease of over 1.1% in FY 2018-19, as compared to the previous year. This reduction is primarily attributed to decrease in clinker factor. Our specific direct and indirect GHG of the concrete business registered a reduction of 6% and 18.62% respectively compared to the previous year The total scope 3 emissions stood 5.88 million tonnes in FY 2018-19.

USD **10**
per Tonne CO_2
internal carbon price

Internal carbon price assigns a monetary value to each ton of CO_2 emitted. While weighing business decisions the impact of the decision on environment is captured in terms of monetary value through ICP. This reveals hidden risks and opportunities and supports strategic decision making related to future investments. The company has commenced valuation of carbon emissions with the introduction of shadow price of USD 10 per Tonne CO_2 which will enable it to consider the environmental aspects of projects before it decides to pursue them. This is being used for appraisal of all capital expenditures proposals including growth plans

Managing Air Emissions

103-1,103-2,103-3, 102-31,305-7

UltraTech continues to implement various initiatives for improving environmental performance related to NOx, SOx and dust emissions and continuously monitors the same.

No_x Emission Reduction Strategy

Initiatives in place to reduce NOx emission include:

- Raw mix, coal residue and process optimization
- Burner management - conversion of old burner with low NO_x burner Low NO_x calciner selection for new plant and modification in old calciner for incorporation of low NOx feature

Dust Emission Reduction Strategy

- UltraTech has undertaken upgradation of existing electrostatic precipitator with bag house for particulate matter emission reduction at most of its plants.

ENERGY MANAGEMENT

103-1,103-2,103-3, 102-31

7 AFFORDABLE AND CLEAN ENERGY

Ensure access to affordable, sustainable and reliable modern energy

Actions

- Launched Energy and Carbon Policy
- Utilised 78 million units from renewable electricity.
- Total installed capacity of WHRS is 85 MW which is expected to increase to 131 MW
- Signatory to EP100 with a commitment to double energy productivity by 2035.

Besides being intricately linked to other SDGs such as climate change, energy is a key enabler for wider economic development, higher social equity, and better environmental sustainability.

UltraTech has committed to double its energy productivity by becoming a member of EP100. A global leadership initiative, EP 100 is founded by The Climate Group and brings together a growing group of energy-smart companies. It constitutes organizations that commit to energy productivity, which is a way of measuring energy efficiency that aligns directly with business growth and sustainable development goals.

Improvement of energy performance is one of those critical levers that help us reduce the carbon intensity of our operations. This pledge reaffirms our commitment to driving sustainability across our value chain.

A majority share of our power requirement is met through internal means - captive power plants and waste heat recovery.

Our energy management approach at UltraTech is driven in three areas:

Energy Efficiency

103-1,103-2,103-3, 102-31, 302-4

UltraTech continually works on various energy efficiency initiatives such as technological upgradation, process optimization, and productivity improvement.

We have taken up several operational control measures across stages of production and across our plants to ensure energy savings. Some of the levers adopted by UltraTech is provided below:

- Improvement in Clinker Factor
- Use of Alternative Fuel Resource (AFR)
- Power Generation through Waste Heat Recovery System (WHRS)
- Improvement in Electrical Efficiency
- Improvement in Thermal / Operational Efficiency
- Technological Upgradation

CASE STUDY:

Adopting digital solutions to improve energy productivity

Our Company has always been a pioneer in adopting the latest technologies to improve efficiency and set a benchmark for the industry. Adoption of digital technologies has become imperative to achieve optimal energy efficiency. UltraTech entered into a contract with a technology provider for supply and implementation of latest digital solutions at Rajashree Cement Works.

Expert optimizer, a computer-based system for controlling, stabilizing, and optimizing industrial processes has been installed.

An Expert Optimizer enables the systems to function with a 'best operator' performing at its optimum for 24 hours a day, every day. The potential benefits include:

1. Increased output
2. Lower fuel consumption on kilns and furnaces
3. Better and more consistent quality in general
4. Reduced grinding costs due to energy savings
5. Reduced standard deviation of key variables

The project will result in 1.5-2% savings of electrical consumption, approximately 1% savings in heat, and 0.6% heat rate improvement in captive power plant.

Energy Conservation

Parameter	Units	2016-17	2017-18	**2018-19**
Energy conserved (GJ)	GJ	674834	608974	449882

UltraTech has gradually increased the use of hazardous and non-hazardous wastes from other industries to address energy requirements. **Thermal substitution rate through alternative fuels has considerably increased to 3.9% witnessing a growth of 8.3% compared to previous year.**

Waste Heat Recovery Systems

Energy constitutes 20% to 40% of the total cost of cement production, making a significant dent on the economic bottom line. With high input costs and the growing emphasis of the stakeholders on adopting eco-friendly manufacturing processes, the significance of waste heat recovery systems is growing. UltraTech has been amongst the forefront in the industry in WHRS and continues to enhance its capacity. Our waste heat recovery capacity has moved up to 1458.46 TJ from 1,205.06 TJ an increase of over 21% compared to previous year.

UltraTech has been one of the first in the Indian cement industry to embrace the technology of WHRS. The initiative was taken to secure our energy requirements. Subsequently, it turned out to be an inexpensive energy source for moderating our carbon footprint, besides providing enhanced energy security. It accounts for 8% of our power needs. **With an aggregate capacity of about 85 MW, we have emerged as one of the leaders in waste heat recovery systems in India's cement sector. This is expected to double to 131 MW.**

Energy Generated through WHRS

Parameter	Units	2016-17	2017-18	**2018-19**
Waste Heat Recovery System	TJ	984.53	1,205.06	1458.46

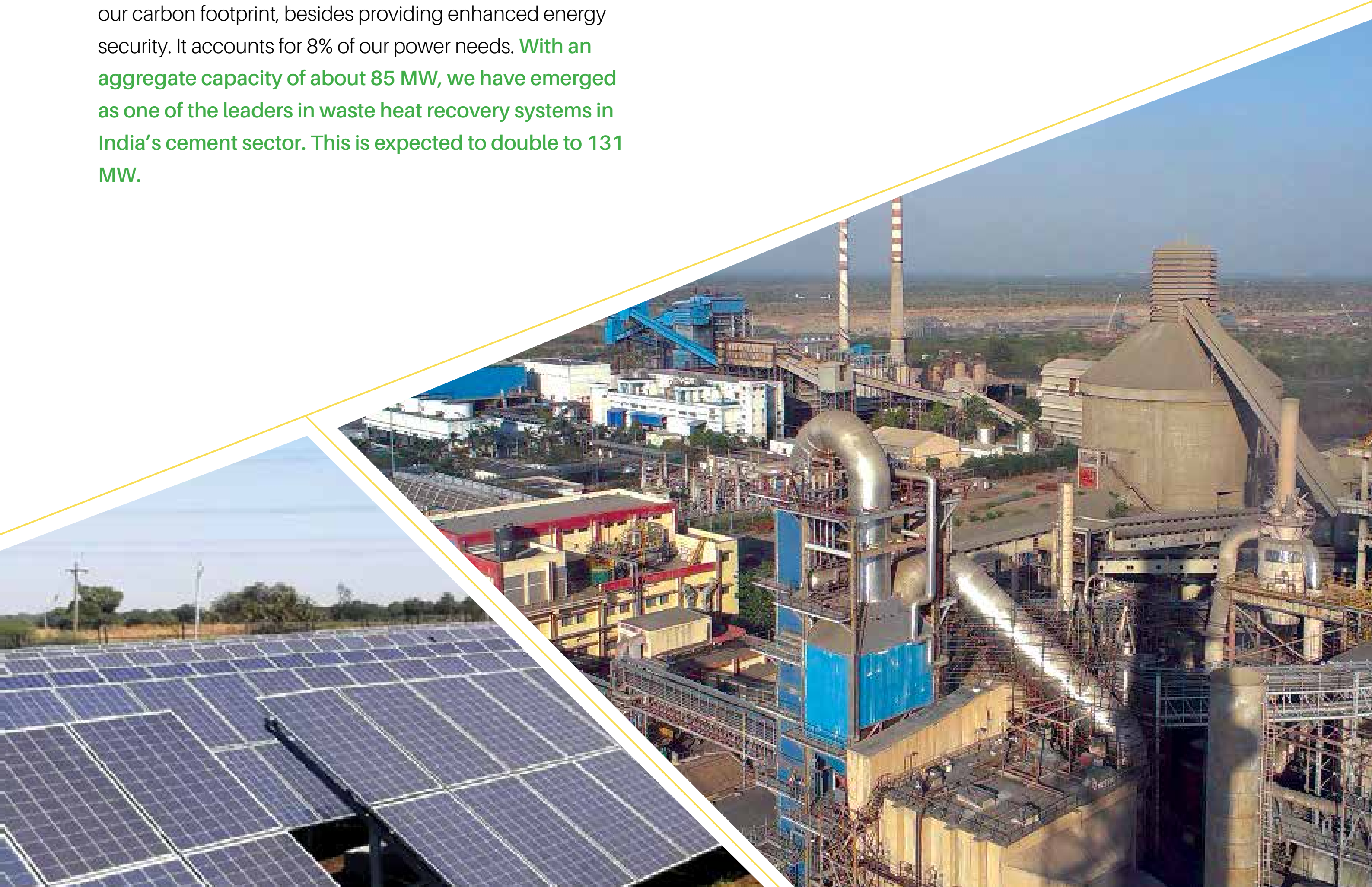
Renewable Energy

Replacing fossil fuels in the global energy system and bringing modern, affordable and renewable energy is critical to progress towards global targets. At UltraTech, we continue to advance on our renewable energy agenda through large-scale investments in solar and wind projects. We are also entering into solar power purchase agreements to cut power costs at grinding units and to meet renewable energy obligations. Our effective renewable energy capacity is 62 MW.

There has been a significant jump in renewable energy generation by 123% compared to previous year.

Total Renewable Energy Produced

Parameter	Units	2016-17	2017-18	**2018-19**
Wind Energy	TJ	6.78	6.37	6.16
Solar Energy	TJ	10.27	16.72	54.65



RESOURCE MANAGEMENT

103-1, 103-2, 103-3, 102-31

12 RESPONSIBLE CONSUMPTION AND PRODUCTION

Promote sustainable consumption and production patterns

Actions

- Co-processing of waste materials for reducing emissions and cleaner society
- Using waste materials as raw materials and fuel to substitute natural resources

CASE STUDY: Sustainable usage of natural resources at Awarpur Cement Works

Our team at Awarpur Cement Works, in Chandrapur district in Maharashtra, has taken a unique initiative by utilizing lime sludge, a by-product of a nearby paper mill, as a raw material. The objective of the team was to optimize the conservation of the limestone reserves at the mines by using alternative additives.

The Awarpur team started analyzing the usage of Lime Sludge (300 LSF - lime saturation factor) as a sweetener to the raw meal, thereby maintaining the quality of (<130 LSF) required at the plant. There were several challenges to feed this material; certain modifications had to be carried out at the plant, and it required continuous monitoring of blast wise quality to get the desired feed of limestone having 128 LSF, to which the lime sludge can be added.

The successful trails for this innovative initiative began in 2014 and since then the plant has been able to consume around 96,000 MT of lime sludge resulting in an increase of limestone reserve by 0.8% annually.

At UltraTech, we have always been at the forefront in leveraging latest technologies and principles to achieve sustainable business development. Adopting the principles of circular economy is also a move in-line with this objective. Circular economy is a system of resource utilization where reduction, re-use, and recycling of elements/natural resources is a constant endeavor. Many of our units have been working towards increasing the circular usage of the natural resources; for example using pond ash from captive power plant for blending, utilization of waste gases for generating electricity, etc.

Cement, being a natural resource intensive sector, can play a significant role in supporting a low-carbon economy where raw materials are consumed judiciously, and products produced sustainably. UltraTech has been focusing on doing more and better using fewer natural resources and has promoted the same in the industry. This has helped us in strengthening our financial performance, reducing resource use, and curbing degradation and pollution.

We follow a dual approach for efficient waste management:

- Judicious use of raw material
- Constructive use of alternative material

First, we generate less waste judicious use of raw materials so that it can be managed easily. Second, we substitute fossil fuels and raw materials with waste material generated not only from our plants, but also from other industries., We continue to innovate to explore ways to reduce our reliance through utilisation of low grade limestone, use of Alternative sources and productive use of waste.

Out of the total raw material used for production, 16.2% recycled material comprising fly ash, slag, and waste gypsum, has been used with increase of 14.2% compared to the previous year's utilization.

While we focus on reducing waste at source, we ensure its responsible disposal. Waste inventory gets mapped on a regular basis and it is sent to authorised recyclers for recovery and disposal.

We are responding to the resource challenge through the following initiatives:

- Innovations for 'closing the loop'
- Technical upgradation to enhance mine life
- Increasing use of low-grade limestone
- Concrete mix which is more energy efficient and conserves water
- Increasing the share of green energy

Utilization of alternative material

Use of industrial waste as alternative fuel and material in cement manufacturing serves two purposes. It reduces the need for natural raw materials without compromising on the product quality, and helps moderate carbon footprint. Fly ash, chemical gypsum and slag are some of the alternative materials being used in cement production at UltraTech for conserving natural raw materials.

CEMENT -
Total Recycled Material Used: 15,516 (thousand tonnes)

CONCRETE -
Total Recycled Material Used: 354 (thousand tonnes)

WATER MANAGEMENT

103-1,103-2,103-3, 102-31,303-1

6 CLEAN WATER AND SANITATION

Secure water and sanitation for a sustainable world

Actions

- Launched Water Stewardship Policy
- Water harvesting structures available at all integrated units
- Implemented WASH pledge at all units and scored more than 1.86 which is the benchmark score
- As part of CSR, we have implemented various projects for the community to ensure availability of safe drinking water, sanitation and hygiene facilities e.g., installation of RO plants, construction of toilets, etc.
- Target to become 4 times water positive in 3 years

The need for robust water management systems in an increasingly water scarce world cannot be underestimated. Understanding, managing and mitigating our water consumption and creating water management practices aligned with international standards is crucial for an organization of our scale. Developing new techniques for conservation, efficiency, reuse, capture and storage of water is critical for us to sustain the changing trends in water management.

Our approach to water management

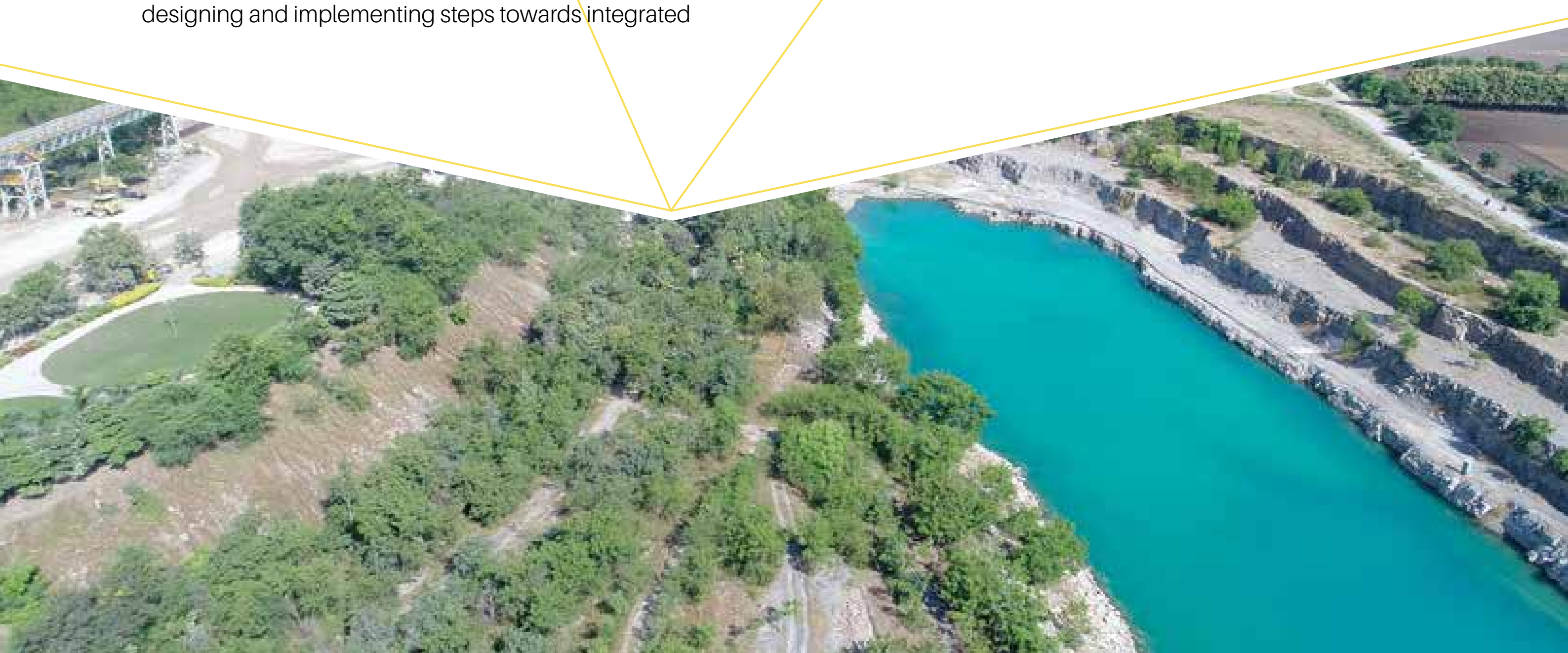
- Reduction of water demand: To decrease the stress on fresh water sources
- Water Recycling and Reuse: To identify opportunities for designing and implementing steps towards integrated water management.
- Rainwater Harvesting and Artificial Aquifer Recharge: To identify opportunities for designing and implementing harvesting systems.
- Source Vulnerability Assessment: To present a step-wise approach to assessing vulnerability of a site's water source and to help identify actions for water source protection planning.

In April 2018, UltraTech was certified as a water positive company. We have taken up a target to be 4 times water positive in 3 years by implementing the above approach which involves activities both inside and outside plant boundaries to help minimize fresh water consumption, increase rainwater harvesting potential, increase ground water recharge rate, identify alternative source of water, construction of check dams, pond desiltation etc.

UltraTech Cement fulfils WASH pledge compliance

UltraTech's journey for WASH pledge started in 2015, when the pledge was signed by Aditya Birla Group. We are committed to provide for the basic needs of safe water, sanitation and hygiene, not only to all our employees but also to the villagers & communities living around our plants.

Over a period of three years, our teams conducted around 200 awareness campaigns and acted upon 300 plans to deliver the results. With the help of continuous monitoring and efforts of our several teams, UltraTech managed to build more than 400 new facilities for sanitation & hygiene. This included special access facilities for physically challenged workers, improved existing facilities and access to safe drinking water at workplace for all employees.



BIODIVERSITY MANAGEMENT

103-1,103-2,103-3, 102-31,304-1

15 LIFE ON LAND

Protect and restore terrestrial ecosystems and halt all biodiversity loss

Actions

- Launched Biodiversity policy
- Creating awareness at units by conducting capacity building on the importance of biodiversity and ecosystem services
- Developed biodiversity and ecosystem services management plan for one of our units, Sewagram Cement Works in Gujarat and initiated the implementation work.
- All our sites have been assessed for potential biodiversity related features through Integrated Biodiversity Assessment Tool (IBAT). There is no site which has any key biodiversity area within 10 km radius
- Target to complete biodiversity assessment for all sites by 2024.

We recognize that our businesses can influence the local ecology of the areas where we operate and that we have an important role to play in protecting the fragile ecosystems around us. Effective biodiversity management means protecting our future capacity to operate in the most basic ways. **Massive plantation drive has been launched across various sites resulting in afforestation of more than 314,208 saplings with survival rate over 84%.**

UltraTech has worked with the IUCN to create a scientific and systematic approach towards biodiversity management for its operations. The organisation has carried out a comprehensive baseline assessment of biodiversity and ecosystem services in and around Sewagram Cement Work's area of operations, including the quarries. This included defining habitats inside and outside the quarried and operational areas. The results from the biodiversity assessment were used to develop a robust Biodiversity Management Plan (BMP) for Sewagram. The BMP includes a suite of measures designed to avoid, minimise, rectify, and/or compensate for impacts to biodiversity resulting from the development and operations of the cement unit and mines area. SCW has already completed Phase-1 of the implementation of management plan. UTCL has also initiated biodiversity assessment at two of its units Rajashree Cement Works and Aditya Cement Works.

PRODUCT PERFORMANCE

The cement industry in India constitutes one of the core sectors and its products and services play a vital role in the growth and development of the nation. The challenge for cement companies is to balance the growing demand for its products with its effect on the society and the environment, by developing sustainable solutions for the industry.

Being the largest manufacturer of grey cement, Ready Mix Concrete (RMC) and white cement in India and one of the leading cement producers globally, we are driving thought and practice leadership in the sustainability space. The SDGs provide a structured framework to further enhance the good work that we are doing in that space. So, while driving growth, we are contributing in a meaningful manner to the SDGs - some directly, while others are addressed in some way as the goals are interconnected

Vivek Agrawal,
Chief Marketing Officer

We take pride in servicing our Customers & Consumers by reaching the last mile & providing them with a bouquet of best-in-class products, services & solutions. We actively engage with multiple stakeholders in our eco-system in the quest to co-create sustainable building solutions. With the onset of the Industry 4.0 era, we are focusing on leveraging digitization, analytics & automation across the value chain with a sharper eye on lowering carbon footprint.

Sustainable thinking and Life cycle approach comes as standard feature to each of the products as hallmark of brand UltraTech.

We have a consolidated** capacity of 102.75 Million Tonnes Per Annum(MTPA) of grey cement. This capacity not only helps manufacture more products to build infrastructure and sustainable cities (SDG 9 and 11), but also catalyses the development and employment in rural India where the cement plants are primarily located (SDG 1, 2, 8 and 10). By developing a green product portfolio, innovating on our industrial by-product recycling measures and introducing sustainable technologies in our processes, we are also contributing towards lowering the carbon footprint of our products (SDG 12 and 13).

As we grow, it is imperative for us to accelerate the implementation of our sustainability commitments to contribute in a meaningful manner to the SDGs. We have adopted four mechanisms which help us accelerate.

Regular Customer Engagement

Through our multi-channel stakeholder engagements, we understand the expectations of our customers, professionals, retailers and distributors and build a long-term relationship

Continuous Innovation

Offering a diversified range of products and services with the approach of continuous innovation for improved process parameters, offers top-notch quality and lower environmental impacts.

Responsible Value Chain

UltraTech is committed to driving sustainability across its entire value chain. We subscribe to the belief that this will add to profitability and prosperity both for us and for our stakeholders.

Benchmarking and Beyond

All our products comply to national and international standards and are benchmarked to the best practices to evolve and adapt to the ever-changing environment

** Includes 4 MTPA commissioning in June 2019*

REGULAR CUSTOMER ENGAGEMENT

UltraTech upholds "customer satisfaction" as a significant element of company business activities and a catalyst to enhance overall performance.

We are focused on development of customer engagement programmes that help us to identify the needs and expectations of our customer and to incorporate them accordingly in our products and services. We are investing time in reaching out to our customers, building strong relationships and actively listening to ensure that we create value for them. We systematically measure customer satisfaction through well-established channels and continuously innovate in our services to help customers build structures that are more durable, resource-efficient and cost-effective. Our customer engagement programme focuses on following aspects:

Products

We believe our products are our continuous touchpoints with our customers. They reiterate, reflect and reinforce our response to them. We manufacture a range of products that cater to construction needs from foundation to finish. These include OPC, PSC, PPC, UltraTech Super, white cement and white cement-based products, composite cement, ready mix concrete including specialty concrete, and building products like AAC blocks and jointing mortars. We display all the product information as per the Bureau of Indian Standards.

Services

In building better and sustainable structures, we help our customers with a gamut of services, some of which are:

Providing the 'expert' factor

Our team of dedicated civil engineers and construction experts share their collective experience with customers to help them meet their specific requirements. This helps in enhancing customer delight with our products and services.

Demystifying the complex

Our interaction programmes focus on simplifying the complexities involved in construction and improve the overall understanding of the customer.

Sharing knowledge- building expertise

We organize technical seminars and exhaustive training programmes specifically designed to address the concerns of individual home builders, architects, engineers and our channel partners on a regular basis.

These services also act as touchpoints, where we can understand customer issues and provide innovative solutions.

Other Touchpoints

- Initiatives for educating our customers on the product sustainability aspects. Our technical services team educates masons (who are influencers in buying of cement) and the Individual Home Builder (IHB) on using cement optimally and reducing wastage.
- Regularly inform government agencies about the advantages of using cement for mass housing and roads and the benefits of using blended cement.
- Several seminars have been conducted on concrete roads and white topping to impress upon the environmental benefits of replacing bitumen roads.
- We conduct an extensive Customer Loyalty / Net Promoter Score (NPS) study with an external research agency once in 2 years. The most recent NPS study was done in FY 2018-19.
- We support rapid monolithic disaster management technology for mass housing, which helps in pushing the boundary for affordable housing sector in India.
- We are working closely with the government on rural infrastructure schemes like the Pradhan Mantri Gram Sadak Yojana, Swachh Bharat Abhiyan and Indira Awaas Yojana.

For more information about our engagement initiatives, please refer to the Stakeholder Engagement section on page no. XX.

UltraTech Super - an outcome of our endeavour to fulfil customer needs

UltraTech Super is an outcome of our continual and consistent endeavour to fulfil customer demands. The idea for the product emanated from a survey conducted by our team, which covered several customer segments.

Based on these insights, our manufacturing team developed a hybrid product, which had an initial strength of ordinary portland cement (OPC) and long-term strength and durability of portland pozzolana cement (PPC).

Gaining the competitive edge

One of the major challenges was to disrupt the already established OPC cement market with PPC cement. UltraTech Super provides several benefits to customers; strong initial and ultimate strength, superior performance regarding workability and cohesiveness, and improved packaging and eco-friendliness; making it an ideal cement for 'safe and sustainable construction.

Extensive field trials were carried out at customer sites to understand the cement performance of our existing products versus competition in the end-product market before launch.

CONTINUOUS INNOVATION

Research & development (R&D) and innovation have been the prime focus areas for UltraTech ever since its inception. Our strong history of research and development has led to development of products and services that surpass the expectations and needs of our customers. We have improved the sustainability portfolio of our company by developing environment friendly and sustainable solutions that facilitate sustained growth of our business and also create value for our customers over time.

Our innovation strategy pivots around product quality improvement, cost-effectiveness, customisation, responsible use of resources, usage of alternative fuels, sustainable technologies, waste heat recovery, improving energy efficiency and enhancing cement plant productivity. These innovations are aimed at lowering carbon footprint of our products.

Institutes and Initiatives

Our R&D centre concentrates on the development of new products and processes with a significantly moderate environmental footprint. It has a clear mission of integrating the latest scientific and technological developments in the field of cement and concrete. With this objective, our R&D centre provides comprehensive technical and analytical support to the business.

The Technology Innovation & Knowledge Management Centre drives technological innovation that extends beyond conventional cost management concepts. With a team of more than 50 scientists and engineers, it focuses on raw mix, process improvements (clinker-cement conversion ratio) and use of hard-to-burn but cost-effective fuels. The activities and initiatives include basic as well as applied research for:

- Fostering a better understanding of advanced cement-based building materials
- Providing a forum for closer customer-manufacturer interaction
- Increased customer delight
- Demonstrating and encouraging development of low-cost energy-saving materials

UltraTech Concrete wins ET 'Innovation for Sustainability' Award

Our ready-mix concrete business emerged a winner at the Economic Times Innovation Awards under the 'Innovation for Sustainability' category. The ET Innovation Awards seeks to identify and reward out-of-the-box thinking and innovation in corporate India.

The innovative product, UltraTech Litecon, is a useful lightweight construction material with both non-structural as well as structural versions. It is used as a smart filler material for sunken and roof slabs. It provides the structural designer with an ability to design the structural elements with lesser dead loads, eventually saving costs and improving the feasibility of the structure. Buildings using Litecon are much greener as it enables superior energy conservation and fire safety.

NEW PRODUCT DEVELOPMENT

We have developed premium products that aid in limestone deposits and clinker conservation, energy savings, ensuring enhanced concrete durability and maintaining top product attributes and functionality. This includes:

- Developed and patented a new variant of green and low-temperature clinker
- A new type of high-early and long-term strength cement
- Three types of high-early strength water-saving cement

We are future ready by creating totally new capabilities in the area of pollution abatement, nanotechnology of cement and concrete, concrete durability, concrete rheology, 3d printable concrete, geopolymer concrete, modelling cement & concrete hydration and chemical admixtures for cement and concrete.

Our Central R&D Laboratories are NABL (National Accreditation Board for Testing and Calibration Laboratories) accredited.

Responsible Use of Resources

We offer a range of blended cements (PPC, PSC and PPCS) that use fly ash and slag as part materials for substitution. Our Building Products Division (BPD) manufactures several environment friendly products that help in saving natural resources as given below:

1. **Super Stucco**
(a self-curing, no-water curing plaster)

2. **Power Grout**
(a self-curing industrial grout for anchoring / grouting applications)

3. **Seal & Dry** - water proofing systems which help in water conservation (arresting leakages) in water storage tanks and canals, thus preserving water.

Our green concrete product such as UltraTech Pervious is a special concrete, with a high porosity used for concrete flatwork application that allows water from precipitation or other sources to pass through, thereby reducing the runoff and ensuring recharge of ground water.

Some of our BPD products are listed in the Indian Green Building Council Directory of green products under the category of energy efficiency and low emitting materials. White Cement, Wall Care Putty, Textura and Level Plast have also been recognised by Indian Green Building Council (IGBC) for use in Green Building.

UltraTech is India's first concrete company to meet the requirement of LEED (Leadership in Energy and Environmental Design) and other green building rating systems as recognised by the Indian Green Building Council

UltraTech launches India's first mix-in-the-bag concrete

UltraTech is the first company to launch a do-it-yourself concrete product, UMix in India. This unique product enables customers to get minor repairs done quickly without creating a mess in their homes.

The process of making concrete-mix from the basic ingredients of cement and sand involves elaborate arrangements. Both of these being bulk materials, their availability in small quantities is a challenge and mostly result in a large quantity remaining unused in maintenance and repair works. The left-over mixed concrete is an environment hazard as it quickly settles as a hard-solid mass at the site of mixing or disposal due to its basic nature of solidification.

This unique product reduces consumption of cement, sand and water and also virtually eliminates wastage of mixed concrete. The cumulative effect of small savings of these natural resources achieved in the frequent and prevalent domestic repair works has a potential to result in substantial impact on environment conservation.

RESPONSIBLE VALUE CHAIN

102-9, 102-10

UltraTech is committed to driving sustainability across the value chain of its operations i.e. from mines to the end user. **To drive our sustainability vision, we need to look beyond our own operations and consider opportunities to reduce environmental footprint, increase resource efficiency and negate the impact on communities across the entire value chain.** Efforts in this direction will help us build a robust and sustainable supply chain that is able to mitigate risk from externalities and adapt to changes quickly. Taking our business forward in the most efficient and sustainable way possible, we have institutionalized a methodology to evaluate and engage with such vendors who align with our sustainability paradigms.

Procurement Management

103-1,103-2,103-3, 102-31,204-1

Procurement practices aim at meeting the business needs for materials, goods, utilities and services by focusing on aspects like societal interest, environment protection, resource optimization, and quality control that eventually lead to optimization of product cost.

While procuring equipment, we give due importance to factors like energy efficiency, fuel efficiency, and emission control. We consider the impacts of equipment purchased over the entire life cycle including its disposal phase.

We have a well-established vendor onboarding process. It involves third party screening of all new suppliers on aspects like financial risks, legal risks, quality systems, technical capabilities, and adherence to social and environmental norms.

We ensure that emphasis is made on ethical issues at the time of vendor evaluation stage itself. Our vendor registration form requires commitment from vendors on following societal aspects:

- Child Labour
- Forced & Compulsory Labour
- Health & Society
- Working Hours
- Statutory compliances

Once cleared, we have a long-term relationship with the vendors with annual rate contracts, periodical feedback and fair approach.

Sourcing through e-procurement

E-procurement has made our sourcing process more transparent and efficient. It includes a web-based supplier portal with features like Request for Quote (RFQ), submission of offers by the suppliers, generation of comparative charts and release of orders. The module is integrated with our SAP system.

A reverse auction process of real time competitive bidding for buying and transportation of material adds to efficacy of the process. E-procurement has resulted in more effective communication with our vendors and enabled significant reduction in paper work as well as travel hours.

Giving preference to local vendors

We have always given preference to local vendors when it comes to sourcing materials. In case of PP bags vendors, we have optimised the vendors located near our cement plants, based on their capability and capacity. This has resulted in lower fuel consumption and has aided in bringing prosperity to the society around our works.

While encouraging indigenous suppliers, we do not compromise on quality. We have a zero-tolerance policy on safety and we work only with those vendors who adhere to our stringent safety and quality parameters.

Logistics Management

103-1,103-2,103-3, 102-31,204-1

With increasing demand and expanding capacities, our challenge is to manage our logistics such that it reduces not only the cost, but also the carbon footprint. We effectively and efficiently plan, implement, and control the forward and reverse flow of goods, services, and related information between the point of origin and the point of consumption.

Some of the best-in-class supply chain management processes adopted by UltraTech include:

- Network optimisation
- Computer-based order management system with real-time visibility of order status
- Customer service level measurement on real-time basis
- GPS-based vehicle tracking system for dedicated fleet
- Automation at secondary service points like railheads and warehouses

Reducing carbon footprint by adopting reverse logistics at Awarpur Cement Works

Awarpur Cements embarked on an innovative solution of "Reverse Logistics" to reduce its logistics related carbon emission i.e. Scope 3. The plant used to source flyash from various power plants located within the radius of 50 to 200 Km. In the similar way, the logistics team also used to hire bulkers for cement dispatch.

With the help of logistics team, the routes of cement outgoing which were in line with the flyash incoming was identified and the potential for two-way integration was established. This two-way transportation of Fly Ash Vs Cement proved to be a win-win situation for both i.e Materials and Logistics team. It resulted in reduction of CO_2 emission by around 2,000 tons and cost saving of around INR 56.46 Lacs over the year.

OCCUPATIONAL HEALTH AND SAFETY

103-1,103-2,103-3, 102-31,403-3

Health and Safety at UltraTech is given utmost importance covering all the people working for and on behalf of our Company. Our Safety Goals are Zero Harm, Zero Injuries and Zero Excuses which drive us to set a world class safety culture.

UltraTech has instituted a robust safety governance system to strive towards Zero Harm. The highest governance body is the OH&S Board, chaired by the Managing Director, which reviews the organisation's safety performance and provides guidance on a regular basis. To further strengthen the governance structure, there are apex committees at each Unit headed by respective unit heads. Apex committees are duly supported by 7 sub-committees, each chaired by Functional Heads and/or senior Department Heads. In addition to the existing 7 sub-committees, 2 more sub-committees (Project Safety and Mines Safety) were formed.

For year 2019-2020, the target for LTIFR is

0.25

The Role of the Sub Committees:

The creation of sub-committees has helped drive consistency across the business and strengthen major elements of our OHS management system. In order to ensure active involvement and instill a sense of ownership, these sub-committees comprise of people from across line functions.

Sub-Committee Title	Roles of the Sub-Committee
Standards, Rules and Procedures	Developing, reviewing, implementing and communicating the safety standards, rules and procedures. Identifying areas where standards and procedures need to be evolved and inform the Board-level sub-committee about the same. The sub- committee implements audit protocols for all standards at each line function
Training and Capability Building	Conduct Training Need Identification initiatives, Sourcing capable internal trainers to impart knowledge to future trainers. All gaps discovered in the training need identification processes are a 100% addressed.
Contractor Safety Management	Ensure safety capability building of our contractors and conduct Contractor Field Safety Audits (CFSA). Red notices are issued for high severity violations, All contractors go through mandatory pre-medical examinations, trade tests and safety induction, before issuance of gate pass. 100% of workers are represented in formal joint management and all Health & Safety topics are covered in formal agreements with trade unions.
Safety Observation and Audit	Ensure effective implementation of Safety Observation (SO) and First Party Safety Audit (FPSA) Review, and monitor compliance of observations/findings raised through the processes of SO and FPSA periodically
Incident Investigation	Ensures the reporting of all incidents including near misses. Line managers are trained in quality incident investigation and active communication of significant incidents. Identifying and analysing incident trends, briefing the site apex committee and monitoring to ensure timely closure of recommended actions

Sub-Committee Title	Roles of the Sub-Committee
Logistics/Transport Safety	Ensure all vehicles engaged for business are equipped with mandatory gadgets and have statutory documents In charge of taking declarations from transporters and commitment from drivers for safe driving Defensive driving training programmes are a regular feature that the committee takes care of.
Occupational Health	Ensures provision of adequate resources for occupational health Identify occupational health hazards and manage associated risks to be contained to 'As Low as Reasonably Practicable' (ALARP) levels Health surveillance, sickness, absenteeism, rehabilitation and recovery programmes all fall under the purview of the committee

The Safety Governance Structure has resulted in an increased involvement, ownership and buy-in from sub-committee members and an understanding that safety is everyone's responsibility where Line Function is the cutting edge of the safety management system. The mechanism of senior leadership being heads of the groups has helped address two critical issues within safety management; inter departmental or inter functional conflicts and resource allocation issues. There is a marked improvement in the ownership and accountability by teams.

The comprehensive safety management system consists of 26 critical standards, 20 procedures and 12 guidelines which are in place and are mandatory at all our facilities.

CASE STUDY:

Establishing a culture of ownership by Line Management

It is always a challenge to integrate safety thought processes in leadership decisions and aligning with our goal of ZERO harm. Our actions resulting from OH&S board decisions are owned by senior leadership team from line functions and duly guided by Corporate Safety. Line function takes lead in implementing these decisions. Following are some of the illustrative examples where senior line management teams own the initiatives and drive safety cultural transformation;

a. Surprise cross cluster safety audits by Cluster Heads.

b. Linkage of annual performance management system (PMS) of employees with safety lagging indicators

c. Cluster heads responsible for the smooth functioning of various subcommittees across business.

d. Senior line management team including Unit Heads to be available at shop floor during 9-11 everyday focusing on safety aspects and counselling workmen towards safe work practices.

e. Project safety team owning and driving improvements in the areas of structural stability and leading the efforts of ensuring safe workplace at units.

CASE STUDY:

Progressive consequence management (PCM)

UltraTech has articulated its safety belief as “Life is Precious, We care for it.” We need to ensure that each and every person working for or on behalf of UltraTech is safe from any harm or injury. To enhance awareness and accountability of the role towards OH&S and to bring uniformity in management credibility, a progressive consequence management procedure was developed and implemented across UltraTech after adequate communication to all concerned teams and employees.

The applied disciplinary actions included: coaching and training, counselling, verbal warning, issuance of warning letter, stopping annual increment, suspension under enquiry and Termination based on the guidelines of the organizational progressive consequence management procedure.

CASE STUDY:

Safety Standard Champions as our change agents and role models

Our business has grown in terms of capacity and scale, and a number of new manufacturing units have come under the UltraTech gamut through either greenfield expansions or acquisitions. As we grow in size and scale, the need to have an inclusive journey with our stakeholders to imbibe the culture of safety and promote it across the organization becomes increasingly important.

It was decided to identify safety standard champions at each unit so that the identified champions can replicate the same process and ensure all the employees at respective units are trained using the following approach;

Approach to develop Safety Standard Champion

Education

First, we got their attention. Education helps to understand the expectations and what role they need to play in safe execution

Involvement

Second, they must be actively involved in creating a proactive process to help prevent injuries.

Support

Finally, when employees manage the process and coordinate management support, everyone wins through a safer workplace

To support this, a third party team has been engaged to deliver safety standards training across units at UltraTech Cement. From this exercise, it is expected that employees will become familiar with UltraTech’s safety standards and ensure 100% adherence to the standards to avoid occurrences/incidents.

The Safety Standard Champion Training programme has been organized at six units (in 2-phases) and consists of both theory and practical sessions:

- Training followed by an assessment to be considered as Train the Trainer (TtT).
- Selected employees are taken through an exclusive one day session on TtT (including soft skills)

During 2018-19, total six sessions were organized at various units and Standard Champions were developed as under;

The Standards & Procedure Subcommittees at respective units take the help of these safety standard champions to evaluate and gauge the implementation of UltraTech safety standards across units. The safety standard champions are assisting units to identify gaps and devising methods to comply with UltraTech Safety standards as well.

No of Standard Champions developed	No of Units benefited	No of person trained by these Standard Champions (Oct 2018-Mar 2019) at units
173	**29**	**3373**

PEOPLE PERFORMANCE

103-1,103-2,103-3, 102-31, 400, 401

Being part of the Aditya Birla Group, one of the best employers in the country, we attract the best talent and provide them a stimulating and rewarding work environment and experience across locations through our Group-wide 'One HR' policy. The HR function covers multiple dimensions like employee engagement, employee health and wellness, talent management, change management, organization effectiveness.

Employee Engagement

Effective engagement acts as a bridge between employee needs and organizational goals. While it drives job satisfaction, high productivity and low attrition, soliciting feedback from employees also develops in them a sense of belonging towards the organization. At UltraTech, we rely on our people's feedback to develop robust processes, policies and initiatives. Some of our new and ongoing engagement initiatives that give us a perspective on where we stand on the employee satisfaction index are given below.

INITIATIVE

Employee Engagement Survey

UltraTech conducts Vibes survey biennially which is a platform that provides an opportunity to every employee to participate and share their workplace experiences. Employee satisfaction survey in the manufacturing division was conducted to understand what energizes them to deliver their best and sought their opinion on the work culture and environment.

Due diligence was carried out on the survey findings, especially in the areas identified as requiring improvement. Action plans were drawn and monitoring mechanisms were set up along with roles and responsibilities towards the plans. Some of the major actions taken included inclusion of staff cadre in employee health check-up, first time half yearly appraisal for staff cadre and inclusion of staff cadre in centralized wellness calendar.

Ensuring Employee Growth

We encourage and facilitate our employees at UltraTech to grow in the organization based on their aspirations and competencies. Employees achieve growth through a spectrum of opportunities on offer which include learning & development, leadership platforms, competitive remuneration, fair appraisals and stimulating career development options. All our employees are eligible for, and receive regular performance and career development reviews which pave the way for future growth and development. Building leadership capabilities and meritocracy based appraisal creates a talent pipeline to take up challenging job roles and drive employee growth.

Internal Recruitment System

Our employees are encouraged to pursue career moves that are mutually beneficial to them and the organization. True to our 'Employee First' philosophy, internal talent is provided; the first right to apply for any open position over external candidates and vacancies across locations are first posted on the internal portal. During the last three years, there has been a significant number of inter-business and intra-business movements of employees across levels.

Nurturing Leadership

Empowering our best talent with stimuli to climb the leadership ladder is a continuing process. Building a leadership pipeline is a part of our talent identification process wherein candidates with high potential are spotted, and then exposed to challenging projects and stimulating roles. We follow a unique '2x2x2 Philosophy', which implies that every employee must work across two businesses, two functions (or sub-functions) and two geographies for a broader understanding of the business and the Company. This enables one to become a well-groomed leader ready for future challenges.

Ramesh Mitragotri,
Chief Human Resource Officer

At UltraTech, we are committed to integrate sustainability into our business conduct as part of our efforts to build a sustainable business. Our employees have a critical role in enabling this. During the year, we have taken up specific programmes to increase awareness among our employees on our sustainability agenda which has resulted in bringing sharper focus on our SDG commitments within the organization.

Equally, as part of our sustainability agenda, it is our endeavor to constantly enhance our human capital in the organization. This includes strengthening our values-driven work culture as well as people capabilities. Learning and Development and employee well-being have been a key focus during the year. These efforts have helped to not only enhance employee morale and talent retention but also helped to improve organizational performance with engaged employees.

INITIATIVE

Welcoming Mothers Back to The Workplace

We have a comprehensive Maternity Support Program which provides options and choices to women employees, so that they can effectively manage the maternity phase and return to work in a seamless manner. A bouquet of benefits, the maternity program is available to our full-time women employees belonging to the management cadre, and who have completed a service period of a minimum of 18-months within the organization. The benefits offered includes maternity leave of up to 26 weeks, Mediclaim coverage, prenatal support through 'Healthy Pregnancy Programme', phase-back programme to support the returning mothers and emotional assistance support through the 'World of Women Network'.

As of April 2018, we have introduced Paternity Leave as well, for new fathers to enjoy this exciting phase and to play an active role in welcoming the change in their lives.

Meritocracy-Based Appraisal

UltraTech's Annual Compensation Review is a comprehensive and transparent appraisal process. A true growth compass, it factors in parameters like self-assessment, supervisor assessment, business performance, employee performance, market information and variable pay.

Training & Development

404-2

We have consistently fostered a culture that rewards continuous learning, collaboration and talent for the organization to be future-ready and to meet the challenges posed by ever- changing market realities. Combining formal learning with vigorous on-the-job development, coaching and feedback, the competencies and skills of executives and workmen are enhanced to result in improved performance. The training programs are custom designed to meet the desired objective in an effective manner.

Orientation Process

UltraTech's comprehensive induction programme lays a firm foundation for a lasting relationship with new employees. Conducted by senior professionals across functions, all new hires undergo this programme on their different roles, responsibilities, goals, systems and processes, in turn aligning them with the vision, mission, values and code of conduct of the organisation.

The details of various training imparted to employees are given below:

Training Title	Brief Description
Technical Training	Our state-of-the-art training centre at UltraTech, is supported by more than 40 subject matter experts. This unique, forward-thinking initiative is dedicated extensively to train graduate engineer trainees and make them job-ready. For building Technical Expertise, Margdarshan initiative has been launched. Margdarshan is a multipronged capability building intervention and is directed towards achieving technical excellence along with learning.
Technology Leaders	We select high performers who are experts in functional areas to work on process improvement projects like mining, coolers and thermal power plants. This approach creates a pool of subject matter experts.
Executive Education	We have an ongoing relationship with the Birla Institute of Technology and Science (BITS), and our employees are encouraged to pursue a degree in subjects such as Power and Process Engineering, for which we have introduced two such courses.
Non-executive Education	Nothing Stops Me" is a Continuous Education Program for "B Tech." in Process & Power Engineering. The program is designed for Diploma engineers whose career comes to a plateau stage at Jr. Management level, The B. Tech degree opens the avenue for senior positions and facilitates growth
Online MBA	Having initiated e-learning modules, our employees have the opportunity to upgrade their skills on the job. Several of our management cadre employees have seized the opportunity and completed their online MBA course from U21, Singapore
E-learning:	Various Modules in Multiple Languages

INITIATIVE

UltraTech launches Ulchemies to nurture leadership talent

UltraTech has launched Ulchemies, a strategic campus recruitment programme, to attract and nurture future leadership talent for the organization. Over 1300 students from top 10 business schools and top scoring Chartered Accountancy students from across India were evaluated through a rigorous four-step selection process that lasted for over two months.

45 young talented professionals were selected as part of the first batch of Ulchemies to nurture them into future business leaders for UltraTech. A special induction programme was organized for them in June 2018.

INITIATIVE

Margdarshan II – Capability Building in Technical Expertise

Margdarshan is a multipronged capability building intervention in the area of technical learning. Phase-I of Margdarshan focused on building a culture of technical learning and there has been a great success in this endeavor as the base has been set for technical learning culture. After creating a favorable culture of technical learning, Phase II is directed towards capability building and technical excellence. This will lead to creating a pool of technically sound professionals which in turn will contribute towards operational excellence.

Outcome

- 528 Arjuns
- 239 Dronas
- 15750 Learning Hours
- 378 Topics Completed
- 376 Business Improvement Projects

Equal Opportunity Employer

At UltraTech, merit is the only parameter for recruitment and growth, and this approach has led us to build teams with an array of experience, demographics and skill sets. By being an equal opportunity employer, we are actively aligned with two critical SDGs – Gender Equality and Reduced Inequalities.

Local Employment

While we continue to hire people based on their potential and train them on knowledge and skills, we also give preference to hiring from within the local communities where we operate. This not only cascades prosperity across the neighboring villages and towns, but also reinforces our social license to operate. Furthermore, the company has multiple capital investments through a combination of greenfield and brownfield expansions facilitating development of the local economy and job creation.

Gender Diversity

Embracing and encouraging all types of diversity adds significant value to any organization. In the cement industry, female employees are conventionally fewer in numbers and represent a small percentage of the total workforce. In order to change this representation and make our workforce more gender diverse, we have developed several women-friendly initiatives. The Women Empowerment & Engagement (WEE) initiative at UltraTech deals with issues of importance for women employees. It includes a WEE community - an intranet-based forum for them. We also have Springboard, an 18-month programme with emphasis on training, mentorship and gender diversity, focused on high caliber women leaders.

We have a zero-tolerance policy towards any form of sexual harassment and conform to the Group policy on prevention of sexual harassment at the workplace. We have received zero grievances this financial year as per our special Complaints Committee that has been set up at Unit, Business and Group Levels.

Labor Management

102-41

A structured labour management system is in place to ensure fair and proper management of labour. We adhere in intent and action to the Group policy on Human Rights, in line with principles ascribed in the UN Global Compact:

- Support and respect the protection of internationally proclaimed Human Rights
- Make sure that we are not complicit in Human Rights abuses
- Elimination of all forms of forced and compulsory labor
- Uphold the freedom of association and the effective recognition of the right to collective bargaining
- Effective abolition of child labour
- Elimination of discrimination in respect of employment and occupation

SOCIAL PERFORMANCE

103-1,103-2,103-3, 102-31, 400

UltraTech Cement is proud to be part of a legacy of the Aditya Birla Group, where caring for the underserved is an unwritten edict that has been followed for generations. We believe that performance of any business organization is truly measured by the value it creates for the society.

Our focus is on education, healthcare, sustainable livelihood, infrastructure and social reform.

We steer our social projects with the same acumen as our business projects. These projects are based on the needs of the communities in the neighbourhood of our plants. Our work rests on four pillars:

- Embedding our social vision in the business vision
- Having a well-crafted strategy, for execution, factoring milestones, targets, performance management, and accountability
- Obtaining the impact assessment of our work by reputed agencies in the CSR domain, to ascertain the value we have created
- Working in tandem with Government agencies, and re-coursing to their various development schemes, which foster inclusive growth, thus extending our reach

The leadership, management, employees and a strong CSR team are committed to make a difference to the underprivileged and make our work count. The projects arising from our focus areas directly or indirectly contribute to various SDGs.

We have selected 300 villages that we hope to turn into model villages. Over a period, we expect to see a major transformation of these villages. More than 80 villages in the hinterlands have already transformed into model villages.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

413-1

Reaching out to underserved communities is part of our DNA. Pursuant to the provisions of Section 135 of the Companies Act, a CSR Policy is in place which is available on the Company's website viz. www.UltraTechcement.com.

All our community projects/programmes are identified and carried out in consultation with the community under the aegis of The Aditya Birla Centre for Community Initiatives and Rural Development., under the leadership of the Chairperson, Mrs. Rajashree Birla. The activities are in line with Schedule VII of the Companies Act, 2013.

Our CSR Vision

"To actively contribute to the social and economic development of the communities in which we operate and beyond. In so doing, build a better, sustainable way of life for the weaker sections of society and raise the country's Human Development Index".

Focus Areas

- Education and Capacity Building - our endeavor is to spark the desire for learning and knowledge at every stage through Balwadies, Formal Schools, Quality elementary education, Aditya Bal Vidya Mandirs, Girl child education and non-formal education.
- Healthcare - our goal is to render quality healthcare facilities to people living in the villages and elsewhere through our hospitals, primary healthcare centers, mother and child care projects, immunization program, adolescent health, preventive healthcare through awareness programs.
- Sustainable Livelihood - our programs aim at providing livelihood in a locally appropriate and environmentally sustainable manner through formation of Self-Help groups for women empowerment, skill enhancement and vocational training, partnership with industrial training institutes, agriculture development and better farmer focus, animal husbandry, soil and water conservation, watershed development and agro-forestry.

- Infrastructure Development - we endeavor to set up essential services that form the foundation of sustainable development through basic infrastructure facilities, housing facilities, safe drinking water, health and hygiene and renewable source energy.
- Social Reform - we advocate and support dowry less marriages, widow remarriages, awareness program on anti-social issue, de-addiction campaigns, espousing basic moral values and gender quality.

For the year 2018-19, our CSR spend was INR 749.6 million as compared to INR 607.1 million in the previous year and was well above the 2% of the average net profits of the last three financial years.

EDUCATION

4 QUALITY EDUCATION

Education not only equips with knowledge, it also empowers everyone to lead a decent life as it helps in a holistic development of an individual in terms of social, economic and hence developing the nation. Aligned with **SDG 4 – 'Providing inclusive and equitable quality education and promote lifelong learning opportunities to all',** we run our initiatives that support education from the pre-school in the form of Balwadies and elementary schools. Some of the key areas under education are:

Pre School Education Projects

Strengthening Anganwadi centres/Balwadis/Playschools/Creches

School Education Programme

- Education material (study material, uniform, books, etc.)
- Scholarships (merit and need-based assistance)
- School competitions
- Quality of education

Vocational and Technical education/Taining

- Strengthening ITIs
- Skill-based individual training programme

Education support Programmes

- Village knowledge centre and library, adult and non-formal education, celebration of national days/ international days, computer education, reducing dropout and continuing education
- Career counselling and orientation
- Value education programmes
- Support to Mid Day Meal project

INITIATIVE

Pre-School Education

Strengthening 310 aanganwadis and balwadies in terms of facilities as well as infrastructure, benefiting more than 6759 children.

School Education

We reached out to 14300 students through our enrollment campaign- Shala Praveshotsav.

We supported below poverty line children with quality education and over 40200 students have received support in the form of education material such as notebooks, school bags and uniforms. Support is also provided through coaching classes and counseling sessions at (Malkhed, Kovaya, Jafrabad, Kotputli, Kharia Khangar, Reddipalayam, Shambhupura and Awarpur covering 35612 students and special coaching classes to children for Government's Navodaya program.

Technology supported education such as smart class computer project - 'Utkarsh' has been implemented in collaboration with Government of Rajasthan in Kharia Khangar, supporting 22745 children.

Our programmes to support the visually challenged at two residential schools at Kovaya and Malkhed are gaining traction, as is the child centre for special children at Reddipalayam.

HEALTHCARE

Our goal is to render quality healthcare facilities. The activities that are carried out in the villages are aligned with SDG – 3 and SDG -6 of 'Ensuring healthy lives and promoting well- being for all at all ages' and 'Availability and sustainable management of water and sanitation for all' respectively.

A total of 3,93,367 people have been benefitted from the various activities carried out.

INITIATIVE

Regular preventive healthcare facilities are provided through general health check- up camps involving 69,432 people. 261 rural camps and 56 specialized health camps were conducted. The health camp are set up to check for the ailments such as malaria, anemia, diabetes, skin diseases or any other disease that needs to be referred for further treatment.

Mega eye camps treated 11,092 people and the teams also distributed 4,122 spectacles.

The practice of good hygiene starts from an early age. To imbibe these practices, dental check-up camps and health check- up camps are carried out regularly in schools at various locations benefitting 5,192 students.

Furthermore, we treated 3,133 people through alternate therapies i.e. Yoga, Homeopathy and Ayurveda at Hirmi, Kovaya and Jafrabad.

Mother and Child Healthcare

We serve over 12,000 women through our mother and child healthcare programs. Awareness programs are organized to disseminate information about the healthy practices and hygiene, nutritional programs for mother and child.

Over 1,22,204 children are immunized against Pulse Polio, BCG, DPT and Hepatitis-B.

Adolescent period is believed to be difficult period and very critical stage of transition because of various qualitative shifts that they pass through at that moment of life. We organize various awareness programs for the adolescent about improved personal hygiene and changes that take place during this phase, thus, supporting 2,685 girls.

Safe Drinking Water and Sanitation

Water is a fundamental human need and accessibility to safe drinking water has now become a necessity in rural India. We have installed Reverse Osmosis 23 at Tadipatri, Awarpur, Kotputli and Birla White covering 26,000 villagers. We have also installed pipelines, bore well supporting 82,000 villagers with access to drinking water facility.

Water is important for humans but so is sanitation as lack of proper sanitation facility can be the cause for diseases. Thus, 442 individual toilets and sanitation facilities were set-up at school. In total 38 villages have been declared ODF.

Preventive Healthcare

- Immunisation (Pulse-polio, neonatal) health check-up camps
- Ambulance Mobile Dispensary Programme
- Safe & hygienic drinking water
- Sanitation blocks

Quality/Support Programme

- Referral services
- Treatment of BPL, elderly or needy patient
- HIV-AIDS Awareness Programme
- RTI/STD Awareness Programme

Curative Healthcare

- General health camps
- Specialised health camps
- Eye camps
- Treatment camps(skin, cleft)
- Reproductive and child health
- Mother and child healthcare (antenatal care, prenatal care and neonatal care)
- Adolescent healthcare
- Healthy baby competition
- Support to family planning activities

SUSTAINABLE LIVELIHOOD

Activities are carried out to support both agriculture needs such as improved productivity and crops, vocational skills for youths as well as supporting animal Husbandry. The activities are aligned to SDG 1 of 'No poverty', SDG 2 of 'Zero Hunger, achieve food security and improved nutrition, and promote sustainable agriculture', and SDG 8 of 'decent work and economic growth'. Some of the key areas are:

Agriculture and Farm Based

We promote Farmers meeting as they can become self – reliant and discuss their problems with respect to farming and come up with a possible/ feasible solution. 12349 people were benefitted from our farm related activities, support and guidance.

To boost agricultural and horticultural activities and help farmers reap a rich harvest, we reached out to 8,000 farmers across UltraTech's operations. Farmer training programmes to enable them to be in sync with the most modern agricultural practices, demonstration plots, soil testing, providing quality seeds, tutoring them in intercropping, forms the spectrum of our work

Over 217 farmers from Reddipalyam and Hirmi were taken for field visits to the Krishi Vigyan Kendras in Tamil Nadu and Chhattisgarh. We wanted to familiarise them with contemporary cropping pattern and techniques, which could be transferred to their field

Furthermore, in solidarity with the green energy movement, we continue to maintain 121 biogas plants at Jafrabad, Kovaya and Neemuch.

Under the social forestry programme, we continue to sponsor plantations beside the roads, wastelands and farm boundaries through distributing saplings and tree plantation

Animal husbandry

To support the people in this venture, we organize vaccination camp and also carry out the process of artificial insemination to improve the breed, which improves the productivity and which in turn improves the income of the people does making them self-sustainable. 49,650 animals were immunised in veterinary camps held at our units.

At the Navjeevan Gaushala set up by us at Kharia Khangar, we continue to look after 810 stray cows and oxen

We work with BAIF for integrated breed programme at our Kovaya, Jafrabad, Wanakbori locations in Gujarat and Khor in Madhya Pradesh. These programmes have reached out to 8,052 milch cattle. The resultant increased output of milk has led to a significant rise in the income of the cattle owners

Our fodder support programme in collaboration with the Panchayat implemented in the drought prone areas of Sewagram caters to the entire populace in 14 villages alleviating their distress to an extent

Supporting livelihood initiative in cattle breeding

In 2008, the CSR team at Gujarat Amreli started a unique CSR initiative in cattle breeding. A dedicated Cattle Breeding Centre (CBC) was established to improve the breed of cattle through artificial insemination (AI) and steadily convert the progeny to high breed cows like GIR, Holstein Friesian and Jersey. This project was initiated to develop the small farming systems and help the farmers to increase their income.

From the initiation of the project, it has matured to the current state where more than 7,500 cattle owners are associated with this project. Till date, the centre has performed artificial insemination on approx. 22,002 cattle and 11,576 calves were born with the help of the Cattle Breeding Centre. The Cattle Breeding Centre improved breed of cattle, produce more milk than the traditional cattle. Total milk production has reached 3080 liters per day.

Agricultural Productivity

- Agriculture & horticulture training programmes
- Transfer of technology - demonstration plots (support for horticulture plots)
- Seeds improvement programmes
- Support for improved agriculture equipment

Non-Farm & Skills-Based Income Generation Programme

- Skills-based training programmes
- Rural enterprise development
- Self-help groups

Animal Husbandry

- Treatment and vaccination
- Breed improvement
- Productivity improvement programmes and training

Natural Resource Conservation Programmes

- Watershed management programmes
- Biogas support programmes
- Solar energy support
- Other energy support programmes - low smoke wood stocks/sky light
- Plantation/Green belt development/land improvement/ water conservation (small structures)

Self-Help Groups (SHGs)

The 840 SHGs set- up empower 7,987 households economically and socially. Most of the SHGs have been linked with economic centres. Women are engaged in a varied number of economic activities through tailoring, masala making, creating traditional things for the purpose of marriage or for decoration. ;

The carpet centre which was set up at Khor, a decade ago, is now an independent high quality carpet making centre. All of its carpets are exported to the developed countries.

Watershed Management Projects beyond the fence.

Collaborative funded projects

Vikram Cement

The Public Private Partnership (PPP) watershed management project in the Neemuch district of Madhya Pradesh worked closely with the National Watershed Program for conceptualization and implementation of the project. The project has been consolidated and continues to impact the socio-economic and cultural development of the village by increased man-days at agriculture to more than 60000 days, intensified crop production increased income of up to 30%, INR 20000 per acre per year, the total irrigated area increased by 804 ha per year with the total water holding capacity increased.

Rajashree Cement to work with NABARD and MYRADA for Udgi Watershed Project

Rajashree Cement Works, located in Gulbarga district, Karnataka, has collaborated with NABARD (National Bank for Agriculture and Rural Development) and signed a MoU (Memorandum of Understanding), in association with, for part funding for execution of a watershed project in Udgi Gram Panchayat, Sedam Taluka.The Udgi Watershed Project will cover an area of 1149 hectare, encompassing five villages under the Udgi Gram Panchayat. The Mysore Resettlement and Development Agency (MYRADA), is implementing the project.

SELF FUNDED PROJECTS

Andhra Pradesh Cement to work with ICRISAT for watershed project

Andhra Pradesh Cement Works (APCW), at Anantapuramu district, has signed a Memorandum of Understanding (MoU) in association with International Crops Research Institute for the Semi-Arid Tropics (ICRISAT). A completely self-funded project by UltraTech Cement. ICRISAT will be responsible ;for execution of a watershed project in Petnikota and Ayyavaripalli villages of Kolimigundla and Tadipatri Taluks, respectively in an area of 1750 hectares. The project seeks to increase water availability, improve agricultural productivity, and ensure efficient & sustainable usage of water and will bring an overall impact on rural livelihood development

Water harvesting initiatives in Gujarat

Our multidisciplinary teams at Kovaya, Jafrabad and Sewagram have helped survey, design and create water harvesting structures supporting the sustenance needs of a population of more than 6,500 in the coastal districts of Amreli and Bhuj. The structures will support water recharge in wells, drinking water for cattle and other animals, reduce salt ingress through ground water recharge.

INFRASTRUCTURE DEVELOPMENT

Infrastructure plays an important role in the progress of human development. Infrastructure development will benefit the agriculture as the farmers would be able to sell their produces elsewhere as well and they can have better access to education and healthcare facilities which will improve the quality of life of the people we serve. We support communities through the construction or repairing of roads, community halls and assets, rest places, installation of solar lights, construction of water tanks and installation of pipe water supply. The activities carried out across the units have benefitted 8,23,461 people.

SOCIAL REFORM

We advocate and support the community through a varied number of initiatives apart from those in the area of Education, Healthcare and Sustainable Livelihood. The initiatives include awareness programs about Government schemes, digitization and anti- social issues, de-addiction campaigns and other programs. Blanket distribution and mass marriage are few of the other initiatives. Our cultural programs along with community support program touched 3,38,075 people.

LIST OF BENEFICIARIES

	Activities		FY 18-19
Healthcare	Medical Camp	No. of Rural camp	261
		No. of Speciality camp	56
	Necessary medical attention	No. of hospitals	8
		No. of patients	70,093
	Eye camp	Person treated	11,092
		Distribution of spectacles	4,122
	Dental camp	Person treated	5,192
	Blood donation camp	no. of donors	1,776
	Alternate Therapy	Number	3,133
Mother and Child Health Care	Immunization	Number	1,22,204
	Coverage in adolescent healthcare	Number	2,685
Safe drinking water and sanitation	Access to safe drinking water	Number	82,000
	Construction of toilets	Number	442
Education	Aanganwadi		310 and 6,759 enrolled
	Sarva Siksha Abhiyan		40,200
	Scholarship		1,247
	Coaching classes and counselling		35,612
	Computer Literacy program		3,866
	Smart Class project		22,745
	Enrolment Campaign		14,300
	Extended facility		50,345
Sustainable Livelihood	Farmers involved	Number	8,000
	Installation of biogas plant	Number	121
	Water availability through watershed		24,000
Animal Husbandry	Immunization	Number	49,650
	Navjeevan Gaushala		810
Vocational Training	Skill Training provided		5,000
Self-Help Groups	SHGs set-up		840
	SHGs empowerment		7,987

STAKEHOLDER ENGAGEMENT

STAKEHOLDER ENGAGEMENT

103-1,103-2,103-3, 102-31, 400

UltraTech believes that sustainability can be fully cascaded and integrated into the core business model of the organisation, through collaboration with the stakeholders. Being one of the three pillars of our Group Sustainability Framework, stakeholder engagement occupies centre-stage in our sustainability journey. **Our approach and aim is to keep our stakeholders well informed about our policies, programmes, performance and concerns. Active engagement with global associations that share the same belief of sustainable development in cement sector gives us strength to scale-up the sustainability agenda.** Our engagement with Cement Sustainability Initiative (CSI*), since 2006, has helped us to gain access to best practices in the sector and benchmark our sustainability performance. We actively partner with government bodies and NGOs, in the areas of education, skill, and watershed development projects contributing to SDG17.

*CSI has now officially transferred from the World Business Council for Sustainable Development (WBCSD) to the Global Cement & Concrete Association (GCCA) since 1 January 2019. UltraTech Cement is one of the founding members of GCCA.

Continuous consultation, holistic and transparent disclosure of vital company information and regular engagement with our stakeholders, form the robust foundation of our business value system.

OUR ENGAGEMENT APPROACH

102-43

Our engagement approach follows the following fundamentals:

Informative	Descriptive	Interactive	Collaborative	Proactive	Inclusive
Disclose key information timely and honestly	Communicate comprehensively to provide a holistic picture	Identify stakeholder concerns through regular feedback to get multi-lateral viewpoints	Encourage active collaborations with stakeholders and set the priorities accordingly	Identify and address concerns before they escalate in terms of severity	Ensure that every stakeholder considers themselves to be a part of the company's progress

Our Stakeholder Circle

102-40, 102-42

Stakeholder Engagement Circle

- Employees
- Customers
- Government & Regulatory bodies
- Shareholders, Lenders & Investors
- Suppliers & Contractors
- Local communities
- Media & NGOs

Our business is intricately linked to our stakeholders. The stakeholder engagement circle is a 360-degree inclusive approach to involve all stakeholders that can influence our business or be influenced/impacted by the way we operate.. This also helps us in mapping our external, as well as internal stakeholders.

OUR ENGAGEMENT PLATFORMS

102-21, 102-40, 102-43, 102-44

Effective engagement with stakeholders include active sharing of the business objectives, that form the foundation of successful collaborations. We have devised a combination of platforms, both formal and informal, to disseminate desired information to all the stakeholders as well as to receive candid feedback.

Stakeholders	Engagement platforms	Engagement topics
Shareholders, Lenders and Investors	Annual report and regulatory filings Annual General Meeting Shareholder meetings and presentations Carbon Disclosure Project Report Sustainability Report Grievance redressal One-on-one meetings, investor conferences, investor calls	Financial performance Annual performance, Progress Plans and New Projects Change in governance structure Disclosure on our carbon performance Triple bottom line performance Addressing concerns Clarity on business direction
Government and Regulatory Authorities	Annual report and regulatory filings Meetings on government directives and policy development Facility inspections Regular meetings	Ethical business conduct Regulatory Compliance Environmental stewardship Safety Project Approvals Adherence to Statutory Norms
Employees	Organisational health survey Annual Performance review Employee health check-ups Employee volunteering in engagement activities Intranet, Annual Report, Sustainability Report Employee Reward & Recognition schemes Employee satisfaction survey	Health and safety Career growth and progression, Competitive Salary Work-life balance Building camaraderie Regular sharing of company information Employee motivation Employee Involvement
Customers	Company website Product campaigns Satisfaction surveys Grievance redressal Customer oriented initiatives Feedback surveys	Product information Product benefits and features Product quality and feedback Timely availability and Customer Satisfaction Building relationships and Trust Product and service innovations
Suppliers and Contractors	Contract procedures and project timelines Facility inspections Review meetings Vendor interaction meets Feedback forms Annual performance report Annual stakeholder meets	Product quality and pricing Supply quality Organisational performance Timely payments Containing Cost overrun Compliance with company laws Unbiased treatment Adherence to SLA (Service Level Agreement) Business security and growth

Stakeholders	Engagement platforms	Engagement topics
Local Community	Community need assessments Disaster management workshops Community visits Satisfaction surveys Meetings with community Representatives	Identification of Focus areas Mitigation of Emergencies Building relationships Improving Living standards Direction and Deployment of resources
Media and NGOs	Published articles One-on-one interactions Direct contact during activities Social surveys	Transparency Timely information on future plans Support to social causes Identification of areas of collaboration Disclosure on compliance

Listed below are a few key engagement activities that were conducted with some of our stakeholders.

CUSTOMERS

Customer centricity brings in new insights that help create better products and deliver better services. At UltraTech, we engage with our customers regularly to communicate with them on products, services and solutions that we are offering. Their feedback helps us align our sustainability agenda with their requirements, concerns and issues. This year, our efforts to engage with multiple customer groups continued through various platforms.

INITIATIVE

Individual Home Builder (IHB) Meet

These meets cater to a larger group of customers who have started building their own house or intend to start doing so. The objective is to enlighten the IHBs on the complexities involved in construction, effective planning to achieve economy and finally constructing a strong and durable house with superior quality materials without any time overrun through presentations and one-on-one interactions.

Technical assistance to customers on their doorstep- Expert Testing Van

The Expert Testing Van is a value-added service to the customers, at no extra cost, aimed at providing technical assistance during concreting, to ensure quality and consistency in concrete. This service is provided at the site, through a van manned by a qualified and trained civil engineer.

Building the communication bridge

The Construction Digest is a one-stop shop for professionals who are in the field of building and architecture, where they get regular updates on the latest developments in their field.

EMPLOYEES

Employee satisfaction survey is conducted on a biennial basis to gather employee feedback and views.

INITIATIVE

Staff Cadre Employee Mid Year Appraisal Feedback through Ping Me

Employee Engagement Program

To mark the occasion of World Environment Day, UTCL organised a week long campaign to increase awareness on sustainability and environment across units and corporate office. The main theme of the campaign was "Zero and the Guardians of the Earth" which had four sub- themes such as Energy, Carbon, Water and Waste. Employees and their families were engaged through various activities such as drawing competition in school, adopting sustainable living habit, personal carbon footprint calculator, ideas for improving sustainability and selfie contest for showcasing sustainability practices.

The outcome was a success with the involvement of employees across integrated units, grinding units, bulk terminal. RMC locations and international units.

FIRST TIME EVER – Staff Cadre Employee Mid Year Appraisal Feedback through

PING ME

30% staff cadre employees covered in PING ME for Mid Year Appraisal Review out of total 2161 staff employees

Few snapshots of Feedback

Manager for Emp – You did a proper planning and provided proper man power installation of humidity sensor, also with your continuous supervision of job we made it in one day.

Manager for Emp – Your efforts to maintain the Stores yard and storage of items is appreciable. More efforts require to listing the items which are lying in yard without showing in stock and preservation of items. Also, complete reconciliation of cylinders as per party as well as with departments.

Manager for Emp – Prepare the plan to save the cost of HEMM-Excavator and loader. Maintained the safety and WCM culture in mines workshop

Manager for Emp – Good team player. Managed and coordinated site NDT requirements satisfactorily.

CONTRACTORS

Supply chains are the lifelines of any organisation and at UltraTech, selection of suppliers and contractors is done with an eye on sustainability agenda.

Enhancing the knowledge of Contractors - Construction Manual

With an objective to ensure that a project undertaken not only meets the quality norms, but is also finished on time and in a set budget by a contractor, we have a comprehensive construction manual which compiles the various steps in construction that will help plan better and deliver a quality project.

Educating Stakeholders to be More Efficient

This program is targeted for engineers, channel partners (dealers and retailers), builders and contractors, including masons. This is aimed at providing knowledge on the cement manufacturing process - from raw material selection to packing, to the visitors. This helps them understand and appreciate the quality of cement as they see various quality control measures and quality assurance systems which are in place at the plant.

EMPOWERING MASONS

Mason Meet

This program is aimed at presenting to a group of masons, the technical inputs from foundation to finishing, which enables them maintain quality in construction and improves their productivity. The properties of various types of cement and its suitability to different types of work are explained to them in simple language. The interaction that follows the presentation clarifies the doubts on day-to-day problems faced by masons.

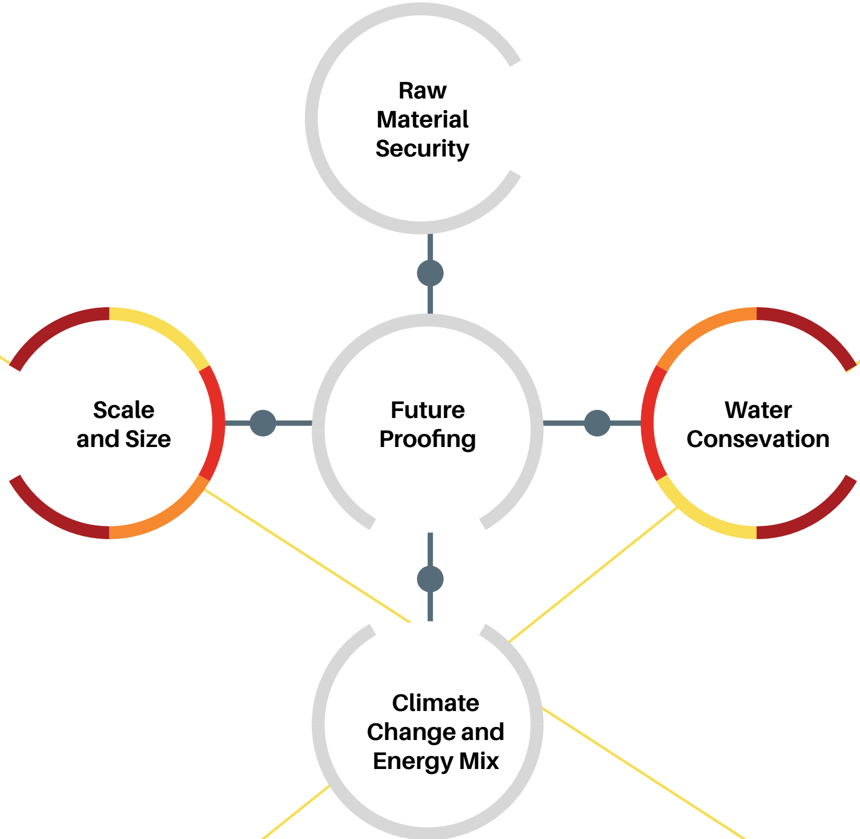
Masons Training Program

This seven-day skill building workshop is conducted for masons where the teaching methodology is a combination of theory and practice. This program is jointly organized by UltraTech Cement and a reputed professional institution. Individual attention is given to each mason during practical training to upgrade his skills and thereby improve the quality of construction and productivity. A proficiency test is conducted at the end of the workshop and certificates are awarded to those who pass the test.

FUTURE PROOFING

FUTURE PROOFING

Sustainability is the ability to satisfy needs of the present without adversely affecting the ability to satisfy the needs of future. **At UltraTech we believe in getting prepared in advance for different externalities that have the potential to disrupt our growth. Aligning our sustainability strategy with SDG framework has helped us to identify the external risks that poses threat to our business and the society.** Identification of such factors, developing appropriate mitigation plans and taking timely actions to safeguard our future in a sustainable world would place us a step ahead of our competitors. Some of the major external factors that may impact our business in the long term have been identified and are mapped as below:



Raw Material Security:

We are aware of the fact that availability of the two basic natural resources for our industry i.e. Coal and Limestone is quite limited in India. Moreover, the ever-constraining statutory obligations and government regulations will make access to them much more difficult. Thus, conservation of existing reserves and ensuring longer durability of these reserves is critical to the sustainability of our company.

SDG 12:
Ensure Sustainable Consumption and Production patterns

SDG 8:
Decent work and economic growth

Action Plan

- **Use of alternative materials and fuels and resource circularity:** Fly ash, chemical gypsum and slag are some of the alternative raw materials being used in cement production. Blending alternative materials with the conventional raw materials in our products has helped us conserve limestone, thereby ensuring longevity of our mines. We are also using waste from other industries as alternative fuel in our kiln. This is not only helping in resource conservation but also in reducing our carbon emissions. Currently, recycled percentage amounts to 16.2% of total raw materials and thermal substitution rate of 3.9%
- **Responsible Mining:** To make the best use of our resources, we have also started using low grade limestone in our operations. This has resulted in utilising the material which would otherwise have been disposed of.

Climate Change and Energy Mix

Cement as a material is key to economic and sustainable development and at the same time contributes to 5-6% of global emissions and 7% of the global industrial energy use. We realise this impact and are committed to driving sustainability across the value chain of our operations. Our strategy involves moving towards low carbon products, enhancing renewable energy share, improving energy efficiency etc. This is being driven through innovations in process and technology while keeping in mind compliance to various international and national regulations such as PAT, Paris Agreement etc.

SDG 7:
Affordable and Clean Energy

SDG 8:
Decent work and economic growth

SDG 12:
Responsible consumption and production

SDG 13:
Climate Action

Action Plan

- **Optimising Energy Mix and Use of Renewable Fuel:** We are focused on optimizing the energy mix using alternative fuels and renewable power. Switching to alternative fuels like refuse derived fuel and bio-based fuels that are less carbon intensive helps us in dual ways. At one end, it decreases coal consumption and at the other, it brings down our carbon footprint.
- **Commitment to EP 100:** UltraTech is a proud signatory to EP 100 with the commitment to double its energy productivity over a period of 25 years. We plan to achieve this by deploying state-of-the-art technologies in new cement plants as well as retrofitting existing facilities to improve their energy performance levels.
- Development of new products that promote energy conservation throughout their life cycle and support the infrastructure of future.
- Use of waste heat energy recovery systems to generate power.

Water Availability

Water is at the core of sustained economic growth. At UltraTech, we ensure availability and sustainable management of water and sanitation for our business and for the progress of the neighbouring communities. Most of our cement plants are located in water-stressed regions of the country and we consistently work towards rejuvenating resources through our 3R approach - reduce, recycle and reuse.

SDG 6:
Clean water and Sanitation

SDG 12:
Responsible consumption and production

SDG 15:
Life on Land

Action Plan

- Reduce freshwater withdrawal across all plants
- Conducting source water vulnerability assessments
- Achieve water positive status for all plants.
- Promoting responsible water management in partnership with government and other key stakeholders.
- Community level integrated watershed development projects.

Long term water security study

A detailed Source Water Vulnerability Assessment (SVA) and Alternative Water Source Evaluation (AWS) was commissioned at Birla White, Kharia, Rajasthan. The study was undertaken with an objective to find a long-term solution on water security. With other parameters, it also included a perception survey which was conducted in villages included in the core zone (within 2 Km), buffer zone (within 5 km) and beyond buffer zone. Various stakeholder categories including local community, village gram panchayat, municipal corporations, and technology suppliers were interviewed as part of the project. The study covered the following broad scope:

a. Source water vulnerability

b. Demand reduction in plant and colony

c. Alternative water source assessment

The study has helped in identifying the risks related to climate change and its associated impact on water availability. It helped in formulation of short- and medium-term action plans for water conservation:

Short term:

- Pilot project for construction of water harvesting pond in mines area
- Increase recovery of grey water from housing colony & reduce domestic usage of water

Medium term:

Evaluate options of alternate water source and study its feasibility

Scale & Size

UltraTech Cement understands the strategic importance of cement in the process of economic development. Acknowledging the global nature of this critical industry and the impending increase in its demand with the increase in ongoing urbanisation, the company has upscaled its capacities from 61 Million tonnes to its current consolidated** capacity of 102.75 Million tonnes. With manufacturing plants and units spread across all the regions of the country, a need was felt to redesign our business processes.

Action Plan

- To cater to the diversified nature of business in each geography, we decided to regroup our business in 5 zones across India.
- Further corporate roles will bring in functional expertise and will help in capacity building of respective Zonal teams. Corporate teams will also work on improving synergies of tasks among the zonal teams to reduce overall costs of operations.

** Include 4 MTPA commissioning in June 2019*

ANNEXURES

PERFORMANCE TABLES WITH CONTENT INDEX

Economic Performance

Indicator	Unit	GRI	2016-17	2017-18	2018-19
Net Sales	INR Billion	201-1	238.91	293.58	357.04
Net Profit			26.28	22.31	24.56
Economic Value Generated					
Gross Value of Operations		201-1	329.35	388.86	451.17
Economic Value Distributed					
Operating Costs		201-1	178.32	227.73	271.2
Govt. Taxes including Excise / VAT / Income Tax / Other Levies			89.25	90.41	99.49
Depreciation			13.48	18.47	20.96
Payment to Lenders			6.4	12.33	14.64
Proportionate Dividend to Shareholders			2.92	3.05	3.16
Total Economic Value Distributed			305.59	370.1	429.86
Employees Welfare and Community Development		413-1	15.22	18.1	20.41
Economic Value Retained					
Retained Earnings for Reinvestment / Modernization		201-1	23.76	18.76	21.34
Financial Assistance Received from the Government		201-4	NIL	NIL	NIL
Benefits received under state investment promotion schemes	INR Million		1,711	3,112	4,454

Environment Performance

Environment Performance - Cement

Indicator	Unit	GRI	2016-17	2017-18	2018-19
Emissions to air					
GHG Emissions					
Direct CO_2 (Includes CPP)	Thousand tCO_2/ year	305-1	37,135.52	39,295.72	51,267.80
Indirect CO_2 (External power)		305-2	710.51	625.59	1,208.76
Total use of ODS	Equivalent tonnes/year	305-6	0.27	0.29	0.32
Scope 3 Emissions	Million tCO_2/year	305-3	4.35	4.79	5.88
Specific GHG Emissions					
Specific Direct GHG emissions*	kg CO_2 per tonne of cementitious material produced	305-4	632.09	625.70	618.87
Specific Indirect GHG emissions			14.00	11.00	16.00

*Excluding captive power

PERFORMANCE TABLES WITH CONTENT INDEX (Contd)

Indicator	Unit	GRI	2016-17	2017-18	2018-19
Other atmospheric emissions					
SPM*	Tonnes/year	305-7	4,558.16	3,835.00	5,547.78
SOx*			19,595.36	17,725.00	26,020.79
NOx*			74,593.92	64,007.17	96,904.03
Energy					
Direct Energy Consumption – Production					
Coal and Lignite	PJ	302-1	34.44	36.95	35.18
Pet coke			88.66	85.13	111.64
Waste Fuel			2.76	4.57	6.36
Others (Includes Diesel oil, furnace oil, LDO and other fuel)			0.20	0.20	0.30
Mining and Transportation			0.80	0.96	1.65
Direct Energy Consumption – for Captive Power Plant					
Coal and lignite	PJ	302-1	19.73	23.70	43.58
Pet coke			30.26	21.79	7.95
Others (Includes Diesel oil, furnace oil, LDO and other fuel)			0.36	0.66	0.42
Indirect Energy Consumption					
Electricity - Purchased	TJ	302-1	2,492.96	2,223.11	4,042.14
Electricity Purchased - Renewables			42.58	125.34	220
Renewable Energy - Produced					
Solar Energy	TJ	302-1	10.27	16.72	54.65
Wind Energy			6.78	6.37	6.11
Waste heat recovery system			984.53	1,205.06	1,458.46
Specific Energy Consumption					
Specific Thermal Energy	kcal/kg of clinker	302-3	708.55	707.36	712.85
Specific Electrical Energy	kWh/t of cement		78.70	76.90	78.90
Waste					
Hazardous Waste Details					
Hazardous Waste (Solid)	Tonnes	306-2	326.90	475.83	872.39
Hazardous Waste (Liquid)			709.30	738.65	930.45
Non-Hazardous Waste Details					
Non-Hazardous Waste (Solid)	Thousand Tonnes	306-2	1,023.88	1,101.45	706.18
Material					
Total Material Consumption					
Natural raw materials	Million Tonnes	301-1	65.19	65.47	80.42
Associated materials	Thousand Tonnes		60.48	55.92	68.45
Semi manufactured goods			7.91	9.10	7.28
Packaging materials (Plastic and paper bags)		301-3	67.83	65.98	77.87

PERFORMANCE TABLES WITH CONTENT INDEX (Contd)

Indicator	Unit	GRI	2016-17	2017-18	2018-19
Recycled Materials used by Weight					
Fly ash	Thousand Tonnes	301-2	8,754.38	9,021.77	13,363.17
Slag			605.10	767.14	727.26
Waste materials such as gypsum (also includes Chemical and Marine Gypsum)			805.77	914.39	1,245.49
Other industrial wastes			79.83	95.59	179.62
Water					
Surface water	Million m3	303-1	5.18	5.40	7.38
Ground water			2.90	2.84	4.23
Rainwater			6.47	6.28	8.80
Water from municipality			0.30	0.27	0.34
Water recycled and reused	% of water withdrawn	303-3	13.10	12.98	13.03
Biodiversity					
Total number of saplings planted-Cement	Number	304-1	2,83,873	2,02,027	3,14,208
Saplings survival rate- Cement	%		78.15	82.76	84.75

Environment Performance – RMC

Indicator	Unit	GRI	2016-17	2017-18	2018-19
Emissions to air					
GHG Emissions					
Direct CO_2 (Includes CPP)	Thousand tCO_2/ year	305-1	3.11	2.91	2.88
Indirect CO_2 (External power)		305-2	7.50	7.53	7.64
Specific GHG Emissions					
Specific Direct GHG emissions	kg CO_2 per m3 of concrete produced	305-4	0.83	0.81	0.76
Specific Indirect GHG emissions			2.01	2.47	2.01
Energy					
Direct Energy Consumption – Production					
Others (Includes Diesel oil, furnace oil, LDO and other fuel)	PJ	302-1	0.03	0.02	0.02
Direct Energy Consumption – Captive Power Plant					
Others (Includes Diesel oil, furnace oil, LDO and other fuel)	PJ	302-1	0.017	0.016	0.015
Indirect Energy Consumption					
Electricity - Purchased	TJ	302-1	32.97	32.97	33.52
Specific Energy Consumption					
Specific thermal energy	GJ/100 m3 of Concrete	302-3	2.02	2.01	1.85

PERFORMANCE TABLES WITH CONTENT INDEX (Contd)

Indicator	Unit	GRI	2016-17	2017-18	2018-19
Waste					
Hazardous Waste Details					
Hazardous Waste (Solid)	Tonnes	**306-2**	10.42	8.73	5.22
Hazardous Waste (Liquid)			1.14	0.46	0.82
Non-Hazardous Waste Details					
Non-Hazardous Waste (Solid)	Thousand Tonnes	**306-2**	72.94	64.54	118.89
Material					
Total Material Consumption					
Natural raw materials	Million Tonnes	**301-1**	7.16	6.86	7.29
Associated materials	Thousand Tonnes		0.03	0.03	0.03
Semi manufactured goods			1080.93	1053.88	1092.04
Recycled Materials used by Weight					
Fly ash	Thousand Tonnes	**301-2**	256.31	247.42	248.16
Slag			100.10	98.13	101.14
Silica Fume			0.89	0.69	1.00
Other industrial wastes			0.07	4.45	3.36
Water					
Ground Water	Million m3	**303-1**	0.43	0.41	0.45
Rainwater			0.01	0.01	0.01
Water from municipality			0.72	0.70	0.73
Water recycled and reused	% of water withdrawn	**303-3**	3.23	3.14	1.89
Biodiversity					
Total number of saplings planted-Cement	Number	**304-1**	2,967	2,630	1,437
Saplings survival rate- Cement	%		84	81	82

Safety Performance

Indicator	Unit	GRI	2016-17	2017-18	2018-19
Number of fatalities (Directly Employed)	Number	**403-2**	1	0	0
Number of fatalities per 10,000 (Directly Employed)			1	0	0
Number of fatalities (Indirectly Employed)			2	2	4
Number of fatalities (Involving third party)			0	3	0
Lost Time Injuries (LTIs) per million man-hours (Directly Employed)			0.38	0.34	0.47
Lost Time Injuries (LTIs) per million man-hours (Indirectly Employed)			0.32	0.31	0.18

People Performance

Indicator	Unit	GRI	2016-17	2017-18	2018-19
Total Workforce: Gender and Category Wise Breakup					
Permanent Employees - Male	Number of Employees	102-8	**13,951**	**13,957**	**19,337**
Leaders			29	28	34
Managers			695	620	925
Executives			9,636	9,579	12,266
Workers			3,591	3,730	61,12
Permanent Employees - Female			**248**	**219**	**309**
Leaders			0	0	0
Managers			15	12	21
Executives			227	201	271
Workers			6	6	17
Contractors - Male			**23,703**	**22,387**	**30,976**
Contractors - Female			**451**	**658**	**615**
Others - Male			**132**	**182**	**272**
Others - Female			**0**	**4**	**40**
Total Workforce – Region Wise Breakup					
Permanent Employees - Within India			13,757	13,718	19,108
Permanent Employees - Outside India			442	458	538
Others - Within India			23,931	22,736	31,603
Others - Outside India			265	351	300
Employees hired by Age, Gender and Region					
Hiring by Age					
Age <30	Number of Employees	401-1		395	515
Age 30-50				441	767
Age >50				17	53
Hiring by Gender					
No. of Male	Number of Employees	401-1		835	1,290
No. of Female				18	45
Hiring by Region					
Within India	Number of Employees	401-1		838	1,307
Outside India				15	24

PERFORMANCE TABLES WITH CONTENT INDEX (Contd)

Indicator	Unit	GRI	2016-17	2017-18	2018-19
Turnover - Gender, Region and Age					
Turnover by Age					
Age <30	Number of Employees	401-1	174	173	177
Age 30-50			370	266	700
Age >50			153	437	283
Turnover by Gender					
No. of Male	Number of Employees	401-1	672	848	1,133
No. of Female			25	28	27
Turnover by Region					
Within India	Number of Employees	401-1	674	864	1,129
Outside India			23	12	31
Maternity Leave Statistics					
Employees who took Maternity leave	Number of Employees	401-3	12	15	8
Employees who returned to work after Maternity leave ended			8	14	11
Employees returning from maternity leave (FY2017-18)			3	10	15
Employee who took maternity leave in FY 2017-18 and were employed for 12 Months after return			3	6	12
Training					
Training Performance					
Total training hours	Hours	404-1	2,97,209.7	2,25,539.8	3,56,322.6
Training hours per employee	Hours/employee		20.93	15.91	18.13
Average training hours per person per Year					
Leaders					
Male	Hours	404-1	16	9	8
Female			0	0	0
Managers					
Male	Hours		29	24	20
Female			36	40	25
Executives					
Male	Hours		21	18	37
Female			10	17	25
Workers					
Male	Hours		16	10	16
Female			5	0	48

Social Performance

Indicator	Unit	GRI	2016-17	2017-18	2018-19
CSR Spend	Million INR	413-1	54.15	607.1	749.6

INDEPENDENT ASSURANCE STATEMENT

EY
Building a better working world

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INDEPENDENT ASSURANCE STATEMENT

The Board of Directors and Management
UltraTech Cement Limited
Mumbai, India

Ernst & Young Associates LLP (EY) was engaged by UltraTech Cement Limited (the 'Company') to provide independent assurance on its annual Sustainability Report (the 'Report') for the Financial Year 2018-19.

The development of the Report is based on the Global Reporting Initiative (GRI) Sustainability Reporting Standards ('GRI Standards'); its content and presentation is the sole responsibility of the management of the Company. EY's responsibility, as agreed with the management of the Company, is to provide independent assurance on the report content as described in the scope of assurance. Our responsibility in performing our assurance activities is to the management of the Company only and in accordance with the terms of reference agreed with the Company. We do not therefore accept or assume any responsibility for any other purpose or to any other person or organization. Any dependence that any such third party may place on the Report is entirely at its own risk. The assurance report should not be taken as a basis for interpreting the Company's overall performance, except for the aspects mentioned in the scope below.

Scope of assurance

The scope of assurance covers the following aspects of the Report:

- Data and information related to the Company's sustainability performance for the period 1st April 2018 to 31st March 2019;
- The Company's internal protocols, processes, and controls related to the collection and collation of sustainability performance data;
- Verification of sample data and related information through consultations at the Company's Head Office in Mumbai and site visits to the following manufacturing locations:
  - Integrated Units:
    - Dalla Cement Works
    - Hirmi Cement Works
    - Awarpur Cement Works
  - Grinding Units:
    - Tanda Cement Works
    - Hotgi Cement Works
    - Arabian Cement Works
  - Bulk Terminal:
    - Mangalore Bulk Terminal
  - Ready Mix Concrete (RMC) Units:
    - Gurgaon - Khandsa Road
    - Gurgaon - Navrangpur
    - Ahmedabad - Vatva
    - Vadodara -Gorwa
    - Hyderabad - Miyapur
    - Hyderabad - Medchal
    - Chennai - Ponnamalai
    - Chennai - OMR
- Verification of data from April 2018 to November 2018 through site visits and remaining data from December 2018 to March 2019 through desktop review.
- Review of data on a sample basis, at the above-mentioned manufacturing locations, pertaining to the following General Disclosures and Specific Disclosures of the GRI Standards:
  General Disclosures:
  - Organizational Profile (102-1 to 102-13)
  - Strategy (102-14, 102-15)
  - Ethics and Integrity (102-16, 102-17)
  - Governance (102-18 to 102-39)
  - Stakeholder Engagement (102-40 to 102-44)
  - Reporting Practice (102-45 to 102-56)

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Specific Disclosures:

- Environmental Topics:
  - Materials (301-1, 301-2), Energy (302-1, 302-2, 302-3, 302-4), Water (303-1, 303-3), Emissions (305-1, 305-2, 305-3, 305-4, 305-6, 305-7), Effluents and Waste (306-2).
- Social Topics:
  - Employment (401-1, 401-3), Occupational Health and Safety (403-1, 403-2), Training and Education (404-1), Local Communities (413-1).

Limitations of our review

The assurance scope excludes:

- Operations of the Company other than those mentioned in the 'Scope of Assurance';
- Aspects of the Report and data/information other than those mentioned above;
- Data and information outside the defined reporting period i.e. 1st April 2018 to 31st March 2019;
- The Company's statements that describe expression of opinion, belief, aspiration, expectation, aim or future intention provided by the Company;
- Data and information on economic and financial performance of the Company.

Assurance criteria

The assurance engagement was planned and performed in accordance with the International Federation of Accountants' International Standard for Assurance Engagements Other than Audits or Reviews of Historical Financial Information (ISAE 3000). Our evidence-gathering procedures were designed to obtain a 'Limited' level of assurance (as set out in ISAE 3000) on reporting principles, as well as conformance of sustainability performance disclosures as per GRI Standards.

What we did to form our conclusions

In order to form our conclusions we undertook the following key steps:

- Interviews with select key personnel and the core team responsible for the preparation of the Report to understand the Company's sustainability vision, mechanism for management of sustainability issues and engagement with key stakeholders;
- Interactions with the key personnel at the Company's manufacturing plants to understand and review the current processes in place for capturing sustainability performance data;
- Physical audits at the Company's corporate office and manufacturing locations as mentioned in the 'Scope of Assurance' above;
- Review of relevant documents and systems for gathering, analyzing and aggregating sustainability performance data in the reporting period;
- In desktop review, samples for verification were selected based on observations noted during site visits;
- Review of selected qualitative statements and sample case studies in various sections of the Report.

Our Observations

The Company has demonstrated its commitment to sustainable development by reporting its performance on economic, environmental and social aspects for FY 2018-19. The Report has been developed as per the GRI Standards and includes a description of the stakeholder engagement process, materiality analysis and the key material topics. Data reported for some indicators under review underwent change as part of our assurance process. There is scope for improving the internal data controls, documentation management and method of calculation and/or estimation for the said indicators.

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Our Conclusion

On the basis of our reviews carried out as per 'Limited Assurance Engagement of ISAE 3000', nothing has come to our attention that causes us not to believe that the data has been presented fairly, in material respects, in keeping with the GRI Standards and the Companies reporting principles and criteria's.

Our assurance team and independence

Our assurance team, comprising of multidisciplinary professionals, has been drawn from our climate change and sustainability network and undertakes similar engagements with a number of significant Indian and international businesses. As an assurance provider, EY is required to comply with the independence requirements set out in International Federation of Accountants (IFAC) Code of Ethics[1] for Professional Accountants. EY's independence policies and procedures ensure compliance with the Code.

for Ernst & Young Associates LLP,

Chaitanya Kalia
Partner
01 July 2019
Mumbai

[1] International Federation of Accountants (IFAC) Code of Ethics for Professional Accountants. This *Code* establishes ethical requirements for professional accountants. The guidance related to network firms was updated in July 2006.

NOTES

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