

Ref : ASK/UD/30<sup>th</sup> AGM

June 6, 2022

The National Stock Exchange (India) Ltd., Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051. Code : PRSMJOHNSN	BSE Limited, Corporate Relationship Department, P. J. Towers, Dalal Street, Fort, Mumbai – 400 023. Code : 500338
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**Sub. : Notice of the Annual General Meeting, Annual Report for the financial year 2021-22 and Secretarial Audit Report of Material Unlisted Subsidiary - Compliance under Regulation 24A, 30 & 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR)**

Dear Sir,

Please refer to our letter dated May 26, 2022 intimating that the 30<sup>th</sup> Annual General Meeting ('AGM') of the Company will be held on Wednesday, June 29, 2022 at 10.30 a.m. through Video Conference ('VC')/Other Audio-Visual Means ('OAVM'), in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Pursuant to Regulation 30 and 34 of the SEBI LODR, please find enclosed the Annual Report of the Company along with the Notice of 30<sup>th</sup> AGM for the financial year 2021-22 (including e-voting and e-meeting instructions). The brief details of the agenda items proposed to be transacted at the AGM are given in **Annexure- 'A'**.

In compliance with the applicable circulars issued by Ministry of Corporate Affairs and SEBI, the aforesaid documents have been electronically despatched to those members whose email IDs are registered with the Company/KFin Technologies Limited ('Registrar & Transfer Agent of the Company') or the Depository Participants.

A copy of the above mentioned documents is available on the website of the Company <https://www.prismjohnson.in/investors/annual-reports>

Further, as per Regulation 24A of SEBI LODR, the Secretarial Audit Report of the material unlisted subsidiary company is annexed to the Directors' Report in the Annual Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark or disclaimer.

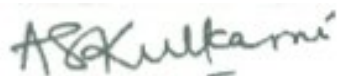
The information is being also uploaded on the website of the Company [www.prismjohnson.in](http://www.prismjohnson.in)

Kindly take the above on record and acknowledge receipt of the same.

Thanking you,

Yours faithfully,

for **PRISM JOHNSON LIMITED**



**ANEETA S. KULKARNI**  
**COMPANY SECRETARY**

Encl : As Above





## Annexure A

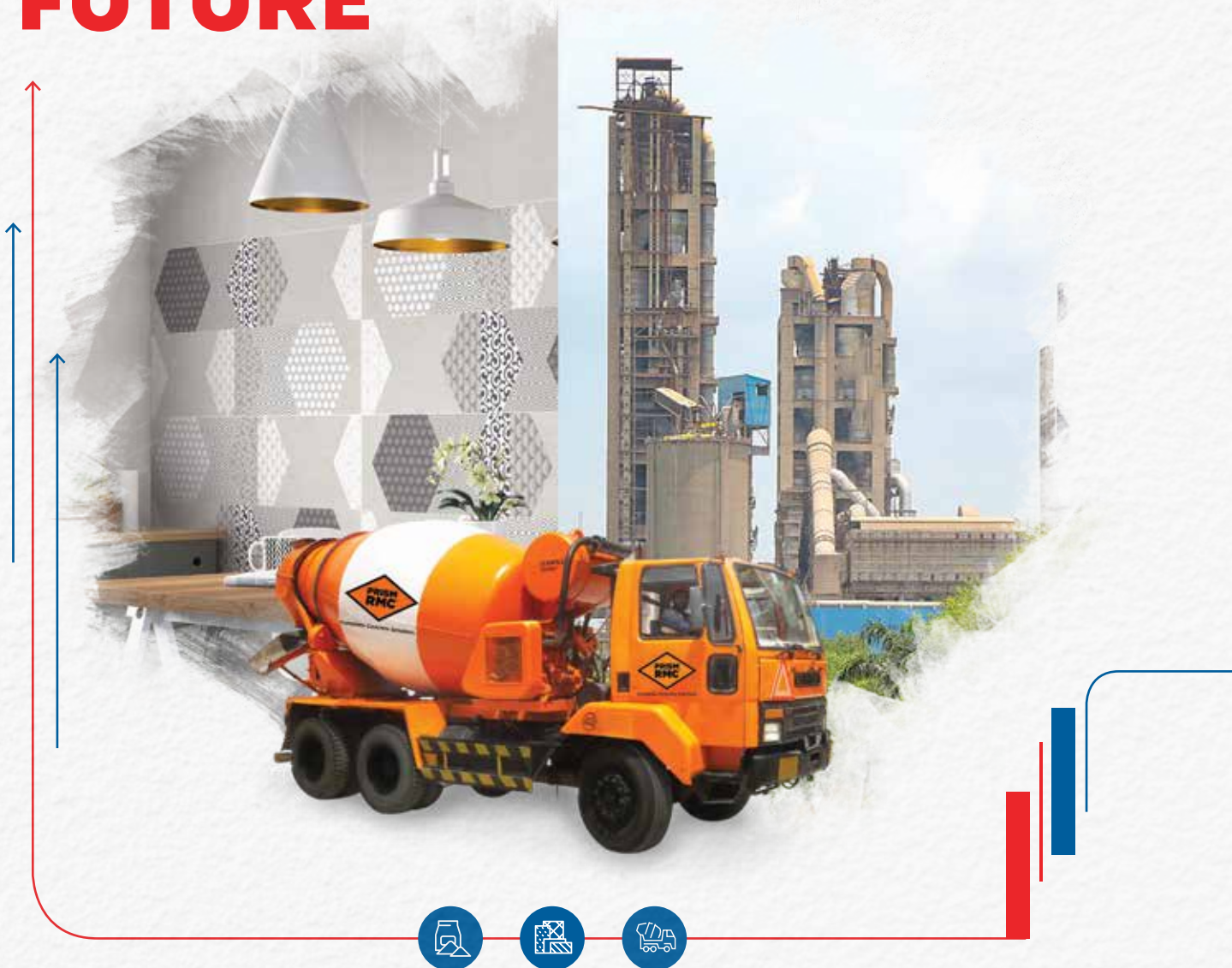
Brief Summary of the Business proposed to be transacted at the AGM of the Company are as under :

Sr. No.	Details of Resolutions proposed at the AGM	Manner of approval
1	To consider and adopt :  a. The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Board of Directors and the Statutory Auditor thereon; and  b. The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Report of the Statutory Auditor thereon.	Ordinary Resolution  Ordinary Resolution
2	To appoint a Director in place of Mr. Vijay Aggarwal (DIN : 00515412), who retires by rotation and being eligible, offers himself for re-appointment as Director.	Ordinary Resolution
3	To appoint a Director in place of Mr. Sarat Chandak (DIN : 06406126), who retires by rotation and being eligible, offers himself for re-appointment as Director.	Ordinary Resolution
4	Re-appointment of Dr. Raveendra Chittoor (DIN : 02115056) as Independent Director of the Company.	Special Resolution
5	To ratify remuneration of the Cost Auditors of the Company.	Ordinary Resolution
6	Private Placement of Non-convertible Debentures and/or other Debt Securities.	Special Resolution



Concrete steps

**TOWARDS THE  
FUTURE**



# What's INSIDE....

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## INVESTOR INFORMATION

Market Capitalisation

as at March 31, 2022 : ₹ 5,799 Crores

CIN : L26942TG1992PLC014033

BSE Code : 500338

NSE Symbol : PRSMJOHNSN

Bloomberg Code : PRSC:IN

AGM Date : June 29, 2022

AGM Venue/Mode : Video Conferencing ('VC') /  
Other Audio-Visual Means ('OAVM')

Please find our online version at  
[https://www.prismjohnson.in/  
investors/annual-reports](https://www.prismjohnson.in/investors/annual-reports)



Or simply scan to download

## Disclaimer

This document contains statements about expected future events and financials of Prism Johnson Limited, which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a risk that the assumptions, predictions and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as a number of factors could cause the underlying assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management Discussion and Analysis section of this Annual Report.

Concrete Steps

# TOWARDS THE FUTURE

*The volatile business environment has created a need for businesses to adopt a definite and flexible approach to pursue consistent progress. The preceding two years posed unforeseen and extensive challenges to the world's economies, impacting businesses and human life across the globe. At Prism Johnson, when we found ourselves in the middle of this crisis, we didn't just react, but rather endured the phase with high resilience and agility.*

Our robust fundamentals, along with our cost focus, helped us remain cautiously optimistic and march ahead, as reflected in our performance for the year 2021-22:

- HRJ division witnessed strong growth in the sales of domestic Tiles, Sanitary Ware and Bath Fittings
- Prism RMC reported strong revenue growth of 31.9% and achieved EBITDA breakeven
- Remained motivated despite witnessing lower demand and cost pressures in the Cement Business

Backed by our integrated capabilities and competencies, our journey stands to testify how we

have been persistently taking **'Concrete Steps Towards the Future'**.

The easing of restrictions post a nationwide lockdown, faster vaccination drives, Government's various fiscal stimulus packages led to overall improved consumer sentiment. Together these helped overall demand scenario, presenting potential opportunities for us to pursue growth and expansion. To cater to the evolving industry trends, our future plan of action involves taking concrete steps by enhancing our manufacturing capabilities, expanding capacity, engaging in higher efficiencies, and upgrading ourselves constantly through technology. Therefore, helping us inch closer to our goals as an organisation as we tread along the path to the future.

# Numbers THAT DEFINE US



₹ **5,827** Crores  
▲ 9.4% Revenue from Operations



₹ **285** Crores ▲ Working Capital  
and **18** Days Working Capital\*\*



**Revenue Contribution**  
Prism Cement 41.3% ▼  
H & R Johnson (India) 38.1% ▲  
Prism RMC 20.6% ▲



**0.9x**  
Net Debt to Equity



₹ **614** Crores ▼  
▼ 10.5% EBITDA\* & EBITDA Margin



₹ **1,447** Crores ▲  
Net Worth



**8.6%** ▼  
ROE



₹ **2.79** ▼  
Earnings Per Share



₹ **870** Crores ▼  
Contribution to Ex-Chequer



**5.6 MTPA**  
Prism Cement's Manufacturing Capacity at Satna



**~64 mn m<sup>2</sup> ▲**  
HRJ Tile Manufacturing Capacity across 11 Plants (Own Plants + Joint Ventures)



**~2,900** Active Cement Dealers and **~4,700** Active Cement Retailers



**~1,200** HRJ Dealers



**100** Prism RMC Plants and Quarries



**18** HRJ Experience Centres\*\*\*

All figures as on March 31, 2022

All financial data is Consolidated, Ex Raheja QBE General Insurance Company Limited ('RQBE')

\*Earnings Before Interest, Taxes, Depreciation, and Amortisation

\*\*Calculated as Inventory Days + Debtor Days – Creditor Days

\*\*\* Includes one office-cum showroom

From the  
**MD'S DESK**



At Prism Johnson, we strive to create sustainable value by meeting the construction and lifestyle needs of our customers through innovative building materials and services. Our collective purpose is to foster growth and nurture strong infrastructural developments in the country, create a healthy and safe working environment for our people, provide quality product and service offering to our customers and create shareholder value.”



## Dear Shareholders,

2021-22 was a year of recovery from the lows of 2020-21 as the Indian economy came out of the strict nationwide lockdowns and curbs, supported by a faster vaccination drive and easing of mobility restrictions. However, the year 2021-22 also posed several challenges that affected business operations, such as the second wave of Covid-19 that claimed many lives and disrupted operations for most businesses, especially in the first quarter, supply chain issues that impacted export business opportunities, coal and energy crisis that impacted profitability in the second half. Further, rising geopolitical tensions between Russia and Ukraine increased the already soaring fuel prices, resulting in a cascading effect on other input costs.

### 2021-22 Performance Review: Consolidated Financials (including RQBE)

During the year, Prism Johnson's consolidated revenue grew by 12.9% to ₹ 6,306 Crores mainly led by growth in revenue of

H & R Johnson (India) (HRJ) and Prism RMC divisions. However, consolidated EBITDA margin declined by 280 basis points to 8.3%. This was mainly due to decline in Prism Cement's EBITDA led by steep rise in power and fuel costs, while HRJ's EBITDA margin expanded 190 basis points to 10.6%. Consolidated EBITDA for 2021-22 stood at ₹ 523 Crores, a decline of 15.9% over the previous year. As a result, Net Profit after Tax and non-controlling interest declined by 46.4% to ₹ 92 Crores in 2021-22.

During 2021-22, Prism Johnson further improved its working capital levels (cash conversion cycle) to 16 days and generated free cash flows (pre capex and investments) of ₹ 462 Crores. Capex requirements were largely met through internal accruals and Consolidated Net Debt increased marginally from ₹ 1,183 Crores in 2020-21 to ₹ 1,186 Crores. Net Debt to EBITDA stood at 2.3x during 2021-22. Return On Capital Employed was clocked in at 9.7%.

While Prism Cement's sales volume and profitability came under pressure for various

reasons, HRJ delivered strong revenue growth led by increasing volume offtake coupled with higher realisations. Prism RMC benefitted from strong order wins from the infrastructure sector. Let us consider some of the highlights of our financial performance in 2021-22:

**Prism Cement:** Prism Cement revenues declined by 6.9% to ₹ 2,408 Crores due to a 10.3% decline in cement and clinker sales volume to 5.22 mn tons. Premium products constituted 29.0% of the total cement sales volume as compared to 27.7% during 2020-21. EBITDA per ton declined from ₹ 962 in 2020-21 to ₹ 709.

**HRJ:** HRJ revenues grew by 21.2% to ₹ 2,221 Crores with EBITDA margin expanding 190 basis points to 10.6% in 2021-22. HRJ reported highest ever EBITDA of ₹ 235 Crores in 2021-22. Tiles sales volumes grew by 9.3% in 2021-22 to 53.1 mn m<sup>2</sup>, despite 14.3% decline in exports volume. Tile capacity utilisation increased from 59% in 2020-21 to 69% in 2021-22.





*The Company continues to invest in innovation to cater to modern infrastructure and lifestyle needs of our customers. We are prepared to leverage technology and build capability across all levels of the organisation so that we can add value to our customers. The Company will also continue to take initiatives to achieve cost-competitiveness and report healthy profit margins in the medium term.”*

**Prism RMC:** Prism RMC revenues grew by 31.9% to ₹ 1,198 Crores with an EBITDA ₹ 9 Crores.

**RQBE:** Gross written premium grew by 33% to ₹ 393 Crores. RQBE reported a Net Loss after Tax of ₹ 95 Crores. RQBE remains well capitalised with a solvency ratio of 2.2x, as against the regulatory requirement of at least 1.5x. AUM stood at ₹ 815 Crores as on March 31, 2022.

### **Strong Sustainability Focus**

Being a building materials company, we have a mark on the environment and on our communities. At Prism Johnson, we strive to create sustainable value by meeting the construction and lifestyle needs of our customers through innovative building

materials and services. Our collective purpose is to foster growth and nurture strong infrastructural developments in the country, create a healthy and safe working environment for our people, provide quality product and service offering to our customers and create shareholder value.

Our Company aims to minimise the impact of our operations and continues to take several concrete steps in the right direction for a sustainable future. Here are some of the key highlights of our ESG initiatives:

- 36.6% of Prism Cement's total power requirement was met through renewable sources, namely WHRS and solar power during 2021-22
- Prism Cement reported a

13% reduction in energy intensity to 13,139 TJ; emissions' intensity stood at 613 kg CO2 per ton of cementitious material in 2021-22

- Prism Cement consumed 136 litres of water per ton of cement produced, a 20% reduction in water intensity in 2021-22
- Over 1,35,000 saplings were planted by Prism Cement in 2021-22
- Prism Cement's Lost Time Injury Rate (LTIR) stood at 0.23

### **Concrete Steps Towards the Future**

We believe several measures taken by the Government of India along with increase in



infrastructure demand, pick up in housing and commercial activities will boost the demand for building materials in the medium term.

To cater to the strong medium term demand potential, emanating from the growing demand from the infrastructure and housing sectors, we crystallised capacity expansion plans during 2021-22. We announced our plan to set up a 2 MTPA greenfield cement grinding capacity in Eastern Uttar Pradesh by December 2024 for a capex of approximately ₹ 500 Crores. During 2021-22, our joint venture entities increased tile manufacturing capacity by ~4 mn m<sup>2</sup>, taking HRJ's total tile manufacturing capacity to ~64 mn m<sup>2</sup>. HRJ has further announced its plan for a greenfield tile capacity expansion of 5.5 mn m<sup>2</sup> at Panagarh, West Bengal, by

June 2023 for the capex of around ₹ 90 Crores (excluding land).

Going forward, Prism Johnson will continue to work on aligning its product mix in line with the actual demand (for example, increase share of glazed vitrified tiles in the tiles sales mix) and expand distribution network to achieve strong revenue growth in future. The Company continues to invest in innovation to cater to modern infrastructure and lifestyle needs of our customers. We are prepared to leverage technology and build capability across all levels of the organisation so that we can add value to our customers. The Company will also continue to take initiatives to achieve cost-competitiveness and report healthy profit margins in the medium term.

With this, we thank our shareholders for their continued trust and confidence in our Company. We are grateful to our employees, distributors and other stakeholders for their constant and untiring support. We credit our growth to our employees' hard work, commitment, and dedication, which will continue to help us scale newer heights as they stand with us through every high and low.

Warm Regards,

**Vijay Aggarwal**

Prism Johnson at a Glance

# INTEGRATED BUILDING MATERIALS COMPANY

*Prism Johnson Limited is among India's largest integrated building materials companies, offering a wide range of products from cement and ready-mix concrete to tiles and bath products.*


Established in 1992, Prism Johnson Limited (referred to as 'Prism Johnson', or 'the Company' hereinafter) is among India's leading integrated building materials companies. The Company provides various products and services through its three divisions, namely Cement ('Prism Cement'), H & R Johnson (India) ('HRJ'), and RMC (India) ('Prism RMC').

Prism Johnson strives to provide high-quality and innovative building materials products and services, while meeting society's needs in a sustainable manner. The Company believes that a superior customer experience makes the foundation for long-lasting partnerships. To this end, the Company continuously customises products and solutions to meet customers' requirements and ensures higher satisfaction.








## VISION

Creating sustainable value by meeting the construction and lifestyle needs of our customers through innovative building materials and services



## VALUES:

<b>1 TASC</b>		<b>1 TEAM</b>
		<b>T: Transparency</b>
		<b>A: Accountability</b>
		<b>S: Speed</b>
		<b>C: Changing with Time</b>

## PRISM JOHNSON BUSINESS

### PRISM CEMENT

With about three decades of experience, Prism Cement is a prominent cement player in the Satna cluster in central India, with an installed cement capacity of 5.6 MTPA. Prism Cement has a wide distribution network of ~2,900 active dealers that cater to cement demand in Uttar Pradesh, Madhya Pradesh and Bihar.

Quality assurance is an integral part of Prism Cement's manufacturing philosophy. The quality attributes are consistently ensured through rigorous application of advanced technology, constant quality monitoring with high precision equipment and adherence to ISO certified systems and procedures. The Company's cement manufacturing facility at Satna is equipped with state-of-the-art machinery and technical support from FLSmidth & Co. A/S, Denmark KHD Germany, Thyssen Krupp Germany and Holtec Consulting India, the world leaders in cement technology.

#### Key Highlights

**5.22<sup>mn</sup> tons**  
2021-22 Cement & Clinker  
Sale Volume

**₹ 2,408 Crores**  
2021-22 Prism Cement  
Revenue

**₹ 709**  
2021-22 Cement  
EBITDA per ton

### H & R JOHNSON (INDIA)

With over six decades of experience, HRJ is the pioneer of ceramic tiles in India. HRJ offers a diversified product portfolio of tiles, sanitaryware, bath fittings and engineered marble & quartz and provides end-to-end solutions to its customers. The division has a wide distribution network of ~1,200 dealers and operates 18 large format Experience Centers displaying HRJ's wide range of products.

#### Key Highlights

**53.1<sup>mn</sup> m<sup>2</sup>**  
2021-22 Tiles Sales Volume

**₹ 2,221 Crores**  
2021-22 HRJ Revenue

**10.6 %**  
2021-22 HRJ EBITDA Margin

### PRISM RMC

Prism RMC is the amongst the top 3 players in the ready-mixed concrete sector, with a pan-India presence as it operates 97 plants at 44 locations. Prism RMC also mines aggregates and operates three large quarries. Further, it has three technical labs that are certified by National Accreditation Board for Testing and Calibration Laboratories (NABL) and ensures strict adherence to the quality of concrete manufactured at Prism RMC plants.

#### Key Highlights

**3.2<sup>mn</sup> m<sup>3</sup>**  
2021-22 Concrete Sales  
Volume

**₹ 1,198 Crores**  
2021-22 Prism RMC Revenue

**0.7 %**  
2021-22 Prism RMC EBITDA Margin

# Journey and MILESTONES





**1995** Initial Public Offering

**1997** Commenced production of first line of cement (2 MTPA capacity)

**2004** Established truck loading and bulk loading system

**2005** Ranked 3<sup>rd</sup> best in leadership for adopting state-of-the-art technology and energy efficiency

**2011** Entered into joint venture agreement with Small Johnson Floor Tiles Private Limited

**2010** Commenced second line of cement production with a capacity of 3.6 MTPA

**2009** Amalgamated H. & R. Johnson (India) Limited and RMC Readymix (India) Private Limited into the Company

**2019**

- Launched new Sanitaryware and Bath Fittings product range under the brand name Johnson International
- Commissioned 7.5 MW of solar power at Satna

**2020**

- Entered into joint venture agreement with Sanskar Ceramics Private Limited
- Commissioned 10.0 MW of WHRS and 5.0 MW of solar power at Prism Cement plant at Satna, Madhya Pradesh

**2021**

- Received NCLT approval for the Composite Scheme of Arrangement and Amalgamation amongst the Company and some of its wholly-owned subsidiaries
- Commissioned 12.4 MW of WHRS and 10 MW of solar plant at Satna

# Wide Range of **INNOVATIVE PRODUCTS**

## **CEMENT DIVISION**

Prism Cement offers wide range of quality products, catering to various aspects of construction from foundation to finish. The Company provides quality products alongside value-added services to its customers, masons, and contractors. Prism Cement team visits the construction sites to provide technical assistance on the best construction practices to aid in their construction journey.





## PRISM CHAMPION DURATECH CEMENT

- Prism Cement's premium product, and an all-purpose cement that serves various customer needs, including building terraces, beams, columns, foundation, roof slab, and in all kinds of RCC and precast jobs
- Improved workability
- High long-term strength
- Good resistance to alkali aggregate reaction
- Higher one-day strength
- Lower heat of hydration and low permeability



## PRISM CHAMPION PLUS CEMENT

- A premium product, known for its high strength, high performance and consistent quality
- Helps in making the concrete stronger, denser and leak proof, resulting in strengthening of the structure
- Assures superior quality with high strength, suited for general construction



## PRISM CHAMPION CEMENT

- Excellent durability that provides long-term strength & gain, and is suitable for any type of structural application
- Wide range of application, including housing, roads, wells, dams, masonry and plastering works



## H & R JOHNSON (INDIA)

*With an experience of more than 60 years, H & R Johnson (India) is amongst the largest players for lifestyle solutions in India. It offers a wide range of products – tiles, bath fittings, sanitary ware and engineered marble and quartz.*

*The Company reaches out to its customers across the nation through its wide distribution network of nearly 1,200 dealers and 18 large format Experience Centers. As a renowned name, the brand is associated with high-quality, design-led products, especially wall tiles & floor tiles.*



### JOHNSON TILES

Ceramic tiles fit for serving a variety of interior styles



### JOHNSON MARBONITE

Polished vitrified tiles that are mainly used for flooring



### JOHNSON ENDURA

Heavy-duty and special-purpose industrial tiles designed for specific purposes, example high traffic tiles for high-usage areas, staircase solutions, swimming pool tiles, exterior wall cladding, 'Tactiles' for public spaces to assist visually impaired people, among others.



### JOHNSON PORSELANO

Glazed vitrified tiles and slabs designed to suit modern lifestyles that emphasise health, hygiene, safety, environmental awareness and aesthetics



### JOHNSON MARBLE & QUARTZ

Engineered marble and quartz range of products



### JOHNSON INTERNATIONAL

Wide range of bathroom products with contemporary designs, comprising sanitaryware, faucets and accessories



## PRISM RMC

*Prism RMC has been at the forefront with complete concrete solutions, innovative products, computerised production and quality systems and its own fleet of over 170 transit mixers for better services in the ready-mixed concrete industry.*

*Prism RMC's plants consist of computerised batching mixers with a computerised system that controls the entire production process, well established quality labs, compartmental storage of aggregates and sand, silos for cement, fly ash and GGBS. The quality of the resulting concrete is much superior to site-mixed concrete.*



## AQUARESIST- CRETE

An integral water-proofing solution used in basement retaining walls, lift pits, swimming pools, water retaining structures and sewage & water treatment plants

Aquaresistcrete®



Integral Waterproofing Solution

## COASTCRETE

Speciality concrete that is designed to withstand extreme coastal environment

Coastcrete®



Structures Built for Generations

## DYECRETE

A colourful concrete that provides architects with the liberty to explore their vision and bring variety in their treatment of a building's structural elements

Dyecrete®

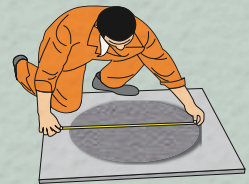


Colour your  
Imagination

## EASYCRETE

High resistance to segregation, with no compaction and can easily spread and fill every nook and corner of the formwork by its unique free-flow ability

Easycrete®



Flowable Concrete,  
Solution to Congestion of Steel

## ENVIROCRETE

High-performance, high-quality sustainable concrete with low environmental impact

Envirocrete™



make the world a better place  
grey outside green inside

## ELITECRETE

Composite material used for insulating material for roofs, floor and electrical cables and construction of partition walls

Elitecrete®



Lightweight &  
Thermal Insulation Solution

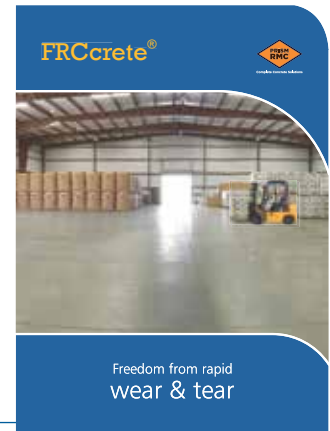
## FOUNDATION CRETE

Makes the structure highly durable and an environment friendly product that helps to minimise cement consumption through increased absorption of cementitious by-products



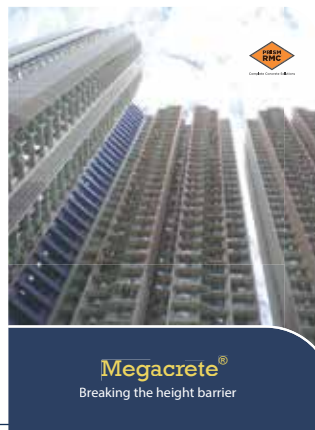
## FRCCRETE

Increases the structural integrity through its concrete containing fibres



## MEGACRETE

A dense concrete used for jumbo strength, supporting high rise constructions



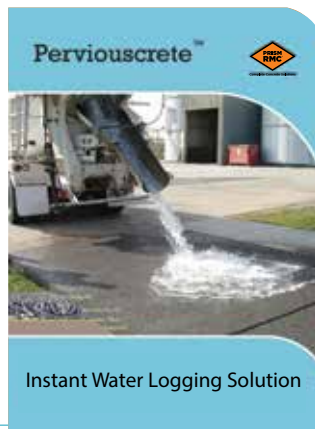
## PORTACRETE

Retains consistency and cohesiveness of the mix for a long period and is used in repair/renovation work in houses and buildings



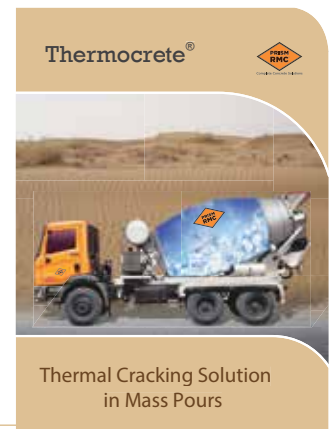
## PERVIOUS CRETE

Concrete that permits water and storm water runoff to percolate through it and is suitable for rain water harvesting



## THERMOCRETE

Concrete that controls the temperature difference between the core and surface of the concrete, thereby mitigating thermal tensile cracks



# ARDEX ENDURA

Wide range of products, including tile fixing adhesives, grouts, industrial flooring and water proofing products.

## Tile & Stone Installations



## Waterproofing Systems



## Flooring Solutions



## Flooring Adhesives



## Concrete Repair, Anchors & Grouts



## Decorative Finishes



# Growing Strong with **INCREASING HOUSING DEMAND**

*The demand for housing and real estate is set to witness a turnaround, backed by favourable Government policies and focus on infrastructural development.*

## **INDIA IS A LEADING CEMENT MANUFACTURER**



**7-8%** of Total World  
Cement Produced in India



**361 MT**  
Total Cement Production in  
India during 2021-22



**544 MTPA**  
Total Installed Capacity of  
Cement in India





## GOVERNMENT PUSH FOR HOUSING SECTOR

The Government has refuelled Pradhan Mantri Awas Yojana (PMAY) with ₹ 48,000 Crores budgetary allocation for the year 2022-23. The target is to build 80 Lakh homes for the rural and urban dwellers – boosting demand in the industry with further growth prospects for Prism Johnson, to cater to the growing demands. Higher demand for residential properties resulting from an increased household income and rapid urbanisation is also a factor in driving a rise in the cement, RMC, and tiles demand.



**₹ 48,000 Crores**  
Budgetary Allocation for  
2022-23 under PMAY

## INCREASED CAPITAL EXPENDITURE BY THE GOVERNMENT OF INDIA

In the Union Budget for 2022-23, the Government announced an increase in capital expenditure by over 35% to ₹ 7,50,000 Crores. This is going to be amongst the major factors that will drive infrastructure spending and result in strong demand for building materials. The increase in private sector capital expenditure will further help overall cement demand.



**₹ 7,50,000 Crores**  
Capital Expenditure by the  
Government of India

## INFRASTRUCTURE THRUST TO PENT-UP DEMAND

There are many schemes announced by the Government of India that aim at development and improvement of public infrastructure, such as roads, highways, railways, airports and ports, among others. For example, the Government has allocated ₹ 19,000 Crores to the Pradhan Mantri Gram Sadak Yojna for development of rural roads.








**₹ 19,000 Crores**  
Pradhan Mantri Gram Sadak Yojna

# Sustainable **BUSINESS MODEL**

Capitals Engaged	Inputs	Key Value Drivers
 <p><b>Financial CAPITAL</b></p> <p>The Company strives to maximise returns for its lenders and shareholders. The two financial parameters that drive key business decisions are ROCE and FCF. Prism Johnson uses an optimum capital structure, a judicious mix of debt and equity, in order to create value for its shareholders.</p>	<p>₹ <b>2,588</b> Crores Capital Employed</p> <p>₹ <b>1,447</b> Crores Total Equity</p> <p>₹ <b>1,253</b> Crores Net Debt</p> <p>₹ <b>4,185</b> Crores Gross Fixed Assets</p> <p>₹ <b>285</b> Crores Net Working Capital</p> <p><i>All financial data is Consolidated, ex RQBE</i></p>	 <p><b>Vision</b></p> <p>Creating sustainable value by meeting the construction and lifestyle needs of our customers through innovative building materials and services</p>  <p><b>Core Values</b></p> <p><b>1-1 TEAM</b></p> <p><b>T: Transparency</b></p> <p><b>A: Accountability</b></p> <p><b>S: Speed</b></p> <p><b>C: Changing with Time</b></p> <p><b>Innovative product line</b></p> <p>Providing innovative and wide range of building material products</p> <p><b>Healthy work environment</b></p> <p>Providing a safe and sustainable working environment and providing equal opportunities to employees</p>
 <p><b>Manufactured CAPITAL</b></p> <p>The Company endeavours to manufacture products that cater to the varied needs of its customers while maintaining the highest possible standards of quality and ensuring optimum utilisation of resources. Prism Cement's plant at Satna is equipped with state-of-the-art machinery and gets technical support from reputed global cement technology companies.</p>	<p><b>1 Plant, 2 units</b> of Cement Manufacturing</p> <p><b>5.6 mn Tons</b> Cement Installed Capacity</p> <p><b>11</b> Tiles Manufacturing plant</p> <p><b>64 mn m<sup>2</sup></b> Tiles Manufacturing Capacity</p> <p><b>97</b> Prism RMC Plants</p> <p><b>3</b> Aggregate Quarries</p>	<p><b>Innovative product line</b></p> <p>Providing innovative and wide range of building material products</p> <p><b>Healthy work environment</b></p> <p>Providing a safe and sustainable working environment and providing equal opportunities to employees</p>
 <p><b>Intellectual CAPITAL</b></p> <p>The Company constantly strives to develop innovative products and processes, which are safer, more environment friendly and responsive to market needs.</p>	<p><b>3</b> Technical labs for Prism RMC that are certified by National Accreditation Board for Testing and Calibration Laboratories</p> <p><b>1</b> Technical Lab for Prism Cement</p> <p><b>1</b> Dedicated R&amp;D Center for HRJ</p>	

Business Activities	Output	SDG Impacted
<p><b>RAW MATERIAL SOURCING</b></p> <ul style="list-style-type: none"> <li>■ Limestone mining and crushing</li> <li>■ Other raw materials sourcing</li> <li>■ Storage of raw materials</li> </ul> <p><b>CEMENT, TILES AND CONCRETE MANUFACTURING</b></p> <ul style="list-style-type: none"> <li>■ Cement production: Clinkerisation, grinding and storage</li> <li>■ Tiles and Bathroom fittings production</li> <li>■ Ready-mixed concrete production</li> <li>■ Innovation</li> </ul> <p><b>MARKETING</b></p> <ul style="list-style-type: none"> <li>■ Distribution</li> <li>■ Sales</li> <li>■ Experience Centre</li> <li>■ After sales service</li> </ul>	<p>₹ <b>5,827</b> Crores Revenue from Operations</p> <p>₹ <b>139</b> Crores Profit after Tax</p> <p>₹ <b>2.79</b> Earnings per Share</p> <p><b>13.5%</b> Return on Capital Employed</p>	
	<p><b>5.22</b> mn Tons Cement Sales Volume</p> <p><b>53.1</b> mn m<sup>2</sup> Tiles Sales Volume</p> <p><b>3.2</b> mn m<sup>3</sup> RMC Sales Volume</p> <p><b>92%</b> Capacity Utilisation Cement Plant</p> <p><b>69%</b> Capacity Utilisation HRJ Plants</p>	
	<p><b>29%</b> Share of premium products in cement</p> <p><b>5</b> Number of patents granted to HRJ</p>	

Capitals Engaged	Inputs	Key Value Drivers
 <p><b>Human CAPITAL</b></p> <p>Prism Johnson is an equal opportunity employer and diversity is highly valued and encouraged. The Company aims to provide a work culture that is most conducive to both the professional and personal growth of its people, while working towards creating a capable organisation.</p>	<p><b>5,170</b> Number of employees</p> <p><b>₹ 560 Crores</b> Employee cost</p>	 <p><b>Facilitating community growth</b></p> <p>Prism Johnson is well focused towards enhancing the living conditions of communities through its CSR activities.</p>
 <p><b>Social and Relationship CAPITAL</b></p> <p>The Company believes that its stakeholders are central to its business model and strategy and creating value for all stakeholders is of prime importance. It strives to minimise the negative impact and maximise the positive impact of its business activities on the surrounding communities.</p>	<p><b>₹ 3.94 Crores</b> Amount Spent for CSR Activities</p> <p><b>₹ 870 Crores</b> Contribution to Ex-chequer</p> <p><b>~1,200</b> HRJ Dealers</p> <p><b>~2,900</b> Prism Cement Active Dealers</p>	<p><b>Efficient supply and distribution Management</b></p> <p>Prism Johnson has an efficient and wide dealers and distribution network, owing to a diversified business portfolio. The Company collaborates with suppliers and monitors the entire value chain, encouraging knowledge enhancement, process improvements and product applications.</p>
 <p><b>Natural CAPITAL</b></p> <p>Efficient use of raw materials is of utmost importance. The Company is committed to increase the use of alternative raw material that has lower carbon footprint and is more sustainable as compared to their conventional counterparts. Further, it is committed to optimise the use of water across all manufacturing plants, sites and quarries.</p>	<p><b>13,139 TJ</b> Energy Intensity</p> <p><b>22.4 MW</b> WHRS Capacity</p> <p><b>22.5 MW</b> Solar Power Capacity at Satna, Madhya Pradesh</p> <p><b>4.5 MW</b> Solar Power Capacity at HRJ Plants</p> <p><b>136 litres</b> Water Consumption per ton of Cement</p>	

Business Activities	Output	SDG Impacted
 <p><b>OTHER ACTIVITIES</b></p> <ul style="list-style-type: none"> <li>■ Human Resource Development</li> <li>■ Technological Development</li> <li>■ Supply Chain Management</li> <li>■ Legal and Compliances</li> <li>■ Procurement</li> <li>■ Financing</li> </ul>	<p>₹ 1.1 Crores Revenue per Employee</p> <p>0.23 Prism Cement's Lost Time Injury Rate (LTIR)</p>	
	<p>18 Villages Benefited in Satna Region</p>	
	<p>613 kg CO<sub>2</sub> Emissions Intensity per ton of Cementitious Material</p> <p>36.6% Energy Consumption Sourced From WHRS And Other Renewable Sources (Solar And Biomass) at Prism Cement</p> <p>1,94,622 m<sup>3</sup> Rainwater Harvesting and Water Conservation</p> <p>1,35,000+ Saplings Planted by Prism Cement</p>	



## Financial

# CAPITAL

## KEY HIGHLIGHTS FOR 2021-22

*Prism Johnson's Consolidated (ex RQBE) revenues grew 9.4% in 2021-22, led by growth in HRJ and Prism RMC divisions. Prism Cement revenue declined by 6.9% mainly due to lower sales volume. Prism Cement constituted 41.3% of Consolidated (ex RQBE) Revenues in 2021-22, while HRJ constituted 38.1% and Prism RMC constituted 20.6%. Consolidated (ex RQBE) EBITDA margin declined by 270 basis points mainly due to reduction in cement EBITDA as a result of high input costs. HRJ reported a 190 basis points increase in EBITDA margin to 10.6%, while Prism RMC's EBITDA Margin improved by 270 basis points to 0.7% in 2021-22.*

## KEY FOCUS AREAS

**Strong Sales Volume:** The Company has taken several initiatives to grow sales volumes across divisions and product categories, such as expanding the distribution network, optimising the product mix and launching new innovative products that cater to the evolving customer needs. The Company also plans to increase cement and tiles capacity to cater the growing demand in the medium term.

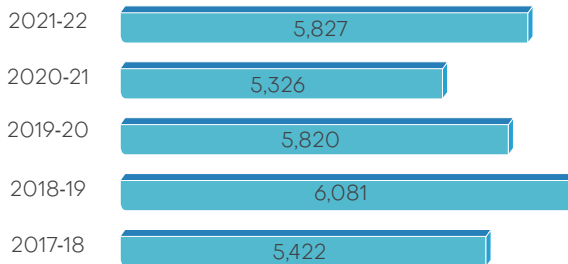
**Cost Optimisation:** Cost control is of utmost priority for Prism Johnson, given the pressure on margins due to rising input costs, especially power and fuel costs. The Company is working on various initiatives to improve its energy efficiency through technology up-gradation, process optimisation and productivity improvement. Additionally, it has been focussed on reducing fixed costs and has taken several initiatives across divisions for the same.

**Strengthen Balance Sheet:** The Company has been actively strengthening its balance sheet ratios, reducing the net debt levels and keeping the working capital requirements in check. In the past five years, Prism Johnson has brought down Consolidated Net Debt (ex RQBE) from ₹ 1,953 Crores in 2017-18 to ₹ 1,253 Crores. Consolidated Net Debt to EBITDA ratio (ex RQBE) significantly declined from 4.4x in 2017-18 to 2.0x. Further, the Company has actively managed its working capital cycle (Consolidated ex RQBE), bringing it down from 40 days in 2017-18 to 18 days in 2021-22.

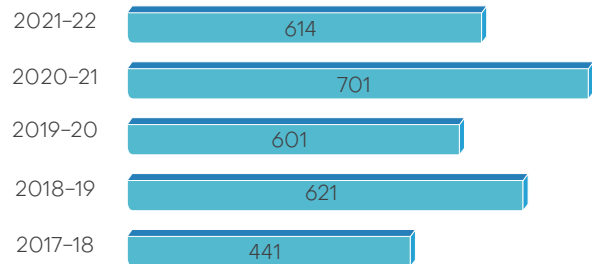


## FIVE YEAR FINANCIAL SUMMARY (CONSOLIDATED EX RQBE)

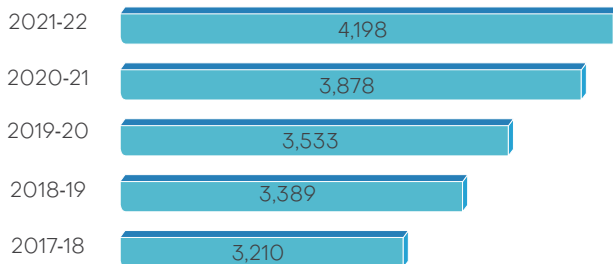
### Revenue from Operations (₹ Crores)



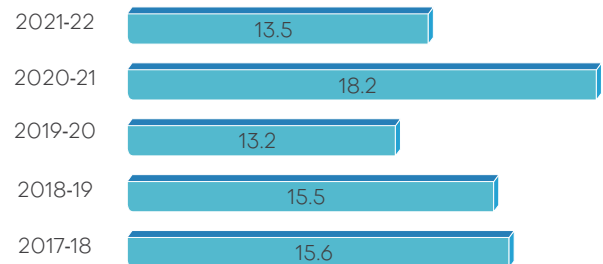
### EBITDA (₹ Crores)



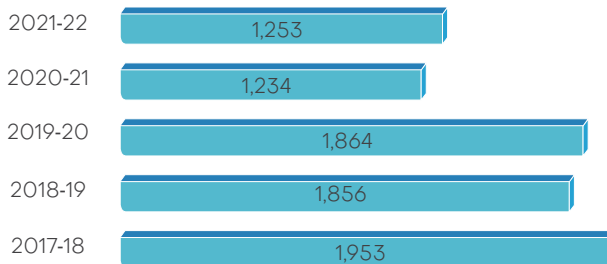
### Gross Block (₹ Crores)



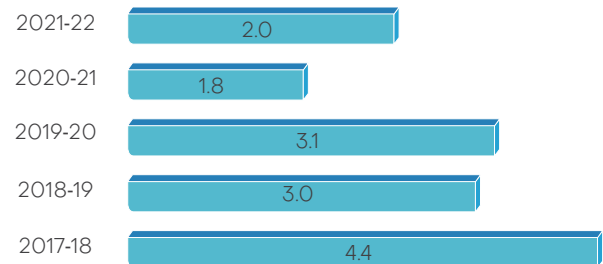
### \*ROCE (%)



### Net Debt (₹ Crores)



### Net Debt to EBITDA (x)



\*ROCE: Return on Capital Employed



## Manufacturing **CAPITAL** **PRISM CEMENT**

Prism Cement is a prominent player in the Satna cluster in central India with a cement production capacity of 5.6 MTPA. Prism Cement's manufacturing facility at Satna, Madhya Pradesh, is equipped with state-of-the-art machinery and technical support from FLSmidth & Co A/S Denmark, KHD Germany, Thyssen Krupp Germany and Holtec Consulting India – the world leaders in cement technology.



### **KEY FOCUS AREAS**

- Improve capacity utilisation for effectiveness, higher efficiency measures and cost optimisation
- Increase use of alternative fuel and raw materials in its manufacturing processes for conservation of natural resources

### **CAPACITY EXPANSION PLAN**

Prism Cement is increasing its cement grinding capacity to further strengthen its market positioning. The Company has announced plans to increase its grinding capacity through a greenfield Grinding Unit in Eastern Uttar Pradesh of 2.0 MTPA by December 2024 with a capex of ₹ 500 Crores.



**5.6 MTPA**  
Installed Cement Capacity



**92%**  
Capacity Utilisation



**5.22 MT**  
Cement & Clinker Sales Volume



## H & R JOHNSON (INDIA)

HRJ has a tile manufacturing capacity of 64 mn m<sup>2</sup> per annum, spread across 11 manufacturing plants (including joint ventures), making it among India's largest tiles manufacturers. HRJ's manufacturing facilities employ the best technologies from global tile manufacturing equipment companies. The Company's plants are ISO compliant with 9001 and 14001 certifications, as well as OHSAS 18001 certification.



### KEY FOCUS AREAS

- Improve product mix (increase share of GVT) in line with the customer demand
- Increase its market share by making its distribution channel wider and more efficient
- Ensure timely implementation of capex plans without any cost overruns

HRJ is increasing its own manufacturing capacity by 5.5 mn m<sup>2</sup> through greenfield expansion at Panagarh, West Bengal, with a proposed capex of approximately ₹ 90 Crores. This capacity will be operational by June 2023, and shall enable HRJ to grow market share and further strengthen its market position in eastern India.

### CAPACITY EXPANSION PLAN

Witnessing strong demand from housing and infrastructure sectors, the Company plans to increase its tile manufacturing capacity. During 2021-22, the Company's joint venture entities added 4 mn m<sup>2</sup> capacity for a capex of around ₹ 50 Crores. All these planned measures are being implemented as per the proposed timelines.



**64** mn m<sup>2</sup>  
Installed Capacity



**69%**  
Capacity Utilisation



**11**  
Tile Manufacturing Plants



## PRISM RMC

Prism RMC is amongst India's leading ready-mixed concrete manufacturers. The Company currently has 97 RMC plants across 44 cities. Prism RMC manufactures a wide range of concrete products and provides concrete solutions for their customers' several needs. Prism RMC also manufactures aggregates and operates large quarries and crushers. At present, Prism RMC has three quarries.

Prism RMC's production plants are provided with fully-equipped laboratories for conducting trials and testing raw materials and finished products. Testing is required to ensure effective performance of the raw ingredients involved and to assess conformance to desired parameters of the concrete produced. Prism RMC has three NABL certified labs that have certification for testing certain parameters of concrete and its raw materials. These are located in Mumbai, Dhumaspur (NCR) and Chennai.



### KEY FOCUS AREAS

- Increase plant utilisation
- Increase share of value-added products
- Increase focus on individual home builder segment



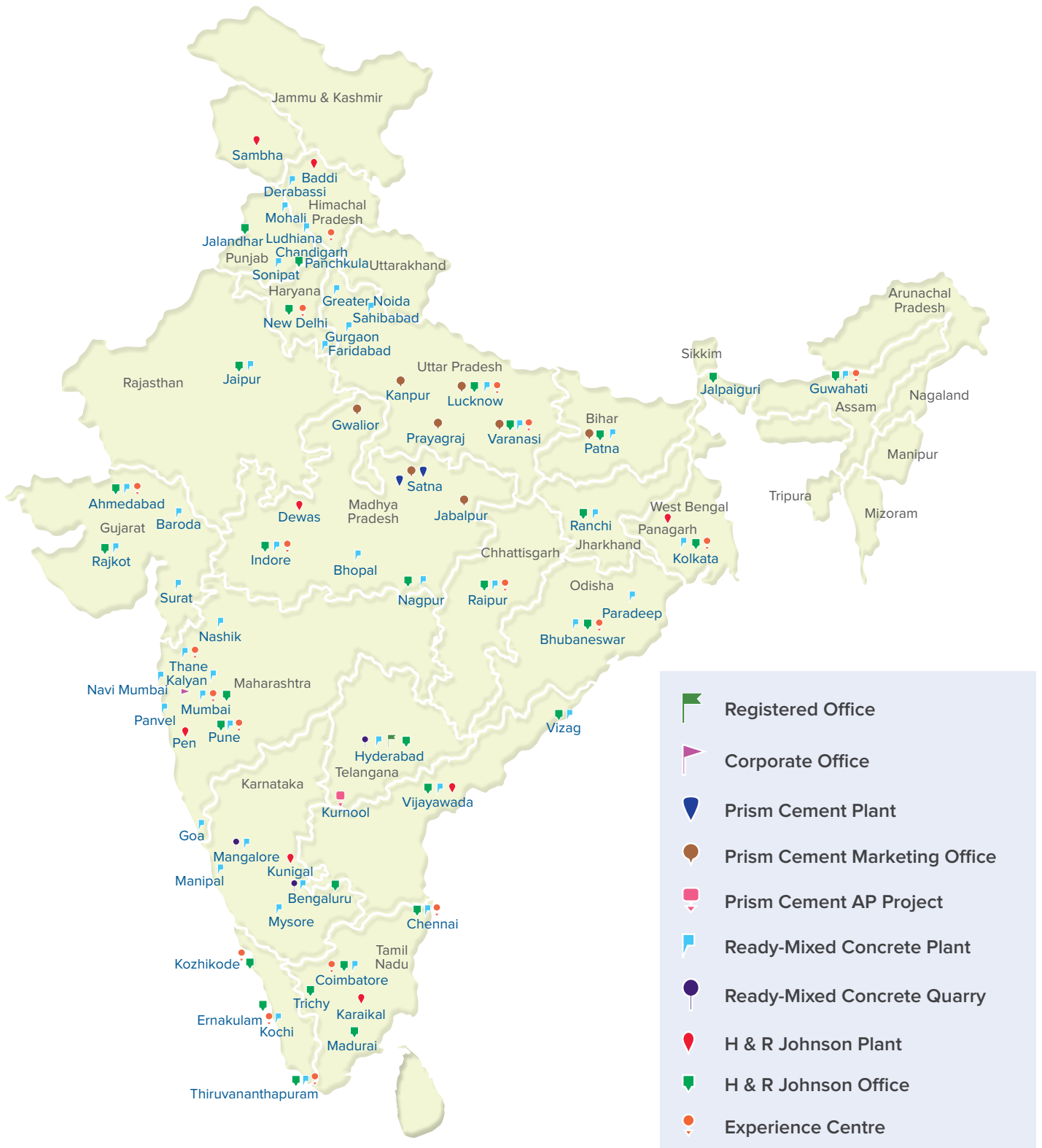
**~11** MN M<sup>3</sup>  
Installed Capacity



**97**  
RMC Plants



**3**  
Aggregate Quarries



This map is a generalised illustration only for the ease of the reader to understand the locations, and is not intended to be used for reference purposes. The representation of political boundaries and the names of geographical features/states do not necessarily reflect the actual position. The Company or any of its directors, officers or employees, cannot be held responsible for any misuse or misinterpretation of any information or design thereof. The Company does not warrant or represent any kind of connection to its accuracy or completeness.



## Intellectual **CAPITAL**

*Prism Johnson continues to focus on reducing its environmental impact, while delivering on every customer's need across the building material segment.*

Prism Johnson's HRJ division has an R&D facility that is recognised by the Department of Scientific & Industrial Research (DSIR), as well as various academic bodies. HRJ has a team of young scientists and researchers who work under guidance of senior reputed scientists to maintain its technological edge. In its history of last 60+ years, HRJ has launched many inventions and exclusive features that the tile industry has seen so far. HRJ has also been granted 5 patents for its innovative product offerings, mainly for anti-static tiles, soluble salt, anti-oxidation refractory frit and an anti-microbial powder.

## INNOVATIVE TILE PRODUCTS FROM HRJ



At Prism RMC, a typical plant provides an innovative edge with respect to manufacturing processes and enables resource optimisation without compromising on its commitment to provide quality products and services to its consumers. The quality of the resulting concrete is much superior to site-mixed concrete. With focus on innovation Prism RMC has achieved several characteristics that make its concrete products suitable for a wide range of applications. Some of its product innovations include:

**Envirocrete:** a high-performance, high-quality sustainable concrete with low environmental impact

**Aquaresistcrete:** a water-tight concrete containing specially formulated admixture to provide a complete waterproofing solution

**Perviouscrete:** a concrete that permits water runoff to percolate, and is highly suitable for rainwater harvesting

**Thermocrete:** a modified concrete that helps in mitigating thermal tensile cracks

## KEY FOCUS AREAS

- Ensuring quality products and continuous improvement in the current product portfolio and production process
- Launch new innovative products that cater to the growing customer demand
- Identify and implement efficient and innovative production processes and technologies that are sustainability focussed and help lower carbon emissions





# Human **CAPITAL**

*Prism Johnson encourages and facilitates a healthy work environment, driven by team spirit and unity. As of March 31, 2022, Prism Johnson had 5,170 employees actively involved in fulfilling organisational purpose and creating value for customers, shareholders, investors, and the communities where it operates.*



Prism Johnson's committed workforce is a key factor responsible for the Company's continued growth. The Company constantly strives to provide a work culture that is most conducive to both professional and personal growth of its people, while working towards creating a capable organisation. This requires the Company to motivate employees, nurture relevant competencies and skills, provide a safe, diverse and inclusive workspace. Prism Johnson is an equal opportunity employer and diversity is highly valued and encouraged.

## TRAINING AND DEVELOPMENT INITIATIVES

Prism Johnson's utmost priority is to invest in upskilling and training of employees that helps enhance employee productivity. The Company provides induction training programmes, on-the-job training, up-skilling programmes, including safety at workplace, stress management, conflict management, and team-building activities, total production management, 5S-workplace organisation system, among others.

## HIGH FOCUS ON HEALTH AND SAFETY

Prism Johnson's primary occupational and health goal is to be an accident-free workplace. Each person within the organisation has equal responsibility for ensuring workspace safety. Contractors and contractual workers also come under the purview of the Company's health and safety endeavours. A safety communication meeting is conducted every month for imparting safety awareness and communicate about relevant changes or updates to the workers.

Various hands-on safety trainings are provided to all permanent and temporary workers, including Industrial Safety and Road Safety, Lock-Out-Tag-Out (LOTO) safety training, Height Pass training, safety training for drivers, scrap handling training and many more.

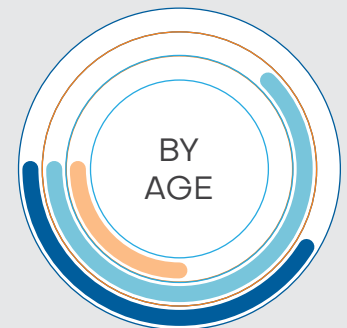
## PRISM JOHNSON'S WORKFORCE



■ Permanent: **5,170**  
 ■ Contractual: **4,988**



■ Male: **9,775**  
 ■ Female: **383**



■ <30 years: **2,487**  
 ■ 30-50 years: **6,312**  
 ■ >50 years: **1,359**

## KEY FOCUS AREAS

- Upskilling and training employees to enhance productivity
- Maintaining human and workplace rights for all employees
- Hiring the best talent and maintaining a ready pool by creating a sourcing pipeline that helps in fulfilling manpower requirements



## Social and Relationship **CAPITAL**

### **DELIVERING A SUPERIOR CUSTOMER EXPERIENCE**

*Prism Johnson is constantly enhancing its offerings to the customers by placing them at the centre of every strategy, decision and action undertaken by the Company.*

**Ensuring Customer Satisfaction:** Prism Johnson belief lies in ensuring customer satisfaction for the organisational success. Customers are a key stakeholder in the business and maintaining dialogue with them is important for the Company's brand enhancement and product innovation. For this purpose, the Company follows a well-defined process, including post-marketing audit, customer satisfaction surveys and regular interaction with customers.

**Personalised Experience to the Customers:** The Company has developed extensive marketing collaterals and regularly hosts launch events and outdoor campaigns to increase the visibility of its brands and educate customers about key features of its products.

HRJ continues to invest in marketing and distribution activities through its 18 Experience Centres spread across India. These centres provide a more personalised experience to the customers and help HRJ get an edge in the market.

Prism RMC has created 13 innovation galleries at key locations, where customers can get a closer look at the Company's product offerings, technologies and get clarifications on questions they might have.

### **BETTER RELATIONS WITH SUPPLIERS**

The Company ensures an optimum supply chain with competent suppliers for seamless operations. The Company encourages vendors to follow the statutory regulations on environmental and social compliances.

The Company also focusses on procuring raw materials locally. Since Prism Cement's manufacturing unit is located Madhya Pradesh, its focus remains on procuring most of its raw materials from within the state. During the financial year, Prism Cement purchased around 85% of its total procurement locally.







## CSR INITIATIVES

The Company realises the importance of a healthy community engagement and strives to ensure the well-being of its communities and promote inclusive growth. Prism Johnson is engaged in extensive community-building initiatives in and around its manufacturing facilities at Satna, Madhya Pradesh. During the year, Prism Johnson spent ₹ 3.94 Crores towards CSR activities. These activities are categorised into few broad areas:

- Rural Infrastructure Development
- Health and Hygiene
- Promotion of Education
- Environment and Water Conservation
- Provideing Potable Drinking Water
- Empowerment and Skill Development
- Disaster Management
- Social Welfare





## Natural **CAPITAL**

The manufacturing of building materials is a resource and energy intensive process. Being a responsible organisation, Prism Johnson strives to follow the best environmental practices. Thereon, it incorporates these in its business strategies and operations, to foster environmental awareness among stakeholders, including employees, clients and suppliers. The Company remains conscious of its responsibility towards creating, maintaining and ensuring a safe and clean environment for sustainable development.



**36.6%**

Prism Cement's power requirement met through WHRS and Solar Power



**13,139 TJ**

Prism Cement's Energy Intensity



**613 KG CO<sub>2</sub>**

Prism Cement's Emissions Intensity per ton of Cementitious Material

*Includes Scope1 emissions only*



**136 LITRES**

Water Consumption Per Ton Of Cement



**OVER 1,35,000**

Saplings Planted by Prism Cement



## SUSTAINABLE UTILISATION OF RESOURCES

**Raw Material:** Being a responsible organisation, Prism Johnson is focused and committed to use raw materials efficiently with minimal wastage. It is enhancing the use of alternative raw materials that are more sustainable, lowering carbon footprint as compared to its conventional counterparts. Cement and RMC divisions commonly use fly ash, granulated blast furnace slag (GGBS), copper slag, micro fine, granite dust slurry powder, and in-house feldspar as alternative raw materials. During 2021-22, Prism Cement division used 25%, Prism RMC used 4% and HRJ used 9% alternative raw materials.

**Water & Wastewater Treatment:** Water is among the prime requirements of the Company's production process. Prism Cement uses the rainwater, that gets naturally filled up in the mine pits, for industrial purposes. HRJ and Prism RMC fulfil their water requirements by using a mix of ground water and third-party water sources such as local municipal water supply or private tanker.

Prism Cement's plant at Satna, 66 out of the 97 Prism RMC plants and all HRJ Plants (except one) have maintained Zero Liquid Discharge (ZLD). The Company has a Cross Functional Team (CFT) for water management for each division which monitors wastewater generation, reduction in water consumption, rate of recycling and many other such initiatives.

Wastewater generated from industrial activities undergoes treatment in Effluent Treatment Plant (ETP) and is reused for industrial processes. The wastewater

generated from washrooms and cleaning activities undergoes treatment in Sewage Treatment Plant (STP) and is reused for gardening purposes. Further, Prism Cement recycles 100% wastewater generated from its residential colony for gardening purposes.

During 2021-22, Prism Cement successfully contributed 1,94,622 cubic meter water to ground water recharge.

**Waste Treatment:** Prism Johnson understands that one of the causes behind environmental degradation is inappropriate waste disposal. Therefore, the Company complies with current legal regulations for the disposal of waste produced at their plants. The Company has tied up with local vendors, authorised by the relevant State Pollution Control Board (SPCB), for disposal of hazardous waste generated from plants. The non-hazardous waste is stored on-site in the scrap yards and sold to private vendors for further recycling/disposal.

**Efficient Use of Energy:** The Company has taken various measures towards achieving energy-efficient future. Prism Johnson is using a mix of alternate and renewable fuels in direct energy consumption to reduce the Company's dependency on fossil fuels.

Prism Cement is constantly engaged towards using green energy and has an installed capacity of 22.5 MW of solar power and 22.4 MW of Waste Heat recovery System (WHRS). In 2021-22, 36.6% of Prism Cement's total energy consumption was sourced from WHRS and other renewable sources (solar and biomass). Further, the Company is also experimenting with other biomass-based energy sources like bagasse composting.

Prism Johnson is also using de-oiled cashew shells (waste from cashew oil plants) and soya husk as fuel,



from nearby farmers at Kunigal plant and bio briquettes at Dewas, Karaikal, and Vijaywada plants. Few of the Company's RMC sites also use CNG-fuelled transit mixers.

**Lowering Carbon Emission:** The manufacturing units of the Company generate Greenhouse gas (GHG) through fossil fuels and consumption of grid electricity. Prism Johnson is taking various measures to reduce GHG and carbon footprints by investing in energy efficient process changes and adopting cleaner fuel alternatives. During the year, the Company planted over 1,35,000 trees.

## KEY FOCUS AREAS

- Adoption of blended cements with a lower clinker factor
- Reinforcing renewable energy policies that enable and promote energy transition and clean electricity generation
- Conservation of natural resources through increased use of alternative fuel and raw materials in its manufacturing processes
- Utilisation of other industry's waste as alternative fuel in cement production process, thereby providing a viable solution for industrial waste disposal







# GOVERNANCE

*Prism Johnson has adopted high ethics and standards in corporate governance that go beyond simple adherence to laws and regulations.*



**3**

**Independent Directors**



**1**

**Woman Director**



**4**

**Executive Directors**



**5**

**Non-Executive Directors**

## BOARD COMPOSITION

The composition of the Board is determined on the skills, expertise and competencies of the Directors to provide effective leadership to the Company's business. It is guided by the applicable provisions of the Companies Act, 2013 and the SEBI LODR.

The Nomination & Remuneration Committee of the Board reviews and assesses Board composition on behalf of the Board and recommends the appointment of new Directors. In identifying suitable candidates for appointment to the Board, the NRC considers candidates on merit against objective criteria, availing advantages of diversity for efficient working of the Board.

## ROBUST GOVERNANCE

The Company believes high standards of corporate governance are essential to achieving business objectives, which are aimed at creating value and sustainable outcomes for shareholders, customers and the communities. The Board is committed to maintaining a strong governance framework and culture, through which the Management sets the tone and adopts a continuous improvement approach to ensure that Prism Johnson governance practices are aligned to the relevant laws, regulations, corporate governance principles and community expectations. The Board has a philosophy of treating all stakeholders equally, which help in maintenance of trust among them. The Company strives to achieve excellence in corporate governance through the values reinforced across all organisational levels.

The Company's commitment to good corporate governance is based on four pillars – accountability, transparency, independence and fairness. This is achieved by maintaining a simple and transparent

corporate structure, promoting long-term interests of stakeholders, strengthening the Board and Management's accountability and maintaining public trust in the Company.

## SIGNIFICANT POLICIES GOVERNING BUSINESS

- Environment Policy
- CSR Policy
- Archival Policy
- Policy on Material Subsidiaries
- Policy for Determining of Materiality for Disclosures
- Dividend Distribution Policy
- Related Party Transactions Policy
- Whistle Blower Policy
- Remuneration Policy
- Code of Conduct
- Code for Prohibition of Insider Trading
- POSH Policy
- Performance Evaluation Policy





# AWARDS & RECOGNITIONS

## PRISM CEMENT

**Golden Peacock**  
Environment Management  
Award 2021



## HRJ

The Economic Times  
Best Brands 2021



## PRISM RMC

Extraordinaire Brand  
(2020-22) by  
Brand Vision



**Special Award**  
under 'Within the Fence'  
category for the 15<sup>th</sup> Edition of  
CII – National Awards  
for Excellence in  
Water Management 2021



Realty+6<sup>th</sup> Inex Award - JDB:  
Sanitaryware & Bath Fittings



Brand of the year  
at Realty+ Inex Interior  
Exterior Conclave  
& Awards 2022



**Gold Award**  
under Apex Green Leaf  
Award 2020 for 'Environment  
Excellence'



Marketing Campaign of the year at  
Realty+ Inex Interior Exterior  
Conclave & Awards 2022





# Corporate INFORMATION

## BOARD OF DIRECTORS

**Mr. Shobhan Thakore**

Chairman & Independent Director

**Mr. Rajan B. Raheja**

Director

**Mr. Akshay R. Raheja**

Director

**Mr. Vijay Aggarwal**

Managing Director

**Mr. Vivek K. Agnihotri**

Executive Director & CEO (Cement)

**Mr. Sarat Chandak**

Executive Director & CEO (HRJ)

**Mr. Atul R. Desai**

Executive Director & CEO (RMC)

**Ms. Ameeta A. Parpia**

Independent Director

**Dr. Raveendra Chittoor**

Independent Director

## MANAGEMENT TEAM

**Mr. Manish Bhatia**

Chief Financial Officer

**Mr. Rajnish Sacheti**

Chief Legal Officer

**Ms. Aneeta S. Kulkarni**

Company Secretary

**Mr. Prabir K. Ray**

Chief Human Resources Officer

**Mr. Sanjeeva**

Chief Commercial Officer

**Ms. Nupur Agarwal**

Chief Investor Relations Officer

Tel: +91 22 6675 4142-46

Email: investorrelations@prismjohnson.in

## CORPORATE OFFICE

'Rahejas', Main Avenue, 2nd Floor, V. P. Road,  
Santacruz (West), Mumbai: 400 054

## REGISTERED OFFICE

305, Laxmi Niwas Apartments,  
Ameerpet,  
Hyderabad: 500 016

## REGISTRAR & TRANSFER AGENT

KFin Technologies Limited,  
Unit: Prism Johnson Limited,  
Selenium Tower B, Plot 31-32,  
Financial District, Nanakramguda,  
Serilingampally Mandal,  
Hyderabad – 500 032

## BANKERS

Axis Bank Limited  
HDFC Bank Limited  
ICICI Bank Limited  
Indian Overseas Bank  
Kotak Mahindra Bank Limited  
RBL Bank Limited  
Standard Chartered Bank  
YES Bank Limited

## AUDITORS

G. M. Kapadia & Co.



# Management **DISCUSSION AND ANALYSIS**

## **ECONOMY OVERVIEW**

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The global economy is estimated to have grown by 6.1% in 2021 following a contraction of 3.3% in 2020, as per the World Economic Outlook published by International Monetary Fund (IMF) in April 2022. IMF forecasts global economic growth to moderate to 3.6% per annum in 2022 and 2023, which is lower than their earlier estimate of 4.4% growth in 2022 and 3.8% growth in 2023, mainly due to the Russia-Ukraine war. IMF further estimates inflation in 2022 will likely reach 5.7% in advanced economies (from 3.1% in 2021) and to 8.7% in emerging market and developing economies (from 5.9% in 2021), due to the increase in commodity prices as a result of the Russia-Ukraine war. The rapid increase in fuel and food prices has hit the vulnerable population in low-income countries the hardest, according to IMF.

For the Indian economy, 2021-22 was a year of recovery. The Indian economy is estimated to have grown by 8.9% during 2021-22 after a contraction of

6.6% in 2020-21, as per the estimates released by the National Statistical Office. Further, India's GDP in real terms is expected to grow by 7.2% in 2022-23, as per the Reserve Bank of India.

This makes India the fastest growing economy in the world. This recovery has been aided by vaccine roll-out and full return of economic activity. While the second wave of Covid-19 had a significant influence on people's lives, the financial impact on the economy was lesser than the first wave due to partial lockdowns. In the second half of the year 2021-22, there was a moderation in the growth momentum, caused by shortage of coal, increase in crude prices, rising inflation and global supply chain issues. Further, rising geopolitical tensions between Russia and Ukraine increased the already soaring oil prices, resulting in a cascading effect on other input costs.



## INDUSTRY OVERVIEW

### CEMENT

India is the second-largest manufacturer of cement, after China, and accounts for around 7% to 8% of global cement production volumes. During 2021-22, domestic cement production increased by 21% to 361 mn tons, partly due to a low base (cement production volume declined by 12.0% during 2020-21 primarily due to the impact of the pandemic).

According to a report published by India Ratings in May 2022, cement production is expected to grow by 7-8% during 2022-23. Cement production capacity increased by around 30 MTPA in 2021-22 and is expected to increase by 33 MTPA during 2022-23. The production capacity in central India is expected to increase by 20 MTPA cumulatively during 2021-22, 2022-23 and 2023-24.

According to a report from CARE Ratings, demand for cement is estimated to grow at 7-8% per annum for

the next 2 to 3 years, mainly driven by policy initiatives in infrastructure and housing sectors. The per capita consumption of cement in the central India region is lower than the national average. Hence, cement demand could potentially grow higher in central India as compared to the national average.

The key input costs, such as power and fuel have risen sharply during the second half of 2021-22, mainly due to a steep increase in prices of coal and pet-coke. Apart from power and fuel costs, raw material cost and freight cost have also increased as diesel prices have gone up. This led to pressure on profitability of cement manufacturers in 2021-22. The prices of coal and pet-coke are still at a high level, and could impact operating profitability of cement manufacturing companies in 2022-23 as well.



## CERAMIC TILES & SANITARYWARE INDUSTRY

India is the world's second-largest producer of ceramic tiles and sanitaryware, after China. Around 80% of the tiles produced in India are consumed domestically and the remaining 20% are exported as per CARE Ratings Limited. The organised sector in India accounts for around 50% of the industry and the remaining half is represented mostly by regional players in Morbi, Gujarat.

The Tiles industry is witnessing strong growth due to increasing demand from the Real Estate sector. Many favourable Government policies and initiatives, such as the 'Pradhan Mantri Awas Yojana' and 'Smart Cities', are generating strong demand in the Housing sector. Further, India's rising disposable income and corresponding desire for bigger spaces, second homes and beautification of living spaces is also adding to overall demand for tiles. Following this, demand for products such as germ-free tiles and other hygiene-centric products in bath-ware are likely to acquire the centre stage in the coming future.

According to the data from Ministry of Commerce & Industry, exports of ceramics & glassware products increased from US\$ 1,292 mn in 2013-14 to a record high of US\$ 3,464 mn during 2021-22, in spite of logistical challenges such as high freight rates and container shortages. India now exports to over 125 countries and top destinations include Saudi Arabia, United States, Mexico, Kuwait, United Arab Emirates, Iraq, Oman, Indonesia, United Kingdom and Poland. While China is facing anti-dumping duties in some markets, it provides the Indian industry with the opportunity to extend its market share in the global market.

The Indian Sanitaryware and Faucets industry is expected to grow at a CAGR of 12% to 15% over the next few years.





## READY-MIXED CONCRETE

During 2021-22, the Ready-Mixed Concrete market experienced volume recovery, after a steep decline in demand due to the pandemic during 2020-21. India, being among the fast-developing nations, is likely to witness a demand surge in the infrastructure and housing sectors, leading to an increase in demand for ready-mixed concrete. The ready-mixed concrete market size was estimated to be around US\$ 2.4 bn during 2019-20 as per industry. It is estimated to have declined by 30% to 35% during 2020-21 due to impact of the pandemic, as per the Company's Management. While demand has recovered since the second half of 2021-22, it is yet to exceed pre-Covid-19 levels for many ready-mixed concrete manufacturers, including Prism RMC.

India still has a long way to go in terms of adoption of ready-mixed concrete. The production of ready-mixed concrete contributes 50% to 70% of the total cement consumption volume in the developed economies. In India, the percentage of commercial ready-mixed concrete to total cement usage stands at 10% to 12%.

Moreover, the sector is fragmented in India, with the unorganised players holding approximately 50% to 60% of the market share. Demand for ready-mixed concrete is expected to benefit from a favourable change in the consumer attitude and is predicted to rise faster than cement demand, as usage of ready-mixed concrete is more convenient than the traditional methods. Ready-mixed concrete replaces conventional concrete in construction activities, as it also helps in improving the quality of construction and reducing pollution at construction sites.

# BUSINESS OVERVIEW

## PRISM CEMENT

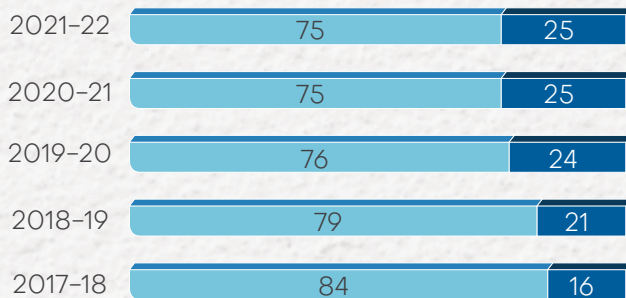
Prism Cement is a prominent player in the Satna cluster in central India, with an installed capacity of 5.6 MTPA. Its plant at Satna, Madhya Pradesh caters to the regions of eastern Uttar Pradesh, Madhya Pradesh and Bihar with a lead distance of 369 kilometers in 2021-22. The Company produces Portland Pozzolana Cement (PPC) under three separate brand names - 'Champion,' 'Champion Plus' & 'Duratech' and Ordinary Portland Cement (OPC) through its modern state-of-the-art equipment at the Satna plant.

## 2021-22 Performance Overview

- Cement & clinker volumes declined by 10.3%, from 5.82 mn tons in 2020-21 to 5.22 mn tons in 2021-22
- Premium products constituted 29.0% of the total cement sales volume as compared to 27.7% during 2020-21
- EBITDA per ton declined to ₹ 709 due to higher input costs and lower cement sales volume

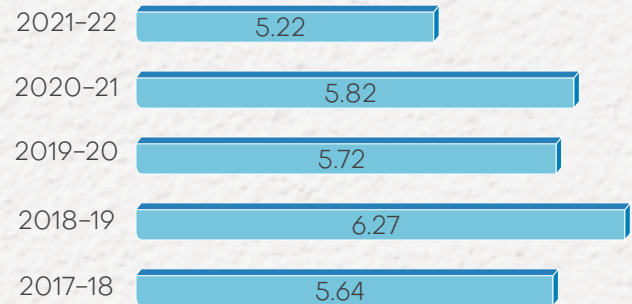


## Cement Sales Mix Trade vs. Non-trade (%)

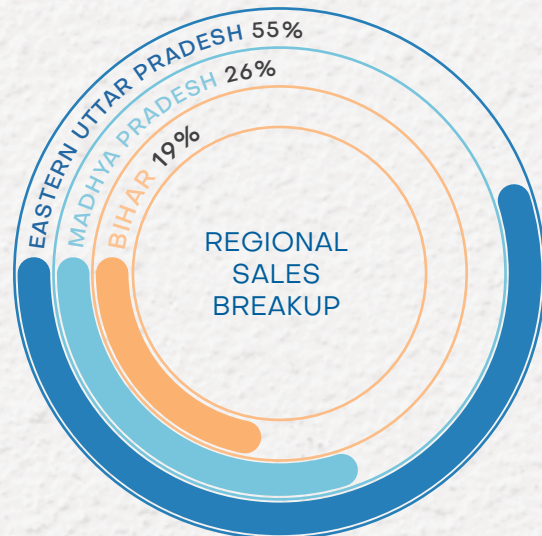
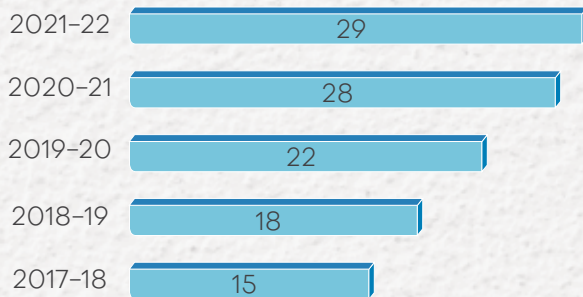


■ Sales Mix Trade vs. ■ Non-trade (%)

## Cement &amp; Clinker Sales Volume (mn Tonnes)



## Share of Premium Product (%)



	2017-18	2018-19	2019-20	2020-21	2021-22
Revenue (₹ Crores)	2,372	2,773	2,584	2,586	2,408
EBITDA (₹ Crores)	349	523	509	560	370
Margin (%)	14.7	18.9	19.7	21.7	15.4
EBITDA per Ton (₹)	619	834	889	962	709



## H & R JOHNSON (INDIA)

With a rich heritage of over 60 years, HRJ is amongst the largest players for lifestyle solutions for tiles and bath-fittings in India today. HRJ has a pan-India presence, backed by a wide range of product offering, namely tiles, bathroom products, and engineered marble and quartz.

As a well-renowned name, the HRJ brands are associated with high-quality, design-led products,

especially wall tiles & floor tiles. HRJ operates a broad distribution network with nearly 1,200 dealers and 18 large-format Experience Centers, along with 11 tile manufacturing plants (including joint ventures) with a capacity of 64 mn m<sup>2</sup>, spread across India. The Company has executed several product innovations and developments in the past few years to strengthen its product range.



### 2021-22 Performance Overview

- HRJ revenue grew by 21.2% from ₹ 1,833 Crores in 2020-21 to ₹ 2,221 Crores in 2021-22
- Tiles sales volume grew by 9.3% YoY from 48.6 mn m<sup>2</sup> in 2020-21 to 53.1 mn m<sup>2</sup> in 2021-22
- Domestic tiles sales volume grew by 13.4%, while exports volume declined by 14.3% due to high sea freight cost and non-availability of containers
- EBITDA margin improved by 190 basis points from 8.7% in 2020-21 to 10.6% in 2021-22
- Revenue from sanitary ware & bath fittings grew by 25.0% in 2021-22 to ₹ 246 Crores
- The Company's joint venture entities completed tile capacity expansion of 4 mn m<sup>2</sup>

Particulars	2017-18	2018-19	2019-20	2020-21	2021-22
Tiles Sales Volume (mn m <sup>2</sup> )	45.0	47.1	44.8	48.6	53.1
Revenues (₹ Crores)	1,685	1,827	1,823	1,833	2,221
EBITDA (₹ Crores)	63	60	69	159	235
Margin (%)	3.7	3.3	3.8	8.7	10.6



## PRISM RMC

Prism RMC is amongst the top three players in the RMC sector in India, in terms of the total number of plants operated, with a pan-India presence. Prism RMC operates 97 plants at 44 locations. Prism RMC also operates three large quarries and crushers for manufacturing aggregates. The Company remains at the forefront with complete concrete solutions and innovative products, computerised production and quality systems, own fleet of over 170 transit mixers, over 60 own pumps for better services, and GPS connected delivery systems for tracking. With the help of three technical labs certified by National Accreditation Board for Testing and Calibration Laboratories (NABL), the

Company ensures strict adherence to quality.

The demand for ready-mixed concrete is set to grow in the medium-term led by the demand recovery from Real Estate and Infrastructure segments.

### 2021-22 Performance Overview

- Revenue grew by 31.9% YoY from ₹ 908 Crores in 2020-21 to ₹ 1,198 Crores in 2021-22
- EBITDA grew from a loss of ₹ 18 Crores to a profit of ₹ 9 Crores
- Several cost rationalisation initiatives led to an improvement in EBITDA margin by 270 basis points in 2021-22 to 0.7%



Particulars	2017-18	2018-19	2019-20	2020-21	2021-22
Revenues (₹ Crores)	1,364	1,481	1,414	908	1,198
EBITDA (₹ Crores)	28	39	23	(18)	9
Margin (%)	2.0	2.6	1.6	(2.0)	0.7

## CONSOLIDATED FINANCIAL REVIEW.

During the year, Prism Johnson's revenues grew 12.9% to ₹ 6,306 Crores led by growth in HRJ and Prism RMC Divisions, while Prism Cement revenue declined 6.9% due to lower sales volume. 2021-22 EBITDA declined by 15.9% to ₹ 523 Crores mainly due to pressure on Prism Cement's EBITDA owing to steep rise in power and fuel costs. HRJ's EBITDA grew by 47.9% to ₹ 235 Crores. EBITDA margin for the year 2021-22 stood at 8.3%.

### Key Financial Ratios (Consolidated)

Key Financial Ratios	2020-21	2021-22	% change YoY
Debtors Turnover Ratio (Days)	41	36	12.4
Inventory Turnover Ratio (x)	16.9	22.0	29.7
Interest Coverage Ratio (x)	3.4	3.5	0.9
Current Ratio (x)	1.0	0.9	(10.2)
Net Debt Equity Ratio (x)	0.8	0.7	(4.2)
Operating Profit Margin (%)	11.3	8.5	(24.6)
Net Profit Margin (%)	2.5	0.7	(71.8)
Return on Net Worth (%)	9.2	2.8	(70.1)
Return on Capital Employed (%)	14.4	9.7	(32.7)
Net Debt to EBITDA (x)	1.9	2.3	19.1
FCF (Pre-Capex & Investments) (₹ Crores)	1,008	462	(54.1)

Note: All financial data covered under the Management Discussion and Analysis section pertains to consolidated financial statements (including ROBE).



### Debtors Turnover Ratio (Days)

Consolidated Debtors Turnover Ratio improved by 12.4% from 41 days in 2020-21 to 36 days, primarily due to increased focus on improving collections by the Company.

### Inventory Turnover Ratio (x)

Inventory Turnover Ratio increased from 16.9x to 22.0x due to increase in Net Sales and decline in average inventory during 2021-22.

### Interest Coverage Ratio (x)

Consolidated Interest Coverage Ratio increased by 0.9% from 3.4x in 2020-21 to 3.5x in 2021-22. This is mainly due to decline in net interest expense from ₹ 192 Crores in 2020-21 to ₹ 166 Crores in 2021-22.

### Current Ratio (x)

Current Ratio declined by 10.2% from 1.0x in 2020-21 to 0.9x due to increase in current liabilities during the year.

### Debt Equity Ratio (x)

Consolidated Net Debt Equity Ratio decreased from 0.8x in 2020-21 to 0.7x, despite marginal increase in consolidated Net Debt, due to increase in Equity from ₹ 1,524 Crores to ₹ 1,596 Crores. During 2021-22, the Company repaid debt to the tune of ₹ 628 Crores.

### Operating Profit Margin (%)

Consolidated Operating Profit Margin contracted 280 basis points during 2021-22 from 11.3% in 2020-21 to

8.5% due to pressure on Prism Cement's profitability. HRJ reported healthy EBITDA margin of 10.6% (up by 190 basis points) while Prism RMC's EBITDA margin improved 270 basis points to 0.7%.

### Net Profit Margin (%)

Net Profit Margin declined 180 basis points from 2.5% in 2020-21 to 0.7% as a result of decline in operating profit margin, as explained above.

### Return on Net Worth (%)

Return on Net Worth declined from 9.2% in 2020-21 to 2.8% due to decline in operating profit margin, as explained above.

### Return on Capital Employed (%)

Return on Capital Employed decreased from 14.4% in 2020-21 to 9.7% in 2021-22 due to lower operating margin and increase in capital employed as the Company embarked on capex plans for growth and capacity expansion.

### Net Debt to EBITDA (x)

Net Debt to EBITDA increased from 1.9x in 2020-21 to 2.3x as the Company's net debt increased marginally during the year, while EBITDA declined by 15.9% to ₹ 523 Crores.

### FCF (Pre-Capex & Investments) (₹ Crores)

Free Cash Flow decreased from ₹ 1,008 Crores in 2020-21 to ₹ 462 Crores due to lower profitability and investment in working capital.



## BUSINESS OUTLOOK



### PRISM CEMENT

While cement demand has witnessed some moderation in the recent quarters, growth in infrastructure and housing sectors will help keep the cement demand intact in the medium-term. Prism Cement plans to implement a greenfield cement grinding unit of 2.0 MTPA in eastern Uttar Pradesh by December 2024 to cater to the increase in demand.

The rise in input costs, especially fuel, pet coke and coal prices dampened EBITDA margins during the second half of the fiscal year 2021-22. Further, the geopolitical tension between Russia and Ukraine has further resulted in steep increase in the pet coke and coal prices, thereby impacting the overall profitability of the business. Prism Cement will continue to focus on cost optimisation to counter the negative impact of input costs on EBITDA. As such, Prism Cement has identified several levers to improve the EBITDA and has created a responsible cross-functional team for implementation of the same under the close supervision of senior management.

These include increase usage of AFR, dynamic mix of coal and pet-coke increasing fly ash utilisation, gypsum cost reduction, maximisation of WHRS utilisation, and more.

### HRJ

HRJ has implemented several initiatives, such as improving its product mix (increase share of GVT) and expanding distribution network to further penetrate in the market, and will continue on its journey to increase market share. During the year, the Company's joint venture entities successfully expanded their tile production capacity by 4 mn m<sup>2</sup>. These expansions will help the Company serve the overall growing demand of tiles in India. Further, considering the medium-term market growth potential, HRJ is increasing its own manufacturing capacity by 5.5 mn m<sup>2</sup> through greenfield expansions at Panagarh, West Bengal by June 2023. Several initiatives taken by HRJ at the plant level include reduction of administrative costs, use of surplus low-cost natural gas, replacing old inefficient kilns and presses to reduce fuel consumption and increase plant efficiency and many others.

### PRISM RMC

Prism RMC is expected to be a beneficiary of likely demand recovery from Real Estate and Infrastructure segments in the medium-term. It is witnessing good traction in its mega business as Prism RMC won several infrastructure projects that will be executed over the next 2 to 3 years and will contribute to revenue growth.

### Opportunities and Threats

Going ahead, several measures taken by the Government of India together with rise in infrastructure demand, housing & commercial activities are expected to boost the demand for building materials in the near to medium-term.

Prism Johnson's business outlook is affected by prevailing economic conditions in India. Any moderation in demand could affect the Company's business operations and financial performance. The Company faces competition from a number of organised players as well as unorganised players in the building materials space.

## HUMAN RESOURCE



Human resource management is vital to an organisation's success as people form the bedrock of a business. They propel growth while keeping the fundamentals intact. Similarly, at Prism Johnson, its employees/workforce forms the cornerstone of every milestone achieved by the Company. As of March 31, 2022, Prism Johnson had an employee strength of 5,170.

The Company pays special attention to the training and upskilling needs of its employees and maintains the highest standards of health and safety. Prism Johnson's aim is to foster a culture of adaptability, encouraging employees to willingly learn and improve everything they do. Moreover, the Company continues to acquire fresh talent and undertakes various steps to retain the existing ones and provide benefits as per their talent and requirement. Prism Johnson Limited's HR system is designed to empower employees, while enabling innovation within the workplace. The Company has taken several steps to retain its key employees, such as learning & development initiatives to meet their career and growth aspirations, creation of retention schemes for critical roles and employees, providing them with internal growth opportunities based on availability of role.

### Performance Management

The organisation ensures productivity through various measures, one of which is performance management. Enabling a healthy environment is among its top priorities, wherein employees' results are reviewed and appropriately rewarded. Target setting, self-evaluation, managerial appraisal and analysis, and

overall ranking with feedback, form a part of the performance-management process held annually. Based on the process and resultant ratings, employees receive bonuses and increments.

### Saksham

The Company operates a cloud-based HRMS system under the brand name 'Saksham', that encompasses modules relating to employee database management (Employee Central), learning management system (LMS), recruitment and on-boarding as well as performance evaluation.

### Employee Engagement & Communication

The Company uses various communication platforms, such as Open Forums with the CEO and Executive Directors of the three divisions, Employee Connect Sessions with Business Leaders, to encourage open and healthy communication at the workplace. All zonal heads connect with their respective teams to understand their issues and provide solutions, on a monthly basis.

### Health, Safety and Environment Initiatives

At Prism Johnson, health is a key focus area to ensure the continuity of a business. Therefore, the organisational workforce is regularly trained on safety and environmental standards. The 'Tobacco-Free Zone' campaign has been meticulously implemented to ensure that all plants and offices are tobacco-free, and employees live a healthy life.

## INTERNAL CONTROL SYSTEMS



Prism Johnson has a robust Internal Controls framework that is commensurate with the size of its operations, geographical spread and changing risk complexity, which are impacted by varying internal and external factors. Internal control systems comprising policies and procedures are designed to ensure sound management of the Company's operations, safekeeping of its assets, optimal utilisation of resources, reliability of its financial information and compliance.

During the year, such controls were tested and no reportable material weaknesses in the design or operation were noticed. The Company has taken various safety and quality control measures at all its

premises. In addition to the in-house Internal Audit team, the Company has appointed external auditors to monitor the internal control system efficiently.

A Risk-Based Internal Audit (RBIA) programme provides assurance to the Audit Committee regarding the adequacy and effectiveness of internal controls. The Audit Committee of the Board reviews the annual internal audit plan. Significant audit observations from the independent internal auditors are presented quarterly to the Audit Committee along with the status of the management actions and the progress of the implementation of recommended remedial measures.

## RISKS AND MITIGATION



Risk is an integral and unavoidable component of business, and given the challenging and dynamic environment of the Company's operations, it is committed to proactively managing risk and accomplishing its goals. The Company has formulated a risk management policy and has in place a mechanism to update the Board Members about risk assessment. Some of the key business risks identified by the management include risks related to economic environment and market position, cost of production, legal and compliance with applicable laws, environment and sustainability, information technology and talent management. The challenges presented by Covid-19

outbreak, have also been identified and acted upon. The risk horizon includes long-term strategic risks, short to medium-term risks as well as single events. The risks are analysed considering the likelihood and impact as a basis to determine their mitigation plan.

The top enterprise-wide risks for the Company and their mitigation measures are summarised in the subsequent table.



Risk Description	Mitigation Measures
<p><b>Pandemic</b></p> <p>COVID-19, which was declared a pandemic by the World Health Organisation in March 2020, posed a risk to health and safety. It also has had various implications on businesses in terms of slowdown of new business orders, delays in execution of existing business, and supply disruptions.</p>	<p>A task force comprising members from leadership and Risk Management was formed to assess and develop suitable mitigation strategies to address the impact of the pandemic. The Company followed all the lockdown restrictions imposed by the central and state governments as well as local authorities.</p> <p>The COVID-related restrictions were progressively lifted by Government, thereby enabling physical attendance and resuming work from office premises.</p> <p>However, Company has proactively continued measures of ensuring social distancing, wearing of masks and frequent sanitation so as to ensure utmost care of health and hygiene. The Company encouraged and supported all its employees to get fully vaccinated.</p>
<p><b>Energy</b></p> <p>Energy cost remains one of the major cost components for cement manufacturing.</p> <p>Escalation in energy cost, stressed supply and fluctuations remain major concerns.</p>	<p>Optimising energy consumption through process improvements and usage of green fuels.</p> <p>Safeguarding against the risk of energy price inflation by diversifying sources and mix of fuel/energy and negotiating for suitable period of supply contracts. Regular tracking of coal prices on rupees per unit calorie basis, monthly tracking of fuel consumption and having six monthly rolling plan helps the Company schedule procurements in advance and take optimal decisions with respect to choice of fuel and timing of procurement.</p> <p>Increase use of waste-derived alternative fuels (hazardous and non-hazardous).</p> <p>Use of green energy, such as Waste Heat Recovery System (WHRS) and solar power to reduce dependency on grid. It is a low-cost source of energy and is environmental-friendly.</p>
<p><b>Raw Material Risk</b></p> <p>Availability of raw materials at economical cost could impact the overall profitability of the Company.</p>	<p>For its key raw materials, the Company looks at strategic sourcing options, evaluates alternate raw materials and maintains minimum reserve levels to ensure there is no or minimal disruption.</p>



### Commodity Price Risk

Commodity risk is mainly concerned with unanticipated changes in price of various commodities including imported fuel such as coal and pet-coke, which affects the cost of production and impacts the Company's profitability.

Comparative analysis and regular tracking of commodity prices helps the Company ascertain the trend, and hence, take the appropriate decisions.

The impact of fuel price fluctuations on profit margins is mitigated by diversifying fuel mix and sources. The Company has taken initiatives to increase the use of waste derived alternative fuels. The Company's procurement decisions are based on the prevailing price trend and consumption plan.

### Economic Risk

Any moderation in economic activity would adversely affect the Real Estate and Infrastructure sector, thereby impacting demand for Company's products and its financial performance.

The Company devises business strategies keeping in mind the prevalent economic environment and tries to minimise the risks to the extent possible.

### Environment Risk

This covers different spheres of environment, encompassing emissions of air pollutants, consumption of water, generation and discharge of trade effluents, utilisation and storage of hazardous waste, noise generation, utilisation of forest land and wild life areas, among others.

The Company must also comply with the various Environmental Acts and regulations notified by the Ministry of Environment and Forests (MoEF).

The Company has devised a detailed sustainability strategy and execution roadmap to address the rising need for sustainable business practices.

Regular monitoring and complying with the laid down Government norms and regulations; the Company has taken several measures/initiatives that directly help in ensuring good governance processes.

### Cost Risk

The increase in the cost of input materials may impact the Company's profitability.

Prism Johnson has made several efforts, especially in the past few years, to optimise/rationalise costs.

### Credit Risk

Payments from the existing clients can be delayed and could hamper the cash flows for the Company.

Prism Johnson continues to work towards an efficient working capital management with a high focus on debtors (timely collections) and it has a robust credit control policy.

The Company has diversified customer base spread across institutional and retail clients, and tries to mitigate the risk of delays in cash flows to some extent.



### Health and Safety

Ensuring health and safety of employees in the organisation

Necessary steps are taken to ensure 'Zero Harm' and to protect employees, contractors and third parties from injury, illness or fatalities, both on-site and off-site.

Robust implementation of guidelines on 'Operating with and without Covid-19', handling of day-to-day operations and surge requirements (shutdown, maintenance, and more) along with focus on personal behaviour while at work.

### Information Technology & Cyber Security Risk

**Information Technology:** This comprises risks related to Information Technology systems; data integrity and physical assets. Prism Johnson Limited deploys Information Technology systems, including ERP to support its business processes. Risks could primarily arise from the unavailability of systems and/or loss or manipulation of information.

**Cyber Security:** As IT systems get increasingly interconnected and with implementation of various digitalisation initiatives, cyber security has become a key concern for many companies.

Prism Johnson uses SAP ERP to support its core business operations such as sales, logistics, procurement, finance and production. The Company assesses IT risks on a periodic basis and invests in strengthening its IT infrastructure to make it more reliable and resilient.

Prism Johnson has implemented adequate processes and tools for data backup, data security to enforce detective and preventive controls. The Company has taken a risk-based approach to cyber security to ensure effective working practices for protecting the organisation.

### HR Risk

The Company's operations may be hindered due to lack of qualified personnel with necessary skills to compete, innovate, expand and grow.

The Company's workforce is the most-valuable asset in its business. The Company focuses on developing a team of motivated individuals who are committed to working hard and succeeding in their fields. To improve performance, training and team-building activities are done on a regular basis.

## CAUTIONARY STATEMENT

The statements in the Management Discussion and Analysis section describing the Company's objectives, projections, estimates and prediction may be considered as forward-looking statements. All statements that

address expectations or projections about the future, including, but not limited to, statements about the Company's strategy for growth, product development, market positioning, expenditures and financial results, are based on certain assumptions and expectations of future events. The Company cannot guarantee that

**Regulatory**

This risk relates to inadvertently violating the laws covering business conduct.

The country's regulatory framework is ever-evolving and the risk of non-compliance and penalties may increase leading to reputational risks.

A comprehensive risk based compliance programme, involving inclusive training and adherence to the Code of Conduct, is thus institutionalised.

The Company has a robust compliance framework and mechanism for policies, Standard Operating Procedures (SOPs) and advisories in relation to statutory compliances and litigation/potential litigation.

**Digital Advancement**

Digital technologies are changing the way companies operate while creating new opportunities to improve efficiencies, and enhance customer experience and employee involvement.

Adoption of such technologies require top management initiative, employee commitment and cultural transformation.

The Company has formulated a comprehensive digital advancement roadmap across business value chain viz. manufacturing, logistics and supply chain, commercial, CRM, to enhance business efficiency, productivity, and overall success.

these assumptions and expectations are accurate or will be realised. The Company's actual results, performance or achievement may thus differ materially from those projected in such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statement on the

basis of any subsequent developments, information or events.



NOSNICO

JOHNSON  
The Quality of Life is our business

JOHNSON  
JOHNSON

# REPORT ON CORPORATE GOVERNANCE

## COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company's commitment to good corporate governance is based on four pillars – accountability, transparency, independence and fairness. This is achieved by maintaining a simple and transparent corporate structure, which promotes the long-term interests of stakeholders, strengthens Board and management accountability and helps build public trust in the Company. Responsible corporate conduct is integral to the way the business is done. All actions are governed by the Company's values and principles, which are reinforced at all levels within the Company.

The Company and its Board of Directors firmly believe that strong governance is primary to creating value on a sustainable basis. Good corporate governance practices have enabled the Company to have better access to external finance, lower interest rates, improved performance and compliance of laws and regulations.

Corporate governance is a system of varied rules, practices and processes, which is adopted and implemented by the Company on a continuous basis that provides the foundation for the day-to-day operations of the Company. Corporate Governance encompasses every aspect of operations and management including internal controls, risk management and stakeholder services.

## GOVERNANCE CODES

### a. Code of Conduct

The Board of Directors of the Company has laid down two separate Codes of Conduct – one for Directors and the other for senior management & employees. These Codes are hosted on the Company's website <https://www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies>. All Board Members and senior management personnel have affirmed compliance with the Code of Conduct for the year under review. Declaration to this effect signed by the Managing Director is annexed to this report.

### b. Insider Trading Code

In compliance with the SEBI Regulations on prohibition of insider trading, as amended from time to time, the

Company has adopted the following Codes :

- i. Code of Conduct for Prohibition of Insider Trading in Securities of Prism Johnson Limited to regulate, monitor and report trading by Insiders, Designated Persons and their immediate relatives and such other persons to whom this Code is applicable.
- ii. Code for Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information. The Code is uploaded on the website of the Company <https://www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies>.
- iii. Policy and Procedures for Inquiry in case of Leak or Suspected Leak of Unpublished Price Sensitive Information.

The Codes, *inter alia*, prohibit trading in the securities of the Company by Insiders/Designated persons and their immediate relatives while in possession of unpublished price sensitive information in relation to the Company.

## 1. BOARD OF DIRECTORS

### Composition and Attendance

The Board has a good combination of Executive and Non-executive Directors including Independent Directors. It consists of Directors with the appropriate balance of skills, experience, independence and knowledge of the Company which enable it to discharge its responsibilities and provide effective leadership to the business. The Non-executive Directors and Independent Directors on the Board are experienced, competent and renowned persons from the fields of manufacturing, finance, economics, law, etc.

As on March 31, 2022, the total strength of the Board is nine Directors comprising four Executive Directors and five Non-executive Directors, of which three are independent. The Chairman of the Board is a Non-executive Independent Director. During the year ended March 31, 2022, six Board Meetings were held on May 19, 2021, July 29, 2021, August 13, 2021, October 28, 2021, December 10, 2021 and February 1, 2022.

### Attendance at Board Meetings and at the last Annual General Meeting

Name & Designation	Category of Directorship	DIN	Particulars of Attendance	
			Board Meeting	Last AGM
Mr. Shobhan M. Thakore <i>Chairman</i>	Non-executive Independent	00031788	6	Yes
Mr. Rajan B. Raheja	Non-executive Non-independent	00037480	4	No
Mr. Akshay R. Raheja*	Non-executive Non-independent	00288397	N.A.	N. A.
Mr. Vijay Aggarwal <i>Managing Director</i>	Executive Non-independent	00515412	6	Yes
Mr. Vivek K. Agnihotri <i>Executive Director &amp; CEO (Cement)</i>	Executive Non-independent	02986266	6	Yes
Mr. Atul R. Desai <i>Executive Director &amp; CEO (RMC)</i>	Executive Non-independent	01918187	5	Yes
Mr. Sarat Chandak <i>Executive Director &amp; CEO (HRJ)</i>	Executive Non-independent	06406126	6	Yes
Ms. Ameeta A. Parpia	Non-executive Independent	02654277	6	Yes
Dr. Raveendra Chittoor	Non-executive Independent	02115056	6	Yes

\* Appointed w.e.f. March 5, 2022

None of the Directors on the Board :

- (i) is a member on more than ten Audit Committees/Stakeholders Relationship Committees of public limited companies or acts as a chairperson of more than five such Committees across all the public limited companies in which he/she is a director.
- (ii) serves as a director in more than seven listed entities.
- (iii) serves as an independent director in more than seven listed companies.

Mr. Rajan Raheja and Mr. Akshay Raheja, Directors are related to each other. Mr. Akshay Raheja is the son of Mr. Rajan Raheja. Apart from this, there is no *inter-se* relationship among other Directors.

None of the Executive Directors serve as an Independent Director in more than three listed companies and none of the Non-executive Directors has any material pecuniary relationship or transactions with the Company.

### Other Directorships

The following table gives details as on March 31, 2022 of number of Directorships and memberships of Committees held in other Indian public limited companies (excluding Prism Johnson Limited) :

Name & Designation	*Directorship(s)	**Committee(s)	
		Member	Chairman
Mr. Shobhan M. Thakore <i>Chairman</i>	5	3	1
Mr. Rajan B. Raheja	3	1	–
Mr. Akshay R. Raheja	3	1	–
Mr. Vijay Aggarwal <i>Managing Director</i>	2	1	1
Mr. Vivek K. Agnihotri <i>Executive Director &amp; CEO (Cement)</i>	–	–	–
Mr. Atul R. Desai <i>Executive Director &amp; CEO (RMC)</i>	–	–	–
Mr. Sarat Chandak <i>Executive Director &amp; CEO (HRJ)</i>	–	–	–
Ms. Ameeta A. Parpia	5	5	2
Dr. Raveendra Chittoor	–	–	–

\* Excludes directorship in private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013.

\*\* Only Audit Committee and Stakeholders Relationship Committee positions in Indian public limited companies (excluding Prism Johnson Limited) considered.

Details of the other listed entities in which directorship is held :

Name of the Director	Name of the Company	Category
Mr. Shobhan M. Thakore	1. Alkyl Amines Chemicals Limited	Non-executive Independent
	2. Sharda Cropchem Limited	
Mr. Rajan B. Raheja	1. Exide Industries Limited	Non-executive Non-independent
	2. Supreme Petrochem Limited	Non-executive Promoter
Mr. Akshay R. Raheja	1. Hathway Cable and Datacom Limited	Non-executive Non-independent
	2. EIH Associated Hotels Limited	
Mr. Vijay Aggarwal	1. Aptech Limited	Non-executive Independent Chairman
Ms. Ameeta A. Parpia	1. Supreme Petrochem Limited	Non-executive Independent
	2. Hathway Cable and Datacom Limited	
	3. The Supreme Industries Limited	

**Core skills/expertise/competencies identified by the Board of Directors as required in the context of its business(es) for it to function effectively and those actually available with the Board and the Directors**

The Board is responsible for ensuring that it has represented on it the skills, knowledge and experience needed to effectively steer the Company forward. Building the right Board requires an understanding of Director competencies, which involves consideration of the Directors' experience, skills, attributes and capabilities. The Nomination & Remuneration Committee ensures that while appointing Directors, they have the requisite balance of skills, experience, independence, diversity and knowledge as required for the Board. It is important to acknowledge that not all Directors will possess each necessary skill, but the Board as a whole must possess them.

The following Core skills/expertise/competencies have been identified for the effective functioning of the Company and are currently available with the Board :

➤ **Corporate Governance & Expertise :**

- Ability to think strategically
- Analyse key financial statements
- Safeguard the interest of the Company
- Guide on complex legal issues
- Knowledge and practical experience in best practices pertaining to transparency, accountability, corporate governance keeping in view the best interest of all stakeholders
- Broad range of commercial/business experience

➤ **Technical/Industrial Skills :**

- Knowledge of and experience in the building material industry/cement/ready mixed concrete/tile and bath industry/infrastructure industry
- Experience in marketing products and services

➤ **Behavioural Competencies :**

- Includes Integrity, leadership skills, high ethical standards, communication and interpersonal skills, adaptability, decision making abilities, etc.

While all the Board members possess the skills identified, the details of Directors and their area of core skills/expertise/competencies required for the effective functioning of the Board is given below :

**Mr. Shobhan M. Thakore (DIN : 00031788)** (Non-executive Independent) is a B.A. (Politics) and Bachelor of Law from Mumbai University and is the Chairman of the Board. He was a Solicitor of High Court, Bombay and Supreme Court of England and Wales.

He was an advisor to several leading Indian Companies on corporate law matters and securities related legislations. He has acted on behalf of leading investment banks and issuers for Indian IPO offerings and several international equity and equity-linked debt issuances by Indian corporates. Being a solicitor for over 40 years, he instructed leading Indian Counsel before various courts and forums including High Courts around India as well as the Supreme Court of India in various matters involving indirect tax, commercial and corporate law.

Mr. Thakore was appointed on the Board in July 2014. He is a member of the Audit Committee.

**Mr. Rajan B. Raheja (DIN : 00037480)** (Non-executive Non-independent), is an industrialist with a rich and varied experience. He is a Director on the Board of the Company since April 1994. Mr. Raheja is an Honours Graduate from the Mumbai University. He is a member of the Nomination & Remuneration Committee.

**Mr. Akshay R. Raheja (DIN : 00288397)** (Non-executive Non-independent), has a broad range of commercial/business experience in areas including real estate, cable television and

broadband services, hospitality, retailing and general insurance. He is a Commerce Graduate from University of Mumbai and MBA from Columbia Business School, N.Y., USA. Mr. Akshay Raheja was appointed on the Board in March 2022.

**Mr. Vijay Aggarwal (DIN : 00515412)** (Executive Non-independent), graduated from IIT Delhi with a B. Tech in Electrical Engineering and completed PGDM from IIM, Ahmedabad, where he was conferred the Gold Medal for being the first ranker and K. V. Srinivas Gold Medal for being the best all-rounder. He started his career with SBI Capital Markets Limited and has several years of experience in the manufacturing industry.

Mr. Aggarwal was appointed as Managing Director on the Board since March 2010 and has earlier been a Director on the Board of the Company as an alternate to Mr. Satish B. Raheja. He was the Managing Director and CEO of the erstwhile H. & R. Johnson (India) Limited since 1998, before it was amalgamated with the Company. He is a member of the Stakeholders Relationship Committee and Chairman of the Risk Management Committee, Corporate Social Responsibility Committee and Securities Allotment & Transfer Committee.

**Mr. Vivek K. Agnihotri (DIN : 02986266)** (Executive Non-independent), has an extensive experience in the cement industry of over 34 years in areas such as sales, marketing and commercial services, corporate strategy, business risk management, M&A, CSR, land, environment, sustainability, etc. Mr. Agnihotri has done B.A. – Economics (Hons) and MBA – Marketing from University of Delhi. Mr. Agnihotri joined the Board in August 2015 and is a member of the Risk Management Committee, Corporate Social Responsibility Committee and Securities Allotment & Transfer Committee.

**Mr. Atul R. Desai (DIN : 01918187)** (Executive Non-independent) has a rich experience of 33 years in the areas of marketing, logistics and sales operations, product management, marketing, customer service, customer retention, and customer research. Mr. Desai has done B.E. (Chemical) from Gujarat University and MBA (Marketing) from South Gujarat University. He has also undergone a Senior Executive Programme at London Business School and

Senior Leadership Programme at IMD Luccane – Switzerland. Mr. Desai joined the Board in August 2016 and is a member of the Risk Management Committee, Corporate Social Responsibility Committee and Securities Allotment & Transfer Committee.

**Mr. Sarat Kumar Chandak (DIN : 06406126)** (Executive Non-independent), B.Sc. (Hons), Sambalpur University, Post Graduate Diploma in Systems Management, NIIT – Nagpur and MBA (Marketing) from Pune University, has a good and varied experience of over 27 years, with in-depth business insight and knowledge of the building materials industry, especially the tiles industry. Mr. Chandak was appointed as Executive Director & CEO (HRJ) since March 2019. He joined the Company in November 2018 and was designated Chief Executive Officer (HRJ) – Designate. He is a member of the Risk Management Committee, Corporate Social Responsibility Committee and Securities Allotment & Transfer Committee.

**Ms. Ameeta A. Parpia (DIN : 02654277)** (Non-executive Independent) is B.A., LL.B, Advocate & Solicitor and a partner of M/s. A. H. Parpia & Company. She has been in practice since last 33 years and is on the Boards of companies operating in diverse industries. Ms. Parpia joined the Board in May 2010 and was appointed as an Independent Director in July 2014. She is the Chairperson of the Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee and a member of the Risk Management Committee and Corporate Social Responsibility Committee.

**Dr. Raveendra Chittoor (DIN : 02115056)** (Non-executive Independent) is an associate professor of strategy and international business at the Gustavson School of Business in University of Victoria, Canada. Dr. Chittoor is a post graduate in management from the Indian Institute of Management, Ahmedabad and is a Fellow in Management (equivalent to a PhD) from the Indian Institute of Management, Calcutta. He has more than 17 years of industry experience primarily in the areas of corporate finance and investment management in senior management roles.

Dr. Chittoor joined the Board in July 2017 and is a member of the Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee.



Name	Shobhan Thakore	Rajan Raheja	Akshay Raheja	Vijay Aggarwal	Vivek Agnihotri	Atul Desai	Sarat Chandak	Ameeta Parpia	Raveendra Chittoor
<b>Core skills/Expertise/Competencies :</b>									
<b>Corporate Governance &amp; Expertise</b>									
Ability to think strategically	✓	✓	✓	✓	✓	✓	✓	✓	✓
Analyse key financial statements	✓	✓	✓	✓	✓	✓	✓	✓	✓
Safeguard the interest of the Company	✓	✓	✓	✓	✓	✓	✓	✓	✓
Guide on complex legal issues	✓							✓	
Knowledge and practical experience in best practices pertaining to transparency, accountability, corporate governance keeping in view the best interest of all stakeholders	✓	✓	✓	✓	✓	✓	✓	✓	✓
Broad range of commercial/business experience.	✓	✓	✓	✓	✓	✓	✓	✓	✓
<b>Technical/Industrial Skills – Knowledge of and experience in the building material industry/cement/ready mixed concrete/tile and bath industry/infrastructure industry, experience in marketing products and services.</b>		✓	✓	✓	✓	✓	✓		
<b>Behavioral Competencies – includes Integrity, leadership skills, high ethical standards, communication and interpersonal skills, adaptability, decision making abilities, etc.</b>	✓	✓	✓	✓	✓	✓	✓	✓	✓

### Board Meetings

The Board meets at regular intervals to review, *inter alia*, the financial performance of the Company and on other matters requiring its decisions and directions. The tentative yearly calendar of the meetings is finalised before the beginning of the year. Additional meetings are held as and when necessary. The Chairperson of various Board Committees brief the Board on all the important matters discussed and decided at their respective Committee meetings, which are generally held prior to the Board meetings.

The Board has full access to any information about the Company. The agenda for the Board and its Committee meetings includes detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision and in exceptional cases, additional items of agenda are tabled at the meeting. However, in case of special and urgent business needs, the Board/Committee approval is taken by passing resolutions by circulation, as permitted by law, which is noted and confirmed at the subsequent Board/Committee meeting.

The Company has developed an in-house application for transmitting Board/Committee agenda and supporting documents. The Directors of the Company receive the agenda and supporting documents in electronic form through this application. The application meets requisite standards of security and integrity that is required for storage and transmission of Board/Committee agenda and supporting documents in electronic form.

With the need for digital transformation and recommended safety measures in view of the continued Covid-19 situation, the Board and its Committees held meetings virtually during the financial year 2021-22.

The Independent Directors take active part at the Board and Committee meetings by providing valuable guidance to the Management on various aspects of the business, policy matters, governance, compliance, etc., and strategic issues which aid in the decision making process of the Board.

The Board periodically reviews matters such as strategy and business plans, annual operating and capital expenditure budgets, adoption of quarterly/half-yearly/annual financial results, investors' grievances, borrowings and investments, issue of securities, compliance certificates, minutes of meetings of the Committees of the Board and the subsidiary companies including agenda suggested in Schedule II to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('SEBI LODR') and to the extent applicable. A detailed operations report is also presented at quarterly Board Meetings.

The Chief Financial Officer is invited to attend all the Board Meetings.

### **Independent Directors**

- **Familiarisation**

The Company has formulated a policy to familiarise the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes. Upon appointment, Directors receive a letter of appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments.

Presentations are regularly made to the Board Members covering, *inter alia*, business environmental scan, the business strategies, operations review, quarterly/half-yearly/annual financial results, budgets, review of internal audit reports, statutory compliances, risk management, operations of subsidiaries and joint ventures, etc. In addition, the Independent Directors

are also taken through various business and functional sessions in the Board meetings to discuss strategy.

The details of familiarisation programme for Independent Directors have been disclosed on the website of the Company <https://www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies>.

- **Meeting**

During the year under review, a meeting of the Independent Directors of the Company was held on January 27, 2022 to discuss, *inter alia*, the evaluation of the performance of Non-independent Directors and the Board as a whole, evaluation of the performance of the Chairman of the Company, taking into account the views of Executive and Non-executive Directors and evaluation of the quality, quantity and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform their duties. The Directors expressed their satisfaction with the evaluation process and the performance was found to be satisfactory.

The meeting was attended by all the Independent Directors.

- **Confirmation of Independence**

Based on the declarations received from all the Independent Directors and also in the opinion of the Board, the Independent Directors fulfil the conditions specified in the SEBI LODR and the Companies Act, 2013 ('the Act') and are independent of the management.

All Independent Directors have completed the registration with the Independent Director's Databank. Requisite disclosures have been received from the Directors in this regard.

## **2. BOARD COMMITTEES**

The Board has constituted Committees to deal with specific areas and functions which concern the Company and require closer review. The constitution of the Committees, fixing of terms of reference, appointment of members, etc., are determined by the Board. Recommendations of these Committees are submitted to the Board for approval. These Committees meet from time to time and the minutes of their meetings are periodically placed for the review of the Board.

Apart from the Board members, the Chief Financial Officer is invited to attend the Committee Meetings. Other senior management executives and advisors/consultants are called as and when necessary, to provide additional inputs for the items being discussed by the Committee(s).

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

The Board currently has the following Committees :

#### A. Audit Committee

The Audit Committee of the Company is constituted pursuant to the provisions of the Act and the SEBI LODR. As on March 31, 2022, the Audit Committee comprised of three Non-executive Independent Directors, viz. Ms. Ameeta A. Parpia – Chairperson, Mr. Shobhan M. Thakore and Dr. Raveendra Chittoor. All the members have the requisite qualification for appointment on the Committee and possess sound knowledge of finance, accounting practices and internal controls.

The Audit Committee has met eight times during the year ended March 31, 2022, on May 18, 2021, May 19, 2021, July 28, 2021, July 29, 2021, October 27, 2021, October 28, 2021, January 31, 2022 and February 1, 2022. The details of attendance of the Committee Members are as follows :

Name of Member	Category	No. of Meetings
Ms. Ameeta A. Parpia	Non-executive Independent	8
Mr. Shobhan M. Thakore	Non-executive Independent	8
Dr. Raveendra Chittoor	Non-executive Independent	8

The terms of reference of the Audit Committee cover the matters specified in Section 177 of the Act to, *inter alia*, include :

- The recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
- Review and monitor the auditor's independence and performance and effectiveness of audit process.
- Examination of the financial statements and the auditors' report thereon.
- Approval or any subsequent modification of transactions of the Company with related parties.
- Evaluation of internal financial controls and risk management systems.
- Scrutiny of inter-corporate loans and investments.
- Valuation of undertakings or assets of the Company, wherever it is necessary.
- Monitoring the end use of funds raised through public offers and related matters.

The terms of reference and powers of the Committee

are also in accordance with the requirements of the SEBI LODR and, *inter alia*, include :

- 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.
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
- Approval of payment to auditors for any other services rendered by them.
- Review of the internal control systems with the management, internal auditors and auditors.
- Review with the management the annual financial statements before submission to the Board for approval, with special emphasis on accounting policies and practices, disclosure of related party transactions, qualifications in the draft audit report, if any, compliance and other legal requirements concerning financial statements.
- Review with the management, the quarterly financial statements before submission to the Board for approval.
- Review the adequacy of internal audit function, significant internal audit findings and follow-ups thereon.
- Review Management Discussion and Analysis.
- Review the functioning of the Whistle Blower mechanism.
- Review and discuss with the Management the internal financial controls and risk management systems.
- Review transactions with related parties and grant omnibus approval for transactions which are in the normal course of business and on an arm's length basis and to review and approve such transactions subject to the approval of the Board, wherever necessary.
- Approval of appointment of CFO after assessing the qualifications, experience and background, etc., of the candidate.
- Review financial statements and investment of unlisted subsidiary companies.
- 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.

- Any other terms of reference as may be included from time to time.

The Committee also reviews the compliance of the provisions of the SEBI Prohibition of Insider Trading Regulations 2015, as amended from time to time on a quarterly basis.

The Committee has, during the year ended March 31, 2022, reviewed each area as laid down in the terms of reference stipulated by the Board and the applicable regulations.

The Internal Audit plan and scope is reviewed and approved at the beginning of every year. The focus of Internal Audit is oriented towards the review of internal controls and risks in the Company's operations and covers factories, sales offices, warehouses and centrally controlled businesses and functions. The Audit Committee is presented with a summary of significant audit observation and follow-up actions thereon every quarter.

The representative of the Auditors is invited to all the Audit Committee Meetings which have been attended by them. The representatives of the Internal Auditors are invited for the Audit Committee Meetings at which their reports are placed. All the Audit Committee Meetings are generally attended by Senior Management Executives of the Company.

## B. Nomination & Remuneration Committee

As on March 31, 2022, the Nomination & Remuneration Committee ('NRC') comprises three Non-executive members of the Board viz. Ms. Ameeta A. Parpia, Independent Director as Chairperson, Mr. Rajan B. Raheja, Director and Dr. Raveendra Chittoor, Independent Director.

The role of the NRC includes, *inter alia*, the following :

- Identifying persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down and recommend to the Board their appointment and removal.
- For every appointment of an independent director, the NRC shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director.

The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may :

- use the services of an external agencies, if required;
  - consider candidates from a wide range of backgrounds, having due regard to diversity; and
  - consider the time commitments of the candidates.
- Formulate and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other Employees ensuring that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully, relationship of remuneration to performance is clear and meets appropriate performance benchmarks and that remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.
  - Formulate the criteria for evaluating the performance of the Independent Directors and the Board of Directors.
  - Formulate the criteria for determining qualifications, positive attributes and independence of a Director.
  - Recommend to the Board all remuneration, in whatever form, payable to Senior Management.

During the year ended March 31, 2022, two meetings of the NRC were held on May 19, 2021 and February 1, 2022. The details of attendance of the Committee Members are as follows :

Name of Member	Category	No. of Meetings
Ms. Ameeta A. Parpia	Non-executive Independent	2
Mr. Rajan Raheja	Non-executive Non-Independent	—
Dr. Raveendra Chittoor	Non-executive Independent	2

## Evaluation

In accordance with the provisions of the Act, the SEBI LODR and the Policy framed by the Board for Performance Evaluation, the Board has carried out the annual evaluation of its own performance, the peer evaluation of the Directors as well as the evaluation of the working of its Committees. The performance evaluation of the Independent Directors was

carried out by the entire Board with regard to performance and fulfilment of the independence criteria as specified in the regulations and their independence from the management. The performance evaluation of the Chairman, the Non-independent Directors and the Board as a whole was carried out by the Independent Directors.

The Board formally assesses its own performance with the aim to improve the effectiveness of the Board and its Committees. The exercise was led by the Chairman of the Company and the Chairperson of the Nomination & Remuneration Committee of the Company.

The structured questionnaires as formulated by the NRC and prepared in line with the SEBI Guidance Note on Board Evaluation covering various aspects such as structure, attendance at the meetings, participation and contribution, functions, knowledge and competency, initiative, commitment, team work, discussions at the Board/Committee Meetings, understanding of the business of the Company, strategy and quality of decision making, etc. were used for the said purpose.

As an outcome, it was noted that the Board functions as a cohesive body which is well engaged with different perspectives and experiences. The Directors expressed their satisfaction with the performance and the evaluation process.

### Remuneration Policy

The purpose of the Remuneration Policy of the Company for members of the Board of Directors, Key Managerial Personnel, Senior Management and other Employees is to focus on enhancing the value, to retain and motivate Employees and Directors for achieving the objectives of the Company and to place the Company in a leadership position.

The Policy is guided by a reward framework and set of principles and objectives as more fully and particularly envisaged under Section 178 of the Act and criteria pertaining to qualifications, positive attributes, integrity and independence of Directors, etc.

#### a. Criteria of making payments to Non-executive Directors

The Non-executive Directors ('NEDs') shall be entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board/Committee/General Body meetings and commission as under :

- (i) The NEDs are paid sitting fees for attending the Board and Audit Committee meetings as may be approved by the Board of Directors within the overall limits prescribed under the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. NEDs are currently paid sitting fees of ₹ 50,000/- for attending

every meeting of the Board and ₹ 40,000/- for attending every meeting of the Audit Committee.

- (ii) Apart from this, NEDs are entitled to be paid profit related commission within the limits stipulated under Section 197 of the Act and as approved by the shareholders. The distribution of commission amongst the NEDs shall be approved by the NRC/Board.
- (iii) The details of sitting fees paid and commission provided for NEDs for the year ended March 31, 2022 are as under :

₹ Crores

Name of Director	Sitting Fees	Commission	Total
Ms. Ameeta A. Parpia	0.06	0.20	0.26
Mr. Rajan B. Raheja	0.02	–	0.02
Mr. Shobhan M. Thakore	0.06	0.25	0.31
Dr. Raveendra Chittoor	0.06	0.15	0.21

- Sitting fees paid for Board and Audit Committee Meetings.
- The Commission for the financial year ended March 31, 2022 will be paid to Independent Directors, subject to deduction of tax, after adoption of financial statements by the Members at the AGM to be held on June 29, 2022.

#### b. Executive Directors

- The term of office and remuneration of Managing Director and Executive Director & CEOs are subject to the approval of the NRC/Board of Directors and shareholders and the limits laid down under the Act and Schedule V thereto, from time to time.
- The remuneration for the Managing Director and Executive Director & CEOs is designed to remunerate them fairly and responsibly. The remuneration comprises of salary, perquisites and performance based incentive, wherever applicable, apart from retirement benefits such as provident fund, annuity funds, gratuity, ex-gratia, leave encashment, etc., as per rules of the Company and as may be mutually agreed to by the Managing Director/Executive Director & CEO(s) and the NRC/Board.
- While considering the appointment and remuneration of the Managing Director and Executive Director & CEOs, the NRC considers the industry benchmarks, merit and seniority of the person. The NRC also aims to motivate personnel to

deliver Company's key business strategies, create a strong performance-oriented environment and reward achievement of meaningful targets over the short and long term.

- The tenure of the Managing Director and Executive Director & CEOs is for three years and can be terminated by either party by giving six months' notice in writing.
- The Company does not pay any sitting fees, severance fee and no stock option is granted to the Managing Director/Executive Director & CEOs.

**Details of the remuneration for the year ended March 31, 2022 are as under :**

₹ Crores			
Name	Designation	Remuneration	Date of Appointment/ Re-appointment
Mr. Vijay Aggarwal	Managing Director	12.64	March 3, 2022
Mr. Vivek K. Agnihotri	Executive Director & CEO (Cement)	3.41	August 17, 2021
Mr. Atul R. Desai	Executive Director & CEO (RMC)	3.27	August 29, 2019
Mr. Sarat Chandak	Executive Director & CEO (HRJ)	3.98	March 3, 2022

Remuneration includes salary, allowances, perquisites, contribution to provident and annuity funds, gratuity, ex-gratia and leave encashment on actual payment, etc.: ₹ 21.45 Crores and performance incentive to be paid in FY 2022-23 : ₹ 1.85 Crores.

### c. Senior Management Employees

The Company while deciding the remuneration of the Senior Management employees takes into consideration, *inter alia*, the merit and seniority of the person, employment scenario and industry benchmarks.

The remuneration of the Senior Management employees is based on :

1. A fixed base salary – set at a level aimed at attracting and retaining executives with professional and personal competence, showing good performance towards achieving Company goals.
2. Perquisites – in the form of house rent allowance/ accommodation, reimbursement of medical expenses, insurance, conveyance, telephone, leave travel, etc., as may be mutually agreed and applicable as per Company rules.

3. Retirement benefits – contribution to provident fund, superannuation, annuity funds, gratuity, etc., as may be applicable as per Company rules.
4. Motivation/Reward – a performance appraisal is carried out annually and promotions/increments/rewards are decided based on the appraisal and recommendation of the Managing Director/ concerned Executive Director & CEO, wherever applicable, as per Company rules.

### d. Other employees

The remuneration of other employees is fixed from time to time as per the guiding principles outlined above and considering industry standards and cost of living. In addition to basic salary they are also provided perquisites and retirement benefits as per schemes of the Company and statutory requirements, where applicable. Policy of motivation/reward is applicable to this category of employees as in the case of those in the senior management cadre.

### e. Details of shares of the Company held by the Directors as on March 31, 2022 are as under :

Name	No. of shares
Mr. Rajan B. Raheja	5,14,06,327
Mr. Akshay R. Raheja	55,76,784
Ms. Ameeta A. Parpia	1,53,950

None of the other Directors hold any shares in the Company. None of the Directors hold any convertible instruments in the Company.

### C. Stakeholders Relationship Committee

As on March 31, 2022, the Stakeholders Relationship Committee comprises Ms. Ameeta A. Parpia, Independent Director as the Chairperson, Mr. Vijay Aggarwal, Managing Director and Dr. Raveendra Chittoor, Independent Director, as members of the Committee. The terms of reference, *inter alia*, include :

- a. Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates/letter of confirmation, general meetings, etc.
- b. Review of measures taken for effective exercise of voting rights by shareholders.
- c. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Transfer Agent.

- d. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

The Committee has met once during the year ended March 31, 2022 on October 27, 2021 and the meeting was attended by all the Committee Members.

The Board has designated Ms. Aneeta S. Kulkarni, Company Secretary, as Compliance Officer. During the year ended March 31, 2022, one complaint was received from a shareholder, which was resolved satisfactorily. As on March 31, 2022, there were no pending investor complaints.

#### D. Securities Allotment & Transfer Committee

The Company's securities are traded in the dematerialised form on the Stock Exchanges. The Committee is responsible, *inter alia*, for issue and allotment of securities, issue of duplicate/split/consolidated certificates, letter of confirmation, transmissions and related applications received from investors. As on March 31, 2022, the Committee comprises Mr. Vijay Aggarwal – Chairman, Mr. Vivek K. Agnihotri, Mr. Atul R. Desai and Mr. Sarat Chandak.

The Committee has met once during the year under review on March 23, 2022. The meeting was attended by all the Committee Members.

Officers of the Company have been authorised to review all other matters connected with the Company's securities.

#### E. Corporate Social Responsibility Committee

The Board of Directors has constituted a Corporate Social Responsibility ('CSR') Committee with the following objectives :

- (i) To formulate and recommend a CSR policy to the Board and the amount of expenditure to be incurred on CSR activities.
- (ii) To monitor the implementation of the CSR policy of the Company from time to time.
- (iii) To institute a transparent monitoring mechanism for implementation of the CSR projects or programmes or activities undertaken by the Company.
- (iv) To formulate and recommend to the Board, an Annual Action Plan in pursuance of its CSR policy.

During the year ended March 31, 2022, two meetings of the CSR Committee were held on May 18, 2021 and January 31, 2022. As on March 31, 2022, the composition

of the CSR Committee and the details of attendance at the meetings are as under :

Name of Member	Designation	No. of meetings
Mr. Vijay Aggarwal	Chairman	2
Ms. Ameeta A. Parpia	Member & Independent Director	2
Mr. Vivek K. Agnihotri	Member	2
Mr. Atul R. Desai	Member	2
Mr. Sarat Chandak	Member	2

#### F. Risk Management Committee

Risk management is integral to the Company and is controlled through awareness, training, discipline, commitment and prudent risk management strategies. The risk management framework is designed to assess, measure and control risks, including procedures for mitigating concerns, monitoring compliance with standards and reporting results to the appropriate operations and management groups.

The Board of Directors has constituted a Risk Management Committee with the following broad objectives :

- Assess and provide oversight to the management relating to the identification and evaluation of major strategic, operational, regulatory, information, cyber security and external risks inherent in the business of the Company and the control processes with respect to such risks.
- Overseeing the risk management, compliance and control activities of the Company, including without limitation, the development and execution by management of strategies to mitigate risks.
- Overseeing the integrity of the Company's systems of operational controls regarding legal and regulatory compliance.
- Overseeing compliance with legal and regulatory requirements, including, without limitation, with respect to the conduct of the Company's business.
- Obtaining assurance from the Management that all known and expected risks are identified and mitigation steps are taken.

The terms of reference, *inter alia*, include :

- (i) To formulate a detailed Risk Management Policy which shall include :
  - (a) A framework for identification of internal and external risks specifically faced by the Company, in particular including financial,

operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.

- (b) Measures for risk mitigation including systems and processes for internal control of identified risks.
- (c) Business continuity plan.
- (ii) To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company.
- (iii) To review, and, as applicable, approve the Company's risk appetite and key risk policies on the establishment of risk limits, as well as the guidelines, policies and processes for monitoring and mitigating such risks.
- (iv) To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems.
- (v) To periodically review the risk management policy, including by considering the changing industry dynamics and evolving complexity.
- (vi) To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken.
- (vii) The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.
- (viii) Form and delegate to one or more sub-committees all or any portion of the Committee's authority, duties and responsibilities, and may establish such rules as it determines necessary or appropriate to conduct the Committee's business.
- (ix) Have powers to seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary.
- (x) Have such other authority, duties and responsibilities as may be delegated to the Committee by the Board.

The Internal Management Assurance team of the Company provides independent assurance on the efficacy of risk management in terms of :

- Review of the process for identifying/prioritising various risks.

- Extent of implementation of mitigation strategies and their efficacy.
- Review the accuracy of self-assessments on risk mitigation.
- Review of Internal Financial Controls.
- Report on such matters as may be specifically directed by the Risk Management/Audit Committee.

The Company has a detailed document on Business Continuity. This is in line with the business requirements of the three business divisions ensuring preparedness for any unforeseen breakdown and/or contingencies, which may impact the regular working of any business division.

During the year ended March 31, 2022, four meetings of the Risk Management Committee were held on May 18, 2021, July 28, 2021, October 27, 2021 and January 31, 2022. The composition of the Risk Management Committee as at March 31, 2022 and the details of attendance at the meetings of the Committee are as under :

Name of Member	Designation	No. of Meetings
Mr. Vijay Aggarwal	Chairman	4
Ms. Ameeta A. Parpia	Member & Independent Director	4
Mr. Vivek K. Agnihotri	Member	4
Mr. Atul R. Desai	Member	4
Mr. Sarat Chandak	Member	4
Mr. Manish Bhatia	Member	4
Ms. Aneeta S. Kulkarni	Member	4

### 3. WHISTLE BLOWER POLICY

The Company is committed to conducting its business in accordance with applicable laws, rules and regulations and the highest standards of business ethics, honesty, integrity and ethical conduct. Accordingly, the Board has established a vigil mechanism by adopting a 'Whistle Blower Policy' for stakeholders including Employees and Directors and their representatives to freely communicate their concerns about illegal or unethical practices.

The Whistle Blower Policy provides a mechanism for stakeholders including Employees and Directors and their representatives to approach the Corporate Governance Cell/Chairman of the Company/Chairperson of the Audit Committee of the Company. The Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern. The Policy is hosted on the website of the Company <https://www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies>.



#### 4. PREVENTION OF SEXUAL HARASSMENT

The Company has framed a policy on Prevention of Sexual Harassment of Women at workplace. As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Rules made thereunder, the Company has constituted an Internal Committee to inquire into complaints of sexual harassment and recommend appropriate action.

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 for the year ended March 31, 2022 are as under :

a.	Number of complaints pending at the beginning of the financial year	1
b.	Number of complaints filed during the financial year	1
c.	Number of complaints disposed of during the financial year	1
d.	Number of complaints pending as on end of the financial year (Complaint filed in March 2022 and under investigation)	1

#### 5. SUBSIDIARY COMPANY

All subsidiary companies are Board managed with their Boards exercising the duties and powers to manage such companies in the best interest of their stakeholders. The Company has formulated a policy for determining 'material' subsidiaries and the same is disclosed on the website of the Company <https://www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies>. As on March 31, 2022, Raheja QBE General Insurance Company Limited ('RQBE'), is an unlisted material subsidiary pursuant to the terms of the SEBI LODR.

Ms. Ameeta A. Parpia and Mr. Shobhan M. Thakore, Independent Directors of the Company, are appointed as Independent Directors on the Board of RQBE.

The operations and performance of the subsidiary companies are reviewed on a quarterly basis as under :

- (i) The minutes of the meetings of the Board of Directors of all subsidiary companies are placed before the Board of Directors of the Company and the attention of the Directors is drawn to all significant transactions and arrangements entered into by the unlisted subsidiary companies.
- (ii) The Audit Committee of the Company reviews the financial statements, in particular, the investments made by the subsidiary companies.

#### 6. RELATED PARTY TRANSACTIONS

The Board has approved a policy on materiality of related party transactions and dealing with related party transactions which has been uploaded on the Company's website <https://www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies>.

The Company's major related party transactions are generally with its subsidiaries, joint ventures and associates to further the Company's business interest.

Attention of the members is drawn to the details of transactions mentioned in the Annexure 'B' forming part of the Directors' Report.

All other transactions entered into with related parties, as defined under the Act and the SEBI LODR, during the financial year were in the ordinary course of business and on an arm's length basis and do not attract the provisions of Section 188 of the Act. There were no materially significant transactions with related parties during the year ended March 31, 2022 which were in conflict with the interests of the Company. Details of related party transactions are given in Note No. 4.09 of the Standalone Financial Statements forming part of this Annual Report.

#### 7. DISCLOSURES

- a) There are no penalties or strictures imposed on the Company by the Stock Exchanges or SEBI or any statutory authority on any matters related to capital markets during the last three years.
- b) The Board of Directors has established a vigil mechanism by adopting a Whistle BLOWER Policy for the Company which is available on the Company's website. No personnel had been denied access to the Audit Committee.
- c) The Company has complied with the disclosures of corporate governance requirements specified in Regulations 17 to 27 and Clauses (b) to (i) and (t) of sub-Regulation (2) of Regulation 46 of the SEBI LODR.
- d)
  - (i) **Mandatory Requirements**  
The Company has complied with all the mandatory requirements of the SEBI LODR.
  - (ii) **Discretionary Requirements**
    - Non-executive Chairman's Office : The Chairman's office is maintained by himself.
    - As the quarterly and half-yearly financial performance along with significant events are published in the newspapers and are also posted on the Company's website

and the websites of BSE and NSE, the same are not being sent separately to the shareholders.

- The annual financial statements of the Company are unmodified.
- The Internal Auditors have access to the Audit Committee.

e) The Company has followed all relevant Accounting Standards prescribed under the Act and Rules thereunder and the guidelines issued by Securities Exchange Board of India while preparing Financial Statements.

## 8. CEO/CFO CERTIFICATION

Pursuant to provisions of Regulation 17(8) of the SEBI LODR, the Managing Director and the Chief Financial Officer of the Company have certified to the Board regarding their review on the Financial Statements, Cash Flow Statements and other matters related to internal controls for the year ended March 31, 2022.

## 9. GENERAL BODY MEETINGS

(i) Location and time where last three Annual General Meetings were held :

Date of Meeting	Time of Meeting	Venue
July 30, 2021	10.30 a.m.	Through Video Conferencing at the deemed venue at the Registered Office at 305, Laxmi Niwas Apartments, Ameerpet, Hyderabad - 500 016
August 14, 2020	10.30 a.m.	
July 31, 2019	10.00 a.m.	National Institute for Micro, Small and Medium Enterprises (ni-msme), Auditorium Hall, 2nd Floor, Training Block, Yousufguda, Hyderabad - 500 045, Telangana.

(ii) Six special resolutions were passed at the Annual General Meeting held on July 31, 2019, two special resolutions were passed at the Annual General Meeting held on August 14, 2020 and two special resolutions were passed at the Annual General Meeting held on July 30, 2021.

(iii) Two special resolutions are proposed to be passed at the ensuing Annual General Meeting with regard to :

- Re-appointment of Dr. Raveendra Chittoor as Independent Director.

- Issue of Non-convertible Debentures on private placement basis.

(iv) The details of resolutions passed using Postal Ballot during the year ended March 31, 2022 with regard to approval by the shareholders of the Company are as under :

### Special Resolutions :

#### Re-appointment of Mr. Vijay Aggarwal as Managing Director and Mr. Sarat Chandak as Executive Director & CEO (HRJ) for a period of three years effective from March 3, 2022

Ms. Savita Jyoti, Practising Company Secretary, Hyderabad was appointed as Scrutiniser for conducting the entire Postal Ballot process in a fair and transparent manner.

The Company had completed the despatch of the Postal Ballot Notice dated February 1, 2022 together with the Explanatory Statement on February 17, 2022, to all the shareholders whose name(s) appeared on the Register of Members/list of beneficiaries as on February 11, 2022.

The voting under the Postal Ballot was kept open from February 20, 2022 to March 21, 2022 through electronic mode only.

The result of the Postal Ballot declared on March 22, 2022 was as under :

#### Resolution No. 1 - Appointment of Mr. Vijay Aggarwal as Managing Director :

Total no. of valid votes	42,63,17,620
Total no. of votes assenting the resolution	41,07,01,276
% of votes cast in favour	96.34
Total no. of votes dissenting the resolution	1,56,16,344
% of votes cast against	3.66

#### Resolution No. 2 - Appointment of Mr. Sarat Chandak as Executive Director & CEO (HRJ) :

Total no. of valid votes	42,63,17,619
Total no. of votes assenting the resolution	41,08,27,762
% of votes cast in favour	96.37
Total no. of votes dissenting the resolution	1,54,89,857
% of votes cast against	3.63

### Ordinary Resolution :

#### Appointment of Mr. Akshay Raheja as Non-executive Director effective from March 5, 2022

Ms. Savita Jyoti, Practising Company Secretary, Hyderabad was appointed as Scrutiniser for

conducting the entire Postal Ballot process in a fair and transparent manner.

The Company had completed the despatch of the Postal Ballot Notice dated March 3, 2022 together with the Explanatory Statement on March 9, 2022, to all the shareholders whose name(s) appeared on the Register of Members/list of beneficiaries as on March 4, 2022.

The voting under the Postal Ballot was kept open from March 10, 2022 to April 8, 2022 through electronic mode only.

The result of the Postal Ballot declared on April 9, 2022 was as under :

<b>Resolution No. 1 - Appointment of Akshay Raheja as Non-executive Director</b>	
Total no. of valid votes	42,54,32,963
Total no. of votes assenting the resolution	42,41,54,084
% of votes cast in favour	99.70
Total no. of votes dissenting the resolution	12,78,879
% of votes cast against	0.30

- (v) No special resolutions have been proposed to be passed through postal ballot at the AGM to be held on June 29, 2022.

## 10. MEANS OF COMMUNICATION

- The quarterly/half-yearly/annual financial results, shareholding pattern, quarterly compliances and all other corporate communication are filed electronically on BSE and NSE on-line portals, where the Company's securities are listed.
- The results are thereafter given to various news agencies/analysts and published in Business Standard (English) and Nava Telangana (Telugu) and are displayed on the Company's website <https://www.prismjohnson.in/investors/financials>.
- The Company also informs, by way of intimation to BSE and NSE, all price sensitive matters or such other matters, which in its opinion are material and of relevance to the investors.
- A separate dedicated section under 'Investors' on the Company's website gives information on unclaimed dividends, financial results, annual reports, quarterly compliance reports, communications with the Stock Exchanges, investor presentations and updates and other relevant information of interest to the

investors/public and as mandated by the SEBI LODR and the Act.

- The presentations made to institutional investors/analysts, if any, are also available on the Company's website and are submitted to BSE and NSE.

**11. MANAGEMENT DISCUSSION AND ANALYSIS** is a part of the Annual Report and is annexed separately.

## 12. GENERAL SHAREHOLDER INFORMATION

### A. Annual General Meeting

**Date and Time :** June 29, 2022 at 10.30 a.m.

**Venue :** The Meeting will be held through Video Conference/Other Audio Visual Means and the deemed venue of the AGM shall be the Registered Office at 305, Laxmi Niwas Apartments, Ameerpet, Hyderabad - 500 016.

### B. Financial Year

The Company follows April 1 to March 31 as its financial year. The financial results for every quarter beginning from April are declared as per the SEBI (LODR).

### C. Listing on Stock Exchanges

- (i) The Company's equity shares are listed on the following Stock Exchanges :

<b>Name &amp; Address of Stock Exchange</b>	<b>Stock Code/ Symbol</b>
BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.	500338
National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051.	PRSMJOHNSN

- (ii) The listing fees for the year 2022-23 have been paid to the aforesaid Stock Exchanges.
- (iii) The Non-convertible Debentures issued on private placement basis by the Company are listed on BSE Limited.
- (iv) The Company has not issued any Global Depository Receipts or American Depository Receipts or warrants or any convertible instruments.

#### D. Market price data for the year ended March 31, 2022

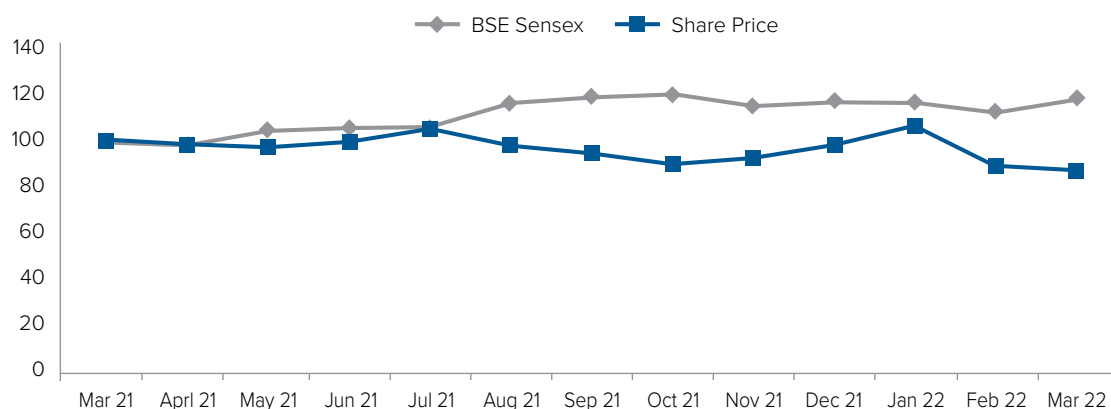
Month	BSE Prices		NSE Prices	
	High ₹	Low ₹	High ₹	Low ₹
April 2021	139.05	119.40	137.80	119.50
May 2021	143.90	128.15	144.10	128.10
June 2021	136.90	124.35	137.00	124.35
July 2021	144.95	130.15	144.90	130.00
August 2021	139.60	125.05	139.80	125.10
September 2021	130.05	121.20	130.40	121.15
October 2021	124.75	118.30	124.65	118.10
November 2021	138.20	120.05	138.05	120.05
December 2021	132.90	120.55	132.35	120.25
January 2022	152.85	129.60	153.10	129.90
February 2022	139.70	117.90	139.70	117.75
March 2022	126.55	113.65	126.65	113.70

#### Performance in comparison to BSE Sensex :

Closing value of Company's share price v/s BSE Sensex on the last trading day of the month.

Base is considered to be 100 as on March 31, 2021.

#### Prism Johnson Limited - Share Price v/s BSE Sensex



Source : [www.bseindia.com](http://www.bseindia.com)

#### E. Registrar & Transfer Agent

KFin Technologies Limited,  
Unit : Prism Johnson Limited,  
Selenium Tower B,  
Plot 31-32, Financial District,  
Nanakramguda, Serilingampally Mandal,  
Hyderabad – 500 032, Telangana  
e-mail : [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)  
website : [www.kfintech.com](http://www.kfintech.com)  
Toll Free No. : 1800 309 4001

#### F. Share Transfer System

Requests for dematerialisation of shares are processed and confirmation thereof is given to the respective depositories within the statutory time limit from the date of receipt of share certificates provided the documents are complete in all respects.

Pursuant to amendments to Regulation 40 of the SEBI LODR w.e.f April 1, 2019, shares can be transferred only in dematerialised form. Annual Share Transfer Audit in terms of the SEBI LODR is carried out by an independent practicing Company Secretary.

#### **Dealing with securities which have remained unclaimed**

Pursuant to Regulation 39 of the SEBI LODR, unclaimed and postal returned equity shares have been transferred to the Unclaimed Suspense Account of the Company and shall be transferred to the concerned shareholder upon making a claim to the Company's Registrar & Transfer Agent. The voting rights on these shares shall remain frozen till the rightful owner claims the shares.

Details of the account are as under :

Particulars		No. of shareholders	No. of shares
(i)	Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account at the beginning of the year.	22	5,700
(ii)	Number of shareholders who approached the Company for transfer of shares from the Unclaimed Suspense Account during the year.	Nil	Nil
(iii)	Number of shareholders to whom shares were transferred from the Unclaimed Suspense Account during the year.	Nil	Nil
(iv)	Number of shares transferred to IEPF Authority.	Nil	Nil
(v)	Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account at the end of the year.	22	5,700

#### G. Transfer of Unpaid/Unclaimed Dividend Amounts/ Shares to Investor Education & Protection Fund

##### ➤ Transfer of unclaimed equity shares into Investor Education & Protection Fund

Pursuant to the provisions of Section 125 of the Act read with Investor Education & Protection Fund (‘IEPF’) Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (‘the Rules’) the Company shall transfer the shares in respect of which dividends have remained unclaimed for a period of seven consecutive years to the IEPF Account established by the Central Government on the specified date.

##### ➤ Transfer of Unpaid/Unclaimed Dividend Amounts to Investor Education & Protection Fund

Pursuant to the provisions of Sections 124 and 125 of the Act and Investor Education & Protection Fund (‘IEPF’) Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (‘the Rules’) dividends not encashed/claimed within seven years from the date of declaration are to be transferred to the IEPF.

The Company has transferred all such unpaid/unclaimed dividend to the IEPF. No claim lies against the Company in respect thereof.

The Company has uploaded full details of shares as well as unclaimed dividends transferred to IEPF on the website of the Company <https://www.prismjohnson.in/investors/iepf>. The Company has appointed Nodal Officers under the provisions of IEPF, the details of which are available on the website of the Company.

Both, the unclaimed dividends and the shares transferred to the IEPF can be claimed by the concerned

shareholders from IEPF Authority after complying with the procedure prescribed under the IEPF Rules.

#### H. Distribution of shareholding and shareholding pattern as of March 31, 2022 :

##### Distribution of Shareholding

Category (shares)	No. of shareholders	% of Shareholders	Total Shares	% of Shares
1- 5000	76,225	98.66	2,210,680	4.39
5001-10000	480	0.62	35,66,472	0.71
10001- 20000	219	0.28	31,33,841	0.62
20001- 30000	86	0.11	21,47,872	0.43
30001- 40000	44	0.06	15,63,613	0.31
40001- 50000	40	0.05	18,07,213	0.36
50001- 100000	70	0.09	48,68,768	0.97
100001 & Above	93	0.13	46,41,58,121	92.21
<b>Total</b>	<b>77,257</b>	<b>100.00</b>	<b>50,33,56,580</b>	<b>100.00</b>

##### Shareholding Pattern

Category	No. of Shares	% Shareholding
Promoters	37,68,81,169	74.87
FPCs/NRIs	1,81,53,175	3.61
Bodies Corporate	1,54,72,798	3.07
Financial Institutions/ Banks/Mutual Funds	3,13,29,534	6.22
Indian Public	5,79,28,466	11.52
IEPF	35,91,438	0.71
<b>Total</b>	<b>50,33,56,580</b>	<b>100.00</b>

#### I. Dematerialisation of Shares

Trading of the Company’s shares is compulsorily in dematerialised form for all investors. As of March 31, 2022, equity shares representing 99.53% have been dematerialised with the following depositories :

Description	ISIN	Depositories
Equity shares	INE010A01011	NSDL & CDSL

Pursuant SEBI Circular No. SEBI/LAD-NRO/GN/2022/66 dated January 24, 2022, as an on-going measure to enhance ease of dealing in securities markets by investors, the Company shall issue the securities in dematerialised form only while processing the following service request with effect from January 25, 2022 :

- Issue of duplicate securities certificate
- Claim from Unclaimed Suspense Account
- Renewal/Exchange of securities certificate
- Endorsement
- Sub-division/Splitting of securities certificate
- Consolidation of securities certificates/folios
- Transmission
- Transposition

#### J. Commodity price risk or foreign exchange risk and hedging activities

During the year 2021-22, the Company has managed the foreign exchange risk by entering into forward contracts for hedging foreign exchange exposures against imports or exports as applicable. The details of foreign currency exposure of the Company are disclosed in Note No. 4.08 of the Standalone Financial Statements forming part of this Annual Report.

The Company does not have any exposure hedged through commodity derivatives.

#### K. Addresses

##### Plant Location

The Company's cement manufacturing facilities are located at Satna, Madhya Pradesh. The tile manufacturing facilities are located at Pen, Maharashtra; Dewas, Madhya Pradesh; Kunigal, Karnataka; Vijayawada, Andhra Pradesh and Karaikal, Puducherry. The facilities for manufacture of bath fittings are located at Baddi, Himachal Pradesh and Samba, Jammu & Kashmir. Prism RMC currently operates 97 Ready Mixed Concrete plants spread across various locations in the country and 3 aggregate crushers.

##### Correspondence

Shareholders' correspondence may be addressed to the Registrar & Transfer Agent at Hyderabad and also at einward.ris@kfintech.com. Investors can also mail their queries to the Company at investor@prismjohnson.in for redressal.

Shareholders holding shares in electronic mode should address all their correspondence to their respective Depository Participants.

#### L. Details of Debenture Trustee

Axis Trustee Services Limited,  
The Ruby, 2nd Floor, SW,  
29, Senapati Bapat Marg,  
Dadar (West), Mumbai - 400 028  
e-mail : debenturetrustee@axistrustee.in  
website : www.axistrustee.in  
Tel. No. : +91-22-6230 0451  
Fax No. : +91-22-6230 0700

#### M. Details of Credit Ratings

##### Credit Ratings issued and applicable to the Company as on March 31, 2022

During the year ended March 31, 2022, the Company has obtained rating from India Ratings and Research Private Limited ('India Ratings') for debt instruments/financial facilities. India Ratings revised the Company's Outlook to 'Positive' from 'Stable' while affirming its long term Issuer rating as 'IND A+' during the year under review. Short term Issuer Rating was affirmed as IND A1+. CRISIL has assigned a CRISIL A1+ rating to the Commercial Paper Program of the Company.

The details of Credit Rating are available on the website at <https://www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/credit-ratings>.

Rating Agency	Instrument	Rating
India Ratings	Debt Instruments	IND A+
	Term Loans/Fund based Working Capital	IND A+
	Commercial Paper	IND A1+
	Non-fund Based Limits – Working Capital/Unsecured Short Term Loans	IND A1+
Crisil Ratings Limited	Commercial Paper	CRISIL A1+

#### N. Audit Fees

The total fees for all services paid by the Company and its subsidiaries on a consolidated basis, to the Statutory Auditors for the year ended March 31, 2022 is ₹ 1.35 Crores.

#### O. Loans and advances

There are no loans and advances given by the Company and its subsidiaries to firms/companies in which Directors are interested.

## DECLARATION

Pursuant to Part D of Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we confirm that the Board Members and Senior Management of the Company have confirmed compliance with the Code of Conduct for the year ended March 31, 2022.

For **PRISM JOHNSON LIMITED**

**VIJAY AGGARWAL**

Managing Director

(DIN : 00515412)

Place : Mumbai

Date : May 11, 2022

## INDEPENDENT AUDITOR'S CERTIFICATE ON COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS

**Under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To the Members,  
Prism Johnson Limited

1. This certificate is issued in accordance with the terms of our engagement communication with Prism Johnson Limited.
2. We have examined the compliance of conditions of Corporate Governance by Prism Johnson Limited ('the Company'), for the financial year ended on March 31, 2022, as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and paragraphs C, D & E of Schedule V of Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ('Listing Regulations'), pursuant to the Listing Agreement of the Company with Stock Exchanges.

### MANAGEMENT'S RESPONSIBILITY

3. The compliance of conditions of Corporate Governance as stipulated under the Listing Regulations is the responsibility of the Company's Management including the preparation and maintenance of all the relevant records and documents. This responsibility includes the design, implementation and maintenance on internal control and procedures to ensure the compliance with conditions of Corporate Governance stipulated in Listing Regulations.

### AUDITOR'S RESPONSIBILITY

4. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring compliance of the conditions of the Corporate

Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

5. Pursuant to the requirements of the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations for the year ended March 31, 2022.
6. We conducted our examination of the above corporate governance compliance by the Company in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) and Guidance Note on Certification of Corporate Governance both issued by the Institute of Chartered Accountants of India (the 'ICAI'), in so far as applicable for the purpose of this certificate. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
7. 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.

### OPINION

8. In our opinion, and to the best of our information and according to the 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.

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

#### RESTRICTION ON USE

10. The certificate is addressed and provided to the Members of the Company solely for the purpose of enabling the Company to comply with the requirement of the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other

purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For **G. M. Kapadia & Co.**  
Chartered Accountants  
Firm Registration No. 104767W

**Rajen Ashar**  
Partner

Place : Delhi  
Date : May 11, 2022

Membership No. 048243  
UDIN: 22048243AITMTY9152

## SECRETARIAL AUDITOR'S CERTIFICATE

### Certificate of Non-disqualification of Directors

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
The Members,  
Prism Johnson Limited

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Prism Johnson Limited** bearing CIN : L26942TG1992PLC014033 and having its registered office at 305, Laxmi Niwas Apartments, Ameerpet, Hyderabad - 500016 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2022 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 other Statutory Authority :

Sr. No.	Name of Director	DIN
1.	Shobhan M. Thakore	00031788
2.	Rajan B. Raheja	00037480
3.	Akshay R. Raheja	00288397
4.	Vijay Aggarwal	00515412
5.	Vivek K. Agnihotri	02986266
6.	Atul R. Desai	01918187
7.	Sarat Chandak	06406126
8.	Ameeta A. Parpia	02654277
9.	Raveendra Chittoor	02115056

Ensuring the eligibility of the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification.

for **Savita Jyoti Associates**  
**Company Secretaries**

**CS Savita Jyoti**  
FCS No. : 3738  
CP No. : 1796

Date : May 11, 2022  
Place: Hyderabad

UDIN : F003738D000303213



# BUSINESS RESPONSIBILITY REPORT

## SECTION A : GENERAL INFORMATION ABOUT THE COMPANY

1.	<b>Corporate Identity Number (CIN) of the Company</b>	L26942TG1992PLC014033
2.	<b>Name of the Company</b>	PRISM JOHNSON LIMITED
3.	<b>Registered address</b>	305, Laxmi Niwas Apartments, Ameerpet, Hyderabad - 500 016
4.	<b>Website</b>	www.prismjohnson.in
5.	<b>E-mail id</b>	investor@prismjohnson.in
6.	<b>Financial Year reported</b>	2021-22
7.	<b>Sector(s) that the Company is engaged in (industrial activity code-wise)</b>	23942 - Portland Cement 23939 - Tiles 23952 - Ready Mixed Concrete 23941 - Clinkers
8.	<b>List three key products that the Company manufactures (as in balance sheet)</b>	<ul style="list-style-type: none"> <li>● Portland Cement</li> <li>● Tiles</li> <li>● Ready Mixed Concrete</li> </ul>
9.	<b>Total number of locations where business activity is undertaken by the Company</b>	
(a)	<b>Number of International Locations (Provide details of major 5)</b>	—
(b)	<b>Number of National Locations</b>	One Cement Plant (2 Units), 5 Tile Plants, 2 Bathroom Fittings Plants, 97 Ready Mixed Concrete Plants, 3 Aggregate Crusher Plants and various Offices across the country including Registered Office, Corporate Office, Division Head Offices and Regional Marketing/Sales Offices.
10.	<b>Markets served by the Company - Local/ State/National/International</b>	Local/State/National/International

## SECTION B : FINANCIAL DETAILS OF THE COMPANY

1.	<b>Paid up Capital (INR)</b>	₹ 503.36 Crores
2.	<b>Total Turnover (INR)</b>	₹ 5,568.79 Crores
3.	<b>Total profit after taxes (INR)</b>	₹ 133.25 Crores
4.	<b>Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)</b>	Total spending on Corporate Social Responsibility (CSR) is 2.96% of Profit after tax.
5.	<b>List of activities in which expenditure in 4 above has been incurred</b>	<ul style="list-style-type: none"> <li>a) Rural infrastructure development.</li> <li>b) Health and hygiene.</li> <li>c) Promotion of education.</li> <li>d) Environment and water conservation.</li> <li>e) Providing potable drinking water.</li> <li>f) Empowerment and skill development.</li> <li>g) Disaster Management.</li> <li>h) Social welfare.</li> </ul>

## SECTION C : OTHER DETAILS

1.	<b>Does the Company have any Subsidiary Company/ Companies?</b>	Yes, the Company has seven subsidiaries.
2.	<b>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)</b>	The subsidiaries of the Company have their own Board of Directors having rights and obligations to manage such companies in the best interest of the Company.  The Company encourages its subsidiaries to formulate and practise their own BR initiatives based on their individual priorities.
3.	<b>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%]</b>	We do not mandate that our suppliers, distributors, etc., participate in the Company's BR initiatives. However, they are encouraged to do so.

## SECTION D : BR INFORMATION

1.	<b>Details of Director/Directors responsible for BR</b>	
(a)	<b>Details of the Director/Directors responsible for implementation of the BR policy/policies :</b>	
	1. <b>DIN Number</b>	00515412
	2. <b>Name</b>	Mr. Vijay Aggarwal
	3. <b>Designation</b>	Managing Director
(b)	<b>Details of the BR head :</b>	
	1. <b>DIN Number (if applicable)</b>	The Executive Committee comprising, <i>inter alia</i> , of the Executive Director & CEO of each Division of the Company oversee the implementation of the BR policy.
	2. <b>Name</b>	
	3. <b>Designation</b>	
	4. <b>Telephone number</b>	+ 91-22-66754142
	5. <b>e-mail id</b>	brr.info@prismjohnson.in

### 2. Principle-wise (as per NVGs) BR Policy/policies

The National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business (NVGs) released by the Ministry of Corporate Affairs has adopted nine areas of Business Responsibility. These briefly are as under :

- 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 well-being 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 (Reply in Y/N)**

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	Do you have a policy/ policies for....	Y	Y The policy is embedded in the Company's quality and environment policies which, <i>inter alia</i> , relate to safe and sustainable products	Y	Y	Y The policy is embedded in the Company's Code of Conduct, HR policies and various other HR practices	Y	N	Y The policy is embedded in the Company's CSR policy and various other social initiatives undertaken	N
2.	Has the policy being formulated in consultation with the relevant stakeholders?	Y	–	Y	Y	Y	Y	–	Y	–
3.	Does the policy conform to any national / international standards? If yes, specify? (50 words)	Y	Y Bureau of Indian Standard/ Generally accepted standards	Y	Y	Y	Y Conforms to guidelines, norms and directives of different State and Central Government	–	Y Conforms to guidelines of the Companies Act, 2013	–
4.	Has the policy being approved by the Board? If yes, has it been signed by MD/ owner/ CEO/ appropriate Board Director?	Y	–	Y	N	–	Y	–	Y	–
5.	Does the Company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Y	Y At Executive Committee Meetings	Y	Y	Y	Y	–	Y	–
6.	Indicate the link for the policy to be viewed online?	*	*	–	–	–	*	–	*	–
7.	Has the policy been formally communicated to all relevant internal and external stakeholders?	Communicated to key stakeholders of the Company. The communication is an on-going process to cover all internal and external stakeholders.								

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
8.	Does the Company have in-house structure to implement the policy/ policies.	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	–
10.	Has the Company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	N	N	Y	N	Y	–

\*Company's website : [www.prismjohnson.in](http://www.prismjohnson.in)

**(b) If answer to the question at serial number 1 against any principle, is 'No', please explain why : (Tick up to 2 options)**

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	The Company has not understood the Principles	–	–	–	–	–	–	–	–	–
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)	–	–	–	–	–	–	The need for a written policy has not been felt. Suitable decision will be taken at the appropriate time.	–	The Company assesses customer needs and fulfills them with innovative products and services. The Company has a redressal mechanism for all customer complaints.

### 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

3-6 months

- (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 has been publishing a Sustainability Report since FY 2019-20 which are available on the website of the Company <https://www.prismjohnson.in/investors/sustainability-reports>.

The Company also publishes a Business Responsibility Report which forms part of the Annual Report and is available on the website of the Company <https://www.prismjohnson.in/investors/annual-reports>.

## 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 philosophy on Corporate Governance is to conduct its business in a manner, which is ethical and transparent with all stakeholders in the Company, including shareholders, lenders, creditors and employees.

The Company has a Code of Conduct and Whistle Blower Policy which pertain to ethics, bribery and corruption. These are applicable to all Board members and employees of the Company only. The Code of Conduct governs the manner in which the Company carries out its activities and interacts with its stakeholders. An annual confirmation is obtained from all Directors and Senior Management employees in compliance of the Code. The Whistle Blower Policy encompasses various stakeholders of the Company like employees, suppliers, contractors and their employees.

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.

During the year, one complaint was received from an investor. The complaint has been resolved to the satisfaction of the complainant and no investor complaint was pending at the end of 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 understands its commitment towards social and environmental concerns, and risk and opportunity.

The Company has three Divisions – Cement Division ('Prism Cement'), H & R Johnson (India) Division ('HRJ') and RMC (India) Division ('Prism RMC') and its products are :

- *Blended Cement : Portland Pozzolana Cement*
- *Ready Mixed Concrete :*
  - Envirocrete® is a high performance and high quality, sustainable concrete with low environmental impact.
  - Perviouscrete® is special category of modified concrete that permits rain & storm water run off to percolate rather than flood surrounding areas or storm water drains. It can also be called as "Rain Water Harvesting Concrete".
  - Elitecrete® is a light weight concrete.
- *Tiles :*
  - Tac Tiles to guide pathways and to avoid accidents as well as enhancing sense of freedom & dignity for the visually impaired.
  - Cool Roof Tiles in order to keep the roof cool by reflecting the heat back, saves electricity and counters urban heat island effect, global warming.
  - Care Tile (Germ Free) for hygiene which is anti-bacterial and kills bacteria within 24 hours of deposition, anti-bacterial compound which is key raw material developed in-house and patented.
  - Anti-static tiles for safety in arms and ammunitions warehouses, IT data centres, etc.
  - Slim tiles, which are developed with 60% lower raw materials and energy requirement. Being lightweight, these tiles reduce inward and outward transportation cost.

Prism Cement is engaged in the production of Blended cement, which uses fly ash and conditioned fly ash – industrial by-products as an additive to continually improve the life of the mines and reduce carbon footprint of cement.

To reduce the energy and environmental impact due to conventional fuel, the Company is currently using a blend of alternative fuels (Plastic waste, RDF & Biomass) with conventional fossil fuels in kiln & calciner.

The Company has installed a 22.4 MW Waste Heat Recovery System, 22.5 MW solar power plant at its cement plant at Satna, Madhya Pradesh and solar power plants aggregating to 4.5 MW at some of its tile manufacturing plants to ensure reduction in fossil fuel consumption in power generation.

At Prism Johnson, we encourage water conservation and use of recycled water is stressed upon. At the manufacturing sites, recycling water, rainwater harvesting and recharging the ground water are of prime importance.

The Company uses alternate materials such as industrial by-products, soya husk and biomass as Alternative Fuel and Raw Materials, solar/small hydro/biomass green power to replace portions of conventional power.

**2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional) :**

**(a) Reduction during sourcing/production/distribution achieved since the previous year throughout the value chain?**

Energy consumption is constantly monitored and analysed for process optimisation at the mines, plants and townships with the help of EnMS software to achieve overall reduction.

*Prism Cement*

Consumption per unit of production	2021-22
Specific Heat Consumption (Kcal/Kg of Clinker)	739
Water Consumption (Ltr/Ton of Clinker)	177

25.6% and 11% of total power consumption for cement production has been sourced from WHRS and green renewable resources such as biomass/bagasse/small hydro/solar, respectively.

The Company is committed to optimising the use of water across its manufacturing plant & quarries. Used water is reclaimed and re-used in order to conserve water. Water is treated before discharging via treatment plants. Partial recycling of treated effluent water is carried out for gardening purposes. Twenty structures, which include twelve Rooftop RWH structures, four GW recharge structures with abandoned bore Wells and four Run-off/Storm

water recharge structures, have been installed to recharge ground water. Sewage water treatment plants have been created at multiple places. Further, 100% of waste water generated from the residential colony is recycled for gardening purposes at Satna, Madhya Pradesh.

These efforts have been recognised and Prism Cement has been felicitated with the Golden Peacock Environment Award – 2021, Apex Green Leaf Award – 2020, CII Water Management – 2021 and Greentech Energy Conservation Award – 2021.

*HRJ*

- Solar power plants aggregating to 4.5 MW installed at some of the tile manufacturing plants.
- New energy efficient Kiln at Kunigal Plant installed in March 2022, benefit will be from coming years.
- With waste water management strategies and technologies, the waste water from manufacturing activities is treated and reused in process and the waste water of toilet sludge is treated and reused for gardening activities.

*Prism RMC*

- There is reduction in usage of cement by using cement replacement products like fly ash & Granulated Ground Blast Furnace Slag ('GGBS') which protects the environment.
- Use of recycled water while manufacturing concrete.
- Close monitoring of power factor to optimise power consumption.

**(b) Reduction during usage by consumers (energy, water) has been achieved since the previous year?**

The Company's products are used for variety of purposes and by diverse consumers. It is therefore 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.**

The Company strives to engage in long-term relationships with the suppliers, committed to its social responsibility,

follows international standards such as ISO 14001 (Environment Management System) and comply with laws and regulations.

The Company uses Alternative Fuel and Raw Materials in its manufacturing processes, which help in conservation of natural resources.

The Company's cement plant is located near limestone reserves, which helps in minimising transportation. The Company also adopts sustainable mining practices. Normally bulk materials are received by rail transport. Fly ash used in the manufacture of Pozzolana Portland cement is a waste product of power plants. Other cheaper and eco-friendly modes of improving the supply chain are being identified. Infrastructure modifications to utilise more pond/conditioned ash in the future are being undertaken after a successful trial run of conditioned fly ash through rail.

Prism Cement replaced high-cost grid power with alternative renewable energy sources. In FY 2021-22, Prism Cement has used 36.6% of the electrical energy through WHRS, Solar and Biomass power.

To substitute HSD, Prism Cement is blending industrial oil along with it as per its environment-friendly properties and cost optimisation initiatives for its own as well as for contractor's vehicles.

The Company uses de-oiled cashew shells (waste from cashew oil plants), granite waste of nearby industries and soya husk from nearby farmers as fuel in some of its tile plants. Reuse of water and sludge of manufacturing process (polishing/rectification line) and all solid waste generated during process is reused in process. Underground water tanks are built for rainwater harvesting and its usage during monsoon. Solar power is used as a renewable energy source across most of the tile plants.

As a practice, ethical performance is one of the criteria for selection of vendors. For transportation contracts, compliance of safety and environmental norms is one of the parameters and also efficient usage of fuel is another criteria used in the selection of vendors. Raw materials such as fly ash and GGBS, which are waste products of power and steel plants respectively, are used as cement replacements in the manufacture of Ready Mixed Concrete.

The Company has long-term contracts with its vendors, both goods and transportation included. Apart from this,

frequent meetings are arranged with the vendors, thus maintaining a cordial customer-vendor relationship and ensuring supply continuity.

**4. Has the Company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?**

Yes, the Company procures products and services from local producers/small scale vendors and communities surrounding its operations. The contractors who are engaged in operations, packaging, transportation, maintenance, horticulture and housekeeping mostly employ workmen from the nearby villages. They have been given opportunity and training to perform the required contracts. For Aggregates, the Company has implemented the concept of capacity buying. This ensures certain capacity of the vendors plants are secured for selling.

**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 operations of Prism Cement are such that it results into the generation of hazardous waste, as categorised by Hazardous and Other Wastes (Management and Transboundary Movement) Rules, 2015.
- In 2021-22, around 82.6% of cement manufactured by the Company was blended cement, produced by using fly ash from the thermal power plants and conditioned ash, which is waste material of other industries.
- Other ancillary activities generate waste materials such as waste oil, etc. The scrap generated is sent to the local vendors authorised by the concerned SPCB for proper disposal.
- Utilisation of sewage water after proper treatment in Sewage Treatment Plant – generated from the cement plants and colony is recycled and used in gardening, housekeeping purposes.
- The excess heat available from the kiln in the plants is also captured and used for power generation through waste heat recovery system.
- In Prism Cement, 11% of total power consumption was sourced from renewable sources and 25.6% power from WHRS.

- Prism Cement has been awarded the first prize in the cemWHR-2021 award for the category “Innovation and Sustainability” from Mission Energy Foundation.
- Less than 5% recycled products and waste are used in the manufacture of tiles. Fired Pitcher is grinded and used in tile body up to 3%. Dust/tile particles recovered from Effluent Treatment Plant Waste in the form of slurry is re-used in wall tiles body up to 3%.
- Solar power plants aggregating to 4.5 MW have been installed at some of the tile plants of HRJ.
- In view of the simple manufacturing process for ready mixed concretes, there are no by-products. Prism RMC uses fly ash and GGBS as an environment-friendly alternative to cement, for production of ready mixed concrete, which are by products of power and steel industries.

**Principle 3 - Businesses should promote the wellbeing of all employees**

**1. Total number of employees**

5,170

**2. Total number of employees hired on temporary/ contractual/ casual basis**

4,988

**3. Number of permanent women employees**

210

**4. Number of permanent employees with disabilities**

7

**5. Do you have an employee association that is recognised by management?**

Yes, there are recognised trade unions affiliated to various central/state union bodies depending on their presence at respective locations.

**6. What percentage of your permanent employees is members of this recognised employee association?**

Around 47%. Most of the workmen are members of the different registered Trade Unions operating in the plants/units.

**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 on end of the financial year
(a)	Child labour/forced labour/ involuntary labour	Nil	Nil
(b)	Sexual harassment	1	1
(c)	Discriminatory employment	Nil	Nil

**8. What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?**

Sr. No.	Category	Safety	Skilled
(a)	Permanent employees	52%	54%
(b)	Permanent women employees	39%	44%
(c)	Casual/Temporary/ Contractual employees	84%	29%
(d)	Employees with disabilities	29%	29%

Based on identified needs of employees, training and development, at all levels, is given due priority by the Company for holistic growth of the individual as well as Company effectiveness. The Company selectively nominates its employees for specialised training programmes/workshops/seminars/conferences organised by reputed professional organisations and Institutes.

**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 and external stakeholders.

**2. Out of the above, has the Company identified the disadvantaged, vulnerable & marginalised stakeholders.**

The Company has identified the disadvantaged, vulnerable and marginalised stakeholders, namely the communities around its manufacturing units, its worker/ contractual labour and truck drivers. The needs of



the vulnerable and marginalised stakeholders of the community are considered while designing community development initiatives. This is carried out through continuous interaction and engagement with the stakeholders during the course of implementation of various social programmes.

**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 takes various initiatives to engage with disadvantaged or marginalised stakeholders. The Company arranges healthcare medical camps for medical treatment, eye check-ups, blood donation drives, skill development training for the youth, career development for women, etc., in the communities around its manufacturing units. The Company has also joined the initiatives arranged by local administration for the health of the communities around its plants.

By abiding with all the statutory and Environment, Health & Safety guidelines, the Company ensures that its workforce operates under a safe working environment.

**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 does not have a separate Human Rights Policy. However, its policies support, respect and protect the human rights of its direct as well as indirect employees. The Company addresses human rights in compliance with applicable laws (like Factories Act, Mines Act and other labour legislations) and through HR practices, which embody human rights principles such as prevention of child labour, forced labour, prohibition of sexual harassment of women at workplace, etc.

**2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?**

No stakeholder complaints, relating to human rights, have been received in the past financial year.

**Principle 6 - Business 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 Corporate Environment Policy is applicable to the Company only.

**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.**

Environment health is paramount to the Company and it is believed that sustainability ensures a noble future. A healthy balance is maintained between environmental sustainability, business development and social uplift, making efforts towards a better tomorrow. The Company has a robust system to ensure regulatory environmental compliances.

The Company also recognises that it can play a meaningful role in trying to mitigate the problem by adopting certain strategies and initiatives in its day-to-day operations. In this direction, some of the initiatives taken by the Company are as under :

- Kiln - 2 Cooler modification – project undertaken that helps to reduce specific heat consumption and improve productivity.
- Setting up waste heat recovery system and solar power plants to generate non-conventional energy that contributes to indirect emissions reduction.
- The Company collaborated with Society for Innovation and Entrepreneurship IIT, Bombay for emission inventory dispersion modelling studies of air pollutants, measuring the impact of air pollutants from cement manufacturing and air dispersion modelling due to construction processes, mining operations and other allied activities in the surrounding area.
- The Company conducted trials to replace HSD with industrial oil for both own as well as for the contractors vehicles.
- Fresh feed taken through V-separator in Unit - II cement mill instead of through Roller press. This prevents material flushing in Roller press by reduction in fines, increased output and reduced the specific power consumption of the mill.
- Installation and commissioning of SLC coal firing blower VFD in pyro section of Unit - I to reduce specific electrical energy consumption.
- Use of a mix of alternate and renewable fuels in direct energy consumption in order to reduce dependence on fossil fuels.
- In FY 2021-22, 36.6% of total energy consumption was sourced from WHRS and other renewable sources (solar and biomass) in Prism Cement.

- Use of Conditioned fly ash, Replacement of Mineral Gypsum with Alternative Material Grade (Chemical/FGD Gypsum), clinker factor optimisation and other waste materials in cement manufacturing to substitute the natural and conventional ingredients.
- The Company manufactured 82.6% of its cement as blended cements made with fly ash, which is a waste material from other industries.
- Rainwater harvesting & water conservation in FY 2021-22 was 1,94,622 m<sup>3</sup>, through rooftop RWH structures, ground water recharge structures with abandoned bore Wells & Runoff/Storm water recharge structures.
- Reforestation being done continuously and the development of greenbelt in and around the plant areas to ensure a sustainable environment and carbon sink.
- Energy Management system in place to monitor and help reduction in energy consumption and hence emission.
- Using alternative renewable energy like Bio-coal, Cashew nut Husk, etc. instead of Coal, Natural gas or RLNG at HRJ.
- Solar power plants aggregating to 4.5 MW has been installed at some of the tile manufacturing plants of HRJ.
- Prism RMC uses industrial waste products such as fly ash & GGBS in its concrete and also several measures are taken to reduce dust pollution.
- Prism RMC produces sustainable concrete products that incorporate high levels of fly ash and GGBS (both industrial wastes) as partial replacement to cement, which not only helps reduce CO<sup>2</sup> emissions, but also makes the concrete more durable thereby mitigating corrosion of embedded steel and hence, enhances the useful service life of the structure.
- At certain locations, where there is availability, a proportion of the fine aggregate fraction is replaced with other industrial by-products such as GGBS and Copper Slag which helps in conservation of natural aggregate & river sand.
- Prism RMC also manufactures a special category of modified concrete that permits rain & storm water run-off to percolate rather than flood surrounding areas or storm water drains – 'Rain Water Harvesting Concrete'.
- A concrete that levels and compacts on its own has been designed and successfully supplied. This

reduces labour required on site, increases speed of construction and due to easier pumping operations and faster discharge of truck mixers, it also helps in reduction of fossil fuel consumption.

**3. Does the Company identify and assess potential environmental risks? Y/N**

Yes. The Company follows a structured risk management approach emphasising to identify potential risks, assessment of impact of the same, mitigation plan to mitigate the identified risks, continuous monitoring and timely action.

**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?**

Currently, the Company does not have any project registered under the Clean Development Mechanism.

**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 has taken several steps towards maintaining clean environment and improvement in energy efficiency :

- Operations transformation to focus across cement value chain especially mining and inbound logistics.
- AFR introduction and sustenance.
- Substitute for fly ash by pond ash.
- Explore sourcing of domestic mineral gypsum.
- Alternate material grades (Chemical/FGD gypsum).
- Maximisation of WHRS utilisation.
- Substitute high-cost grid power with alternate RE sources and MRO & Services and Packaging.
- Air Decking blasting technique – using decks of plastic bottles, which separate column, charges so that explosive energy can be distributed throughout the benches, aims for improved fragmentation quality by expanding induced fracturing, control of back brakes to reduce fracturing and reducing generation of fines.
- Use of Auto Capacitor Bank to assist in maintaining desired power factor which helps in controlling power consumption.
- Use of non-ancillary machines/process during non-peak demand hours.

- Installation of solar power plants.
- Conversion of conventional lights to LED is a step forward for reduction of electricity cost.

**6. Are the Emissions/Waste generated by the Company within the permissible limits given by CPCB/SPCB for the financial year being reported?**

The Emissions/Waste generated by the Company are within the permissible limits given by CPCB/SPCB for the financial year being reported.

**7. Number of show cause/legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.**

Nil.

**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 :**

The Company is a member of several industry associations through which it interacts with its peers and discusses key issues in the products which it manufactures. The major associations where the Company is a member are :

- (a) Bombay Chambers of Commerce & Industry.
- (b) Confederation of Indian Industry.
- (c) Cement Manufacturers Association ('CMA').
- (d) Indian Council of Ceramic Tiles and Sanitaryware.
- (e) Indian Ceramic Society.
- (f) All India Pottery Manufacturers Association.
- (g) Ready Mixed Concrete Manufacturers Association ('RMCMA').
- (h) Indian Green Building Council.

**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 through CMA has advocated energy conservation, sustainable mining practices and better waste management in cement manufacturing.

- Through the association, representation has been made by the Tile industry with regards to exports of tiles, agglomerated marble and quartz.
- The Company through RMCMA advocates use of Ready Mixed Concrete which has positive impact on business as well environment, as use of Ready Mixed Concrete gives assured quality of product with faster delivery and helps in reducing dust pollution created at sites by replacing site mix concrete.

**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 is committed to social, economic and environmental development of communities at all its operations. The Company has specified programmes/initiatives to support inclusive growth and equitable development. These involve series of initiatives in the creation of green ecology, people empowerment, educational development, health improvement, hygiene awareness and nurturing people centric practices for better development of rural society.

Prime focus areas of the Company are :

- (a) Rural infrastructure development.
- (b) Health and hygiene.
- (c) Promotion of education.
- (d) Environment and water conservation.
- (e) Providing potable drinking water.
- (f) Empowerment and skill development.
- (g) Disaster management.
- (h) Social welfare.

**2. Are the programmes/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organisation?**

All programmes and projects are undertaken through in-house teams and external NGOs and Government structures.

**3. Have you done any impact assessment of your initiative?**

Impact assessment survey was carried out for the initiatives undertaken around the Company's cement plant.

**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 ₹ 3.94 Crores on various initiatives involving rural infrastructure development, health and hygiene, promotion of education, environment and water conservation, providing potable drinking water, empowerment and skill development, disaster management and social welfare. The details of the same are given in Annexure 'A' to the Directors' Report.

**5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain.**

- The Company takes up participatory approach to plan projects for community development in concurrence with local stakeholders and community representatives. A regular field visit is made by the team to identify the needs of the community and to supervise the programs which are being implemented and whether they are benefitting the local community or not. The Company is always eager to promote new initiatives for community development.
- The Company focuses on the holistic development of the local community and creates social, ecological and economic values for its stakeholders through conducting mega medical camps, 24 hours free ambulance service, school children health check-up and sponsoring cataract surgery along with a full-fledged Medical Centre support to the local community.
- Building WBM and PCC roads, construction of cremation sheds, providing toilet blocks in nearby government schools, furniture, fans and uniforms, plays a key role in fostering community development. Environment sustainability is taken care of in the local community by planting saplings in villages and adjoining roads with fixing tree guards and providing the villagers with fruit-bearing plants.
- Water harvesting structures, check dams and deepening of ponds are among other initiatives to augment the groundwater level. Distribution of potable water from bore well by mobile tankers and operation of water booths ensure sustenance to the underprivileged during scorching summer.

• *Vocational Training for effective livelihood*

The Company is imparting vocational training for effective livelihood through motor driver training, stitching & embroidery training and agriculture development programs for farmers. The Company has its Simulator and dedicated vehicle facility with a trainer for motor driving training. Moreover, the Company is collaborating with training institutions and other agencies.

- A large number of unemployed youth are earning a living after completing the course and receiving a driving license.
- The Stitching & Embroidery training courses have become very popular with the large number of women being able to earn a small income working from home.
- The Bag and Cotton wick making training has enabled several women to contribute effectively in enhancing their family income and leading them to become more empowered in society.
- The Company is promoting a healthy lifestyle through development of playgrounds in nearby villages at Satna, Madhya Pradesh. The Company is creating social awareness on health, education, gender equality, environment, water conservation and drug abuse by slogan writing.
- The Company is also supporting charitable trusts, NGO's and other institutions engaged in social welfare and development activities.
- *Disaster Management – Corona Pandemic*
  - Prism Cement provided 18 Oxygen concentrators – five at Sardar Vallabhbai Patel District Hospital, Satna, four at Community Health Centre, Rampur Baghelan, District Satna, five at Gandhi Medical College Bhopal and four to Andhra Pradesh Medical Services and Infrastructure Development Corporation.
  - Provided 1,000 Medicines kit and 6 Oxygen cylinders at Community Health Centre Rampur Baghelan.
- The country is affected by life threatening arsenic contamination in the ground water. The Company has developed a ceramic membrane based filtration

technology for the removal of ground water arsenic. The Ceramic membrane is provided to CSIR-CGCRI at an affordable rate and this results in availability of potable ground water to the community at affordable rates.

- Tac Tiles to guide pathways and to avoid accidents as well as enhancing sense of freedom and dignity for visually challenged.
- Cool Roof Tiles in order to keep the roof cool by reflecting the heat back, saves electricity and counter urban heat island effect, global warming.
- Care Tile (Germ Free) for hygiene which is anti-bacterial and kills bacteria within 24 hours of deposition. Anti-bacterial compound which is key raw material developed in-house and patented.
- Anti-static tiles for safety of areas where static charge is generated such as in arms and ammunitions warehouses, IT data centres, etc.
- Slim tiles, which are developed with 60% lower raw materials and energy requirement. Being lightweight these tiles reduce inward and outward transportation cost.

***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.**

As on March 31, 2022, 359 cases of customer complaints

were pending and 39 consumer cases were pending before different Forums/Commissions/Courts.

**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)**

No. The Company has displayed all mandatory information on the product labels/packages as per applicable laws. Wherever applicable, specific certification requirements of regulatory authorities and some marks like ISI, BIS etc., are provided on the product label/packages.

**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.**

There are no such cases by any stakeholder during the last five years and pending as on end of Financial Year 2021-22.

**4. Did your Company carry out any consumer survey/consumer satisfaction trends?**

Yes. Customer Satisfaction Surveys are carried out by the Company on a regular basis.

## DIRECTORS' REPORT

To the Shareholders,

The Directors present the Thirtieth Annual Report together with the audited Statement of Accounts of the Company for the year ended March 31, 2022.

### FINANCIAL RESULTS (STANDALONE)

Particulars	₹ Crores	
	2021-22	2020-21
Revenue from operations	5,568.79	5,035.18
Other income	34.93	36.20
Total income	5,603.72	5,071.38
Expenses	5,438.60	4,862.82
Profit before Exceptional items & tax	165.12	208.56
Exceptional items	8.99	(4.78)
Profit before tax	174.11	203.78
Tax expenses	40.86	3.83
Profit for the year	133.25	199.95
Other Comprehensive Income/ (Loss) - net of tax	(3.58)	(2.56)
Surplus - opening balance	594.52	397.13
Surplus - closing balance	724.19	594.52

### RESERVES

During the financial year, there was no amount proposed to be transferred to the Reserves.

### DIVIDEND

In compliance with the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), the Board of Directors of the Company has approved a Dividend Distribution Policy. The objective of the policy is to lay down the criteria to be considered by the Board before recommending dividend to its shareholders for a financial year and to provide clarity to stakeholders on the profit distribution of the Company. The Board shall consider distribution of profits in accordance with the business strategies, provisions of the applicable regulations and seek to balance the benefit to shareholders of the Company with the comparative advantages of retaining profits in the Company which would lead to greater value creation for all stakeholders.

The Policy is uploaded on the Company's website at [www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies](http://www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies).

The Board of Directors, after considering the overall circumstances and keeping in view the Company's Dividend Distribution Policy, has decided that it would be prudent not to recommend any Dividend for the year under review.

### OPERATIONS

The first quarter of the year under review witnessed the second wave of the pandemic. While the second wave of the pandemic impacted human lives due to higher mortality rate, the impact on Company's operations and financial performance was less severe as compared to the first wave. Further, during the second half of 2021-22, the Company witnessed moderation in demand coupled with rising power and fuel costs that impacted the overall profitability.

Despite the challenges, the Company ensured continuous supply of products in the markets with utmost focus on safety while adhering to all Covid - 19 protocols. With the uptick in the economy and the resumption of the plants and offices of the Company, business activities have more or less regained normalcy.

The Company generated turnover of ₹ 5,568.79 Crores, profit before tax of ₹ 174.11 Crores and profit after tax of ₹ 133.25 Crores during the year ended March 31, 2022 as against turnover of ₹ 5,035.18 Crores, profit before tax of ₹ 203.78 Crores and profit after tax of ₹ 199.95 Crores during the year ended March 31, 2021.

The consolidated profit after tax for the year ended March 31, 2022 of the Company amounted to ₹ 43.95 Crores as against profit after tax of ₹ 140.34 Crores for the previous year ended March 31, 2021.

### FIXED DEPOSITS

During the year, the Company did not accept any public deposits under Chapter V of the Companies Act, 2013 ('the Act').

### FINANCE

The Company has repaid/prepaid loans of ₹ 553.20 Crores and tied-up fresh loans of ₹ 456.69 Crores during the year under review to finance, *inter alia*, its repayment of debts, ongoing long term working capital and capital expenditure. The loans were used for the purpose they were sanctioned by the respective banks/financial institutions.

During the year ended March 31, 2022, the Company raised ₹ 95 Crores by way of privately placed Unsecured Redeemable Non-convertible Debentures ('NCDs'), for general corporate purpose, detailed as under :

Coupon Rate	Date of Allotment	Series	No. of NCDs	Total Amount ₹ Crores	Tenor	Maturity Date
8.20%	August 26, 2021	Tranche – XVIII	950	95	3 years	August 26, 2024

The aforesaid debentures are listed on BSE Limited. The proceeds of the NCDs issue have been fully utilised for the purpose of the issue.

During the year under review, NCDs aggregating ₹ 184 Crores were redeemed in accordance with the terms of the issue.

### TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

During the year, the Company has transferred a sum of ₹ 0.13 Crores to the Investor Education and Protection Fund in compliance with provisions of the Act, which represents unclaimed fixed deposits and unclaimed interest on the fixed deposits.

### SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES

The Company has seven subsidiaries, nine joint ventures and two associate companies as on March 31, 2022. A statement providing details of performance and salient features of the financial statements of subsidiary/associate/joint venture companies, as per Section 129(3) of the Act, is provided in AOC-1 attached to the consolidated financial statement and therefore not repeated in this Report to avoid duplication.

The highlights of performance of subsidiaries, associates and joint venture companies during the financial year is as under :

**Raheja QBE General Insurance Company Limited ('RQBE') :** The Company has approved the divestment of its entire holding of 51% of the paid-up equity share capital in RQBE, a material subsidiary, to Paytm Insuretech Private Limited (erstwhile QORQL Private Limited) subject to receipt of requisite approvals.

Pending the requisite approvals and to support the expansion plans of RQBE, the Company has acquired 1,59,69,363 equity shares of ₹ 10/- each aggregating ₹ 43.37 Crores by subscribing to right issues during the year under review. The joint venture partner also subscribed to the rights issue and hence the shareholding percentage of the Company in RQBE remains unchanged.

**TBK Rangoli Tile Bath Kitchen Private Limited, TBK Samiyaz Tile Bath Kitchen Private Limited and TBK Venkataramiah Tile Bath Kitchen Private Limited :** During the year under review, the Company subscribed to 1,00,000 Equity Shares of ₹ 10/- each at par amounting to ₹ 10 Lakhs in each of the wholly owned subsidiaries of the Company - TBK Rangoli Tile

Bath Kitchen Private Limited, TBK Samiyaz Tile Bath Kitchen Private Limited and TBK Venkataramiah Tile Bath Kitchen Private Limited.

During the year under review, expansion of tile manufacturing capacity aggregating to 4 mn m<sup>2</sup> was undertaken at some joint ventures of the Company at Morbi, Gujarat.

There has been no material change in the nature of the business of the other subsidiaries, joint ventures and associates during the year under review.

### CONSOLIDATED FINANCIAL STATEMENTS

The audited consolidated financial statements of the Company, prepared in accordance with the Act and the applicable Indian Accounting Standards, along with all relevant documents and the Auditors' Report form part of this Annual Report.

The separate audited financial statements in respect of each subsidiary company is also available on the website of the Company at <https://www.prismjohnson.in/investors/subsidiary-annual-accounts>.

### SHARE CAPITAL

The paid-up equity share capital remains unchanged at ₹ 503.36 Crores as on March 31, 2022. During the year under review, the Company has not issued shares with differential voting rights neither granted any stock options nor sweat equity.

### DIRECTORS

The Board, at its meeting held on February 1, 2022, based on the performance evaluation and recommendations of the Nomination & Remuneration Committee and subject to the requisite approvals, re-appointed Mr. Vijay Aggarwal as Managing Director and Mr. Sarat Chandak as Executive Director & CEO (HRJ) of the Company for a period of three years with effect from March 3, 2022. The shareholders approved the said re-appointments and key terms of the agreement vide postal ballot through remote e-voting concluded on March 21, 2022.

The Board, on March 3, 2022, based on the recommendations of the Nomination & Remuneration Committee and subject to the requisite approvals, appointed Mr. Akshay Rajan Raheja as Additional Director of the Company in the category of Non-executive Non-independent, liable to retire by rotation, with effect from March 5, 2022. The shareholders approved the appointment of Mr. Akshay Rajan Raheja as Non-executive Director liable to retire by rotation, vide postal ballot through remote e-voting concluded on April 8, 2022.

The term of office of Dr. Raveendra Chittoor, as Independent Director, will expire on July 2, 2022. The Board, at its meeting

held on May 11, 2022, on recommendation of the Nomination & Remuneration Committee, has recommended the re-appointment of Dr. Chittoor, as Independent Director of the Company for a second term of 5 (five) consecutive years on the expiry of his current term of office. The Board recommends the said appointment.

The Company has received declarations from Ms. Ameeta Parpia, Mr. Shobhan Thakore and Dr. Raveendra Chittoor, Independent Directors of the Company, confirming that they meet the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the SEBI LODR. The terms and conditions of appointment of the Independent Directors are placed on the website of the Company <https://www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies>.

The details of familiarisation programme for Independent Directors have been disclosed in the Report on Corporate Governance and on the website of the Company <https://www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies>.

Pursuant to Section 152 of the Act, Mr. Vijay Aggarwal and Mr. Sarat Chandak retire by rotation at the forthcoming Annual General Meeting of the Company and being eligible, have offered themselves for re-appointment.

As required, the requisite details of Directors seeking appointment/re-appointment are included in this Annual Report.

### Meetings

The Board of Directors met six times during the year ended March 31, 2022. Additionally, several Committee Meetings were held including the Audit Committee, which met eight times during the year. Details of the meetings are included in the Report on Corporate Governance.

### Evaluation

Pursuant to the provisions of the Act and the SEBI LODR, the Board has carried out an annual performance evaluation during the year under review. Details of the same are given in the Report on Corporate Governance.

### Remuneration Policy

The policy on Director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of Director and also remuneration for Key Managerial Personnel, Senior Management and other employees forms part of the Report on Corporate Governance and is also available on the website of the Company at <https://www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies>.

### KEY MANAGERIAL PERSONNEL

There were no changes in the Key Managerial Personnel of the Company during the year under review.

### COMPOSITION OF AUDIT COMMITTEE

The Board has constituted an Audit Committee, details of the same are stated in the Report on Corporate Governance.

### VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has established a vigil mechanism by adopting a Whistle Blower Policy to report concerns about illegal or unethical practices, if any. The details of the Policy are explained in the Report on Corporate Governance and are also available on the website of the Company at <https://www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies>.

### PREVENTION OF SEXUAL HARASSMENT

The Company offers equal employment opportunity and is committed to creating a healthy working environment that enables employees to work without fear of prejudice, gender bias and sexual harassment. The Company has also framed a policy on Prevention of Sexual Harassment of Women at workplace. The Company has constituted an Internal Committee to inquire into complaints of sexual harassment and recommend appropriate action as per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('POSH Act') and Rules made thereunder.

The Company has been conducting induction/refresher programmes in the organisation on a continuous basis to build awareness in this area.

During the financial year 2021-22, one complaint was received with allegations of sexual harassment as per the provisions of the POSH Act, which is under investigation. The pending complaint of financial year 2020-21 was investigated and resolved.

### RISK MANAGEMENT

The Company has constituted a Risk Management Committee. The details of the Committee and its terms of reference are set out in the Report on Corporate Governance.

The Company works across a wide range of products i.e. Cement, Tiles, Bath fittings and Ready Mixed Concrete. Several of the product lines have their own unique business and operating models. These businesses operate in an evolving and challenging business environment.

The Risk Management Policy framed by the Company details the objectives and principles of risk management along with an overview of the risk management process, procedures and



related roles and responsibilities. The risk management process includes identifying types of risks and its assessment, risk handling and monitoring, reporting and controlling/mitigation.

The Committee, on timely basis, informed members of the Audit Committee and the Board of Directors about risk assessment and minimisation procedures and in their opinion, there was no risk that may threaten the existence of the Company.

### **CORPORATE SOCIAL RESPONSIBILITY ('CSR')**

The Company has adopted a CSR Policy based on which all CSR activities are initiated and implemented. The Company Policy is focused on CSR activities in areas such as energy and water conservation, health and sanitation, pollution-free atmosphere, clean technologies and primary health care for the villagers in the vicinity of the plants. The Policy is available on the Company's website at <https://www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies>.

During the financial year 2021-22, the Company has spent ₹ 3.94 Crores towards CSR activities.

Requisite disclosure including composition of the CSR Committee has been made in Annexure 'A' to this Report.

### **BUSINESS RESPONSIBILITY REPORTING**

A separate section on Business Responsibility Reporting forms part of this Annual Report as required under Regulation 34(2)(f) of the SEBI LODR.

### **LOANS, GUARANTEES AND INVESTMENTS**

Details of loans, guarantees and investments covered under the provisions of Section 186 of the Act are given in the notes to Financial Statements.

### **RELATED PARTY TRANSACTIONS**

All related party transactions are placed before the Audit Committee and the Board, wherever required, for prior approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are of a foreseen and repetitive nature. A statement giving details of all related party transactions entered into pursuant to the omnibus approval is placed before the Audit Committee for its review on a quarterly basis. The statement is supported by a certificate from the Managing Director, Executive Director & CEOs and the Chief Financial Officer.

The Policy on Related Party Transactions as approved by the Audit Committee and the Board of Directors is available on the website of the Company at <https://www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies>.

Details of the transactions entered during the year ended March 31, 2022, pursuant to sub-section (1) of Section 188

of the Act are given in the prescribed Form AOC-2 annexed herewith as Annexure 'B'.

There was no material related party transaction made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. None of the Directors have any pecuniary relationships or transactions vis-à-vis the Company.

Attention of the members is drawn to the disclosure of related party transactions set out in Note No. 4.09 of the Standalone Financial Statements forming part of this Annual Report.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 134(3)(c) of the Act, to the best of their knowledge and belief and according to the information and explanations obtained by them, the Directors confirm :

- a. That in the preparation of the annual financial statements for the year ended March 31, 2022, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. That they have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2022 and of the profit of the Company for the year ended on that date;
- c. That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. That the annual financial statements have been prepared on a going concern basis;
- e. That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- f. That systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

### **EMPLOYEE REMUNERATION**

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are forming part of this report as Annexure 'C'.

The information required under Section 197 of the Act and Rule 5(2) & 5(3) of Companies (Appointment and Remuneration of

Managerial Personnel) Rules, 2014, forms part of this Report. Having regard to the provisions of the first proviso to Section 136(1) of the Act, the Annual Report excluding the aforesaid information is being sent to the members of the Company. Any shareholder interested in obtaining a copy of the statement may send an email to investor@prismjohnson.in.

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

The information relating to conservation of energy, technology absorption and foreign exchange earnings and outgo as required under Section 134 of the Act read with the Companies (Accounts) Rules, 2014, is given in Annexure 'D' forming part of this Report.

### **MANAGEMENT DISCUSSION AND ANALYSIS**

The Management Discussion and Analysis Report for the year under review as stipulated under the SEBI LODR is presented in a separate section forming part of this Annual Report.

### **CORPORATE GOVERNANCE**

As per the SEBI LODR, a separate section on Corporate Governance together with a certificate from the Company's Auditors confirming compliance forms part of this Annual Report.

### **INTERNAL FINANCIAL CONTROL SYSTEMS**

The Company has established standards, processes and structure which enable it to implement adequate internal financial controls and ensure that the same are operating effectively. The internal financial control systems of the Company are commensurate with its size and the nature of its operations. The Company has well defined delegation of authority limits for approving revenue as well as capital expenditures. The Company uses an established ERP system to record day-to-day transactions for accounting and financial reporting.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the work done by the Internal, Statutory, Cost and Secretarial Auditors and the reviews of the Management and the relevant Board Committees, including the Audit Committee, the Company believes that the internal financial controls were adequate and effective during the financial year 2021-22.

### **AUDITORS**

#### **Statutory Auditor**

The shareholders had, at the 26<sup>th</sup> Annual General Meeting, appointed M/s. G. M. Kapadia & Co., Chartered Accountants, Mumbai as the Company's Auditors up to conclusion of the 31<sup>st</sup> Annual General Meeting of the Company. The Auditor has confirmed their eligibility under Section 141 of the Act and the

Rules framed thereunder. As required under the SEBI LODR, the Auditor has also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

The Report given by the Auditor on the financial statements of the Company is part of this Annual Report. There is no qualification, reservation, adverse remark or disclaimer given by the Auditor in their Report.

#### **Cost Auditor**

Pursuant to Section 148 of the Act read with the Rules thereunder, as amended, the Company needs to maintain the cost records and such accounts and records are maintained for its businesses. The Board of Directors of the Company has, on the recommendation of the Audit Committee, at its meeting held on May 11, 2022, appointed M/s. D. C. Dave & Co., Cost Accountants as the Cost Auditor for the year ending March 31, 2023 and has recommended their remuneration to the shareholders for their ratification.

#### **Secretarial Auditor**

The Company has appointed Ms. Savita Jyoti, M/s. Savita Jyoti Associates, Practising Company Secretary, Hyderabad to undertake the Secretarial Audit of the Company pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. There was no qualification, reservation or adverse remarks given by the Secretarial Auditor of the Company. The Report of the Secretarial Auditor in Form MR-3 is annexed herewith as Annexure 'E'.

#### **Secretarial Audit of Material Unlisted Subsidiaries**

For the financial year 2021-22, Raheja QBE General Insurance Company Limited ('RQBE') is the material unlisted subsidiary of the Company. In terms of Regulation 24A of SEBI LODR read with Section 204 of the Act, Secretarial Audit of RQBE has been conducted for the year 2021-22 by the Practising Company Secretary. The said Audit Report which does not contain any qualification, reservation or adverse remark or disclaimer has been annexed herewith as Annexure 'F'.

### **ANNUAL RETURN**

The Annual Return of the Company has been placed on the website of the Company and can be accessed at <https://www.prismjohnson.in/investors/annual-return>.

### **GENERAL**

1. No other material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which the financial statements relate and the date of this report.

2. No significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.
3. No fraud has been reported during the audit conducted by the Statutory Auditor, Internal Auditors, Secretarial Auditor and Cost Auditor of the Company.
4. The Company is in compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Act.
5. For the financial year ended on March 31, 2022, the Company has complied with provisions relating to the constitution of Internal Committee under the POSH Act.
6. There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.
7. There was no instance of one-time settlement with any Bank or Financial Institution.

#### ACKNOWLEDGEMENTS

The Directors thank the shareholders, various Central and State Government departments/agencies, banks and other business associates for their valuable services and continued support during the year under review. The Board also takes this opportunity to express its sincere appreciation of the contribution and dedicated work of all the employees of the Company.

**For and on behalf of the Board**

**SHOBHAN M. THAKORE**

*Chairman*

Place : Mumbai

Date : May 11, 2022

(DIN : 00031788)

## ANNEXURE 'A' TO THE DIRECTORS' REPORT

### Annual Report on Corporate Social Responsibility Activities for the Financial Year 2021-22

[Pursuant to Companies (Corporate Social Responsibility Policy) Rules, 2014]

<b>1</b>	<b>Brief outline on CSR Policy of the Company.</b>	<p>The Company remains committed to carry the responsibility of sustainable growth by transforming the challenges it faces into value creation opportunities. The principles of sustainable growth extend to the CSR initiatives, which focus on holistic development of the local community and create social, ecological and economic value to the society.</p> <p>Since its inception the Company has been socially responsible and has voluntarily undertaken various Corporate Social Responsibility initiatives even when there were no legal and statutory requirements in this regard.</p> <p>In its commitment to CSR initiatives, the Company has been making available medical and educational assistance to economically disadvantaged and socially weaker sections of the society. The Company also carries out a variety of social initiatives in the areas of education, healthcare and environment.</p> <p>The Company is aware about its responsibility towards environment and sustainability and conducts its manufacturing operations in an efficient manner without compromising with the ecological sustenance. Corporate Social Responsibility is the continuing commitment of the Company to behave ethically and contribute to economic development while improving the quality of life of the local communities living around the plants and offices and society at large.</p> <p>The CSR Policy is available on the Company's website at <a href="https://www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies">https://www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies</a>.</p>
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#### 2 Composition of CSR Committee :

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Vijay Aggarwal	Chairman	2	2
2	Ms. Ameeta A. Parpia	Member and Independent Director		2
3	Mr. Vivek K. Agnihotri	Member		2
4	Mr. Atul R. Desai	Member		2
5	Mr. Sarat Chandak	Member		2

<b>3</b>	<b>Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company.</b>	www.prismjohnson.in						
<b>4</b>	<b>Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report).</b>	Not Applicable						
<b>5</b>	<b>Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any.</b>	Not Applicable						
<b>6</b>	<b>Average net profit of the Company as per section 135(5) (₹ Crores)</b>	180.11						
<b>7</b>	(a) Two percent of average net profit of the company as per section 135(5) (₹ Crores)	3.60						
	(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years. (₹ Crores)	Nil						
	(c) Amount required to be set off for the financial year, if any (₹ Crores)	Nil						
	(d) Total CSR obligation for the financial year (7a+7b- 7c) (₹ Crores)	3.60						
<b>8</b>	<b>(a) CSR amount spent or unspent for the financial year :</b>							
	<b>Total Amount Spent for the Financial Year (₹ Crores)</b>	<b>Amount Unspent</b>						
		<b>Total Amount transferred to Unspent CSR Account as per section 135(6)</b>						
		<b>Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)</b>						
		<b>Amount (₹ Crores)</b>						
		<b>Date of transfer</b>						
		<b>Name of the Fund</b>						
		<b>Amount (₹ Crores)</b>						
		<b>Date of transfer</b>						
	3.94	–						
		NA						
		NA						
		–						
		NA						
	<b>(b) Details of CSR amount spent against ongoing projects for the financial year (₹ Crores) :</b> Nil							
	<b>(c) Details of CSR amount spent against other than ongoing projects for the financial year :</b>							
<b>(1)</b>	<b>(2)</b>	<b>(3)</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)</b>	<b>(7)</b>	<b>(8)</b>	
<b>Sl. No.</b>	<b>Name of the Project</b>	<b>Item from the list of activities in schedule VII to the Act</b>	<b>Local area (Yes/No)</b>	<b>Location of the project</b>	<b>Amount spent on the projects or programs (₹ Crores)</b>	<b>Mode of implementation – Direct (Yes/No)</b>	<b>Mode of implementation – Through Implementing Agency</b>	
							<b>Name</b>	<b>CSR registration number</b>
1.	Availability of potable water through installation of hand pumps with bore well, providing synthetic water storage tank and water cooler etc.	(i) Making available safe drinking water	Yes	Satna, Madhya Pradesh	0.13	Yes	N.A.	N.A.
2.	Providing synthetic water storage tank and water cooler etc.	(i) Making available safe drinking water	Yes	Dewas, Madhya Pradesh	0.01	Yes	N.A.	N.A.
3.	Providing Covid care medicine kits & Oxygen Concentrators to Community Health Centre/ District Hospital etc., financial assistance to children orphaned due to Covid	(xii) Disaster Management	Yes	Satna & Bhopal, Madhya Pradesh	0.25	Yes	N.A.	N.A.
4.	Providing Oxygen Concentrators to AP Medical Services	(xii) Disaster Management	Yes	Kurnool, Andhra Pradesh	0.03	Yes	N.A.	N.A.
5.	Financial assistance for providing Covid care kits to police personnel	(xii) Disaster Management	Yes	Kurnool, Andhra Pradesh	0.03	Yes	N.A.	N.A.

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in schedule VII to the Act	(4) Local area (Yes/No)	(5) Location of the project	(6) Amount spent on the projects or programs (₹ Crores)	(7) Mode of implementation – Direct (Yes/No)	(8) Mode of implementation – Through Implementing Agency	
							Name	CSR registration number
6.	Providing thermal innerwear, Distribution of blankets etc.	(iii) Assistance to senior citizens / Facilities for Orphans	Yes	Satna, Madhya Pradesh	0.01	Yes	N.A.	N.A.
7.	Measures for benefit welfare of Soldiers, Martyrs, etc. including contribution to Armed Forces Flag day fund	(vi) Measures for the benefit of armed forces veterans, war widows and their dependents	Yes	Satna, Madhya Pradesh	0.01	Yes	N.A.	N.A.
8.	Plantation, ensuring survival of sapling, construction of honey comb structures, pond deepening, desilting of pond, and construction of water ways channel, bore recharge system, drum based water harvesting structure etc.	(iv) Ensuring environmental sustainability, ecological balance, protection of flora and fauna, conservation of natural resources and maintaining quality of soil, air and water	Yes	Satna, Madhya Pradesh	0.82	Yes	N.A.	N.A.
9.	Desilting of land	(iv) Conservation of natural resources	Yes	Karaikal, Puducherry	0.02	Yes	N.A.	N.A.
10.	Installation of solar/electric street lights in Villages	(iv) Ensuring environmental sustainability	Yes	Satna, Madhya Pradesh	0.03	Yes	N.A.	N.A.
11.	Construction/maintenance/ renovation of lavatory	(i) Promoting health care including preventive health care	Yes	Satna, Madhya Pradesh	0.62	Yes	N.A.	N.A.
12.	Construction of lavatory	(i) Promoting health care including preventive health care	Yes	Tumkur, Karnataka	0.07	Yes	N.A.	N.A.
13.	Sponsoring Cataract surgery	(i) Promoting health care including preventive health care	Yes	Satna, Madhya Pradesh	0.02	Yes	N.A.	N.A.
14.	Providing nutritious food to undernourished children	(i) Eradicating hunger, poverty and malnutrition	Yes	Satna, Madhya Pradesh	0.01	Yes	N.A.	N.A.
15.	Providing motorised tricycle to people with disabilities under ADIP scheme (MP)	(ii) Enhancing vocation skills among the differently abled	Yes	Satna, Madhya Pradesh	0.16	Yes	N.A.	N.A.
16.	Providing accessibility equipment to differently abled	(i) Promoting health care including preventive health care	Yes	Raigad, Maharashtra	0.02	Yes	N.A.	N.A.
17.	Renovation of Government schools, installation of smart classes, providing Computers, Printers, book shelf to Government schools	(ii) Promoting education	Yes	Satna, Madhya Pradesh	0.63	Yes	N.A.	N.A.

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)		
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/No)	Location of the project	Amount spent on the projects or programs (₹ Crores)	Mode of implementation – Direct (Yes/No)	Mode of implementation – Through Implementing Agency		
							Name	CSR registration number	
18.	Development of playground thereby promoting sports	(x) Rural development projects	Yes	Satna, Madhya Pradesh	0.31	Yes	N.A.	N.A.	
19.	Construction of WBM road, bus shelter, drainage system; renovation/maintenance of bus shelter, cremation sheds, street lights	(x) Rural development projects	Yes	Satna, Madhya Pradesh	0.22	Yes	N.A.	N.A.	
20.	Renovation of Community centre	(x) Rural development projects	Yes	Tadipatri, Andhra Pradesh	0.09	Yes	N.A.	N.A.	
21.	Construction of Community health centre	(x) Rural development projects	Yes	Raigad, Maharashtra	0.04	Yes	N.A.	N.A.	
22.	Providing tractor trolley for waste disposal to Gram Panchayat	(x) Rural development projects	Yes	Vijayawada, Andhra Pradesh	0.08	Yes	N.A.	N.A.	
23.	Arranging driving training with assistance to obtain license etc. to enhance vocation skills	(ii) Promoting employment enhancing vocation skills	Yes	Satna, Madhya Pradesh	0.05	Yes	N.A.	N.A.	
24.	Sewing Machine Distribution	(ii) Livelihood enhancement projects	Yes	Pen, Maharashtra	0.01	Yes	N.A.	N.A.	
25.	Donation to Trust operating old age home	(iii) Facilities for senior citizens	Yes	Satna, Madhya Pradesh	0.07	No	Dr. Lalta Prasad Khare Public Charitable Trust	CSR00000455	
26.	Donation to trust to build classrooms at Government school	(ii) Promoting education	Yes	Solan, Himachal Pradesh	0.10	No	Round Table India Trust	CSR00000895	
27.	Arranging trainings viz. bag making, stitching & embroidery, etc. to enhance vocation skills	(ii) Promoting employment enhancing vocation skills	Yes	Satna, Madhya Pradesh	0.10	No	Jai Gurudev Group of Social Welfare Organisation	CSR00015295	
	<b>Total</b>				<b>3.94</b>				
<b>8</b>	(d)	<b>Amount spent in Administrative Overheads (₹ Crores) :</b>						Nil	
	(e)	<b>Amount spent on Impact Assessment, if applicable (₹ Crores) :</b>						–	
	(f)	<b>Total amount spent for the Financial Year (8b+8c+8d+8e) (₹ Crores) :</b>						3.94	
	(g)	<b>Excess amount for set off, if any (₹ Crores) :</b>							
	<b>Sl. No.</b>	<b>Particulars</b>						<b>Amount</b>	
	(i)	Two percent of average net profit of the Company as per section 135(5)						3.60	
	(ii)	Total amount spent for the Financial Year						3.94	
	(iii)	Excess amount spent for the financial year [(ii)-(i)]						0.34	
	(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any						Nil	
	(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]						0.34	

9	(a)	<b>Details of Unspent CSR amount for the preceding three financial years</b>	Not Applicable
	(b)	<b>Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s)</b>	Nil
10		<b>In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details)</b>	Not Applicable since no capital asset created or acquired through CSR expenditure.
11		<b>Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per section 135(5).</b>	Not Applicable

**VIJAY AGGARWAL**

*Managing Director &*

*Chairman of CSR Committee*

DIN : 00515412

Place : Mumbai

Date : May 11, 2022

## ANNEXURE 'B' TO THE DIRECTORS' REPORT

### FORM AOC - 2

**Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arms-length transactions under third proviso thereto.**

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

I	Details of contracts or arrangements or transactions not at arm's length basis	
a	Name(s) of the related party and nature of relationship	<ol style="list-style-type: none"> <li>Sunspring Solar Private Limited – Associate</li> <li>Ardex Endura (India) Private Limited – Joint Venture</li> </ol>
b	Nature of contracts/arrangements/ transactions	<ol style="list-style-type: none"> <li>Termination of Power Consumption Agreement with Sunspring Solar Private Limited.</li> <li>Amendment to Agreement dated March 31, 2021 for increase in charges for designing and printing packaging materials and for promoting and marketing products, brands and corporate name of Ardex Endura (India) Private Limited through Tile cartons/boxes of the Company.</li> </ol>
c	Duration of the contracts/arrangements/transactions	<ol style="list-style-type: none"> <li>On or before September 30, 2021.</li> <li>5 years with effect from April 1, 2021.</li> </ol>
d	Salient terms of the contracts or arrangements or transactions including the value, if any	<ol style="list-style-type: none"> <li>Termination of Power Consumption Agreement with Sunspring Solar Private Limited, an associate of the Company for supply of solar power at the Company's tile manufacturing facility of H &amp; R Johnson (India) Division located at Pen (Maharashtra).  Termination Agreement on the following terms :  <ol style="list-style-type: none"> <li>The Company shall pay aggregate amount towards the termination charges amounting to ₹ 1.30 Crores on or before June 30, 2021.</li> <li>Sunspring Solar shall remove and dismantle at its sole cost and expense all the plant, equipment and machinery belonging to them and forming part of the Solar Power Facility from the Project Site and peacefully vacate the Project Site on or before September 30, 2021.</li> </ol> </li> <li>Revision in charges from range of ₹ 0.10 paise to ₹ 0.20 paise per box/carton to an amount not exceeding ₹ 0.50 paise per box/carton w.e.f. April 1, 2022.</li> </ol>
e	Justification for entering into such contracts or arrangements or transactions	<ol style="list-style-type: none"> <li>The Company does not see any economic value in continuing with this fixed cost in its manufacturing facility situated at Pen. Pre-mature termination of agreement in future would cost the Company more than the amount that was currently agreed.</li> <li>Sales/Promotion of products of Joint venture entity.</li> </ol>
f	Date of approval by the Board	<ol style="list-style-type: none"> <li>May 19, 2021</li> <li>March 30, 2022</li> </ol>

g	Amount paid as advances, if any	None
h	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	Not Applicable.
<b>II Details of material contracts or arrangements or transactions at arm's length basis</b>		
The Company has not entered into any material contracts or arrangements or transactions at arm's length basis with its related parties.		

For and on behalf of the Board

**SHOBHAN M. THAKORE**

Chairman

(DIN : 00031788)

Place : Mumbai

Date : May 11, 2022

## ANNEXURE 'C' TO THE DIRECTORS' REPORT

**The details in terms of Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 :**

1. The ratio of the remuneration of each director to the median remuneration of the employees for the financial year 2021-22 :

Name	Designation	Ratio
Mr. Vijay Aggarwal	Managing Director	171
Mr. Vivek K. Agnihotri	Executive Director & CEO (Cement)	64
Mr. Sarat Chandak	Executive Director & CEO (HRJ)	75
Mr. Atul R. Desai	Executive Director & CEO (RMC)	61
Mr. Shobhan M. Thakore	Non-executive Independent Director	5
Ms. Ameeta A. Parpia	Non-executive Independent Director	4
Dr. Raveendra Chittoor	Non-executive Independent Director	3

2. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary in the financial year 2021-22 :

Name	Designation	% increase
Mr. Vijay Aggarwal	Managing Director	63.60
Mr. Vivek K. Agnihotri	Executive Director & CEO (Cement)	-0.07
Mr. Sarat Chandak	Executive Director & CEO (HRJ)	31.61
Mr. Atul R. Desai	Executive Director & CEO (RMC)	15.91
Mr. Shobhan M. Thakore	Non-executive Independent Director	–
Ms. Ameeta A. Parpia	Non-executive Independent Director	–
Dr. Raveendra Chittoor	Non-executive Independent Director	–
Mr. Manish Bhatia	Chief Financial Officer	36.48
Ms. Aneeta S. Kulkarni	Company Secretary	29.85

Note : Remuneration of Non-executive Independent Directors excludes sitting fees.

3. The percentage increase in the median remuneration of the employees in the financial year was around 9.41%.
4. The number of permanent employees on the rolls of the Company as on March 31, 2022 was 5,170.



5. Average percentile increase already made in the salaries of employees other than the managerial personnel in the financial year was 0.15 whereas, the increase in the managerial remuneration was 0.33. The increment is in line with industry practice and is within the normal range and is also based on the factors stated in the Remuneration Policy of the Company, details of which are mentioned in the Report on Corporate Governance.
6. It is hereby affirmed that the remuneration is as per the Remuneration Policy of the Company.

**For and on behalf of the Board**

**SHOBHAN M. THAKORE**

*Chairman*

(DIN : 00031788)

Place : Mumbai

Date : May 11, 2022

## ANNEXURE 'D' TO THE DIRECTORS' REPORT

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

#### (A) Conservation of energy

##### (i) The steps taken or impact on conservation of energy :

##### **Prism Cement**

##### ➤ **Limestone crusher & mines**

- In Mines two new HEMM equipment added to the HEMM fleet for better performance and reduced fuel consumption.
- 3 nos. of normal efficiency 200 kW existing dewatering pump motors replaced with IE4 motor in second band.
- 7X50kVAr Capacitor banks installed with all dewatering pump motors in second Band substation to improve power factor.
- One diesel operated de-watering pump converted to electrically powered pump to save on diesel.
- Unit - I Crusher one set of hammers replaced new design sintered cast hammer to improve crushing efficiency.
- Unit - II Reversal of LS Crusher two front impact arm and replacement of LS Crusher 1 front impact arm and spindle to get smaller size crushed lime stone which in turn results in Raw Mill specific power consumption control.
- Practicing Air Decking blasting technique, using decks of plastic bottles, which separates column charges so that explosive energy can be distributed throughout the benches. This will enhance the fragmentation & powder factor as well as reduce the blasting cost.

##### ➤ **Raw mills**

- Modification of separator discharge cone of Unit - II Raw Mill - 1 to reduce mill internal free space, which resulted high take up velocities and reduced recirculation of material. It has increased output of mill and reduction in power consumption.
- Modification of Unit - I Raw Mill - 1 high grade and limestone weigh feeder to minimise deviation in mill feed, which resulted better mill operation.
- Replacement of Unit - II Raw Mill - 1 one set of table liners with new one & Raw Mill - 2 with repaired one to improve the output and efficiency of the mills.
- Replacement of Unit - II Raw Mill - 1 nozzle ring assembly and mother segment of dam ring for better layer thickness, optimised gas flow and lifting of fine material, which resulted better output.
- Replacement of Unit - I Raw Mill - 2 one set of table liners with the new one to increase the mill grinding efficiency.

##### ➤ **Kilns**

- Upgradation of ESP fan motors 500kW/590 rpm to 1100kW/990 rpm to improve WHRS generation and improve Cooler heat recuperation efficiency.
- In both kilns, the traditional tip cast have been replaced with pre-cast tip casting to reduce false air and improve service life.
- Kiln - 2 Cooler Modification. Denmark-based F. L. Smidth has launched the project which

helps to reduce specific heat consumption and improve productivity.

- Replacement of wave grate plates up to recuperation zone.
- To reduce the energy and environmental impact due to conventional fuel, currently, a blend of alternative fuels (Plastic waste, RDF & Biomass) with conventional fossil fuels in kiln and calciner is being used.

➤ **Coal mills**

- Installation and commissioning of SLC coal firing blower VFD in pyro section of Unit - I to reduce specific electrical energy consumption.
- Separator rotor, rotor shaft, guide vane, louver replaced with new ones in Unit - II Coal Mill in order to reduce the specific power and maintain the output.
- In Unit - I & Unit - II, the nitrogen consumption was reduced by the installation of pneumatic controls on the main-deliver line and upgraded nitrogen generation operation program.

➤ **Cement mills & Packing plant**

- Fresh feed taken through V-separator in Unit - II Cement Mill instead of through Roller press.
- Roller press gap optimised for better efficiency and subsequently reduction in specific power consumption.
- Re-grading of grinding media in Cement Mills to improve mill output.

**H & R Johnson (India)**

➤ **Savings in Electrical Energy**

*Pen*

- Smoke air fan of 30 Kw converted into VFD in Kiln-1, savings of 100 units/day.
- Installation of variable frequency drive at Polishing Line and reduction of 140 RPM of all polishing heads, saving of 132 units per day.
- Modification in cooling tower pump at press led to increase in the efficiency, reduced the requirement from two pumps to one pump, savings of 16 units per hour.

*Dewas*

- Installation of in-house (300 HP) Variable frequency drive at Slip House Ball Mill No. 3, savings of 200 units per day.

- Installation of in-house Variable frequency drive at Slip House storage tank 3 & 4, savings of 100 units per day.

*Karaikal*

- Installation of UPS, connected to both Kiln, filling the power gap during power failures, savings in possible losses of power, fuel, quality and production.
- Installation of VFD at both the blower motor startup, savings of 125 units per day.

➤ **Savings in Thermal Energy**

*Pen*

- Kiln-1 vertical entry increase of 30% production capacity with the same gas consumption.
- Heat recovery in Vertical dryer, saving of gas consumption in vertical dryers.
- Reduction in Kiln Cycle time by an average of 8-10 minutes resulted into the increase in Kiln efficiency and savings in fuel consumption by 10%.
- Kiln waste heat usage in Pre-kiln drier.

*Dewas*

- White coating and maintenance work carried out in Kiln-1 and small leakages arrested and closed, resulting in savings of an average 110 SCM gas per day.

*Kunigal*

- Hot air combustion from Kiln transferred to chain stove through Duct Line.

*Karaikal*

- Reworked in hot air supply to Horizontal drier and reduced gas consumption.
- Replacement of roof insulation material and bricks of hot air generator insulation of spray drier, leakages of fuel arrested and resulted into the savings of 2.02 SCM/MT in spray drier fuel consumption.

**(ii) The steps taken by the Company for utilising alternate sources of energy :**

***Prism Cement***

- Solar power plant Phase 1, 2 & 3 commissioned with 22.5 MW at mined out area and colony premises. 8.6% of total annual electricity consumption has been utilised from solar power.

- 2.4% of total annual electricity consumption for process sourced from non-solar green power resources (biomass and bagasse).
- 25.6% of total annual electricity consumption has been utilised from WHRS.

#### **H & R Johnson (India)**

- Usage of Cashew nut Husk in Chain stove instead of Coal at Kunigal plant.
- Solar power plants aggregating to 4.5 MW installed at some of the tile manufacturing plants.

#### **(iii) The capital investment on energy conservation equipment :**

Investment on energy conservation equipment is ₹ 58.52 Crores during the year ended March 31, 2022.

### **(B) Technology absorption**

#### **(i) The efforts made towards technology absorption :**

- The Company has collaborated with Society Innovation and Entrepreneurship, IIT, Bombay for an emission inventory dispersion modeling study of air pollutant, quantifying impact of air pollutants from the Company's Cement plant and air dispersion modeling due to construction processes, mining operations and other allied activities in the surrounding area.
- Successfully utilising waste heat recovery based 22.4 MW power plant for electricity generation, which utilises heat of flue gases being vented to atmosphere after pyro processing.
- Replaced 23 Nos. normal/low efficiency motors with IE4 high efficiency motors.
- Replacement of 5 Nos. of old and obsolete water cooled package AC of CCR building with new ones, to revamp the cooling system and save energy.
- Installation of LOGO PLC for SLC Fine Coal Bin Air/Nitrogen Purging. This will increase effectiveness of Purging and ease of maintenance of Purging system.
- Z2A01, Cement Mill - 2 Clinker Apron Weigh Feeder Control system upgraded with latest Schenk make Intecon Plus Controller.

- Installation of high efficiency screw compressor in place of old low efficiency reciprocating compressor in phased manner.
- Development of grinding aid for better grinding, at our research laboratory of IPNR.

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

- Savings on natural resources like limestone and fossil fuel. Around 82.6% of cement manufactured by the Company is blended cement produced by using fly ash which is waste material of other industries.
- Reduction of utility demand side power consumption and improvement upon carbon footprint by generating approximately 94 Lakh unit/day from solar power plant and approximately 3.77 Lakh units/day from WHRS.
- Improvement in specific energy consumption.
- Strengthening of environment friendly measures.
- Improving the clinker utilisation factor.
- Improvement in throughput and specific power consumption.

#### **(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) : Not Applicable**

#### **(iv) The expenditure incurred on Research and Development : ₹ 5.28 Crores (Previous year : ₹ 4.12 Crores)**

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

Particulars	₹ Crores	
	2021-22	2020-21
Details of earnings in foreign currency	64.57	57.45
Details of outgo in foreign currency	235.82	152.66

**For and on behalf of the Board**

**SHOBHAN M. THAKORE**

*Chairman*

Place : Mumbai

Date : May 11, 2022

(DIN : 00031788)

# ANNEXURE 'E' TO THE DIRECTORS' REPORT

## FORM NO. MR-3 SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

*[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,  
Prism Johnson Limited

We have conducted the secretarial audit of compliance of applicable statutory provisions and the adherence to good corporate practices by Prism Johnson Limited (hereinafter called 'the Company'). 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 books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2022 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 :

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company (Records for full year in electronic form only due to situations of "COVID 19") for the financial year ended March 31, 2022 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) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :
    - (a) SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('SEBI LODR')/Regulation(s);

- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (d) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (e) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- (h) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder.

2. We have relied on certifications/representations made by the officers of the Company and mechanisms formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. Major laws applicable to the Company are as follows :
  - 1) Factories Act, 1948;
  - 2) Industrial Development and Regulations Act;
  - 3) Acts prescribed under Environment Protection Act;
  - 4) Acts prescribed under Prevention and Control of Pollution;
  - 5) Acts prescribed under Direct Tax and Indirect Tax;
  - 6) Mines Act, 1952;
  - 7) Acts under Industrial Laws;
  - 8) Labour Welfare Acts;
  - 9) Labour laws and other incidental laws related to labour and employees appointed by the Company;

- 10) Local laws as applicable to various offices and plants.
3. We have also examined compliance with the applicable clauses of the following :
- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
  - (ii) SEBI LODR guidelines.
  - (iii) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - (iv) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
  - (v) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
4. During the year under the report the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

**We further report that :**

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-executive Directors, Independent Directors and Woman Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act / Regulation(s).
- Adequate notice was given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. For certain urgent matters, some of the meetings were called at shorter notice.
- Since none of the members have communicated dissenting views in the matters / agenda proposed from time to time for consideration of the Board and Committees thereof, during the year under the report, hence were not required to be captured and recorded as part of the minutes.

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

**We further report that** during the audit period the Company has issued listed non-convertible debentures on private placement basis pursuant to the Special Resolution passed at the Annual General Meetings held on July 30, 2021

We further state that following list of the documents were verified :

- 1) Memorandum and Articles of Association;
- 2) Annual Report for the financial year 2021;
- 3) Minutes of the meetings of Board of Directors, Audit Committee, Nomination and Remuneration Committee, Securities Allotment & Transfer Committee, Stakeholders Relationship Committee, Risk Management Committee and Corporate Social Responsibility Committee held during the year;
- 4) Minutes of the General meeting and Postal Ballots held during the financial year under report;
- 5) Statutory registers;
- 6) Agenda papers submitted to all directors/members for the board meetings and committee meetings;
- 7) Intimations received from the Directors of the Company pursuant to the provisions of section 184 and 149(7) of Companies Act, 2013;
- 8) E-forms filed by the Company from time to time under the applicable provisions of the Companies Act, 2013 and attachments thereof during the financial year under report;
- 9) Intimations/documents/reports/returns filed with stock exchanges pursuant to provisions of the SEBI LODR/ Companies Act, 2013;
- 10) Various policies made under the Companies Act, 2013 and SEBI LODR.

**The complete year audit was done on the basis of information provided by the Company in electronic mode. We were unable to conduct actual physical examination of documents and reports filed by the Company with respect to compliances applicable.**

**For Savita Jyoti Associates  
Company Secretaries**

**Savita Jyoti**

FCS No.: 3738

CP No.: 1796

Place : Hyderabad

Date : May 11, 2022

UDIN: F003738D000303268

# ANNEXURE 'F' TO THE DIRECTORS' REPORT

**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022**

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

**To,**

**The Members,**

**RAHEJA QBE GENERAL INSURANCE COMPANY LIMITED**

Ground Floor, P & G Plaza,  
Cardinal Gracious Road,  
Chakala, Andheri (East),  
Mumbai – 400 099.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **RAHEJA QBE GENERAL INSURANCE COMPANY LIMITED** (hereinafter called the Company). 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 authorised representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2022 complied with the statutory provisions of the applicable Acts 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, minutes books, forms and returns filed and other records maintained by **RAHEJA QBE GENERAL INSURANCE COMPANY LIMITED** for the financial year ended on March 31, 2022 according to the provisions of :

- i. The Companies Act, 2013 ("the Act") and the rules made thereunder;
- ii. Foreign Exchange Management Act, 1999 ("FEMA") and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

- iv. The list of Acts, Laws and regulations specifically applicable to the Company are given below :
  - a) The Insurance Act, 1938 including amendments and part thereof;
  - b) The Insurance Regulatory and Development Authority Act, 1999 and rules and regulations made thereunder;
  - c) The Rules, regulations, guidelines, circulars and notifications issued by the Insurance Regulatory and Development Authority of India (IRDAI) as are applicable to a General Insurance Company.
- v. The Company has its own robust compliance system and the Company is also subject to monitoring by and reporting of compliances to IRDAI.
- vi. We have also examined compliance with the applicable clauses of the Secretarial Standards 1 and 2 issued by The Institute of Company Secretaries of India.

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

We report that during the conduct of the audit, in our opinion, adequate systems exist in the Company to monitor and ensure compliance with general laws.

We report that the Compliance by the Company of applicable financial laws, like direct, indirect tax laws and Goods and Service Tax has not been reviewed in this Audit since the same has been subject to review by statutory financial auditor and other designated professionals.

We further report that :

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors that took place during the period under review.
2. Adequate notice is given to all Directors to schedule the Board Meetings, Board Committee Meetings, agenda and detailed notes on agenda were sent well in advance and a system exists for seeking and obtaining further

information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decisions are carried through while the dissenting members' views, if any, are captured and recorded as part of Minutes.

3. There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period; the Company had the following specific events :

1. The Company has increased its Authorised Share Capital from ₹ 265,00,00,000/- to ₹ 285,00,00,000/- at the Extra Ordinary General Meeting held on August 19, 2021 and from ₹ 285,00,00,000/- to ₹ 298,00,00,000/- at the Extra Ordinary General Meeting held on January 25, 2022. The Company has altered its Memorandum and Articles of Association in this respect and complied with the provisions of the Act.

2. The Board had approved the issue of 1,92,39,014 equity shares of ₹ 10/- each at a premium of ₹ 16/- in their meeting held on July 27, 2021. The shares were allotted by passing a Circular Resolution on September 16, 2021.
3. The Board had approved the issue of 1,20,73,462 equity shares of ₹ 10/- each at a premium of ₹ 19/- in their meeting held on March 11, 2022. The shares were allotted by passing a Circular Resolution on March 23, 2022.

As informed, the Company has responded appropriately to notices/emails received from the statutory/regulatory authorities including by taking corrective measures wherever found necessary.

**For GMJ & ASSOCIATES**  
**Company Secretaries**

**SONIA CHETTIAR**  
**PARTNER**

ACS: 27582

COP: 10130

Place : Mumbai

Date : May 6, 2022

UDIN: A027582D000280329

# INDEPENDENT AUDITOR'S REPORT

To the members of Prism Johnson Limited

## REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

### OPINION

We have audited the accompanying standalone financial statements of Prism Johnson Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022 and its profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

### BASIS FOR OPINION

We conducted our audit of the Standalone Financial Statement in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Standalone 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules framed thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

### KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters :

Sr. No	Key Audit Matters	How our audit addressed the Key Audit Matters
1	<p><b>Evaluation of Provisions and Contingent Liabilities</b></p> <p>As at the Balance Sheet date, the Company has certain open legal cases and other contingent liabilities as disclosed in note no. 4.05. The assessment of the existence of the present legal or constructive obligation and analysis of the probability of the related payment require the management to make judgement and estimates in relation to the issues of each matter.</p>	<p>Our procedures included, amongst others:</p> <p>We have reviewed and held discussions with the management to understand their processes to identify new possible obligations and changes in existing obligations for compliance with the requirements of Ind AS 37 on "Provisions, Contingent Liabilities and Contingent Assets".</p> <p>We have analysed significant changes from prior periods and obtain a detailed understanding of these items and assumptions applied. We have held regular meetings with the management and key legal personnel responsible for handling legal matters.</p>



Sr. No	Key Audit Matters	How our audit addressed the Key Audit Matters
	<p>The management with the help of its experts, as needed, have made such judgements and estimates relating to the likelihood of an obligation arising and whether there is a need to recognize a provision or disclose a contingent liability.</p> <p>Due to the level of judgement and estimate involved in recognition, valuation and presentation of provision and contingent liabilities, this is considered to be a key audit matter.</p>	<p>In addition, we have reviewed:</p> <ul style="list-style-type: none"> <li>• the details of the proceedings before the relevant authorities including communication from the advocates / experts;</li> <li>• legal advises / opinions obtained by the management, as needed, from experts in the field of law on the legal cases;</li> <li>• minutes of board meetings, including the sub-committees; and</li> <li>• status of each of the material matters as on the date of the balance sheet.</li> </ul> <p>We have assessed the appropriateness of provisioning based on assumptions made by the management and presentation of the significant contingent liabilities in the financial statements.</p>
2	<p><b>Impairment of investment in Property, plant and equipment</b></p> <p>Significant judgement is involved in carrying out impairment assessment of Property, plant and equipment (PPE). Such assessment is undertaken using discounted cash flow models to determine the recoverable amount (value-in-use) of Cash Generating Units (CGUs), which is compared to the carrying amount of the relevant non-current assets of the CGU in terms of Ind AS 36 on “<i>Impairment of Assets</i>”. A deficit in recoverable amount compared with the carrying amount would result in an impairment.</p> <p>The value-in-use requires the use of significant management judgements and estimates including key assumptions such as product-mix, sales growth rate, discount rate and terminal growth rate etc.</p> <p>Considering significant degree of judgment in estimating value-in-use, we identified assessment of impairment of PPE as a key audit matter.</p>	<ul style="list-style-type: none"> <li>• We have understood, evaluated and validated management’s key controls over the impairment assessment process.</li> <li>• We have compared the methodology used by the management to market practice.</li> <li>• We have obtained management’s future cash flow forecasts, tested the mathematical accuracy of the underlying value-in-use calculations.</li> <li>• We have compared historical actual results to those budgeted to assess the quality of management’s forecasts.</li> <li>• We have assessed the reasonableness of key assumptions used in the calculations, comprising sales growth rates, gross profit margin, net profit margin, perpetual growth rate and discount rates. When assessing these key assumptions, we discussed such parameters with management to understand and evaluate management’s basis for determining the assumptions, and compared them to external industry outlook reports and economic growth forecasts from independent sources.</li> <li>• We have also considered views of valuation experts in assessing the reasonableness of the discount rates used by management by comparing the discount rates used to entities with similar risk profiles and market information.</li> <li>• We obtained and tested management’s sensitivity analysis around the key assumptions, to ascertain that selected adverse changes to key assumptions, both individually and in aggregate, would not cause the carrying amount to exceed the recoverable amount.</li> </ul>

### **Information Other than the Standalone Financial Statements and Our Report thereon**

The Company's Management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in Annual Report, but does not include the Standalone and Consolidated Financial Statements and our auditor's reports thereon. The Annual Report is expected to be made available to us after the date of this report.

Our opinion on the Standalone Financial Statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to Those Charged With Governance and take necessary actions as applicable under the relevant laws and regulations.

### **Management's and Those Charged with Governance Responsibilities for the Standalone 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 the Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity, cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS and relevant provisions of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, 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 are also responsible for overseeing the Company's financial reporting process.

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

Our objectives are to obtain reasonable assurance about whether the Standalone 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 the Standalone Financial Statements.

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

- Identify and assess the risks of material misstatement of the Standalone 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 system with reference to Standalone 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 the Management.

- Conclude on the appropriateness of Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of section 143(11) of the Act, we give in the "Annexure A", a statement on the matters specified in the paragraph 3 and 4 of the Order.

2. As required by section 143(3) of the Act, we report that :
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;
  - d) In our opinion, the Standalone Financial Statements comply with the Accounting Standards specified under section 133 of the Act, read with relevant rules issued thereunder and relevant provisions of the Act;
  - e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 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 Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Standalone Financial Statements;
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
 

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act; and
  - h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us :

- i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements. Refer note 4.05 to the Standalone Financial Statements;
- ii. The Company has made provision, as required under the applicable law or accounting standards for material foreseeable losses, if any, on the long-term contracts including derivative contracts;
- iii. There has been no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company;
  - (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of rule 11(e), as provided under (a) and (b) above, contain any material misstatement; and
  - (d) The Company has neither declared nor paid any dividend during the year.

**For G.M. Kapadia & Co.**  
Chartered Accountants  
Firm Registration No. 104767W

**Rajen Ashar**  
*Partner*

Place : Delhi  
Date : May 11, 2022

Membership No. 048243  
UDIN: 22048243AITJQB3203

**Annexure A - referred to in paragraph 1 under “Report on Other Legal and Regulatory Requirements” of our report on even date, to the members of Prism Johnson Limited on the Standalone Financial Statements for the year ended March 31, 2022**

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

- i. (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, plant and equipment.
- (B) The Company has maintained proper records showing full particulars of Intangible assets.
- (b) The Company has a regular programme of physical verification of Property, plant and equipment by which all Property, plant and equipment of the Company are being verified in a phased manner over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and nature of its business. Pursuant to the program, a portion of Property, plant and equipment has been physically verified by the Management during the year and no material discrepancies were noticed on verification conducted during the year as compared with the book records;
- (c) Based on test check examination of the records and sale deeds/ transfer deeds/ lease deeds/ conveyance deeds/ property tax receipts and such other documents provided to us, the title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company. Certain Immovable Properties, details of which are given in note no. 4.24 of the Standalone Financial Statements, are in the name of the companies which were amalgamated with the Company. In addition, certain Immovable Properties are in the erstwhile name of the Company. The Management is in the process of getting the same updated / registered in the name of the Company. The acquisition of these properties was in the normal course of business and none of the promoters, directors, or their relatives are associated with these transactions in any manner.
- (d) The Company has not revalued its Property, plant and equipment (including Right-of-use assets) or Intangible assets or both during the year ended March 31, 2022.
- (e) There are no proceedings initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- ii. (a) The inventory has been physically verified by the Management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by the Management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.
- (b) The Company has been sanctioned working capital limits in excess of Rs.5 crores, in aggregate from banks on the basis of security of current assets. The details filed with such banks on quarterly are in agreement with the books of account of the Company.
- iii. During the year, the Company has made investments in companies, and granted unsecured loans to other parties, in respect of which :
  - (a) The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year, and hence reporting under paragraph 3(iii)(a) (A) and 3(iii)(a)(B) of the Order are not applicable.
  - (b) The investments made during the year is, prima facie, not prejudicial to the Company's interest.
  - (c) In the case of loan given, the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular.
  - (d) There is no overdue amount for more than ninety days in respect of loans given.
  - (e) There is no loan given falling due during the year, which has been renewed or extended or fresh loans given to settle the overdues of existing loans given to the same party.
  - (f) The Company has not given any loans either repayable on demand or without specifying any terms or period of repayment.

- iv. The Company has complied with the provisions of section 185 and 186 of the Act, as applicable.
- v. The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, paragraph 3(v) of the Order is not applicable. We are informed by the management that No order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal in this regard.
- vi. The Central Government has prescribed maintenance of cost records under section 148(1) of the Act, for the products manufactured by the Company. We have broadly reviewed the books of account maintained and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained by the Company. We have not, however, made a detailed

examination of the records with a view to determine whether they are accurate or complete.

- vii. (a) The Company has generally been regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, goods and services tax, cess and other applicable statutory dues with the appropriate authorities.

No undisputed statutory dues payable were in arrears as at March 31, 2022, for a period of more than six months from the date they became payable.

- (b) The details of statutory dues referred to in sub-clause (a) which have not been deposited with the concerned authorities on account of dispute are given below :

Name of Statute	Nature of dues	Amount involved	Period to which the amount relates	Forum where dispute is pending
		(₹ in Crores)		
Central Excise Act, 1944	Central Excise and Service Tax	5.11	2012-13 to Apr-14	Central Excise Service Tax Appellate Tribunal
		0.12	Apr-17 to Jun-17	Asst./Dy. Comm.
		0.05	Apr-17 to Jun-17	Joint Commissioner
		1.26	2008-17	Addl. Comm.
		0.01	Jun-12 to Dec-13	Tribunal
		0.33	Apr-13 to Sep-15	Tribunal
		0.16	Oct-15 to Mar-17	Tribunal
		0.56	2012-13 to 2016-17	Joint Commissioner, Indore
		0.03	Apr-14 to Jun-17	Asst. Commissioner, Dewas
		0.01	Feb-17 to Jun-17	Central Tax Audit-II Commissionerate
		0.28	Jan-16 to Jun-17	Commissioner of Central Excise (Appeals)
		0.03	2017-18	Superintendent
		0.03	Sep-16 to Jun-17	Excise Tribunal

Name of Statute	Nature of dues	Amount involved	Period to which the amount relates	Forum where dispute is pending
		(₹ in Crores)		
Sales Tax Act	Sales Tax	0.24	2008-09 to 2013-14	The High Court, Madhya Pradesh
		0.19	2010-11 to 2011-12	Assessing officer, Delhi
		2.23	2014-15 to 2017-18	Joint Commissioner (Appeals), Maharashtra
		0.15	2009-10 to 2013-14	Additional Commissioner (Appeals), Madhya Pradesh
		1.18	2009-10	Joint Commissioner of Commercial Tax, Appeals Bengaluru
		0.02	2015-16	Sales Tax Tribunal
		0.04	2010-11	The High Court, Kerala
		0.21	2016-17	Commissioner (Appeal)
		0.10	2000-01	Sales Tax Appellate Tribunal
		0.09	2001-02	Sales Tax Appellate Tribunal
		0.44	2007-08 to 2009-10	Tamil Nadu Sales Tax Tribunal
		1.21	2016-17 & 2017-18	Joint Commissioner, Appeal, Maharashtra
		Sales Tax (Central & State)	0.04	2016-17
		0.07	2007-08 and 2008-09	Tribunal, Maharashtra
MP VAT Act, 2005	MP VAT	2.98	2012-13 to 2016-17	The High Court, Madhya Pradesh
MP Entry Tax Act, 1976	MP Entry Tax	66.49	2006-07 to 2016-17	The High Court, Madhya Pradesh
West Bengal Sales Tax Act, 1954	West Bengal Sales Tax Act, 1954	0.11	2013-14	Appeallate Authority
MP Energy Cess Act, 1981	Energy Cess	8.90	2000-01 to 2005-06	The Supreme Court
Income Tax Act, 1961	Income Tax	0.81	AY 2013-14	CIT (Appeals) National Faceless Appeal Centre Delhi.
Mines and Minerals (Regulation and Development) Act, 1957	Royalty on Mining Minerals	0.09	2010-11 to 2011-12	Director of Mines & Geology, Hyderabad
MP Regulation of Water Act, 1949	Water Charges/ Tax	7.47	1998-99 to 2019-20 (Dec 19)	The High Court, Madhya Pradesh
Good & Service Act, 2017	GST	20.70	2017-20	Addl. Commissioner, Central Tax, Jabalpur
Central Excise Act, 1944	Excise Duty	11.08	Jan-08 to Feb-11	Commissioner, Central Tax, Jabalpur
Service Tax Act, 1994	Service Tax on Mining Service	51.65	Oct-14 to Jun-17	Commissioner, Central Tax, Jabalpur
Electricity Act, 2003	Cross Subsidy and Additional surcharge	119.22	2018-19 & 2019-20	Appeallate Tribunal
Electricity Act, 2003	Tamil Nadu Electricity Board	0.17	Jan-06 to Nov-13	Consumer Grievances Redressal Forum

- viii. During the year, there were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961.
- ix. (a) The Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or other lender.
- (c) The Company has applied term loans for the purpose for which the loans were obtained.
- (d) On an overall examination of the Standalone Financial Statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) On an overall examination of the Standalone Financial Statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, associates or joint ventures.
- x. (a) The Company has not raised monies by way of Initial Public Offer or Further Public Offer (including debt instruments) during the year.
- (b) During the year, the Company has not made preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally).
- xi. (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) During the year and up to the date of this report, no report under section 143(12) of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) There were no whistle blower complaints received by the Company during the year.
- xii. The Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
- xiii. 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 Financial Statements as required by the applicable accounting standards.
- xiv. (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered, the internal audit reports for the period under audit.
- xv. Based on our audit procedures performed for the purpose of reporting the true and fair view of the standalone financial statements, the Company has not entered into any non-cash transactions with directors. We have been informed that no such transactions have been entered into with person connected with directors. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.
- xvi. (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulation made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) The Group does not have more than one CIC.
- xvii. The Company has not incurred cash losses in the current year or in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance



sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- xx. The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Act

or special account in compliance with the provision of section 135(6) of the said Act. Accordingly, reporting under paragraph 3(xx) of the Order is not applicable for the year.

For **G. M. Kapadia & Co.**

Chartered Accountants

Firm Registration No: 104767W

**Rajen Ashar**

Partner

Place : Delhi

Date : May 11, 2022

Membership No: 048243

UDIN: 22048243AITJQB3203

**Annexure B - referred to in paragraph 2(f) under “Report on Other Legal and Regulatory Requirements” of our Independent Auditor’s report of even date, to the members of Prism Johnson Limited on the Standalone Financial Statements for the year ended March 31, 2022**

**Report on the Internal Financial Controls under section 143(3)(i) of the Act**

**Opinion**

We have audited the internal financial controls with reference to Standalone Financial Statements of Prism Johnson Limited (“the Company”) as of March 31, 2022 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to Standalone Financial Statements were operating effectively as at March 31, 2022, based on the internal control with reference to Standalone 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 (“Guidance Note”) issued by the Institute of Chartered Accountants of India (“ICAI”).

**Management’s Responsibility for Internal Financial Controls**

The Company’s Management and Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control with reference to Standalone 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 Act.

**Auditor’s Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by the ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of

Internal Financial Controls and, both issued by the ICAI. 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 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 Standalone Financial Statements and their operating effectiveness.

Our audit of internal financial controls with reference to Standalone Financial Statements included obtaining an understanding of internal financial controls with reference to Standalone Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk.

The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system with reference to Standalone Financial Statements.

**Meaning of Internal Financial Controls with reference to Standalone Financial Statements**

A company’s internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control with reference to Standalone Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone 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 financial statements.

#### **Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements**

Because of the inherent limitations of internal financial controls with reference to Standalone Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Standalone Financial Statements to future periods are subject to the risk that the internal financial control with reference to financial

statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **G. M. Kapadia & Co.**  
Chartered Accountants  
Firm Registration No. 104767W

**Rajen Ashar**

Partner

Place : Delhi  
Date : May 11, 2022

Membership No: 048243  
UDIN: 22048243AITJQB3203

## Standalone Balance Sheet as at March 31, 2022

Particulars	Note No.	As at March 31,	
		2022	2021
<b>₹ Crores</b>			
<b>ASSETS</b>			
<b>Non-current Assets</b>			
Property, plant and equipment	2.01	2,337.50	2,327.20
Right of Use Assets	4.03	174.38	202.31
Capital work-in-progress	4.06	200.63	121.58
Intangible assets	2.02	36.36	21.03
Financial assets			
Investments	2.03	326.10	280.45
Loans	2.04	3.67	4.06
Other financial assets	2.05	125.48	133.08
Other non-current assets	2.07	78.86	167.84
<b>Total Non-current Assets</b>		<b>3,282.98</b>	<b>3,257.55</b>
<b>Current Assets</b>			
Inventories	2.08	664.87	470.47
Financial assets			
Trade receivables	2.09	570.80	537.74
Cash and cash equivalents	2.10	245.13	340.74
Bank balances other than Cash and cash equivalents	2.11	56.28	148.22
Loans	2.04	0.94	3.65
Other financial assets	2.05	15.75	8.40
Current tax assets (net)	2.12	40.61	55.43
Other current assets	2.07	184.39	114.83
Non-current assets classified as held for sale	4.18	0.32	1.81
<b>Total Current Assets</b>		<b>1,779.09</b>	<b>1,681.29</b>
<b>TOTAL ASSETS</b>		<b>5,062.07</b>	<b>4,938.84</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	2.13	503.36	503.36
Other equity	2.14	765.52	635.85
<b>Total Equity</b>		<b>1,268.88</b>	<b>1,139.21</b>
<b>Liabilities</b>			
<b>Non-current Liabilities</b>			
Financial liabilities			
Borrowings	2.15	1,104.54	1,353.84
Lease Liability	4.03	154.45	165.81
Trade payables			
Total outstanding dues of Micro Enterprises & Small Enterprises	2.16	–	–
Total outstanding dues of Creditors other than Micro Enterprises & Small Enterprises	2.16	12.80	–
Other financial liabilities	2.17	309.58	303.32
Provisions	2.18	24.56	24.56
Deferred tax Liabilities (net)	2.06	70.08	29.15
Other non-current liabilities	2.19	26.67	27.09
<b>Total Non-current Liabilities</b>		<b>1,702.68</b>	<b>1,903.77</b>
<b>Current Liabilities</b>			
Financial liabilities			
Borrowings	2.15	238.46	174.52
Lease Liability	4.03	24.91	30.46
Trade payables			
Total outstanding dues of Micro Enterprises & Small Enterprises	2.16	102.64	50.72
Total outstanding dues of Creditors other than Micro Enterprises & Small Enterprises	2.16	1,051.39	914.31
Other financial liabilities	2.17	388.28	409.11
Provisions	2.18	45.58	45.12
Other current liabilities	2.19	239.25	271.62
<b>Total Current Liabilities</b>		<b>2,090.51</b>	<b>1,895.86</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>5,062.07</b>	<b>4,938.84</b>
<b>Significant Accounting Policies</b>	<b>1</b>		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For **G. M. Kapadia & Co.**  
Chartered Accountants  
Firm Registration No. 104767W

**Rajen Ashar**  
Partner  
Membership No. 048243

Place : Delhi  
Date : May 11, 2022

For and on behalf of the Board

**Shobhan M. Thakore**  
Chairman - DIN : 00031788

**Vijay Aggarwal**  
Managing Director - DIN : 00515412

**Sarat Chandak**  
Executive Director & CEO (HRJ) - DIN : 06406126

**Manish Bhatia**  
Chief Financial Officer

Place : Mumbai  
Date : May 11, 2022

**Ameeta A. Parpia**  
Director - DIN : 02654277

**Vivek K. Agnihotri**  
Executive Director & CEO (Cement) - DIN : 02986266

**Atul R. Desai**  
Executive Director & CEO (RMC) - DIN : 01918187

**Aneeta S. Kulkarni**  
Company Secretary

## Standalone Statement of Profit and Loss for the year ended March 31, 2022

Particulars	Note No.	Year ended March 31,	
		2022	2021
<b>₹ Crores</b>			
<b>INCOME</b>			
Revenue from operations	3.01	5,568.79	5,035.18
Other income	3.02	34.93	36.20
<b>Total Income</b>		<b>5,603.72</b>	<b>5,071.38</b>
<b>EXPENSES</b>			
Cost of materials consumed		1,366.03	1,052.73
Purchase of stock-in-trade		1,017.61	805.89
Changes in inventories	3.03	(77.91)	140.36
Power and fuel expenses		887.60	741.72
Freight outward expenses		663.06	658.61
Other manufacturing expenses	3.04	311.99	282.14
Employee benefits expense	3.05	478.30	433.70
Finance costs	3.06	170.15	191.18
Depreciation, Amortisation and Impairment expense	3.07	275.38	252.58
Other expenses	3.08	346.39	303.91
<b>Total Expenses</b>		<b>5,438.60</b>	<b>4,862.82</b>
<b>Profit before exceptional items and tax</b>		<b>165.12</b>	<b>208.56</b>
Exceptional items	4.02	8.99	(4.78)
<b>Profit before tax</b>		<b>174.11</b>	<b>203.78</b>
<b>Tax expenses</b>	3.09		
Current tax		-	1.35
Current tax of the earlier years		(1.24)	-
Deferred tax		42.10	2.48
<b>Total tax expenses</b>		<b>40.86</b>	<b>3.83</b>
<b>Profit for the year</b>		<b>133.25</b>	<b>199.95</b>
<b>Other Comprehensive Income / (Loss)</b>			
<b>Items that will not be reclassified to profit or loss</b>			
Remeasurements of the defined benefit plans		(4.65)	(3.12)
Equity instruments through other comprehensive income		(0.10)	(0.23)
Income Tax relating to items that will not be reclassified to profit or loss	3.09	1.17	0.79
<b>Total Other Comprehensive Income / (Loss)</b>		<b>(3.58)</b>	<b>(2.56)</b>
<b>Total Comprehensive Income for the year</b>		<b>129.67</b>	<b>197.39</b>
Earnings per share (Face value of ₹ 10/- each)	4.01		
Basic (in ₹)		2.65	3.97
Diluted (in ₹)		2.65	3.97
<b>Significant Accounting Policies</b>	<b>1</b>		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For **G. M. Kapadia & Co.**  
Chartered Accountants  
Firm Registration No. 104767W

**Rajen Ashar**  
Partner  
Membership No. 048243

Place : Delhi  
Date : May 11, 2022

For and on behalf of the Board

**Shobhan M. Thakore**  
Chairman - DIN : 00031788

**Vijay Aggarwal**  
Managing Director - DIN : 00515412

**Sarat Chandak**  
Executive Director & CEO (HRJ) - DIN : 06406126

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Chief Financial Officer

Place : Mumbai  
Date : May 11, 2022

**Ameeta A. Parpia**  
Director - DIN : 02654277

**Vivek K. Agnihotri**  
Executive Director & CEO (Cement) - DIN : 02986266

**Atul R. Desai**  
Executive Director & CEO (RMC) - DIN : 01918187

**Aneeta S. Kulkarni**  
Company Secretary

## Standalone Statement of Changes in Equity for the year ended March 31, 2022

		₹ Crores	
A. EQUITY SHARE CAPITAL	Note No.	Amount	
Balance as at April 1, 2020	2.13	503.36	
Changes in equity share capital during the year		–	
Balance as at March 31, 2021	2.13	503.36	
Changes in equity share capital during the year		–	
<b>Balance as at March 31, 2022</b>	<b>2.13</b>	<b>503.36</b>	

		₹ Crores				
B. OTHER EQUITY	Reserves and Surplus (refer note 2.14)					
	Capital Redemption Reserve	General Reserve	Retained Earnings	Capital Reserve	Total	
<b>Balance as at April 1, 2020</b>	<b>10.75</b>	<b>155.67</b>	<b>397.13</b>	<b>(125.09)</b>	<b>438.46</b>	
Profit for the year	–	–	199.95	–	199.95	
Other Comprehensive Income/(loss)	–	–	(2.56)	–	(2.56)	
<b>Total Comprehensive Income for the year</b>	<b>10.75</b>	<b>155.67</b>	<b>594.52</b>	<b>(125.09)</b>	<b>635.85</b>	
<b>Balance as at March 31, 2021</b>	<b>10.75</b>	<b>155.67</b>	<b>594.52</b>	<b>(125.09)</b>	<b>635.85</b>	
<b>Balance as at April 1, 2021</b>	<b>10.75</b>	<b>155.67</b>	<b>594.52</b>	<b>(125.09)</b>	<b>635.85</b>	
Profit for the year	–	–	133.25	–	133.25	
Other Comprehensive Income/(loss)	–	–	(3.58)	–	(3.58)	
<b>Total Comprehensive Income for the year</b>	<b>10.75</b>	<b>155.67</b>	<b>724.19</b>	<b>(125.09)</b>	<b>765.52</b>	
<b>Balance as at March 31, 2022</b>	<b>10.75</b>	<b>155.67</b>	<b>724.19</b>	<b>(125.09)</b>	<b>765.52</b>	

### Significant Accounting Policies Note - 1

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For and on behalf of the Board

For **G. M. Kapadia & Co.**

Chartered Accountants

Firm Registration No. 104767W

**Shobhan M. Thakore**

Chairman - DIN : 00031788

**Ameeta A. Pargia**

Director - DIN : 02654277

**Rajen Ashar**

Partner

Membership No. 048243

**Vijay Aggarwal**

Managing Director - DIN : 00515412

**Vivek K. Agnihotri**

Executive Director & CEO (Cement) - DIN : 02986266

Place : Delhi

Date : May 11, 2022

**Sarat Chandak**

Executive Director & CEO (HRJ) - DIN : 06406126

**Atul R. Desai**

Executive Director & CEO (RMC) - DIN : 01918187

**Manish Bhatia**

Chief Financial Officer

**Aneeta S. Kulkarni**

Company Secretary

Place : Mumbai

Date : May 11, 2022

## Standalone Cash Flow Statement for the year ended March 31, 2022

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
Profit before tax	174.11	203.78
<b>Non-cash Adjustment to Profit before tax :</b>		
Depreciation, amortisation and impairment expense	275.38	252.58
Impairment on trade receivables	(56.68)	5.61
Impairment on financial assets	–	(0.64)
Impairment/write-off of non-current assets	(0.86)	(2.61)
Amortisation of processing fees	6.22	5.97
Bad debts written off	67.05	15.54
Unwinding of interests and discounts	(1.69)	(1.05)
(Gain)/Loss on disposal of Property, plant and equipment	(3.81)	(32.87)
Gain on sale of investments	–	(0.75)
Dividend and interest income	(18.32)	(18.87)
Finance costs	163.93	185.21
Balances written back	(6.76)	(6.05)
Exchange differences (net)	0.51	(6.44)
Impairment/write-off of Inventories	–	(0.21)
Gain on Lease Rental Waiver	–	(1.61)
Other non-cash Items	(0.85)	(2.47)
<b>Operating profit before change in operating assets and liabilities</b>	<b>598.23</b>	<b>595.12</b>
<b>Change in operating assets and liabilities :</b>		
Decrease/(increase) in trade receivables	(43.39)	117.32
Decrease/(increase) in inventories	(194.40)	115.15
Increase/(decrease) in trade payables	195.71	255.31
Decrease/(increase) in other financial assets	0.04	0.25
Decrease/(increase) in loans	1.38	2.17
Decrease/(increase) in other non-current and current assets	(10.03)	3.58
Increase/(decrease) in provisions	0.23	0.05
Increase/(decrease) in other current and non-current financial liabilities	3.35	67.39
Increase/(decrease) in other current and non-current liabilities	(40.42)	58.03
<b>Cash generated from operations</b>	<b>510.70</b>	<b>1,214.37</b>
Direct taxes paid (net of refunds)	(16.06)	5.50
<b>Net cash flow from operating activities (A)</b>	<b>526.76</b>	<b>1,208.87</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
Payments for acquisition of Property, plant and equipment	(314.70)	(200.99)
Payments for purchase of investments	(50.92)	(96.66)
Proceeds from sale of investments	4.88	4.75
Proceeds from disposal of Property, plant and equipment	12.18	39.65
Investment in Fixed deposits (net)	91.69	107.77
Interest received	18.61	18.32
<b>Net cash flow used in investing activities (B)</b>	<b>(238.26)</b>	<b>(127.16)</b>

## Standalone Cash Flow Statement for the year ended March 31, 2022 (Contd...)

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from borrowings	363.60	657.02
Repayment of long term borrowings	(588.08)	(1029.74)
Movement in short term borrowings (net)	38.97	(149.30)
Loan given to Subsidiary	–	(1.95)
Repayment of Loan given to Others	1.81	1.40
Interest Received on Loan given to Subsidiary	0.43	0.41
Repayment of Lease Liability	(41.24)	(46.63)
Interest paid	(159.27)	(292.10)
<b>Net cash flow used in financing activities (C)</b>	<b>(383.78)</b>	<b>(860.89)</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>(95.28)</b>	<b>220.82</b>
Effect of exchange differences on cash & cash equivalent held in foreign currency	(0.33)	(0.14)
Cash and cash equivalents at the beginning of the year	340.74	120.06
<b>Cash and cash equivalents at the end of the year</b>	<b>245.13</b>	<b>340.74</b>
<b>Cash and cash equivalents comprise of :</b>		
Balances with bank	243.18	304.40
Cheques/drafts on hand	0.98	35.43
Cash on hand	0.97	0.91
<b>Total</b>	<b>245.13</b>	<b>340.74</b>

Notes :

- The Cash Flow Statement has been prepared using the Indirect Method set out in Ind AS 7 - Statement of Cash Flows.
- Payments for acquisition of Property, plant and equipment include movement in capital work-in-progress.

As per our report of even date

For and on behalf of the Board

For **G. M. Kapadia & Co.**

Chartered Accountants

Firm Registration No. 104767W

**Rajen Ashar**

Partner

Membership No. 048243

Place : Delhi

Date : May 11, 2022

**Shobhan M. Thakore**

Chairman - DIN : 00031788

**Vijay Aggarwal**

Managing Director - DIN : 00515412

**Sarat Chandak**

Executive Director & CEO (HRJ) - DIN : 06406126

**Manish Bhatia**

Chief Financial Officer

Place : Mumbai

Date : May 11, 2022

**Ameeta A. Parpia**

Director - DIN : 02654277

**Vivek K. Agnihotri**

Executive Director & CEO (Cement) - DIN : 02986266

**Atul R. Desai**

Executive Director & CEO (RMC) - DIN : 01918187

**Aneeta S. Kulkarni**

Company Secretary



# NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2022

## BACKGROUND

Prism Johnson Limited, a Public Limited Company domiciled in India, incorporated under the Companies Act, 1956, principally operates in three business segments: Cement; Tile and Bath (HRJ) and Ready Mixed Concrete (RMC). The equity shares of the Company are listed on BSE Limited and the National Stock Exchange (India) Limited.

### Authorisation of financial statements

The financial statements were authorised for issue in accordance with a resolution of the board of directors dated May 11, 2022.

## 1. SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the presentation of these standalone financial statements.

### 1.1 Basis of Preparation

#### a) Compliance with Ind AS

The standalone financial statements comply in all material aspects with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 ("the Act"), and relevant rules issued thereunder and the relevant provisions of the Act. In accordance with proviso to the Rule 4A of the Companies (Accounts) Rules, 2014, the terms used in these financial statements are in accordance with the definitions and other requirements specified in the applicable Accounting Standards.

#### b) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following :

- i. certain financial assets and liabilities (including derivative instruments) are measured at fair value; and
- ii. defined benefit plans - plan assets measured at fair value.

### 1.2 Rounding of amounts

All amounts disclosed in the financial statement and notes have been rounded off to the nearest Crores, except where otherwise indicated.

### 1.3 Current versus non-current classification

The Company presents its assets and liabilities in the Balance Sheet based on current/non-current classification. An asset is classified as current if it is :

- a) expected to be realised or intended to be sold or consumed in normal operating cycle;
- b) held primarily for the purpose of trading;
- c) expected to be realised within twelve months after the reporting period; or
- d) the cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when :

- a) it is expected to be settled in normal operating cycle;
- b) it is held primarily for the purpose of trading;
- c) it is due to be settled within twelve months after the reporting period; or
- d) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

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

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

#### 1.4 Use of judgements, estimates & assumptions

While preparing financial statements in conformity with Ind AS, the management makes certain estimates and assumptions that require subjective and complex judgments. These judgments affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses, disclosure of contingent liabilities at the statement of financial position date and the reported amount of income and expenses for the reporting period. Financial reporting results rely on our estimate of the effect of certain matters that are inherently uncertain. Future events rarely develop exactly as forecast and the best estimates require adjustments, as actual results may differ from these estimates under different assumptions or conditions. The management continually evaluates these estimates and assumptions based on the most recently available information.

Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are as below :

The Company has equity stake in various entities for strategic reasons concerning its operation. The relationship with these entities have been determined based on principles laid down in Ind AS 110 – Consolidated Financial Statements and Ind AS 111 – Joint Arrangements. The entities mentioned below are considered as subsidiaries :

- a) Antique Marbonite Private Limited
- b) Small Johnson Floor Tiles Private Limited
- c) Spectrum Johnson Tiles Private Limited
- d) Sentini Cermica Private Limited
- e) Coral Gold Tiles Private Limited
- f) Sanskar Ceramics Private Limited

##### Key assumptions

###### a) Evaluation of recoverability of deferred tax assets

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

###### b) Assets and obligations relating to employee benefits

The cost of the defined benefit plans, compensated absences and the present value of the defined benefit obligations are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These inter alia 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.

###### c) Useful lives of Property, plant and equipment

The Company reviews the useful life of Property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

###### d) Impairment of Property, plant and equipment

For Property, plant and equipment and intangibles an assessment is made at each reporting date to determine whether there is an indication that the carrying amount may not be recoverable or previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or Cash Generating Units (CGU's) recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised.

**e) Impairment of investment**

For determining whether the investments in subsidiaries, joint ventures and associates are impaired requires an estimate in the value in use of investments. In considering the value in use, the Directors have estimated the future cash flow, capacity utilisation, operating margins and other factors of the underlying businesses / operations of the investee companies. Any subsequent changes to the cash flows due to changes in the above mentioned factors could impact the carrying value of investments.

**f) Valuation of inventories**

The Company estimates the net realisable value (NRV) of its inventories by taking into account estimated selling price, estimated cost of completion, estimated costs necessary to make the sale, obsolescence considering the past trend. Inventories are written down to NRV where such NRV is lower than their cost.

**g) Recognition and measurement of other Provisions**

The recognition and measurement of other provisions is based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the closing date. The actual outflow of resources at a future date may therefore, vary from the amount included in other provisions.

**h) Mine Restoration Provision**

In determining the fair value of the Mines Restoration Obligation, assumptions and estimates are made in relation to the expected cost of mines restoration and the expected timing of those costs.

**i) Fair value of financial instruments**

Management uses valuation techniques in measuring the fair value of financial instruments where active market quotes are not available. Details of the assumptions used are given in the notes regarding financial assets and liabilities. In applying the valuation techniques, management makes maximum use of market inputs and uses estimates and assumptions that are, as far as possible, consistent with observable data that market participants would use in pricing the instrument. Where applicable data is not observable, management uses its best estimate about the assumptions that market participants would make. These estimates may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

**1.5 Property, plant and equipment**

- a) Freehold land is carried at historical cost less impairment losses, if any.
- b) Property, plant and equipment is stated at cost, less accumulated depreciation and accumulated impairment losses. The initial cost of an asset comprises its purchase price, non-refundable purchase taxes and any costs directly attributable to bringing the asset into the location and condition necessary for it to be capable of operating in the manner intended by management, the initial estimate of any decommissioning obligation, if any, and, for assets that necessarily take a substantial period of time to get ready for their intended use, finance costs. The purchase price is the aggregate amount paid and the fair value of any other consideration given to acquire the asset.
- c) When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement, if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the Statement of Profit and Loss as incurred.
- d) An item of Property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net realisable value and the carrying amount of the asset) is included in the Statement of Profit and Loss.
- e) Expenditure directly attributable to setting up/construction of new projects are capitalised. Administrative and other General overhead expenses, which are specifically attributable to the setting up/construction activities, incurred during the construction period, are capitalised as part of the indirect cost. Other indirect expenditure incurred during such period which are not related to the setting up / construction activities are charged to Statement of Profit and Loss. Income earned during this period from setting up activities is deducted from the total of indirect expenditure.

- f) The residual values and useful lives of Property, plant and equipment are reviewed at each financial year end, and changes, if any, are accounted prospectively.
- g) Long-term lease arrangements in respect of land are treated as Property, plant and equipment, in case such arrangements result in transfer of control and the present value of the lease payments is likely to represent substantially all of the fair value of the land. Cost in respect of the same is amortised over the period of respective lease arrangement.
- h) Stores and spares which meet the definition of Property, plant and equipment and satisfy the recognition criteria of Ind AS 16 are capitalised as Property, Plant and Equipment.
- i) Cost of mining reserves included in freehold / leasehold land, balance cost of leasehold mining land and mines development expenses are amortised systematically based on principle of Unit of Production method.
- j) Depreciation on Property, plant and equipment is provided on straight line method. In accordance with requirements prescribed under Schedule II to the Companies Act, 2013, the Company has assessed the estimated useful lives of its Property, plant and equipment and has adopted the useful lives and residual value as prescribed therein except following cases which are based on internal technical assessment :

Assets	Useful life of asset
Mobile Phones	1- 3 years
Motor car given to employees as per the Company's scheme or vehicle used by employees	5-7 years
Leasehold land	Remaining period of the lease
Truck mixers, Loaders, Excavators and Dumpers	8 years
Leasehold Improvements	Over the period of the lease / rent agreement
Machinery spares	Over the useful life of the related assets
Plant & Machinery - Concrete Pumps	6 years

Freehold land is not depreciated.

- k) The Company depreciates significant components of the main asset (which have different useful lives as compared to the main asset) based on the individual useful life of those components. Useful life for such components of Property, Plant and Equipment is assessed based on the historical experience and internal technical inputs which varies from 2 to 40 years.
- l) All assets costing up to ₹ 10,000/- are fully depreciated in the year of capitalisation.

## 1.6 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles are not capitalised and the related expenditure is reflected in the Statement of Profit and Loss in the period in which the expenditure is incurred.

Technical know-how / license fee and application software are classified as Intangible Assets.

Intangible assets with finite lives are amortised on straight line basis over their useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at each year end. The amortisation expense on Intangible assets with finite lives and impairment loss is recognised in the Statement of Profit and Loss.

Estimated lives for current and comparative periods in relation to application of straight line method of amortisation of intangible assets (acquired) are as follows :

Assets	Amortisation method/Useful life
Intellectual Property Rights	10 years
Technical know-how	7 years
Software	1 - 8 years
Mineral Procurement Rights	Unit of Production method
Mining Lease Rights	Over the period of the lease

## Research and Development

Research costs are expensed as incurred. Development expenditure incurred on an individual project is recognised as an Intangible asset when the Company can demonstrate the following :

- a) The technical feasibility of completing the intangible asset so that it will be available for use or sale;
- b) Its intention to complete the asset;
- c) Its ability to use or sell the asset;
- d) Ability to generate future economic benefits;
- e) The availability of adequate resources to complete the development and use or sell the asset; and
- f) The ability to measure reliably the expenditure attributable to the intangible asset during development.

### 1.7 Impairment of Assets

Carrying amount of Tangible assets, Intangible assets, investments in Subsidiaries, Joint Ventures and Associates (which are carried at cost) are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's 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. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or company's assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

### 1.8 Inventories

Raw materials, fuels, stores and spares are valued at lower of cost and net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost in case of Raw material and Packing material, Stores and Spare and Traded Goods include purchase cost net of refundable taxes and other overheads incurred in bringing such items of inventory to its present location and condition. Cost of raw materials, components and stores and spares which do not meet the recognition criteria under Property, plant and equipment is determined on a weighted average basis.

Work-in-progress and finished goods are valued at lower of cost and net realisable value. Cost includes direct materials, labour, other direct cost and a proportion of manufacturing overheads based on normal operating capacity. Cost of inventories is computed on weighted average basis

Traded goods are valued at lower of weighted average cost and net realisable value.

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

The factors that the Company considers in determining the allowance for slow moving, obsolete and other non-saleable inventory in determining net realisable value include ageing of inventory, price changes and such other related factors.

### 1.9 Cash and cash equivalents

Cash and cash equivalents in the Balance Sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to insignificant risk of change in value.

For the purpose of statement of cash flow, cash and cash equivalents consist of cash, short-term deposits as defined above, bank overdrafts and short-term highly liquid investments that are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value as they are considered as an integral part of the Company's management.

## 1.10 Government Grants

Government grants are recognised when there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is deducted from the related expense. When the grant relates to an asset, it is recognised as deferred income and amortised over the useful life of such assets.

The above criteria is also used for recognition of incentives under various schemes notified by the Government.

## 1.11 Financial Instruments

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

### Initial Recognition and Measurement – Financial Assets and Financial Liabilities

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 recognised immediately in the Statement of Profit and Loss.

### Classification and Subsequent Measurement: Financial Assets

The Company classifies financial assets as subsequently measured at amortised cost, Fair Value Through Other Comprehensive Income ("FVTOCI") 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 is 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.

#### FVTOCI

A financial asset is classified and measured at FVTOCI 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.

#### FVTPL

A financial asset is classified and measured at FVTPL unless it is measured at amortised cost or at FVTOCI.

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.

### Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

**Classification and Subsequent measurement : Financial Liabilities**

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

**Financial Liabilities at FVTPL**

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or are designated upon initial recognition as FVTPL.

Gains or losses on financial 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 method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. 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 net carrying amount on initial recognition.

**Derecognition of Financial Assets and Financial Liabilities**

The Company de-recognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

**Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counter party.

**1.12 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.

**1.13 Investments in Subsidiaries, Associates and Joint Ventures**

A Subsidiary is an entity that is controlled by another entity. An investor controls an investee if and only if the investor has the following; (i) Power over the investee, (ii) exposure, or rights, to variable returns from its involvement with the investee and (iii) the ability to use its power over the investee to affect the amount of the investor's returns.

An Associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

A Joint Venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the Joint Venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The Company's investments in its Subsidiaries, Associates and Joint Ventures are accounted at cost.

#### 1.14 Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

#### 1.15 Provisions, Contingent liabilities and Contingent Assets

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses, if any.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a current pre-tax rate. The increase in the provision due to the passage of time is recognised as interest expense.

##### **Contingent liabilities are disclosed in the case of :**

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

Contingent Assets is disclosed when inflow of economic benefits is probable.

#### 1.16 Gratuity and other post-employment benefits

##### **a) Short-term obligations**

Short term employee benefits are recognised as an expense at an undiscounted amount in the Statement of Profit and Loss of the year in which the related services are rendered.

The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

##### **b) Post-employment obligations**

The Company operates the following post-employment schemes :

- defined benefit plans such as gratuity; and
- defined contribution plans such as provident fund, superannuation fund and national pension scheme.

##### **Gratuity obligations**

The liability or asset recognised in the Balance Sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised at amount net of taxes in the period in which they occur, directly in Other Comprehensive Income. They are included in Retained Earnings in the Statement of Changes in Equity and in the Balance Sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the Statement Profit and Loss as past service cost.



**Defined contribution plans**

The Company contributes to Superannuation, Employee's State Insurance Corporation, Provident Fund and subscribes to the National Pension Scheme which are considered as defined contribution plans. A contribution is made to Regional Provident Fund Commissioner for certain employees. In case of other employees covered under the Provident Fund Trust of the Company, the management does not expect any material liability on account of interest shortfall to be borne by the Company. The said contributions are charged to the Statement of Profit and Loss.

**c) Other long-term employee benefit obligations**

The liabilities for leave are not expected to be settled wholly within twelve months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

The obligations are presented as current liabilities in the Balance Sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

**1.17 Revenue Recognition****a) Revenue from contracts with Customers**

The Company derives revenues primarily from sale of products and services. Revenue from sale of goods is recognised net of returns and discounts.

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expect to receive in exchange for those products or services.

To recognise revenues, the Company applies the following five step approach :

1. Identify the contract with a customer;
2. Identify the performance obligations in the contract;
3. Determine the transaction price;
4. Allocate the transaction price to the performance obligations in the contract; and
5. Recognise revenues when a performance obligation is satisfied.

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties.

The Company presents revenues net of indirect taxes in its Statement of Profit and Loss.

Performance obligation may be satisfied over time or at a point in time. Performance obligations satisfied over time if any one of the following criteria is met. In such cases, revenue is recognised over time.

1. The customer simultaneously receives and consumes the benefits provided by the Company's performance; or
2. The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
3. The Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date.

For performance obligations where one of the above conditions are not met, revenue is recognised at the point in time at which the performance obligation is satisfied.

**b) Interest Income**

Interest income from debt instruments is recognised using the effective interest rate method.

**c) Dividend Income**

Dividends are recognised in the Statement of Profit and Loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

**1.18 Taxes on Income**

**Current Tax**

Tax on income for the current period is determined on the basis of estimated taxable income and tax credits computed in accordance with the provisions of the relevant tax laws and based on the expected outcome of assessments/appeals.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the Statement of Profit and Loss.

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

**Deferred tax**

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

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, carry forward of unused tax credits and unused tax losses can be utilised.

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

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

Deferred tax relating to items recognised outside the Statement of Profit and Loss is recognised outside the Statement of Profit and Loss. Deferred tax items are recognised in correlation to the underlying transaction either in Other Comprehensive Income or directly in equity.

The break-up of the major components of the deferred tax assets and liabilities as at Balance Sheet date has been arrived at after setting off deferred tax assets and liabilities where the Company have a legally enforceable right to set-off assets against liabilities and where such assets and liabilities relate to taxes on income levied by the same governing taxation laws.

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.

**1.19 Earnings Per Share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends, if any, and attributable taxes) by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders is adjusted for after income tax effect of interest and other financing costs associated with dilutive potential equity shares and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

## 1.20 Leases

### Company as a lessee

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether : (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. For these short-term leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease. The Company recognises lease liabilities to make lease payments and right of use assets representing the right to use the underlying assets as below.

### Right of use (ROU) assets

The Company recognises right of use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right of Use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right of use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right of use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

### Lease Liabilities

The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rate. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. Lease liabilities are remeasured with a corresponding adjustment to the related ROU asset.

Lease liabilities and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

## 1.21 Foreign currency translation

### a) Functional and presentation currency

The Company's financial statements are prepared in ₹, which is also the Company's functional and presentation currency.

### b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in the Statement of Profit and Loss.

In case of advance payment for purchase of assets/goods/services and advance receipt against sales of products/services, all such purchase/sales transaction are recorded at the rate at which such advances are paid/received.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, within finance costs. All other foreign exchange gains and losses are presented in the Statement of Profit and Loss on a net basis within other gains/(losses).

### Non-monetary items :

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

### **1.22 Mine Restoration Provision**

The Company provides for the estimated expenditure required to restore quarries and mines. The total estimate of restoration expenses is apportioned over the estimate of mineral reserves and a provision is made based on minerals extracted during the year. Mines restoration expenses are incurred on an ongoing basis and until the closure of the quarries and mines. The actual expenses may vary based on the nature of restoration and the estimate of restoration expenditure. On the basis of technical parameters, restoration expenses estimates are reviewed periodically.

### **1.23 Non-current assets held for Sale**

Non-current assets are classified as 'held for sale' when all of the following criteria are met : (i) decision has been made to sell. (ii) the assets are available for immediate sale in its present condition. (iii) the assets are being actively marketed and (iv) sale has been agreed or is expected to be concluded within 12 months of the Balance Sheet date. Subsequently, such non-current assets classified as held for sale are measured at the lower of its carrying value and fair value less costs to sell. Non-current assets held for sale are not depreciated or amortised. Any decrease in fair value of asset (less cost of sale) is recognised through profit and loss as impairment loss. Any subsequent increase in fair value of asset to the extent of previously recognised impairment loss is recognised as gain and any gain exceeding this impairment loss is recognised on the date of de-recognition.

**2.01 PROPERTY, PLANT AND EQUIPMENT**

₹ Crores

Particulars	Gross Carrying Amount			Depreciation/Impairment			Net Carrying Amount		
	As at April 1, 2021	Addition/ Adjustments	Disposal/ Adjustments	As at March 31, 2022	As at April 1, 2021	For the Year	Elimination on disposal/ Adjustments	As at March 31, 2022	As at March 31, 2021
<b>Own Assets :</b>									
Land - Freehold	696.13	6.33	2.48	699.98	37.99	8.83	-	46.82	653.16
Buildings	236.46	26.06	1.39	261.13	69.64	11.45	0.45	80.64	180.49
Plant and Machinery	1,986.30	137.31	12.92	2,110.69	645.29	163.45	(2.19)	810.93	1,299.76
Railway Siding	4.46	-	-	4.46	1.34	0.29	-	1.63	2.83
Office Equipment	17.43	3.69	0.56	20.56	10.01	2.05	(0.79)	12.85	7.71
Computers	17.69	2.92	0.76	19.85	13.14	1.91	0.70	14.35	5.50
Mines Development	267.52	59.08	-	326.60	169.17	45.15	-	214.32	112.28
Furniture & Fixtures	51.32	3.11	0.60	53.83	21.97	5.63	0.55	27.05	26.78
Vehicles	15.33	3.54	1.33	17.54	8.69	2.03	1.02	9.70	7.84
Truck Mixers, Loaders and Dumpers	12.02	7.80	4.23	15.59	7.93	1.44	4.22	5.15	10.44
Leasehold Improvement	0.57	-	-	0.57	0.51	0.06	-	0.57	-
<b>Total (A)</b>	<b>3,305.23</b>	<b>249.84</b>	<b>24.27</b>	<b>3,530.80</b>	<b>985.68</b>	<b>242.29</b>	<b>3.96</b>	<b>1,224.01</b>	<b>2,306.79</b>
<b>Leased Assets</b>									
Leasehold Land (Long term - refer note 1.5(g)) (B)	8.37	24.15	0.73	31.79	0.72	0.41	0.05	1.08	30.71
<b>Total (A+B)</b>	<b>3,313.60</b>	<b>273.99</b>	<b>25.00</b>	<b>3,562.59</b>	<b>986.40</b>	<b>242.70</b>	<b>4.01</b>	<b>1,225.09</b>	<b>2,337.50</b>
									<b>2,327.20</b>

**2.01 PROPERTY, PLANT AND EQUIPMENT (Contd...)**

Particulars	Gross Carrying Amount			Depreciation/Impairment			Net Carrying Amount	
	As at April 1, 2020	As at March 31, 2021	As at April 1, 2020	For the Year	Elimination on disposal/ Adjustments	As at March 31, 2021	As at March 31, 2021	As at March 31, 2020
<b>Own Assets :</b>								
Land - Freehold	688.38	696.13	29.26	8.73	-	37.99	658.14	659.12
Buildings	230.98	236.46	58.32	12.18	0.86	69.64	166.82	172.66
Plant and Machinery	1,711.43	1,986.30	502.63	150.59	7.93	645.29	1,341.01	1,208.80
Railway Siding	4.46	4.46	1.05	0.29	-	1.34	3.12	3.41
Office Equipment	16.62	17.43	8.34	2.01	0.34	10.01	7.42	8.28
Computers	17.06	17.69	11.40	2.21	0.47	13.14	4.55	5.66
Mines Development	226.80	267.52	140.31	28.86	-	169.17	98.35	86.49
Furniture & Fixtures	45.48	51.32	17.79	4.61	0.43	21.97	29.35	27.69
Vehicles	17.20	15.33	9.08	2.05	2.44	8.69	6.64	8.12
Truck Mixers, Loaders and Dumpers	10.67	12.02	7.84	0.58	0.49	7.93	4.09	2.83
Leasehold improvement	0.57	0.57	0.50	0.01	-	0.51	0.06	0.07
<b>Total (A)</b>	<b>2,969.65</b>	<b>3,305.23</b>	<b>786.52</b>	<b>212.12</b>	<b>12.96</b>	<b>985.68</b>	<b>2,319.55</b>	<b>2,183.13</b>
<b>Leased Assets</b>								
Leasehold Land (Long term - refer note 1.5(g)) (B)	7.92	8.37	0.11	0.61	-	0.72	7.65	7.81
<b>Total (A+B)</b>	<b>2,977.57</b>	<b>3,313.60</b>	<b>786.63</b>	<b>212.73</b>	<b>12.96</b>	<b>986.40</b>	<b>2,327.20</b>	<b>2,190.94</b>

**Notes :**

- Depreciation for the year includes ₹ 4.77 Crores (Previous year : ₹ 3.47 Crores) considered for capitalisation.
- Amortisation in case of Freehold Land represent amortisation of mining reserve on extraction basis.
- During the year, depreciation on Right of Use assets is ₹ 33.15 Crores (Previous year : ₹ 38.53 Crores) which is not forming part of the above schedule and disclosed in Note no. 4.03 on leases.
- Other adjustments against Property, plant and equipment includes ₹ 23.77 Crores (Previous year : Nil) being unamortised portion of Right of Use Assets on completion of lease term and on acquisition of underlying assets.
- In the FY 2020-21, Leasehold land ₹ 0.46 Crores which was earlier wrongly classified as Freehold land, was rectified. Further, on such re-classification, amortization of ₹ 0.42 Crores was charged to Statement of Profit and Loss.

**2.02 INTANGIBLE ASSETS :**

Particulars	Gross Carrying Amount				Amortisation			Net Carrying Amount	
	As at April 1, 2021	As at Addition/ Adjustments	Disposal/ Adjustments	As at March 31, 2022	As at April 1, 2021	For the Year	Elimination on disposal/ Adjustments	As at March 31, 2022	As at March 31, 2021
	₹	₹	₹	₹	₹	₹	₹	₹	₹
Software	28.07	0.75	0.01	28.81	16.71	3.14	-	19.85	8.96
Intellectual Property Rights	1.77	-	-	1.77	1.77	-	-	1.77	-
Mining Lease Rights	11.32	18.96	-	30.28	2.66	0.98	-	3.64	26.64
Minerals Procurement Rights	2.28	-	0.02	2.26	2.26	-	-	2.26	-
Technical Know-how	1.82	-	0.05	1.77	0.83	0.18	-	1.01	0.76
<b>Total</b>	<b>45.26</b>	<b>19.71</b>	<b>0.08</b>	<b>64.89</b>	<b>24.23</b>	<b>4.30</b>	<b>-</b>	<b>28.53</b>	<b>36.36</b>

Particulars	Gross Carrying Amount				Amortisation			Net Carrying Amount	
	As at April 1, 2020	As at Addition/ Adjustments	Disposal/ Adjustments	As at March 31, 2021	As at April 1, 2020	For the Year	Elimination on disposal/ Adjustments	As at March 31, 2021	As at March 31, 2020
	₹	₹	₹	₹	₹	₹	₹	₹	₹
Software	26.93	1.14	-	28.07	12.72	3.99	-	16.71	11.36
Intellectual Property Rights	1.77	-	-	1.77	1.77	-	-	1.77	-
Mining Lease Rights	11.22	0.10	-	11.32	2.14	0.52	-	2.66	8.66
Minerals Procurement Rights	2.28	-	-	2.28	2.26	-	-	2.26	0.02
Technical Know-how	1.77	0.05	-	1.82	0.55	0.28	-	0.83	0.99
<b>Total</b>	<b>43.97</b>	<b>1.29</b>	<b>-</b>	<b>45.26</b>	<b>19.44</b>	<b>4.79</b>	<b>-</b>	<b>24.23</b>	<b>24.53</b>

Range of remaining period of amortisation as at March 31, 2022 of intangible assets is as below :

Assets	Range of remaining period of amortisation				Net Carrying Amount	
	< 5 year		6 - 10 year		> 10 year	
	₹	₹	₹	₹	₹	₹
Software	7.95	1.01	-	-	8.96	-
Mining Lease Rights	0.35	0.69	25.60	-	26.64	-
Technical Know-how	0.76	-	-	-	0.76	-
<b>Total</b>	<b>9.06</b>	<b>1.70</b>	<b>25.60</b>	<b>-</b>	<b>36.36</b>	<b>-</b>

## 2.03 INVESTMENTS

Particulars	Face Value ₹	As at March 31,			
		2022		2021	
		Qty	Amount	Qty	Amount
<b>₹ Crores</b>					
<b>Investments in Equity Instruments (fully paid up) - Unquoted</b>					
<b>Investment in Subsidiaries - measured at cost</b>					
- Raheja QBE General Insurance Company Limited	10	15,09,81,072	225.49	13,50,11,709	182.12
- H. & R. Johnson (India) TBK Limited	100	1,61,020	1.61	1,61,020	1.61
- Antique Marbonite Private Limited #	10	22,56,750	11.32	22,56,750	11.32
- Small Johnson Floor Tiles Private Limited *	10	20,00,000	10.95	20,00,000	13.30
- Sentini Cermica Private Limited #	10	17,10,000	8.55	17,10,000	8.55
- Spectrum Johnson Tiles Private Limited	10	21,65,388	8.03	21,65,388	8.03
- Coral Gold Tiles Private Limited	10	26,00,000	5.46	26,00,000	5.46
- TBK Venkataramiah Tile Bath Kitchen Private Limited	10	1,10,000	0.11	10,000	0.01
- TBK Prathap Tile Bath Kitchen Private Limited	10	9,800	0.01	9,800	0.01
- TBK Samiyaz Tile Bath Kitchen Private Limited	10	1,83,000	0.68	83,000	0.58
- TBK Rangoli Tile Bath Kitchen Private Limited	10	1,10,000	0.11	10,000	0.01
- Sanskar Ceramics Private Limited \$	10	50,00,000	22.13	50,00,000	18.23
- RMC Readymix Porselano (India) Limited	10	50,000	0.05	50,000	0.05
<b>Investment in Joint Ventures - measured at cost</b>					
- Ardex Endura (India) Private Limited	10	65,00,000	6.50	65,00,000	6.50
- TBK Deepgiri Tile Bath Kitchen Private Limited	10	50,000	0.05	50,000	0.05
- TBK Florance Ceramics Private Limited	10	1,55,000	3.38	1,55,000	3.38
<b>Investment in Associates - measured at cost</b>					
- CSE Solar Parks Satna Private Limited	10	99,80,000	9.98	99,80,000	9.98
- Sunspring Solar Private Limited	10	14,78,412	1.48	14,78,412	1.48
<b>Other Investments designated at FVTOCI</b>					
- B L A Power Private Limited (Refer note 4.08)	10	1,75,00,000	4.85	1,75,00,000	4.95
- Reddy Ceramics Private Limited	10	100	#	100	#
- TBK Shriram Tile Bath Kitchen Private Limited	10	500	#	500	#
- TBK Tile Home Private Limited	10	100	#	100	#
- TBK Raj Kamal Tile Bath Kitchen Private Limited	10	100	#	100	#
- TBK Deziner's Home Private Limited	10	500	#	500	#
- TBK Solan Ceramics Private Limited	10	100	#	100	#
- TBK Krishna Tile Bath Kitchen Private Limited	10	100	#	100	#
- TBK P B Shah Tile Bath Kitchen Private Limited	10	2,000	#	2,000	#
- TBK Unique Jalgaon Tile Bath Kitchen Private Limited	10	200	#	200	#
- TBK Sanitary Sales Private Limited	10	100	#	100	#
- TBK Shree Ganesh Traders Private Limited	10	100	#	100	#
<b>Investment in Debt securities - measured at FVTPL</b>					
- 8.22% IL&FS Financial Service Limited 28-Sep-21	1000	-	-	6,700	0.34
- 8.65% IL&FS Financial Service Limited 06-Dec-21	1000	-	-	7,000	0.35
- 8.65% IL&FS Financial Service Limited 06-Jun-22	1000	-	-	5,700	0.29
- 7.70% IL&FS Financial Service Limited 02-Aug-27	1000	-	-	6,800	0.34
- 9.55% IL&FS Financial Service Limited 28-Feb-23	1000	-	-	3,000	0.15
- 10.30% Yes Bank Limited 25-Jul-21	1000000	-	-	7	0.75
- 8.85% Indiabulls Housing Finance Limited 26-Sep-26	1000	4,000	0.42	4,000	0.41
<b>Other Investment designated at FVTPL</b>					
- Shivalik Solid Waste Management Limited	10	10,000	0.01	10,000	0.01
<b>(A)</b>			<b>321.17</b>		<b>278.26</b>



**2.03 INVESTMENTS** (Contd...)

Particulars	Face Value ₹	As at March 31,			
		2022		2021	
		Qty	Amount	Qty	Amount
<b>Investments in Preference shares (fully paid up) - Unquoted</b>					
<b>Investment in Subsidiaries- measured at amortised cost</b>					
- Sanskar Ceramics Private Limited (0.01% Non-convertible Non-Participating Non-cumulative Redeemable Preference shares)	10	22,50,000	1.45	—	—
(0.02% Non-convertible Non-Participating Non-cumulative Redeemable Preference shares)	10	50,00,000	2.98	—	—
- Small Johnson Floor Tiles Private Limited (0.01% Non-cumulative Optionally Convertible Preference Shares)	10	—	—	40,00,000	1.59
<b>Others- measured at amortised cost</b>					
- TBK Rishi Ceramics Private Limited (0% Redeemable Preference Shares)	100	—	—	12,500	0.10
- TBK Deziner's Home Private Limited (0% Redeemable Preference Shares)	100	60,000	0.50	60,000	0.50
<b>(B)</b>			<b>4.93</b>		<b>2.19</b>
<b>Total non-current investments (A + B)</b>			<b>326.10</b>		<b>280.45</b>

Aggregate book value of quoted investments	—	—
Aggregate market value of investments designated at FVTOCI	4.85	4.95
Aggregate market value of investments measured at FVTPL	0.42	2.63
Aggregate market value of investments designated at FVTPL	0.01	0.01
Aggregate value of investments measured at cost	315.89	270.67
Aggregate value of investments measured at amortised cost	4.93	2.19
Aggregate amount of unquoted investments	326.10	280.45

# Company has given Non Disposal Undertaking to certain banks for its investment in above Subsidiaries.

\* Investment in Subsidiary Small Johnson Floor Tiles Private Limited includes equity component recognised from 0.01% Non-cumulative Optionally Convertible Preference Shares. The carrying value of such equity component is ₹ 0.95 Crores (Previous year : ₹ 3.30 Crores) with respect to the subsidiary.

\$ Investment in Subsidiary Sanskar Ceramics Private Limited includes equity component recognised from 0.01% and 0.02% Non-convertible Non-Participating Non-cumulative Redeemable Preference shares. The carrying value of such equity component is ₹ 2.96 Crores (Previous year : Nil) with respect to the subsidiary.

\$ In FY 2020-21, the Company had purchased 35,00,000 shares of Sanskar Ceramics Private Limited from Small Johnson Floor Tiles Private Limited.

## 2.04 LOANS

Particulars	₹ Crores				
	Non-current		Current		
	As at March 31,		As at March 31,		
	2022	2021	2022	2021	
<b>Loans to related parties</b>					
Loan to a subsidiary company					
Unsecured, considered good	2.80	2.80	–	1.24	
<b>(a)</b>	<b>2.80</b>	<b>2.80</b>	<b>–</b>	<b>1.24</b>	
<b>Loans to employees</b>					
Unsecured, considered good	0.68	1.04	0.94	1.84	
<b>(b)</b>	<b>0.68</b>	<b>1.04</b>	<b>0.94</b>	<b>1.84</b>	
<b>Loans to Others</b>					
Unsecured, considered good	0.19	0.22	–	0.57	
Doubtful	–	–	–	1.30	
	0.19	0.22	–	1.87	
Less : Provision for Impairment	–	–	–	1.30	
<b>(c)</b>	<b>0.19</b>	<b>0.22</b>	<b>–</b>	<b>0.57</b>	
<b>Total</b>	<b>(a + b + c)</b>	<b>3.67</b>	<b>4.06</b>	<b>0.94</b>	<b>3.65</b>

Note :

No amount is due from any of the directors or officers of the Company, severally or jointly with any other person; or from firms where such director is a partner or from private companies where such director is a member except security deposit for premises of ₹ 0.06 Crores (Previous year : ₹ 0.06 Crores) given to Director.

## 2.05 OTHER FINANCIAL ASSETS

Particulars	₹ Crores			
	Non-current		Current	
	As at March 31,		As at March 31,	
	2022	2021	2022	2021
Insurance claim receivable (refer note 4.17)	58.94	58.94	3.94	4.51
Bank deposits with more than twelve months maturity (restricted use)	0.02	5.45	5.78	–
Security Deposits				
Rental	10.49	14.88	1.76	1.58
Utility	41.27	39.08	–	0.42
Accrued Interest	–	–	0.51	1.22
Balances in Escrow accounts with banks (restricted use)	0.05	0.32	–	–
Balances related to Coal Mine and Infrastructure (refer note 4.16)	13.93	13.93	–	–
Accrued Interest on loans given	0.78	0.48	–	0.64
Other receivables	–	–	3.76	0.03
<b>Total</b>	<b>125.48</b>	<b>133.08</b>	<b>15.75</b>	<b>8.40</b>

**2.06 DEFERRED TAX LIABILITIES (NET)**

Significant components of deferred tax (liabilities)/assets recognised in the financial statements are as follows :

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
<b>Deferred tax (liabilities)/assets in relation to :</b>		
Unabsorbed depreciation/Business loss as per Income Tax	65.09	89.32
Provision for Employees Benefits	16.57	53.86
Other temporary differences/unutilised tax asset	(82.78)	(69.10)
Property, plant and equipment	(68.96)	(103.23)
<b>Total</b>	<b>(70.08)</b>	<b>(29.15)</b>

The movement in deferred tax (liabilities)/assets during the year ended March 31, 2022 and March 31, 2021 :

Particulars	₹ Crores				
	As at March 31, 2022	Credited/ (Charged) to Statement of P&L/OCI	As at March 31, 2021	Credited/ (Charged) to Statement of P&L/OCI	As at March 31, 2020
<b>Deferred tax (liabilities)/assets in relation to :</b>					
Unabsorbed depreciation/Business loss as per Income Tax	65.09	(24.23)	89.32	(18.71)	108.03
Provision for Employees Benefits	16.57	(37.29)	53.86	(5.43)	59.29
Other temporary differences/unutilised tax asset	(82.78)	(13.68)	(69.10)	(10.26)	(58.84)
Property, plant and equipment	(68.96)	34.27	(103.23)	32.71	(135.94)
<b>Total</b>	<b>(70.08)</b>	<b>(40.93)</b>	<b>(29.15)</b>	<b>(1.69)</b>	<b>(27.46)</b>

**2.07 OTHER ASSETS**

Particulars	₹ Crores			
	Non-current		Current	
	As at March 31,		As at March 31,	
	2022	2021	2022	2021
<b>Capital Advances</b>				
Unsecured, considered good	13.38	42.39	–	0.01
Doubtful	0.34	0.34	–	–
	13.72	42.73	–	0.01
Less : Provision for Impairment	2.00	0.25	–	–
	<b>11.72</b>	<b>42.48</b>	<b>–</b>	<b>0.01</b>
<b>Advances other than Capital Advances</b>				
Balances with government authorities :				
CENVAT/VAT/GST receivables	–	0.38	16.51	17.58
Balances with statutory authorities	–	–	3.04	0.17
Excise/VAT/Service Tax/Custom duty deposited under protest	47.17	47.18	0.40	0.23
Security Deposits	3.18	3.72	0.44	0.91
Advance to related parties	–	–	–	0.56
Advances to other parties (net of provision for impairment)	14.55	15.71	54.96	37.87
Prepaid expenses	2.08	3.00	13.63	14.37
Royalty refund receivable	–	–	14.00	14.00
Others	0.16	55.37	81.41	29.13
<b>Total</b>	<b>78.86</b>	<b>167.84</b>	<b>184.39</b>	<b>114.83</b>

Note : No amount is due from any of the directors or officers of the Company, severally or jointly with any other person; or from firms where such director is a partner or from private companies where such director is a member.

## 2.08 INVENTORIES

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
Raw materials	139.21	123.77
Goods-in-transit	0.10	0.53
Stores and spares	74.96	65.80
Goods-in-transit	—	0.01
Fuel Stock	151.36	87.71
Goods-in-transit	57.90	29.22
Work-in-progress	86.55	30.54
Finished goods	109.96	80.43
Goods-in-transit	12.93	22.44
Stock-in-trade	31.14	28.70
Goods-in-transit	0.76	1.32
<b>Total</b>	<b>664.87</b>	<b>470.47</b>

Notes :

- (a) Amount charged to the Statement of Profit and Loss on account of write-down of inventories to net realisable value for the year is ₹ 10.99 Crores (Previous year : ₹ 11.77 Crores).
- (b) Above inventory includes damaged stock of finished goods of cement amounting to ₹ 4.85 Crores (Previous year : ₹ 4.19 Crores) in respect of which insurance claims have been lodged. The management expects to recover the amount at least equal to its carrying value.

## 2.09 TRADE RECEIVABLES

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
Secured, considered good	45.90	50.83
Unsecured, considered good	524.90	486.91
Unsecured, credit impaired	89.39	146.07
	<b>660.19</b>	<b>683.81</b>
Less : Provision for impairment	89.39	146.07
<b>Total</b>	<b>570.80</b>	<b>537.74</b>

For Ageing schedule, refer note 4.21

Note : No amount is due from any of the directors or officers of the Company, severally or jointly with any other person; or from firms where such director is a partner or from private companies where such director is a member.

## 2.10 CASH AND CASH EQUIVALENTS

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
Balances with banks :		
In current accounts	46.92	52.81
Deposits with original maturity of less than three months	196.26	251.59
Cheques/drafts on hand	0.98	35.43
Cash on hand	0.97	0.91
<b>Total</b>	<b>245.13</b>	<b>340.74</b>

**2.11 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS**

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
Unclaimed Dividend	0.65	0.65
Term Deposits (original maturity for more than three months but less than twelve months)	55.49	140.39
Term Deposits (original maturity for more than three months but less than twelve months-restricted use)	0.14	7.18
<b>Total</b>	<b>56.28</b>	<b>148.22</b>

**2.12 CURRENT TAX ASSETS (NET)**

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
<b>Current Tax Assets</b>		
Taxes paid (net of provision)	40.61	55.43
<b>Total</b>	<b>40.61</b>	<b>55.43</b>

**2.13 EQUITY SHARE CAPITAL**

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
<b>Authorised Share Capital :</b>		
65,12,15,000 (Previous year : 65,12,15,000) Equity shares of ₹ 10/- each	651.22	651.22
<b>Total</b>	<b>651.22</b>	<b>651.22</b>
<b>Issued, Subscribed and Paid up :</b>		
50,33,56,580 (Previous year : 50,33,56,580) Equity shares of ₹ 10/- each	503.36	503.36
<b>Total</b>	<b>503.36</b>	<b>503.36</b>

**a. Reconciliation of shares outstanding as at the beginning and at the end of the reporting period :**

Equity shares	As at March 31,	
	2022	2021
	At the beginning of the year	50,33,56,580
Outstanding at the end of the year	50,33,56,580	50,33,56,580

**b. Rights, preference and restrictions attached to Equity shares :**

The Company has one class of equity shares having a par value of ₹ 10 per share. Each shareholder is entitled to one vote per equity share. The shareholders are entitled to dividend declared on proportionate basis. On liquidation of the Company, the equity shareholders are eligible to receive remaining assets of the Company in proportion to their shareholding after distribution of all preferential amounts.

**c. Details of shareholders holding more than 5% shares in the Company :**

Name of the Shareholder	As at March 31,			
	2022		2021	
	No. of Shares	% of holding	No. of Shares	% of holding
Hathway Investments Private Limited	18,98,80,786	37.72%	6,41,13,400	12.74%
Rajan B. Raheja	5,14,06,327	10.21%	5,14,06,327	10.21%
Bloomingdale Investment and Finance Private Limited	3,15,07,000	6.26%	3,15,07,000	6.26%
Manali Investment and Finance Private Limited	–	–	6,78,17,992	13.47%
Coronet Investments Private Limited	–	–	5,79,49,394	11.51%

## 2.13 EQUITY SHARE CAPITAL (Contd...)

### d. Details of shares held by promoters/promoter group as at March 31, 2022

Name of Promoter	No. of Shares	% of Total Shares	% change during the year
Rajan B. Raheja	5,14,06,327	10.21%	–
Suman R. Raheja	56,90,528	1.13%	–
Akshay R. Raheja	55,76,784	1.11%	–
Viren R. Raheja	55,76,784	1.11%	–
Satish B. Raheja	500	0.00%	–
Bloomingdale Investment and Finance Private Limited	3,15,07,000	6.26%	–
Coronet Investments Private Limited	–	–	100.00%
R Raheja Properties Private Limited	2,31,00,400	4.59%	–
Hathway Investments Private Limited	18,98,80,786	37.72%	196.16%
Matsyagandha Investment and Finance Private Limited	2,31,11,412	4.59%	–
Manali Investment and Finance Private Limited	–	–	100.00%
Varahagiri Investments and Finance Private Limited	2,32,21,148	4.61%	–
Peninsula Estates Private Limited	1,78,09,500	3.54%	–
<b>Total</b>	<b>37,68,81,169</b>	<b>74.87%</b>	

### Details of shares held by promoters/promoter group as at March 31, 2021

Name of Promoter	No. of Shares	% of Total Shares	% change during the year
Rajan B. Raheja	5,14,06,327	10.21%	–
Suman R. Raheja	56,90,528	1.13%	–
Akshay R. Raheja	55,76,784	1.11%	–
Viren R. Raheja	55,76,784	1.11%	–
Satish B. Raheja	500	0.00%	–
Bloomingdale Investment and Finance Private Limited	3,15,07,000	6.26%	–
Coronet Investments Private Limited	5,79,49,394	11.51%	–
R Raheja Properties Private Limited	2,31,00,400	4.59%	–
Hathway Investments Private Limited	6,41,13,400	12.74%	–
Matsyagandha Investment and Finance Private Limited	2,31,11,412	4.59%	–
Manali Investment and Finance Private Limited	6,78,17,992	13.47%	–
Varahagiri Investments and Finance Private Limited	2,32,21,148	4.61%	–
Peninsula Estates Private Limited	1,78,09,500	3.54%	–
<b>Total</b>	<b>37,68,81,169</b>	<b>74.87%</b>	

## 2.14 OTHER EQUITY

Particulars	₹ Crores	
	As at March 31, 2022	2021
Capital Redemption Reserve	10.75	10.75
General Reserve	155.67	155.67
Retained Earnings	724.19	594.52
Capital Reserve	(125.09)	(125.09)
<b>Total</b>	<b>765.52</b>	<b>635.85</b>

**2.14 OTHER EQUITY** (Contd...)

**Description of the nature and purpose of each reserve within equity is as follows :**

**(a) Capital Redemption Reserve :**

Capital redemption reserve was created pursuant to the scheme of amalgamation.

**(b) General Reserve :**

The Company had earlier transferred a portion of the net profit of the Company before declaring dividend to the general reserve pursuant to the earlier provisions of the Companies Act, 1956. Mandatory transfer to general reserve before declaration of dividend is not required under the Companies Act, 2013.

**(c) Retained Earnings :**

Retained earnings are the net profits that the Company has earned till date and is net of amount transferred to other reserves such as general reserves, debenture redemption reserve etc., amount distributed as dividend and adjustments in terms of Ind AS 101.

**(d) Capital Reserve :**

Capital Reserve was recognised on giving effect to amalgamation of Milano Bathroom Fittings Private Limited and Silica Ceramica Private Limited with the Company and on demerger of retail/trading business undertaking of H. & R. Johnson (India) TBK Limited into the Company.

**2.15 BORROWINGS**

Particulars	₹ Crores	
	Non-current	
	As at March 31,	
	2022	2021
<b>Secured</b>		
Term loans		
from banks (refer Sr. No. 1 to 14)	803.76	908.81
from others (refer Sr. No. 15 to 17)	199.42	218.98
Vehicle loans (refer Sr. No. 18 to 20)		
from banks	0.87	1.62
<b>Unsecured</b>		
- 10.70% Non-convertible Debentures (refer Sr. No. 25) {1150 Nos. (Previous year : 1150 Nos.) debentures of ₹ 0.10 Crore each}	115.00	115.00
- 10.00% Non-convertible Debentures (refer Sr. No. 26) {Nil (Previous year : 840 Nos.) debentures of ₹ 0.10 Crore each}	–	84.00
- 8.20% Non-convertible Debentures (refer Sr. No. 27) {950 Nos. (Previous year : Nil) debentures of ₹ 0.10 Crore each}	95.00	–
- 9.50% Non-convertible Debentures (refer Sr. No. 28) {750 Nos. (Previous year : 750 Nos.) debentures of ₹ 0.10 Crore each}	75.00	75.00
- 10.65% Non-convertible Redeemable Debentures (refer Sr. No. 29) {Nil (Previous year : 500 Nos.) debentures of ₹ 0.10 Crore each}	–	49.98
- 10.25% Non-convertible Debentures (refer Sr. No. 30) {Nil (Previous year : 500 Nos.) debentures of ₹ 0.10 Crore each}	–	50.00
Term loans from banks (refer Sr. No. 31)	–	9.99
Fixed deposits from public (refer Sr. No. 32)	0.34	0.49
	<b>1,289.39</b>	<b>1,513.87</b>
Less : Current maturities of non-current borrowings	184.51	159.54
Less : Unclaimed fixed deposits	0.34	0.49
<b>Total</b>	<b>1,104.54</b>	<b>1,353.84</b>

## 2.15 BORROWINGS (Contd...)

Particulars	₹ Crores	
	Current	
	As at March 31,	
	2022	2021
<b>Secured</b>		
Loans repayable to banks on Demand (refer Sr. No. 21 to 23)	0.59	5.52
Buyer's Credit (refer Sr. No. 24)	3.36	9.46
Current maturities of non-current borrowings	69.51	59.56
<b>Unsecured</b>		
Loans repayable to banks on Demand (refer Sr. No. 33)	50.00	–
Current maturities of non-current borrowings	115.00	99.98
<b>Total</b>	<b>238.46</b>	<b>174.52</b>

### Details of current maturities of non-current borrowings :

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
<b>Secured Loans :</b>		
Term loans	69.05	58.82
Vehicle loans	0.46	0.74
<b>Unsecured Loans :</b>		
Non-convertible debentures	115.00	99.98
<b>Total</b>	<b>184.51</b>	<b>159.54</b>

### (a) Nature of Security and terms of repayment for secured borrowings (other than debentures) :

Sr. No.	Nature of Security	Terms of Repayment	₹ Crores	
			As at March 31,	
			2022	2021
1	Secured by first pari passu charge on the entire movable and immovable Property, plant and equipment of the Cement Division located at Satna, both present and future.	Quarterly in 6 structured installments from the last day of the 30th month from date of first drawdown of facility availed on September 27, 2021.	100.00	–
2	Secured by first pari passu charge on the entire movable Property, plant and equipment of the Cement Division located at Satna, both present and future except Waste Heat Recovery System assets. Second pari passu charge on Current Assets of Cement Division, both present and future.	Repayment by way of 4 equal quarterly installments of ₹ 20 Crores starting from 30th month from the date of first disbursement, 5th equal installment to be repaid at the end of 41st month from date of first disbursement, November 30, 2021.	100.00	–
3	Secured by first pari passu charge on the entire movable and immovable Property, plant and equipment of the Cement Division located at Satna, both present and future.	Quarterly in 13 equal installments payable from the last day of 24th month from date of first drawdown of facility availed on September 2, 2020.	200.00	200.00
4	First exclusive charge on the office premises of HRJ Division on units 1 to 4 on 7th Floor, Windsor.	Quarterly in 14 equal installments payable from the last day of 21st month from date of first drawdown of facility availed on August 23, 2020.	80.00	60.00



**2.15 BORROWINGS** (Contd...)

Sr. No.	Nature of Security	Terms of Repayment	₹ Crores	
			As at March 31, 2022	2021
5	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of the Cement Division, both present and future.	Quarterly in 19 equal installments payable from the last day of 9th month from date of first drawdown of facility availed on September 27, 2018. During the year, prepayment was made on September 24, 2021.	–	36.84
6	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of the Cement Division, both present and future.	Quarterly in 19 equal installments payable from the last day of 9th month from date of first drawdown of facility availed on November 19, 2018. During the year, prepayment was made on November 18, 2021	–	42.11
7	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of the Cement Division located at Satna, both present and future.	Quarterly in 17 structured installments payable from the last day of 9th month from date of first drawdown of facility availed on September 20, 2019.	70.00	122.00
8	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of the Cement Division located at Satna, both present and future.	Quarterly in 17 structured installments payable from the last day of 9th month from date of first drawdown of facility availed on September 13, 2019.	52.50	91.50
9	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of the Cement Division located at Satna, both present and future.	Quarterly in 17 structured installments payable from the last day of 9th month from date of first drawdown of facility availed on September 18, 2019.	26.25	45.75
10	Secured by exclusive charge on all the movable Property, plant and equipment in relation to the Waste Heat Recovery System of the company, both present and future.	Quarterly in 23 structured installments payable from the last day of 18th month from date of first drawdown of facility availed on March 18, 2020.	104.35	150.00
11	Secured by exclusive charge over the movable Property, plant and equipment of specified plants of the HRJ Division namely Dewas, Pen, Kunigal and Karaikal, both present and future.	Quarterly in 17 structured installments payable from the last day of 9th month from date of first drawdown of facility availed on September 30, 2019.	43.75	76.25
12	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of Vijayawada plant of HRJ Division, both present and future.	Quarterly in 17 structured installments payable from the last day of 9th month from date of first drawdown of facility availed on December 2, 2019.	31.50	68.25
13	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of Vijayawada plant of HRJ Division, both present and future.	Quarterly in 10 equal installments payable from the last day of 9th month from date of first drawdown of facility availed on December 17, 2019.	–	17.50
14	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of Vijayawada plant of HRJ Division, both present and future.	Quarterly in 12 equal installments payable from the last day of the 18th month from date of first drawdown of facility availed on March 16, 2017.	–	6.25
15	Secured by first pari passu charge on the entire movable and immovable Property, plant and equipment of the Cement Division located at Satna, both present and future.	Repayment in 3 equal annual installments due at the end of 32, 42 and 48 months from the date of disbursement September 30, 2021.	50.00	–

## 2.15 BORROWINGS (Contd...)

Sr. No.	Nature of Security	Terms of Repayment	₹ Crores	
			As at March 31, 2022	2021
16	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of Vijayawada plant of HRJ Division, both present and future.	Quarterly Installments over a period of 5 Years.	–	20.00
17	Secured by first pari passu charge on all the movable and immovable assets of the Cement Division, both present and future, except land in Andhra Pradesh. Also secured by second pari passu charge over Current Assets, Receivables of Cement Division both present and future; Unconditional and irrevocable personal guarantee of Director.	Quarterly in 28 equal installments payable from the last day of 24 months from date of first drawdown of facility availed on June 30, 2020.	150.00	200.00
18	Secured by exclusive charge on vehicles of HRJ Division.	EMI over a period of 60 months from the respective date of disbursement.	0.67	1.27
19	First and exclusive charge secured by hypothecation of vehicles financed to RMC Division.	EMI over a period of 60 months from the respective date of disbursement.	–	0.06
20	Secured by exclusive charge on vehicles of Cement Division.	EMI over a period of 60 months from the respective date of disbursement.	0.20	0.29
21	Secured by first pari passu charge by way of hypothecation of stocks and book debts both present and future of HRJ Division.	Payable within one year.	0.59	–
22	Secured by first pari passu charge by way of hypothecation of Current Assets. Second pari passu charge on movable and immovable Property, plant and equipment of Vijayawada plant of HRJ Division, both present and future.	Payable within one year.	–	5.48
23	Secured by exclusive charge by way of hypothecation of Current Assets of HRJ Division, both present and future.	Payable within one year.	–	0.04
24	Secured by first pari passu charge by way of hypothecation of stocks and book debts both present and future of HRJ Division.	As per due dates of respective buyer's credit.	3.36	9.46
	<b>Total</b>		<b>1,013.17</b>	<b>1,153.05</b>
	Less : Unamortised borrowing costs		5.17	8.66
	<b>Total (a)</b>		<b>1,008.00</b>	<b>1,144.39</b>

**2.15 BORROWINGS** (Contd...)**(b) Nature of security and terms of repayment for Unsecured borrowings :**

Sr. No.	Particulars	Terms of Repayment	₹ Crores	
			As at March 31,	
			2022	2021
	<b>Non-current Borrowings :</b>			
25	Non-convertible Debentures	Allotted on July 26, 2019 and repayable at the end of 36 months from the date of allotment on July 25, 2022.	115.00	115.00
26	Non-convertible Debentures	Allotted on January 31, 2020 and repayable on January 31, 2023 with Put / Call option at par on January 31, 2022. Call Option was availed and NCDs were prepaid on January 31, 2022.	–	84.00
27	Non-convertible Debentures	Allotted on April 26, 2021 and repayable at the end of 36 months from the date of allotment on April 26, 2024.	95.00	–
28	Non-convertible Debentures	Allotted on August 21, 2020 and repayable at the end of 36 months from the date of allotment on August 21, 2023.	75.00	75.00
29	Non-convertible Debentures	Allotted on September 14, 2018 and repayable at the end of 36 months from the date of allotment.	–	50.00
30	Non-convertible Debentures	Allotted on June 12, 2020 and repayable in two tranches - Tranche A ₹ 35 Crores on June 25, 2021. - Tranche B ₹ 15 Crores on December 30, 2021.	–	50.00
31	Term Loan	Quarterly in 10 equal installments payable from the last day of 9th month from date of first drawdown of facility availed on May 27, 2019.	–	10.00
32	Fixed deposits from public	Payable over a period of one to two years from the respective date of disbursement.	0.34	0.49
33	Current Borrowings		50.00	–
	<b>Total</b>		<b>335.34</b>	<b>384.49</b>
	Less : Unamortised borrowing costs		–	0.03
	<b>Total (b)</b>		<b>335.34</b>	<b>384.46</b>
	<b>Total Borrowings (a + b)</b>		<b>1,343.34</b>	<b>1,528.85</b>

**(c) Assets pledged as security :**

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
<b>Current</b>		
Receivables	570.80	537.74
Inventories	664.87	470.47
<b>Total (a)</b>	<b>1,235.67</b>	<b>1,008.21</b>
<b>Non-current</b>		
Freehold Land	617.19	624.30
Buildings	108.82	110.67
Plant and Machinery	1,060.30	1,268.78
Railway Siding	2.83	3.12

## 2.15 BORROWINGS (Contd...)

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
Office Equipments	2.59	4.18
Furniture and Fixtures	3.14	3.87
Computers	3.04	1.91
Electric installation	–	0.10
Mines Development	106.23	92.30
Vehicles	1.64	2.92
Movable Tangible assets at Pen, Dewas, Vijayawada, Karaikal and Kunigal	203.11	145.93
Others	–	0.18
<b>Total (b)</b>	<b>2,108.89</b>	<b>2,258.26</b>
<b>Total (a+b)</b>	<b>3,344.56</b>	<b>3,266.47</b>

## 2.16 TRADE PAYABLES

Particulars	₹ Crores			
	Non-current		Current	
	As at March 31,		As at March 31,	
	2022	2021	2022	2021
Total outstanding dues of Micro Enterprises & Small Enterprises (refer note 4.20)	–	–	102.64	50.72
Total outstanding dues of Creditors other than Micro Enterprises & Small Enterprises	12.80	–	1,051.39	914.31
<b>Total</b>	<b>12.80</b>	<b>–</b>	<b>1,154.03</b>	<b>965.03</b>

For Ageing schedule, refer note 4.22

## 2.17 OTHER FINANCIAL LIABILITIES

Particulars	₹ Crores			
	Non-current		Current	
	As at March 31,		As at March 31,	
	2022	2021	2022	2021
Payables for acquisition of Property, plant and equipment	–	–	30.24	33.48
Interest accrued	–	–	18.83	22.47
Unclaimed dividends*	–	–	0.65	0.67
Unpaid matured deposits and interest accrued thereon	–	–	0.43	0.65
Security deposits from customers/others	307.61	301.28	25.96	22.45
Payable to employees	–	–	6.29	5.21
Finance lease obligations	1.97	2.04	–	–
Liability for expenses	–	–	305.38	322.40
Others	–	–	0.50	1.78
<b>Total</b>	<b>309.58</b>	<b>303.32</b>	<b>388.28</b>	<b>409.11</b>

\* There is no amount due and outstanding to be credited to the Investor Education and Protection Fund as at March 31, 2022  
(Previous year : Nil).

**2.18 PROVISIONS**

₹ Crores

Particulars	Non-current		Current	
	As at March 31,		As at March 31,	
	2022	2021	2022	2021
<b>Employee benefits :</b>				
Provision for Gratuity	–	1.12	–	0.16
Provision for Bonus	–	–	7.94	10.25
Provision for Leave Encashment	17.32	17.10	20.28	17.79
Others	–	–	17.36	16.67
	<b>(a)</b>	<b>17.32</b>	<b>18.22</b>	<b>45.58</b>
<b>Others :</b>				
Provision for claims under litigations	–	0.07	–	–
Others	7.24	6.27	–	0.25
	<b>(b)</b>	<b>7.24</b>	<b>6.34</b>	<b>0.25</b>
<b>Total</b>	<b>(a+b)</b>	<b>24.56</b>	<b>24.56</b>	<b>45.58</b>

**2.19 OTHER LIABILITIES**

₹ Crores

Particulars	Non-current		Current	
	As at March 31,		As at March 31,	
	2022	2021	2022	2021
Advance from customers	–	0.05	56.01	82.07
Statutory liabilities	25.78	25.78	78.68	96.50
Other employee benefit expenses	–	–	32.34	24.99
Others	0.89	1.26	72.22	68.06
<b>Total</b>	<b>26.67</b>	<b>27.09</b>	<b>239.25</b>	<b>271.62</b>

### 3.01 REVENUE FROM OPERATIONS

₹ Crores

Particulars	Year ended March 31,	
	2022	2021
<b>Revenue from operations :</b>		
Sale of products	5,434.79	4,943.34
Sale of services	102.62	70.04
<b>Other operating revenue :</b>		
Scrap sales	16.06	10.09
Claims and recoveries	4.53	7.04
Export incentive	0.14	0.62
Others	10.65	4.05
<b>Total</b>	<b>5,568.79</b>	<b>5,035.18</b>

#### Revenue from contracts with customers :

##### I. Revenue from contracts with customers disaggregated based on geography :

₹ Crores

Particulars	Year ended March 31,	
	2022	2021
Home market	5,511.44	4,970.49
Exports	57.35	64.69
<b>Total</b>	<b>5,568.79</b>	<b>5,035.18</b>

##### II. Reconciliation of gross revenue with the revenue from contracts with customers :

₹ Crores

Particulars	Year ended March 31,	
	2022	2021
Gross Revenue	5,879.93	5,362.16
Less : Discounts and incentives	311.14	326.98
<b>Net Revenue recognised from contracts with customers</b>	<b>5,568.79</b>	<b>5,035.18</b>

##### III. Revenue recognised from contract liability (Advances from customers) :

₹ Crores

Particulars	As at March 31,	
	2022	2021
Closing Contract liability	56.01	82.12

The contract liability outstanding at the beginning of the year was ₹ 82.12 Crores, of which ₹ 79.60 Crores has been recognised as revenue during the year ended March 31, 2022.

Management conclude that disaggregation of revenue disclosed in Ind AS 108 meets the disclosure criteria of Ind AS 115 and segment revenue is measured on the same basis as required by Ind AS 115, hence separate disclosures as per Ind AS 115 is not required.

**3.02 OTHER INCOME**

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
<b>Interest income earned on financial assets :</b>		
Bank deposits (at amortised cost)	9.14	13.67
Corporate guarantee/unwinding interest	0.18	0.36
Dividend on preference shares	1.19	0.14
Preference shares/unwinding interest	–	0.03
Others	4.33	5.36
<b>Other non - operating income :</b>		
Liabilities no longer considered as payable	6.76	6.05
Government assistance- Tax Subsidy/Exemption	0.80	1.56
Interest on income tax refund	7.35	0.37
Miscellaneous income	1.08	3.45
<b>Other gains and losses :</b>		
Net gain on disposal of Property, plant and equipment	3.81	0.30
Net gain on buyback of investments	–	0.75
Net gain on foreign exchange fluctuation	0.29	4.16
<b>Total</b>	<b>34.93</b>	<b>36.20</b>

**3.03 CHANGES IN INVENTORIES**

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
<b>Inventories at the end of the year (including in-transit)</b>		
Stock-in-trade	31.90	30.02
Work-in-progress	86.55	30.54
Finished goods	122.89	102.87
<b>(a)</b>	<b>241.34</b>	<b>163.43</b>
<b>Inventories at the beginning of the year (including in-transit)</b>		
Stock-in-trade	30.02	41.04
Work-in-progress	30.54	73.26
Finished goods	102.87	189.49
<b>(b)</b>	<b>163.43</b>	<b>303.79</b>
<b>Total</b>	<b>(a - b)</b>	<b>(140.36)</b>

### 3.04 OTHER MANUFACTURING EXPENSES

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
Stores and spares consumed	116.75	104.57
Plant and equipment hire charges	30.21	20.28
Repairs to plant and equipment	23.20	18.80
Royalty for minerals	58.59	57.03
Sub-contract charges	34.63	43.73
Plant upkeep expenses	39.11	29.22
Quarry expenses	4.56	3.41
Dies and punches consumed	1.61	2.60
Other manufacturing expenses	3.33	2.50
<b>Total</b>	<b>311.99</b>	<b>282.14</b>

### 3.05 EMPLOYEE BENEFITS EXPENSE

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
Salaries, wages and bonus	422.56	384.38
Contribution to provident and other funds	33.95	35.14
Staff welfare expenses	21.79	14.18
<b>Total</b>	<b>478.30</b>	<b>433.70</b>

### 3.06 FINANCE COSTS

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
<b>Interest and Finance charges on financial liabilities</b>		
Interest on overdraft/cash credit	2.62	3.77
Interest on borrowings	128.16	149.14
Interest on security deposits	14.05	14.03
Interest on finance lease obligation	19.10	18.27
Other borrowing costs	6.22	5.97
<b>Total</b>	<b>170.15</b>	<b>191.18</b>

### 3.07 DEPRECIATION, AMORTISATION AND IMPAIRMENT EXPENSE

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
Depreciation of Property, plant and equipment	237.93	209.26
Depreciation on Right of Use Assets	33.15	38.53
Amortisation of intangible assets	4.30	4.79
<b>Total</b>	<b>275.38</b>	<b>252.58</b>



**3.08 OTHER EXPENSES**

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
Rent expenses	19.43	18.81
Rates and taxes	24.53	16.48
Travelling and communication expenses	40.57	29.46
Commission on sales	27.49	30.40
Advertisement, sales promotion and other marketing expenses	63.03	59.48
Legal and professional fees	45.32	24.89
Insurance	20.26	19.88
Impairment/(reversal of impairment) of trade receivables	(56.68)	5.30
Bad debts written off	67.05	15.85
Concrete pumping expenses	9.85	9.04
Research expenses *	5.28	4.12
Repairs to buildings	2.32	1.06
Repairs others	7.52	7.57
Bank charges	5.49	5.56
Impairment of non-current assets	0.60	2.59
CSR expenses	3.94	3.48
Miscellaneous expenses	60.39	49.94
<b>Total</b>	<b>346.39</b>	<b>303.91</b>
<b>* Research expenses comprises of :</b>		
Salaries and wages	3.13	2.61
Travelling and Communication	0.32	0.24
Others	1.83	1.27
<b>Total</b>	<b>5.28</b>	<b>4.12</b>

**3.09 TAX EXPENSES**

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
<b>(a) Income tax expenses</b>		
<b>Current tax</b>		
In respect of the current year	–	1.35
In respect of the earlier year	(1.24)	–
<b>Deferred tax</b>		
In respect of the current year	42.10	2.48
<b>Total</b>	<b>40.86</b>	<b>3.83</b>
<b>(b) Income tax recognised in Other Comprehensive Income</b>		
Remeasurements of the defined benefit plans	1.17	0.79
<b>Total income tax expenses recognised in the year (a - b)</b>	<b>39.69</b>	<b>3.04</b>

(c) A reconciliation between the Statutory income tax rate applicable to the Company and the effective income tax rate is as follows :

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
Net profit before tax	174.11	203.78
Effective tax rate applicable to the Company	25.17%	25.17%
Tax amount at the enacted income tax rate	43.82	52.64
Add : Expenses not deductible in determining taxable profits	63.57	81.03
Less : Allowances/Deductibles	(84.80)	(70.63)
Tax relating to earlier years	(1.24)	–
Incremental Deferred Tax assets on account of unused tax losses and unused tax credits	(35.98)	(75.68)
Incremental Deferred Tax liability on account of other temporary differences	54.32	15.68
<b>Tax expense as per the Statement of Profit and Loss</b>	<b>39.69</b>	<b>3.04</b>

#### 4.01 EARNINGS PER SHARE (EPS)

Particulars	As at March 31,	
	2022	2021
<b>Basic earnings per share</b>		
Attributable to equity holders of the Company (₹)	2.65	3.97
<b>Diluted earnings per share</b>		
Attributable to equity holders of the Company (₹)	2.65	3.97
<b>Reconciliation of earnings used in calculating earnings per share :</b>		
<b>Basic earnings per share</b>		
Profit attributable to equity holders of the Company used in calculating basic earnings per share (₹ Crores)	133.25	199.95
<b>Diluted earnings per share</b>		
Profit attributable to equity holders of the Company used in calculating diluted earnings per share (₹ Crores)	133.25	199.95
Weighted average number of Equity shares used as the denominator in calculating basic and diluted earnings per share	50,33,56,580	50,33,56,580

#### 4.02 EXCEPTIONAL ITEMS

##### FY 2021-22 :

- Gain on sale of land and building located at Prayagraj amounting to ₹ 10.87 Crores on discontinuance of cement packing unit operations in the year 2018-19.
- Pursuant to the order of Commissioner of Labour on the settlement scheme and voluntary retirement/separation scheme offered by the Company, the Company has rationalised certain workforce at its tile manufacturing facilities of HRJ Division located at Dewas, Madhya Pradesh. The one-time financial impact on account of rationalisation aggregates to ₹ 1.88 Crores.

##### FY 2020-21 :

- During the course of mining, limestone pits are formed on the land from where limestone is extracted. Water accumulates in such pits, which is used by the Company in its manufacturing process. The Water Resource Department, Government of Madhya Pradesh raised a demand for consumption of such water during the period FY 1998-99 to FY 2019-20 aggregating to ₹ 8.92 Crores. The said demand had been challenged by the Company and a writ petition was filed before the Hon'ble Madhya Pradesh High Court, Jabalpur. During FY 2020-21, the Water Resources Department recalculated the demand and has issued revised demand notice for ₹ 1.45 Crores for period up to FY 2020-21, which has been paid. Out of the same, an amount of ₹ 1.33 Crores pertains to period up to FY 2019-20, which has been shown under Exceptional item. Once the Madhya Pradesh High Court resumes physical hearing, the writ petition will be withdrawn in view of the above settlement with Water Resources Department.
- The state of Madhya Pradesh introduced a new Section 9C in MP VAT Act, 2002 vide which VAT was levied on freight of goods up to the state border. Accordingly, on the stock transfer of cement out of Madhya Pradesh, VAT was required to be paid on the freight charges up to the border. The Company had challenged the above provisions before Hon'ble Madhya Pradesh High Court, Jabalpur but no stay or interim relief had been granted.

Government of Madhya Pradesh had announced an Amnesty Scheme on September 26, 2020 to settle the disputed demands of MP Commercial Tax, VAT and CST for period up to FY 2015-16. The Company had availed benefit under the said amnesty scheme for the period from FY 2009-10 to FY 2015-16 in respect of the above demand of VAT.

The aggregate amount recognised in this regard is ₹ 11.95 Crores.

**4.02 EXCEPTIONAL ITEMS** (Contd...)

- c) Gain on sale of land located at Whitefield, Bengaluru amounting to ₹ 32.57 Crores.
- d) Pursuant to the order of Commissioner of Labour on the settlement scheme and voluntary retirement/separation scheme offered by the Company, the Company had rationalised certain workforce at its tile manufacturing facilities of HRJ Division located at Pen, Maharashtra and at Kunigal, Karnataka. The one-time financial impact on account of rationalisation aggregates to ₹ 24.07 Crores.

**4.03 LEASES**

- The Company's lease asset primarily consist of leases for Land, Office Space, Furniture, Vehicle and Plant & Machinery having various lease terms.
- The following is carrying value of right of use assets :

Particulars	₹ Crores					
	Category of ROU					
	Leasehold Land	Plant & Machinery	Leasehold Building	Vehicle	Furniture	Total
<b>Balance as at April 01, 2020</b>	<b>55.37</b>	<b>65.23</b>	<b>40.00</b>	<b>0.34</b>	<b>17.76</b>	<b>178.70</b>
Additions during the previous year	8.90	68.08	0.33	–	1.34	78.65
Deletion during the previous year	15.35	0.43	0.73	–	–	16.51
Depreciation of Right of use assets	12.46	10.76	7.41	0.06	7.84	38.53
<b>Balance as at March 31, 2021</b>	<b>36.46</b>	<b>122.12</b>	<b>32.19</b>	<b>0.28</b>	<b>11.26</b>	<b>202.31</b>
Additions during the year	6.86	11.08	0.59	–	–	18.53
Transferred to Property, plant & equipment (refer note 2.01)	–	10.46	–	0.20	–	10.66
Deletion during the year	2.44	–	0.21	–	–	2.65
Depreciation of Right of use assets	10.48	10.34	7.29	0.01	5.03	33.15
<b>Balance as at March 31, 2022</b>	<b>30.40</b>	<b>112.40</b>	<b>25.28</b>	<b>0.07</b>	<b>6.23</b>	<b>174.38</b>

- The following is the carrying value of lease liability :

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
Opening Balance of Lease liability	196.27	172.20
Additions during the year	18.18	78.40
Finance cost accrued during the year	18.83	17.96
Payment/Deletion/Waiver of lease liabilities during the year	53.92	72.29
<b>Closing Balance of Lease liability</b>	<b>179.36</b>	<b>196.27</b>
Current portion of Lease Liability	24.91	30.46
Non-current portion of Lease Liability	154.45	165.81
<b>Total</b>	<b>179.36</b>	<b>196.27</b>

#### 4.03 LEASES (Contd...)

##### 4. Amounts recognised in the statement of cash flows :

Particulars	₹ Crores	
	2021-22	2020-21
Total cash outflow for Leases	51.08	50.87

- Rental expense recorded for short-term leases was ₹ 41.47 Crores for the year ended March 31, 2022 (FY 2020-21 : ₹ 27.59 Crores)
- The maturity analysis of lease liabilities are disclosed in Note No. 4.08. The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.
- Future lease payments which will start from April 1, 2022 is Nil (Previous year : ₹ 28.61 Crores).
- Certain lease agreements are subject to escalation clause and with extension of lease term options. At the expiry of the lease term, in case of lease agreements other than land, the lessee has an option to purchase the assets at Fair Market Value.

#### 4.04 EMPLOYEE BENEFIT PLANS

##### 1. Defined contribution plans

The Company operated defined benefits contribution retirement benefits plans for all qualifying employees.

The total expenses recognised in the Statement of Profit and Loss of ₹ 17.71 Crores (Previous year : ₹ 19.73 Crores) represents contributions payable to these plans by the Company at rates specified in rules of the plans.

##### 2. Defined Benefits Plans

The Company sponsors funded defined benefit plans for qualifying employees. The defined benefits plan are administered by separate funds that are legally independent entities. The governing body of the fund is responsible for the investment policy with regard to assets of the funds.

These plans typically expose the Company to Actuarial risks such as : investment risk, interest rate risk, longevity risk and salary risk. No other post-retirement benefit are provided to the employees.

**Investment risk :** 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.

**Interest risk :** A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan debt investments.

**Longevity risk :** The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

**Salary risk :** The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

##### 3. Principal assumptions used for the purpose of actuarial valuation

Particulars	Valuation as at March 31,	
	2022	2021
Discount Rate	6.84%	6.49% to 6.99%
Expected Rate(s) of salary increase	7%	5%
Average longevity at retirement age for current beneficiaries of plans (years)	39 to 43	38 to 43
Average longevity at retirement age for current employees (future beneficiaries of the plan)	58 & 60	58 & 60
Attrition Rate	10% to 20%	10% to 20%

**4.04 EMPLOYEE BENEFIT PLANS** (Contd...)**4. (a) Amounts recognised in Statement of Profit and Loss in respect of defined benefit plans**

₹ Crores

Particulars	Leave Encashment		Gratuity	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Service cost :				
Current service cost	2.65	2.29	6.75	6.20
Past service cost and (gain)/loss from settlements	0.11	–	(0.33)	–
Net interest expense	2.00	1.93	2.77	2.49
Actuarial(Gain)/Loss	5.72	6.01	2.38	2.30
<b>Component of defined benefit costs recognised in Statement of profit and loss</b>	<b>10.48</b>	<b>10.23</b>	<b>11.57</b>	<b>10.99</b>

**4. (b) Amounts recognised in Other Comprehensive Income in respect of defined benefit plans**

₹ Crores

Particulars	Gratuity	
	March 31, 2022	March 31, 2021
Remeasurement of net defined benefit liability		
Return on plan assets (excluding amount included in net interest expense)	0.11	(1.13)
Actuarial (gains)/losses arising from changes in demographic assumptions	0.06	(0.38)
Actuarial (gains)/losses arising from changes in financial assumptions	3.51	4.45
Actuarial (gains)/losses arising from experience adjustments	0.97	0.18
<b>Components of defined benefits cost recognised in Other Comprehensive Income</b>	<b>4.65</b>	<b>3.12</b>

**5. (a) Movements in present value of defined benefit obligation**

₹ Crores

Particulars	Leave Encashment		Gratuity	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Opening defined benefit obligations	34.88	33.60	56.31	54.34
Current service cost	2.65	2.29	6.75	6.20
Interest cost	2.00	1.93	3.34	3.21
Remeasurement (Gains)/losses				
Actuarial (gains)/losses arising from changes in demographic assumptions	(0.01)	(0.02)	0.06	(0.38)
Actuarial (gains)/losses arising from changes in financial assumptions	1.02	1.38	3.51	4.45
Actuarial (gains)/losses arising from experience adjustments	3.43	4.65	0.97	0.18
Past service cost, including losses/(gains) on settlements	0.11	–	–	–
Benefits paid	(6.50)	(8.95)	(7.23)	(11.69)
<b>Closing defined benefit obligation</b>	<b>37.58</b>	<b>34.88</b>	<b>63.71</b>	<b>56.31</b>

#### 4.04 EMPLOYEE BENEFIT PLANS (Contd...)

##### 5. (b) Movements in present value in planned assets

Particulars	₹ Crores	
	Gratuity	
	March 31, 2022	March 31, 2021
Fair value of plan assets at beginning of year	30.04	32.72
Interest Income	1.98	2.06
Contributions	5.07	5.59
Return on plan Assets	(0.11)	1.13
Benefits paid	(5.93)	(11.46)
<b>Fair value of plan assets at end of year</b>	<b>31.05</b>	<b>30.04</b>

##### 6. The category of plan assets as a percentage of total plan are as follows :

Particulars	Percentage	
	March 31, 2022	March 31, 2021
Equity Shares	8.79%	10.42%
Central and State Government Securities	66.03%	74.61%
Other Fixed Income Securities/Deposits	25.18%	14.97%
<b>Total</b>	<b>100%</b>	<b>100%</b>

##### Sensitivity Analysis

Below is the sensitivity analysis determined for significant actuarial assumption for determination of defined benefit obligation and based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period.

Particulars	₹ Crores			
	Leave Encashment		Gratuity	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Discount Rate +100 basis points	36.58	33.24	60.81	53.79
Discount Rate -100 basis points	38.68	35.16	66.19	59.10
Salary Increase Rate +1 %	38.50	35.01	65.85	58.84
Salary Increase Rate -1 %	36.74	33.38	61.07	53.98
Attrition Rate +1%	37.43	34.12	63.28	56.44
Attrition Rate -1%	37.76	34.21	63.49	56.19

#### 4.05 (a) Contingent Liabilities

- (i) Guarantees given by the Company's bankers and counter guaranteed by the Company : ₹ 85.54 Crores (Previous year : ₹ 67.36 Crores).
- (ii) Prepayment charges claimed by a bank on amounts prepaid ₹ 1.25 Crores (Previous year : ₹ 1.25 Crores).
- (iii) Claims against the Company not acknowledged as debts on account of disputes :
  - (a) Energy Development Cess ₹ 9.89 Crores (Previous year : ₹ 9.89 Crores).
  - (b) Other Claims in respect to Income Tax, Sales Tax, Entry Tax, Excise Duty, Service Tax and other claims ₹ 341.79 Crores. (Previous year : ₹ 250.00 Crores).

**4.05** (Contd...)**(b) Capital and other Commitments**

Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) ₹ 82.05 Crores (Previous year : ₹ 97.26 Crores) and other commitments includes Outstanding Letters of Credit ₹ 50.57 Crores (Previous year : ₹ 46.74 Crores).

**(c) Disclosure of provisions made as per the requirements of Ind AS 37 on “Provisions, Contingent Liabilities and Contingent Assets” are as follows :**

Particulars	₹ Crores			
	As at April 1, 2021	Provisions made during the year	Amounts utilised or reversed during the year	As at March 31, 2022
MPEB Cess on Generation of Electricity	8.33	–	–	8.33
MP Entry Tax/VAT	10.05	–	–	10.05
Appeal with AP, Kerala, Punjab, Tamil Nadu, Karnataka and Maharashtra Commercial Tax Department	2.03	0.20	0.10	2.13
Mines Restoration Expenses	6.27	0.97	–	7.24
Workmen dues	0.07	–	0.07	–

In certain cases, the Company has made payments against the above provisions. In case the disputes are settled in the favour of the Company, there would be refund of ₹ 1.19 Crores (Previous year : ₹ 1.04 Crores) and in the event, these are settled against the Company there would be cash outflow of ₹ 26.56 Crores (Previous year : ₹ 25.71 Crores).

**(d) In terms of long-term Gas Supply Agreement ('GSA') for Re-Liquefied Natural Gas ('RLNG') - Tranche A type with GAIL (India) Limited ('GAIL') having validity till April 2028, the Company is committed to draw minimum quantity of RLNG specified therein. In case of underdrawn quantities, determined on calendar year basis, the Company is liable to deposit purchase price under Take or Pay Obligation clause ('TOP') of the GSA and is allowed to draw such underdrawn quantities in the balance term of the GSA at then prevailing price.**

In earlier years, the Company has not been able to draw committed quantity of RLNG and GAIL has waived the TOP obligations under the GSA. In CY21, with the pandemic situation improving, the demand for gas increased, and as expected GAIL waived of TOP obligation for CY21 also.

The Company has Gas supply agreements/contracts for three manufacturing locations i.e. at Dewas, Kunigal and Pen. At Dewas and Kunigal, the Company has been able to renegotiate Minimum Guaranteed Obligation ('MGO'), thereby reducing (limiting) the TOP obligation on the Company for the undrawn quantities of MGO. The Company is pursuing its efforts with GAIL for similar reduction for its plant at Pen.

The estimated amount committed under TOP obligation for the underdrawn quantities of RLNG for the quarter ended March 31, 2022, which would be due in December 2022, if it remains undrawn or not waived, is approximately ₹ 18.20 Crores. The aforesaid amount, if payable, will only be in the nature of an advance payment for RLNG which can be drawn anytime thereafter up to the end of term of the GSA i.e. April 2028. Accordingly, this contract is not considered as in the nature of onerous contract and no effect of the same is required to be given in the accounts.

**4.06 Capital work-in-progress (CWIP) includes pre-operative expenses of ₹ 98.58 Crores (Previous year : ₹ 89.09 Crores), the details of which are as under :**

Particulars	₹ Crores	
	As at March 31	
	2022	2021
<b>Indirect expenditure incurred during the year and considered as pre-operative expenses</b>		
Salary, Wages and Bonus	1.72	1.29
Contribution to Provident and other funds	0.08	0.03
Rent, Rates and Taxes	0.34	0.27
Travelling and Communication	0.30	0.11
Professional fees	0.81	0.28
Depreciation	4.77	3.47
Miscellaneous expenses	1.47	1.21
<b>Total</b>	<b>9.49</b>	<b>6.66</b>
Add : Expenditure upto previous year	89.09	82.43
<b>Balance Carried forward</b>	<b>98.58</b>	<b>89.09</b>
Cost relating to acquisition of assets and related direct expenses	102.05	32.49
<b>Total CWIP</b>	<b>200.63</b>	<b>121.58</b>

**CWIP ageing schedule as at March 31, 2022**

Particulars	₹ Crores				
	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
<b>A. Projects In Progress</b>					
Identified Projects	76.01	17.51	0.49	12.31	106.32
General project Items	5.93	–	–	–	5.93
<b>Total (A)</b>	<b>81.94</b>	<b>17.51</b>	<b>0.49</b>	<b>12.31</b>	<b>112.25</b>
<b>B. Projects temporarily suspended</b>					
On Hold	5.82	3.06	1.90	63.31	74.09
In Litigation	–	8.78	–	5.51	14.29
<b>Total (B)</b>	<b>5.82</b>	<b>11.84</b>	<b>1.90</b>	<b>68.82</b>	<b>88.38</b>
<b>Total (A+B)</b>	<b>87.76</b>	<b>29.35</b>	<b>2.39</b>	<b>81.13</b>	<b>200.63</b>

For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan, the project wise details of when the project is expected to be completed is given below as of March 31, 2022 :

Particulars	₹ Crores			
	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
<b>A. Projects In Progress</b>				
New Plant (HRJ Division)	–	16.94	–	–
Control Automation & Electronic Control System	3.94	–	–	–
Modernisation at packing section	0.57	–	–	–
Dispatch section/Yard development	0.52	–	–	–
Others (individual projects of less than ₹ 50 lakhs each)	0.87	–	–	–
<b>Total (A)</b>	<b>5.90</b>	<b>16.94</b>	<b>–</b>	<b>–</b>
<b>B. Projects temporarily suspended</b>				
On Hold - New Plant (Cement Division)	–	–	–	74.09
In Litigation - Mining Leases	–	–	–	14.29
<b>Total (B)</b>	<b>–</b>	<b>–</b>	<b>–</b>	<b>88.38</b>
<b>Total (A+B)</b>	<b>5.90</b>	<b>16.94</b>	<b>–</b>	<b>88.38</b>



**4.06 CAPITAL WORK-IN-PROGRESS (CWIP) :** (Contd..)**CWIP ageing schedule as at March 31, 2021**

₹ Crores

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
<b>A. Projects In Progress</b>					
Identified Projects	20.26	1.53	0.50	11.85	34.14
General project Items	2.70	–	–	–	2.70
<b>Total (A)</b>	<b>22.96</b>	<b>1.53</b>	<b>0.50</b>	<b>11.85</b>	<b>36.84</b>
<b>B. Projects temporarily suspended</b>					
On Hold	3.06	1.90	3.69	59.62	68.27
In Litigation	8.78	–	–	7.69	16.47
<b>Total (B)</b>	<b>11.84</b>	<b>1.90</b>	<b>3.69</b>	<b>67.31</b>	<b>84.74</b>
<b>Total (A+B)</b>	<b>34.80</b>	<b>3.43</b>	<b>4.19</b>	<b>79.16</b>	<b>121.58</b>

For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan, the project wise details of when the project is expected to be completed is given below as of March 31, 2021 :

₹ Crores

Particulars	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
<b>A. Projects In Progress</b>				
New Plant (HRJ Division)	–	–	13.18	–
Safety & Security project (Solar facilities)	3.20	–	–	–
Others (individual projects of less than ₹ 50 lakhs each)	0.10	0.07	–	–
<b>Total (A)</b>	<b>3.30</b>	<b>0.07</b>	<b>13.18</b>	<b>–</b>
<b>B. Projects temporarily suspended</b>				
On Hold - New Plant (Cement Division)	–	–	–	68.27
In Litigation - Mining Leases	–	–	–	16.47
<b>Total (B)</b>	<b>–</b>	<b>–</b>	<b>–</b>	<b>84.74</b>
<b>Total (A+B)</b>	<b>3.30</b>	<b>0.07</b>	<b>13.18</b>	<b>84.74</b>

**4.07 CAPITAL MANAGEMENT****Risk management**

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investors', creditors' and market confidence and to sustain future development and growth of its business and at the same time, optimise returns to the shareholders. The Company takes appropriate and corrective steps in order to maintain, or if necessary adjust, its capital structure.

The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. The Company considers the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets.

Consistent with others in the industry, the Company monitors capital on the basis of the capital gearing ratio computed as under :

Net debt (total Borrowings net of Cash and Cash equivalents) divided by Total 'Equity' (as shown in the Balance Sheet).

#### 4.07 CAPITAL MANAGEMENT (Contd...)

The Company's strategy is to maintain a capital gearing ratio within 2 times. The comparative capital gearing ratios are tabulated as hereunder :

Particulars	As at March 31,	
	2022	2021
Net Debt (₹ Crores)	1041.93	1039.89
Total Equity (₹ Crores)	1268.88	1139.21
<b>Net Debt to Equity Ratio</b>	<b>0.82</b>	<b>0.91</b>

The Company has complied with all material externally imposed conditions relating to capital requirements and there has not been any delay or default during the period covered under these financial statements. No lenders have raised any matter that may lead to breach of covenants stipulated in the underlying documents.

#### 4.08 FINANCIAL INSTRUMENTS

##### (i) Methods and assumptions used to estimate the fair values

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

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

- The carrying amounts of receivables and payables which are short term in nature such as trade receivables, other bank balances, deposits, loans to employees, trade payables, payables for acquisition of non-current assets, demand loans from banks and cash and cash equivalents are considered to be the same as their fair values.
- The fair values for long term loans, long term security deposits given and remaining non-current financial assets were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs.
- The fair values of long term security deposits taken, non-current borrowings and remaining non-current financial liabilities are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs.
- For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

##### (ii) Categories of financial instruments

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique :

Level 1 : unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 : directly or indirectly observable market inputs, other than Level 1 inputs; and

Level 3 : inputs which are not based on observable market data.

Particulars	₹ Crores			
	As at March 31, 2022		As at March 31, 2021	
	Carrying values	Fair value	Carrying values	Fair value
<b>Financial assets</b>				
<b>Measured at amortised cost :</b>				
Trade receivables	570.80	570.80	537.74	537.74
Loans	4.61	4.61	7.71	7.71
Cash and Bank balances	307.60	307.60	495.49	495.49
Other financial assets	135.04	135.04	134.95	134.95

#### 4.08 FINANCIAL INSTRUMENTS (Contd...)

Particulars	₹ Crores			
	As at March 31, 2022		As at March 31, 2021	
	Carrying values	Fair value	Carrying values	Fair value
<b>Measured at FVTPL :</b>				
Investments in other companies	0.01	0.01	0.01	0.01
Derivative Instruments	–	–	#	#
Debt Instruments	0.42	0.42	2.63	2.63
<b>Designated at FVTOCI :</b>				
Investment in other companies	4.85	4.85	4.95	4.95
<b>Total Financial assets</b>	<b>1,023.33</b>	<b>1,023.33</b>	<b>1,183.48</b>	<b>1,183.48</b>
<b>Financial liabilities</b>				
<b>Measured at amortised cost :</b>				
Borrowings	1,343.34	1,343.34	1,528.85	1,528.85
Lease Liabilities	179.36	179.36	196.27	196.27
Trade payables	1,166.83	1,166.83	965.03	965.03
Other financial liabilities	697.52	697.52	711.94	711.94
<b>Total Financial liabilities</b>	<b>3,387.05</b>	<b>3,387.05</b>	<b>3,402.09</b>	<b>3,402.09</b>

#### (iii) Level wise disclosure of financial instruments

Particulars	₹ Crores			
	As at March 31, 2022	As at March 31, 2021	Level	Valuation techniques and key inputs
Investment in equity instruments of other companies (B L A Power Private Limited)	4.85	4.95	3	Independent Valuer Certificate
Investment in Debt instruments	0.42	2.63	1	Quotes from Markets
Foreign currency forward contracts - Assets	–	#	2	Quotes from banks or dealers

# Amount less than ₹ 50,000/-

The following table shows a reconciliation of significant unobservable inputs from the opening balance to the closing balance for Level 3 recurring fair value measurements.

Investment in equity instruments of other companies	₹ Crores
Balance as on April 1, 2021	4.95
Less : Adjustment due to Fair valuation	0.10
<b>Balance as on March 31, 2022</b>	<b>4.85</b>

#### (iv) Financial Risk Management

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the Board. The details of different types of risk and management policy to address these risks are listed below :

The Company's activities are exposed to various risks viz. Credit risk, Liquidity risk and Market risk. In order to minimise any adverse effects on the financial performance of the Company, it uses various instruments and follows policies set up by the Board of Directors/Management.

#### 4.08 FINANCIAL INSTRUMENTS (Contd...)

##### a. Credit Risk :

Credit risk arises from the possibility that counter party will cause financial loss to the Company by failing to discharge its obligation as agreed.

Credit risks from balances with banks and financial institutions are managed in accordance with the Company policy. For financial instruments, the Company attempts to limit the credit risk by only dealing with reputable banks and financial institutions having high credit-ratings assigned by credit-rating agencies.

In addition, the Company is exposed to credit risk in relation to financial guarantees given to banks and other counterparties for the facilities availed by subsidiary. The Company's maximum exposure in this respect is the maximum amount the Company would have to pay if the guarantee is called upon.

Each division of the Company has specific policies for managing customer credit risk; these policies factor in the customers' financial position, past experience and other customer specific factors. The Company uses the allowance matrix to measure the expected credit loss of trade receivables from customers.

Based on the industry practices and business environment in which the Company operates, management considers that the trade receivables are in default if the payment are more than 2 years past due.

Trade receivables consists of large number of customers spread across diverse industries and geographical areas with no significant concentration of credit risk. The outstanding trade receivables are regularly monitored and appropriate action is taken for collection of overdue receivables.

##### Table showing age of gross trade receivables and movement in expected credit loss allowance :

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
Within the credit period	354.31	307.77
1-90 days past due	173.63	183.36
91-180 days past due	19.59	23.82
181-270 days past due	11.02	7.80
More than 270 days past due	101.64	161.06
<b>Total</b>	<b>660.19</b>	<b>683.81</b>

Movement in the expected credit loss allowance	₹ Crores	
	As at March 31,	
	2022	2021
Balance at the beginning of the year	146.07	140.77
Net movement in expected credit loss allowance on trade receivables calculated at lifetime expected credit losses	(56.68)	5.30
<b>Balance at the end of the year</b>	<b>89.39</b>	<b>146.07</b>

##### b. Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company's approach for managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to Company's reputation. In addition, processes and policies related to such risks are overseen by the senior management. The Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

**4.08 FINANCIAL INSTRUMENTS** (Contd...)**Maturities of financial liabilities**

The table below provides details regarding the remaining contractual maturities of financial liabilities :

	₹ Crores			
<b>As at March 31, 2022</b>	<b>&lt; 1 Year</b>	<b>1 - 5 year</b>	<b>&gt; 5 year</b>	<b>Total</b>
Non-current borrowings	184.51	1,040.25	64.29	1,289.05
Current borrowings	53.95	–	–	53.95
Lease Liability	41.60	104.42	213.68	359.70
Fixed Deposits payable	0.34	–	–	0.34
Trade Payables	1,154.03	12.80	–	1,166.83
Other Financial Liabilities	387.94	231.63	77.95	697.52

	₹ Crores			
<b>As at March 31, 2021</b>	<b>&lt; 1 Year</b>	<b>1 - 5 year</b>	<b>&gt; 5 year</b>	<b>Total</b>
Non-current borrowings	159.54	1,234.90	118.94	1,513.38
Current borrowings	14.98	–	–	14.98
Lease Liability	48.72	119.15	211.54	379.41
Fixed Deposits payable	0.49	–	–	0.49
Trade Payables	965.03	–	–	965.03
Other Financial Liabilities	408.62	170.06	133.26	711.94

**Financing arrangements**

The Company has sufficient sanctioned line of credit from its bankers/financiers; commensurate to its business requirements. The Company reviews its line of credit available with bankers and lenders from time to time to ensure that at any point of time there is sufficient availability of line of credit to handle peak business cycle.

The Company pays special attention to the net operating working capital invested in the business. In this regard, as in previous years, considerable work has been performed to control and reduce collection periods for trade and other receivables, as well as to optimise accounts payable with the support of banking arrangements to mobilise funds and minimise inventories.

**c. Market Risk :**

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk : currency risk and interest rate risk.

**i. Market Risk – Foreign Exchange**

Foreign currency risk is that risk in which the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company operates internationally and a portion of its business is transacted in several currencies and therefore the Company is exposed to foreign exchange risk through its overseas sales and purchases in various foreign currencies. The Company hedges the receivables as well as payables by forming view after discussion with Forex Consultant and as per policies set by Management.

The Company is also exposed to the foreign currency loans availed from various banks to reduce the overall interest cost.

#### 4.08 FINANCIAL INSTRUMENTS (Contd...)

The carrying amount of the Company's foreign currency denominated monetary assets and liabilities as at the end of the reporting period is as follows :

Currencies	In Crores			
	Liabilities		Assets	
	As at March 31,		As at March 31,	
	2022	2021	2022	2021
US Dollar (USD)	2.19	1.71	0.07	0.15
EURO	0.42	0.40	-	#
Japanese Yen (JPY)	-	0.01	-	-
British Pound (GBP)	#	-	-	-
Srilankan Rupee (LKR)	#	0.03	1.13	4.28
Danish Krone (DKK)	#	-	-	-

#### Foreign Currency Exposure

Foreign currency exposure as at March 31, 2022	In Crores					
	USD	EURO	JPY	LKR	GBP	DKK
Trade receivables	0.07	-	-	0.11	-	-
Loans and other receivables	-	-	-	1.02	-	-
Borrowings	0.04	-	-	-	-	-
Trade payables	2.15	0.42	-	#	#	#

Foreign currency exposure as at March 31, 2021	In Crores					
	USD	EURO	JPY	LKR	GBP	DKK
Trade receivables	0.15	#	-	1.62	-	-
Loans and other receivables	-	-	-	2.66	-	-
Borrowings	0.13	-	-	-	-	-
Trade payables	1.58	0.40	0.01	0.03	-	-

# Amount less than 50,000/-

#### Particulars of un-hedged foreign currency asset/liability as at Balance Sheet date

Currency	Nature	In Crores			
		As at March 31, 2022		As at March 31, 2021	
		Amount in Foreign Currency	Amount (₹)	Amount in Foreign Currency	Amount (₹)
EURO	Asset	-	-	#	0.27
GBP	Asset	-	-	-	-
LKR	Asset	1.13	0.29	4.28	1.57
USD	Asset	0.07	5.03	0.15	10.85
EURO	Liability	0.42	35.36	0.40	33.94
LKR	Liability	#	#	0.03	0.01
GBP	Liability	#	#	-	-
USD	Liability	2.19	166.24	1.71	125.17
DKK	Liability	#	0.05	-	-
JPY	Liability	-	-	0.01	#

# Amount less than 50,000/-

**4.08 FINANCIAL INSTRUMENTS** (Contd...)**Foreign currency sensitivity**

1% increase or decrease in foreign exchange rates will have the following impact on Profit after Tax and impact on Equity

Currencies	Impact on profit after Tax and Equity			
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
	1% increase	1% increase	1% decrease	1% decrease
USD	(1.61)	(1.14)	1.61	1.14
EURO	(0.35)	(0.34)	0.35	0.34
LKR	–	0.02	–	(0.02)
<b>Total</b>	<b>(1.96)</b>	<b>(1.46)</b>	<b>1.96</b>	<b>1.46</b>

₹ Crores

**ii. Market Risk – Interest Rate**

The 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 borrows at variable as well as fixed interest rates and the same is managed by the Company by constantly monitoring the trends and expectations. In order to reduce the overall interest cost, the Company has borrowed in a mix of short term and long term loans.

Particulars	As at March 31,	
	2022	2021
Variable rate borrowings	757.13	1152.76
Fixed rate borrowings	586.21	376.09

₹ Crores

**Interest rate sensitivity analysis**

The sensitivity analysis below have been determined based on the exposure to interest rates on the borrowings at the end of the reporting period. For floating rate liabilities, the analysis is prepared assuming the amount of liability outstanding at the end of the reporting period was outstanding for whole of the year. A 100 basis point increase or decrease is used for internal review by the key management personnel.

Particulars	Impact on Profit/Loss and Equity	
	March 31, 2022	March 31, 2021
Interest rates - increase by 100 basis points *	(7.57)	(11.53)
Interest rates - decrease by 100 basis points *	7.57	11.53

₹ Crores

\* Assuming all other variables as constant.

## 4.09 RELATED PARTY DISCLOSURES

### Relationships

Particulars	Ownership interest	
	As at March 31,	
	2022	2021
<b>Subsidiaries :</b>		
Raheja QBE General Insurance Company Limited	51%	51%
H. & R. Johnson (India) TBK Limited	100%	100%
TBK Venkataramiah Tile Bath Kitchen Private Limited	100%	100%
TBK Rangoli Tile Bath Kitchen Private Limited	100%	100%
TBK Samiyaz Tile Bath Kitchen Private Limited	100%	100%
RMC Readymix Porselano (India) Limited	100%	100%
Sentini Cermica Private Limited	50%	50%
Antique Marbonite Private Limited	50%	50%
Spectrum Johnson Tiles Private Limited	50%	50%
Small Johnson Floor Tiles Private Limited	50%	50%
Coral Gold Tiles Private Limited	50%	50%
Antique Minerals Private Limited (Subsidiary of Antique Marbonite Private Limited)	25.50%	25.50%
Sanskar Ceramics Private Limited	50%	50%
TBK Prathap Tile Bath Kitchen Private Limited ( w.e.f 29/06/2020)	98%	98%
<b>Joint Ventures :</b>		
Ardex Endura (India) Private Limited	50%	50%
TBK Deepgiri Tile Bath Kitchen Private Limited	50%	50%
TBK Florance Ceramics Private Limited	50%	50%
<b>Associates :</b>		
CSE Solar Parks Satna Private Limited	27.95%	27.95%
Sunspring Solar Private Limited	27%	27%

### Companies in which Directors and/or their relatives have significant influence

Peninsula Estates Private Limited  
Varahagiri Investments and Finance Private Limited  
Hathway Cable and Datacom Limited

### Others - Significant Influence

Countrywide Exports Private Limited

### Others - Post-retirement Benefit Plan

Prism Johnson Limited Staff Provident Fund

### Key Management Personnel (KMP)

#### Executive Directors

Mr. Vijay Aggarwal, Managing Director  
Mr. Vivek K. Agnihotri, Executive Director & CEO (Cement)  
Mr. Sarat Chandak, Executive Director & CEO (HRJ)  
Mr. Atul R. Desai, Executive Director & CEO (RMC)

#### Non-executive Directors

##### Non-independent

Mr. Rajan B. Raheja, Director  
Mr. Akshay R. Raheja, Director (w.e.f 05/03/2022)

##### Independent

Mr. Shobhan M. Thakore, Chairman  
Ms. Ameeta A. Parpia, Director  
Dr. Raveendra Chittoor, Director



**4.09 RELATED PARTY DISCLOSURES (Contd...)**

₹ Crores						
Name	Relationship	Nature of transaction	Amount of transaction in FY2021-22	Amount outstanding as on March 31, 2022 (Payable)/ Receivable	Amount of transaction in FY2020-21	Amount outstanding as on March 31, 2021 (Payable)/ Receivable
Peninsula Estates Private Limited	Companies in which Directors and/or their relatives have significant influence	Rent expense	0.17	–	0.15	–
		Deposit given	–	0.03	–	0.03
Varahagiri Investments and Finance Private Limited	Companies in which Directors and/or their relatives have significant influence	Rent expense	0.66	–	0.60	–
		Deposit given	–	0.11	–	0.11
CSE Solar Parks Satna Private Limited	Associate	Investment made	–	–	4.48	NA
		Purchase	11.67	(2.54)	6.52	(2.28)
		Access Fees received	0.13	0.14	0.11	0.05
		Incentive paid	0.42	–	0.19	(0.89)
Sunspring Solar Private Limited	Associate	Purchase	1.56	(1.00)	0.90	(0.28)
		Termination Charges	1.30	–	–	–
		Access Fees received	0.11	0.11	0.04	0.04
		Incentive paid	0.64	–	0.38	(0.68)
Payable on account of Managerial Remuneration	KMPs	Refer table below (*)	24.11	(1.85)	15.51	(2.55)
Mr. Atul R. Desai	Executive Director & CEO (RMC)	Deposit given	–	0.06	–	0.06
		Rent expense	0.13	–	0.11	–
Antique Marbonite Private Limited	Subsidiary	Purchase and services	260.63	(62.14)	219.63	(65.90)
		Rent Paid	0.04	–	–	–
		Reimbursement of services received	0.36	–	0.41	–
Sanskar Ceramics Private Limited	Subsidiary	Purchase and services	125.32	(37.56)	102.06	(42.71)
		Reimbursement of services received	0.43	–	0.21	–
Small Johnson Floor Tiles Private Limited	Subsidiary	Investment purchased	7.25	NA	12.95	NA
		Sale of Shares	4.00	NA	–	–
Sentini Cermica Private Limited	Subsidiary	Sales	5.59	1.29	4.55	1.71
		Reimbursement of services received	0.25	–	0.49	–
		Purchase and services	96.95	(28.93)	82.31	(25.20)

**4.09 RELATED PARTY DISCLOSURES** (Contd...)

Name	Relationship	Nature of transaction	Amount of transaction in FY2021-22	Amount outstanding as on March 31, 2022 (Payable)/ Receivable	₹ Crores	
					Amount of transaction in FY2020-21	Amount outstanding as on March 31, 2021 (Payable)/ Receivable
Spectrum Johnson Tiles Private Limited	Subsidiary	Purchase and services	113.99	(27.18)	76.19	(18.03)
		Interest income	0.71	–	1.47	–
		Reimbursement of services paid	0.39	–	0.29	–
		Sales	3.48	1.06	3.39	1.57
		Rent expense	0.04	–	0.04	–
TBK Florance Ceramics Private Limited	Joint Venture	Sales	13.26	0.30	8.00	0.24
		Reimbursement of services paid	0.08	–	0.05	–
		Selling and Distribution expenses	0.24	–	0.61	–
TBK Prathap Tile Bath Kitchen Private Limited	Subsidiary	Loan given	–	2.80	1.95	2.80
		Purchase of shares	–	–	#	NA
		Interest income	0.34	0.78	0.20	0.48
		Sales	4.37	0.39	1.99	–
		Selling and Distribution expenses	0.05	–	0.41	–
TBK Deepgiri Tile Bath Kitchen Private Limited	Joint Venture	Selling and Distribution expenses	0.05	–	0.15	–
		Loan given	1.24	–	–	1.24
Coral Gold Tiles Private Limited	Subsidiary	Reimbursement of services paid	0.13	–	0.16	–
		Sale of Assets	0.11	–	–	–
		Interest income	0.46	–	0.18	–
		Purchase and services	94.15	(26.76)	76.35	(24.89)
RMC Readymix Porselano (India) Limited	Subsidiary	Rent received	0.02	–	0.01	–
		Reimbursement of services received	0.54	–	–	–
		Royalty income	0.01	–	0.01	–
Raheja QBE General Insurance Company Limited	Subsidiary	Insurance premium	0.41	–	0.38	–
		Investment made	43.37	NA	76.55	NA
		Rent received	0.01	–	0.01	–
		Security deposit	–	–	0.02	–
Ardex Endura (India) Private Limited	Joint Venture	Branding income	1.18	–	–	–
		Sales	–	–	0.09	–

**4.09 RELATED PARTY DISCLOSURES** (Contd...)

₹ Crores						
Name	Relationship	Nature of transaction	Amount of transaction in FY2021-22	Amount outstanding as on March 31, 2022 (Payable)/ Receivable	Amount of transaction in FY2020-21	Amount outstanding as on March 31, 2021 (Payable)/ Receivable
Prism Johnson Limited Staff Provident Fund	Post-retirement Benefit Plan	Purchase of securities	–	–	2.57	NA
Others		Interest income / (waived-off)	0.13	–	0.52	0.61
		Purchase and services	53.61	(14.72)	44.85	(20.50)
		Sales	6.90	2.78	7.63	2.33
		Selling and Distribution expenses	–	–	0.05	–
		Reimbursement of services received	0.39	–	0.38	–
		Buyback of Shares	–	–	0.01	–
		Reimbursement of services paid	0.21	–	0.18	–
		Investment purchased	0.30	–	–	–
		Rent expense	#	–	0.03	–
		Deposit given	–	#	–	#
		Dividend income	#	–	#	–

# Amount less than ₹ 50,000/-

Note : The Company had invested in 0.01% Non-cumulative Optionally Convertible Preference Shares issued by Small Johnson Floor Tiles Private Limited aggregating to Nil (Previous year : ₹ 4.00 Crores).

**\* Compensation to KMPs :**

₹ Crores		
Particulars	Amount of transaction in FY2021-22	Amount of transaction in FY2020-21
Short-term employee benefits	23.30	14.81
Post-employment benefits	–	–
Other long-term benefits	–	–
Commission to Independent Directors	0.60	0.45
Sitting Fees	0.21	0.25
<b>Total</b>	<b>24.11</b>	<b>15.51</b>

Notes :

- As the post-employment benefits is provided on an actuarial basis for the Company as a whole, the amount pertaining to key management personnel is not ascertainable and therefore not included above.
- The value of related party transaction & balances reported are based on actual transaction and without giving effect to notional Ind AS adjustment entries.
- Transactions disclosed against “Others” in the above table are those transactions with related party which are of the amount not in excess of 10% of the total related party transactions of the same nature.

#### 4.10 SEGMENT INFORMATION

In accordance with Ind AS 108 on “Operating segments” information has been given in the Consolidated Financial Statement of the Company and therefore no separate disclosure on segment information is given in the Standalone financial Statements.

#### 4.11 GOVERNMENT GRANTS BY WAY OF TAX SUBSIDY/EXEMPTION SCHEMES

- a As per Jammu and Kashmir Budgetary support scheme under Goods and Service Tax, the company is entitled for 58 % of CGST and 29% IGST paid through debit in cash ledger account maintained by the Entity. During the year, the Company has recognised the GST Rebate and credited to “Other Income” of ₹ 0.43 Crores (Previous year : ₹ 0.78 Crores).
- b As per Jammu and Kashmir Budgetary support scheme under Goods and Service Tax, the company is entitled for claim 2% of the taxable turnover with respect to interstate supplies made by the Industrial unit under Integrated Goods and Services Tax Act, 2017 provided that the maximum amount of annual reimbursement shall be limited to 2% of the interstate sales turnover reflected by the dealer in his returns for the accounting year 2016-17. The Company has recognised the Interstate Sale Rebate of ₹ 0.71 Crores (Previous year : ₹ 0.01 Crores) in the Statement of Profit and Loss.
- c As part of fiscal incentives to North East Region, the Ministry of Commerce & Industry had provided capital investment incentives under “North East Industrial and Investment Promotion Policy (NEIIPP), 2007”. The Company had invested ₹ 1.56 Crores in plant and machinery in FY 2012-13 and lodged claim for capital subsidy. During the FY 2018-19, the Government had approved Company’s claim against NEIIPP 2007 and sanctioned capital subsidy of ₹ 0.47 Crores. The Company had recognised this as unearned income, to be recognised in Statement of Profit and Loss over the balance useful life of the assets.

#### 4.12 Details of Loans given, security provided and investment made during the year 2021-22 as per section 186 (4) of the Companies Act, 2013

Nature of transaction	Name of the recipient	Amount of loan/security/ acquisition/guarantee		Purpose of loan/security/ acquisition/guarantee
		2021 - 2022	2020 - 2021	
Security acquisition	Raheja QBE General Insurance Company Limited (unlisted) - Mumbai	43.37	76.55	Investment in Equity shares
Security acquisition	CSE Solar Parks Satna Private Limited (unlisted) - Mumbai	–	4.48	Investment in Equity shares
Security acquisition	TBK Venkataramiah Tile Bath Kitchen Private Limited (unlisted) - Mumbai	0.10	–	Investment in Equity shares
Security acquisition	TBK Samiyaz Tile Bath Kitchen Private Limited (unlisted) - Mumbai	0.10	–	Investment in Equity shares
Security acquisition	TBK Rangoli Tile Bath Kitchen Private Limited (unlisted) - Mumbai	0.10	–	Investment in Equity shares
Security acquisition	Sanskar Ceramics Private Limited (unlisted) - Rajkot	7.25	–	Investment in Preference shares
Security acquisition	Sanskar Ceramics Private Limited (unlisted) - Rajkot	–	12.98	Investment in Equity shares

#### 4.13 Disclosure under Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 :

Name of Subsidiary	₹ Crores			
	Amount outstanding		Maximum Balance outstanding during the Year	
	As at March 31,		As at March 31,	
	2022	2021	2022	2021
TBK Prathap Tile Bath Kitchen Private Limited	2.80	2.80	2.80	2.80

**4.14 CORPORATE SOCIAL RESPONSIBILITY**

(a) Particulars	₹ Crores	
	FY2021-22	FY2020-21
i) Gross amount required to be spent by the Company during the year as per Section 135 of the Companies Act, 2013 read with Schedule VII	3.60	3.48
ii) Amount spent during the year (net of excess spent to be adjusted in subsequent years)	3.60	3.48
iii) Excess spent/(unspent) amount	0.34	-

**(b) Details of amount spent by the Company during the year 2021-22 are as follows :**

Particulars	₹ Crores		
	In cash	Yet to be paid in cash	Total
Construction/acquisition of any asset	-	-	-
On purposes other than above	3.60	-	3.60
<b>Total</b>	<b>3.60</b>	<b>-</b>	<b>3.60</b>

**(c) Nature of CSR activities :**

Rural infrastructure development, Health and hygiene, Promotion of education, Environment and water conservation, Providing potable drinking water, Empowerment and skill development, Disaster Management and Social welfare.

**(d)** There is no CSR expenditure transaction with related party.**(e)** There is no provision made with respect to a liability incurred by entering into a contractual obligation.**4.15 PAYMENT TO STATUTORY AUDITORS**

Particulars	₹ Crores	
	2021-22	2020-21
For Statutory Audit	1.14	1.09
For Tax Audit	0.10	0.10
For Company law matters and Taxation Services	-	-
For Certification	0.01	0.01
For Reimbursement of Expenses	-	-
<b>Total</b>	<b>1.25</b>	<b>1.20</b>

**4.16** Pursuant to Order of the Hon'ble Supreme Court dated September 24, 2014, Sial Ghogri Coal mine of the Company was de-allocated and put to auction by the Ministry of Coal through Nominated Authority. The Nominated Authority had determined compensation of ₹ 32.49 Crores for the said Coal Block as against expenses and book value of assets amounting to ₹ 47.58 Crores.

Till date, a sum of ₹ 32.34 Crores has been disbursed by the Nominated Authority. The Company had *inter alia* disputed the quantum of compensation before the Hon'ble High Court of Judicature, Delhi. As per the directions of the said High Court, the Company had filed its claim for an additional compensation of ₹ 53.03 Crores before the Coal Tribunal at Singrauli, duly appointed under Coal Bearing Areas (Acquisition and Development) Act, 1957.

The Coal Tribunal however, has declined to entertain claim of the Company being of the view that the same has to be heard by the Nominated Authority. Aggrieved by the decision of the Coal Tribunal, the Company has filed an appeal before the High Court of Madhya Pradesh to restore the claim before the Coal Tribunal.

Pending final disposal of the matter, the Company has not recognised excess of compensation claimed over the book value as income as well as loss that may have to be incurred in the event compensation is denied. Accordingly, the balance amount appears under the head Other Financial Assets (note no. 2.05) and Freehold Land (note no. 2.01) ₹ 13.93 Crores and ₹ 1.31 Crores respectively. The Freehold Land continues to be in possession of the Company as it was not part of the vesting order. Based on the legal opinion, the Company has more than reasonable chances of succeeding in the matter.

**4.17** Insurance claim of the year 2012 relating to collapse of blending silo at cement plant and consequential damages was rejected by the insurance company. The Company had recognized a sum of ₹ 58.94 Crores as receivable. Against the rejection of the claim, the Company has filed a money suit against the insurance company for recovery of ₹ 150.27 Crores. The matter is before the Commercial Court at Rewa, Madhya Pradesh. In addition, the Company is pursuing arbitration proceedings with the party responsible for construction of the said silo for recovery of damages. Based on legal opinion and judicial precedents, the Company has more than reasonable chance of succeeding in the matter.

**4.18** In the course of normal business operations, the Company has settled certain receivables by acquiring residential and commercial properties. The process of disposing these properties is in progress. Impairment loss recognised in Statement of profit and loss under the head Other expenses to write down the value of such properties to its fair value is Nil (Previous year : ₹ 0.55 Crores). The reportable segment, in which the Non-current Assets held for sale is presented, is RMC in accordance with Ind AS 108.

**4.19** The Hon'ble National Company Law Tribunal ("NCLT"), Hyderabad has approved the Composite Scheme of Arrangement and Amalgamation ('the Scheme') vide its order dated April 28, 2021 having effect from the Appointed Date i.e. April 1, 2018. The said order came into effect on May 11, 2021, before finalisation of financial statements for the year 2020-21. Pursuant thereto:

- (a) Demerger of retail / trading business undertakings of TBK Rangoli Tile Bath Kitchen Private Limited, TBK Venkataramiah Tile Bath Kitchen Private Limited and TBK Samiyaz Tile Bath Kitchen Private Limited, into its holding company H. & R. Johnson (India) TBK Limited ("HRJ TBK") and subsequent demerger of retail / trading business undertaking of HRJ TBK into the Company; and
- (b) Amalgamation of Milano Bathroom Fittings Private Limited and Silica Ceramica Private Limited, with the Company have been recognised by the Company by applying Pooling of Interest method as laid down in Appendix C of Indian Accounting Standard (Ind AS) 103 – 'Business Combinations' relating to accounting for common control business combinations in the FY 2020-21. Accordingly, all assets & liabilities and reserves of the amalgamating companies and demerged undertaking are recognised at their respective book values and since no shares were issued, the difference between the book value of investments and the net assets transferred has been recognised as Capital Reserve.

**4.20** According to the information available with the management, on the basis of intimation received from its suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006, the Company has amounts due to micro and small enterprises under the said Act are as follows :

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
a) Principal amount due	102.64	50.72
b) Interest due on above	0.08	–
c) Amount of interest paid in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006	–	–
d) Amount of interest due and payable for the period of delay	0.08	–
e) Amount of interest accrued and remaining unpaid as at year end	0.08	–
f) Amount of further interest remaining due and payable in the succeeding year	0.08	–

**4.21 Trade Receivables Ageing schedule as at March 31, 2022 :**

₹ Crores

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed - Considered Good	350.97	190.60	15.04	4.78	0.38	–	561.77
(ii) Undisputed - Significant increase in Credit Risk	–	–	–	–	–	–	–
(iii) Undisputed - Credit Impaired	0.21	2.34	1.43	3.20	7.07	9.62	23.87
(iv) Disputed - Considered Good	–	0.21	1.81	2.95	0.93	–	5.90
(v) Disputed - Significant increase in Credit Risk	–	–	–	–	–	–	–
(vi) Disputed - Credit Impaired	–	0.07	9.30	11.20	18.95	26.00	65.52
<b>Total</b>	<b>351.18</b>	<b>193.22</b>	<b>27.58</b>	<b>22.13</b>	<b>27.33</b>	<b>35.62</b>	<b>657.06</b>
Less : Provision for Impairment							(89.39)
Add : Unbilled trade receivables							3.13
<b>Total</b>							<b>570.80</b>

**Trade Receivables Ageing schedule as at March 31, 2021 :**

₹ Crores

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed - Considered Good	307.06	201.29	7.86	18.58	0.03	0.03	534.85
(ii) Undisputed - Significant increase in Credit Risk	–	–	–	–	–	–	–
(iii) Undisputed - Credit Impaired	0.71	5.45	2.92	20.71	13.02	27.30	70.11
(iv) Disputed - Considered Good	–	0.08	0.06	2.08	0.53	0.14	2.89
(v) Disputed - Significant increase in Credit Risk	–	–	–	–	–	–	–
(vi) Disputed - Credit Impaired	–	0.36	0.25	14.27	14.75	46.33	75.96
<b>Total</b>	<b>307.77</b>	<b>207.18</b>	<b>11.09</b>	<b>55.64</b>	<b>28.33</b>	<b>73.80</b>	<b>683.81</b>
Less : Provision for Impairment							(146.07)
<b>Total</b>							<b>537.74</b>

**4.22 Trade Payables Ageing schedule as at March 31, 2022 :**

₹ Crores

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Micro Enterprises & Small Enterprises	101.40	1.24	–	–	–	102.64
(ii) Others	870.60	176.13	9.62	2.09	4.01	1,062.45
(iii) Disputed Dues - Micro Enterprises & Small Enterprises	–	–	–	–	–	–
(iv) Disputed Dues - Others	–	–	–	–	–	–
<b>Total</b>	<b>972.00</b>	<b>177.37</b>	<b>9.62</b>	<b>2.09</b>	<b>4.01</b>	<b>1,165.09</b>
Add : Unbilled trade payables (others)						1.74
<b>Total</b>						<b>1,166.83</b>

**4.22** (Contd...)

**Trade Payables Ageing schedule as at March 31, 2021 :**

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Micro Enterprises & Small Enterprises	50.72	–	–	–	–	50.72
(ii) Others	684.23	218.71	4.76	0.09	2.82	910.61
(iii) Disputed Dues - Micro Enterprises & Small Enterprises	–	–	–	–	–	–
(iv) Disputed Dues - Others	–	–	–	–	–	–
<b>Total</b>	<b>734.95</b>	<b>218.71</b>	<b>4.76</b>	<b>0.09</b>	<b>2.82</b>	<b>961.33</b>
Add : Unbilled trade payables (others)						3.70
<b>Total</b>						<b>965.03</b>

**4.23 RELATIONSHIP WITH STRUCK OFF COMPANIES**

**As at March 31, 2022**

Name of Struck off company	Nature of Transaction	Balance outstanding ₹ Crores	Relationship with Struck off company
ZK Construction Projects Private Limited	Receivables	0.09	Trade receivables
AKS Builders Private Limited	Receivables	0.11	Trade receivables
Shiv Products Private Limited	Receivables	0.11	Trade receivables
S S Properties Private Limited	Receivables	0.02	Trade receivables

**As at March 31, 2021**

Name of Struck off company	Nature of Transaction	Balance outstanding ₹ Crores	Relationship with Struck off company
ZK Construction Projects Private Limited	Receivables	0.09	Trade receivables
AKS Builders Private Limited	Receivables	0.11	Trade receivables



**4.24 DETAILS OF PROPERTIES IN WHICH TITLE DEEDS ARE NOT IN THE NAME OF THE COMPANY :**

The title deeds of all immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company. However, there are certain immovable properties which continue to appear in the records of the relevant authorities in the erstwhile name of the Company viz. Karan Cement Limited or Prism Cement Limited. The Company is in the process of getting the same updated in the current name of the Company viz. Prism Johnson Limited. In addition, certain immovable properties were vested in the Company on amalgamation of RMC Readymix (India) Private Limited and H. & R. Johnson (India) Limited as of April 1, 2009 and also on amalgamation of Silica Ceramica Private Limited and Milano Bathroom Fittings Private Limited as of April 1, 2018. Some of these immovable properties owned or taken on long-term non-cancellable lease arrangements by these amalgamating entities are yet to be transferred in the name of the Company. The Company is pursuing the matter to get the same registered with the relevant authorities in the name of the Company. The details of the same are as under :

**March 31, 2022**

Properties in the name of amalgamating company	Nature of Property	Number of cases	Gross carrying value (₹ Crores)
RMC Readymix (India) Private Limited	Freehold Land	7	9.34
RMC Readymix (India) Private Limited	Leasehold Land	7	4.96
H. & R. Johnson (India) Limited	Freehold Land	5	12.06
H. & R. Johnson (India) Limited	Buildings	4	16.94
Silica Ceramica Private Limited	Freehold Land	1	19.94
Silica Ceramica Private Limited	Leasehold Land	1	0.33
Silica Ceramica Private Limited	Building	1	30.98

**March 31, 2021**

Properties in the name of amalgamating company	Nature of Property	Number of cases	Gross carrying value (₹ Crores)
RMC Readymix (India) Private Limited	Freehold Land	7	9.34
RMC Readymix (India) Private Limited	Leasehold Land	7	4.96
H. & R. Johnson (India) Limited	Freehold Land	5	11.81
H. & R. Johnson (India) Limited	Buildings	4	16.94
Silica Ceramica Private Limited	Freehold Land	1	19.94
Silica Ceramica Private Limited	Leasehold Land	1	0.33
Silica Ceramica Private Limited	Building	1	30.98
Milano Bathroom Fittings Private Limited	Leasehold Land	2	0.45
Milano Bathroom Fittings Private Limited	Buildings	2	5.96

**4.25** The Company does not have any charge or satisfaction which are yet to be registered with Registrar of Companies beyond the statutory period. In the year 2011-12, the Company had prepaid the entire Term Loan taken from a consortium of banks. Except one bank, all the other banks have given their no due certificates and the Company has registered modification of charge. One bank from the consortium, as disclosed in the note 4.05 under the Contingent Liabilities, has demanded prepayment charges, which the Company has disputed. In view of this dispute, the charge has not been satisfied as the said bank has not issued no dues certificate. The Company is pursuing the matter with the said bank as well as with the security trustee.

**4.26** The quarterly returns or statements of current assets filed by the company with banks or financial institutions are in agreement with the books of accounts.

**4.27** (a) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other source or kind of funds) to any other person(s) or entity(ies), including foreign entities ('Intermediaries') with the understanding (whether recorded in writing or otherwise) that the Intermediary shall: (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ('Ultimate Beneficiaries') or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(b) The Company has not received any funds from any person(s) or entity(ies), including foreign entities ('Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**4.28 RATIOS**

Particulars	Numerator	Denominator	March 31, 2022	March 31, 2021	% Variance	Reason for variance
Current Ratios (x)	Current Assets	Current Liabilities excl. current borrowings	0.97	0.99	-2.02%	NA
Debt Equity Ratio (x)	Total Debt	Equity	1.06	1.34	-20.90%	NA
Debt Service Coverage Ratio (x)	Net profit after tax + Depreciation and amortisations + Interest + loss on sale of fixed assets	Interest + Lease payments + Principal repayment of long term loans	1.95	1.35	44.16%	Principal repayment of Long Term loan is lower in FY 21-22 as compared to previous year.
Return on Equity Ratio (%)	Net profit after tax	Average Shareholder's Equity	11.07%	19.22%	-42.40%	The profitability is lower in FY 21-22 as compared to previous year.
Inventory Turnover Ratio (x)	Sales of products and services	Average inventory	27.36	21.46	27.49%	Lower average inventory levels and higher sales have resulted in higher inventory turnover ratio compared to previous year.
Trade Receivables Turnover Ratio (x)	Sales of products and services	Average Trade receivables	8.24	6.68	23.35%	NA
Trade Payables Turnover Ratio (x)	Purchase of Raw Materials, Stores & Spares and Traded goods	Average adjusted Trade payables	3.73	3.35	11.34%	NA
Net Capital Turnover Ratio (x)	Net Sales	Working Capital	-115.24	-522.77	77.96%	Release of working capital in the current year.
Net Profit Ratio (%)	Net Profit after Tax	Sales of Products and services	2.41%	3.99%	-39.60%	The profitability is lower in FY 21-22 as compared to previous year.
Return on Capital Employed (%)	Earnings before Interest & Tax	Capital Employed	13.01%	14.76%	-11.86%	NA
Return on Investment (%)	Not Applicable					

**4.29** Figures for the previous year have been regrouped/reclassified/reinstated, wherever considered necessary.

As per our report of even date  
For **G. M. Kapadia & Co.**  
Chartered Accountants  
Firm Registration No. 104767W

**Rajen Ashar**  
Partner  
Membership No. 048243

Place : Delhi  
Date : May 11, 2022

For and on behalf of the Board

**Shobhan M. Thakore**  
Chairman - DIN : 00031788

**Vijay Aggarwal**  
Managing Director - DIN : 00515412

**Sarat Chandak**  
Executive Director & CEO (HRJ) - DIN : 06406126

**Manish Bhatia**  
Chief Financial Officer

Place : Mumbai  
Date : May 11, 2022

**Ameeta A. Parpia**  
Director - DIN : 02654277

**Vivek K. Agnihotri**  
Executive Director & CEO (Cement) - DIN : 02986266

**Atul R. Desai**  
Executive Director & CEO (RMC) - DIN : 01918187

**Aneeta S. Kulkarni**  
Company Secretary

# INDEPENDENT AUDITOR'S REPORT

To the Members of Prism Johnson Limited

## REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

### OPINION

We have audited the accompanying consolidated financial statements of **Prism Johnson Limited** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its joint ventures and its associates comprising of the Consolidated Balance Sheet as at March 31, 2022, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information. (hereinafter referred to as 'the Consolidated Financial Statements').

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors of the subsidiaries, joint ventures and associates, the Consolidated 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 Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group, its joint ventures and its associates as at March 31, 2022 and their consolidated profit, their consolidated total comprehensive

income, their consolidated statement of changes in equity and their consolidated cash flows for the year ended on that date.

### BASIS FOR OPINION

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

### KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters :

Sr. No.	Key Audit Matters	How our audit addressed the Key Audit Matters
1	<p><b>Evaluation of Provisions and Contingent Liabilities</b></p> <p>As at the Balance Sheet date, the Group has certain open legal cases and other contingent liabilities as disclosed in note no. 4.05 and 4.13 The assessment of the existence of the present legal or constructive obligation and analysis of the probability of the related payment require the Management to make judgement and estimates in relation to the issues of each matter.</p>	<p>Our procedures included, amongst others :</p> <p>We have reviewed and held discussions with the management to understand their processes to identify new possible obligations and changes in existing obligations for compliance with the requirements of Ind AS 37 on "Provisions, Contingent Liabilities and Contingent Assets".</p>

Sr. No.	Key Audit Matters	How our audit addressed the Key Audit Matters
	<p>The Management with the help of its experts, as needed, have made such judgements and estimates relating to the likelihood of an obligation arising and whether there is a need to recognize a provision or disclose a contingent liability.</p> <p>Due to the level of judgement and estimate involved in recognition, valuation and presentation of provision and contingent liabilities, this is considered to be a key audit matter.</p>	<p>We have analysed significant changes from prior periods and obtain a detailed understanding of these items and assumptions applied. We have held regular meetings with the management and key legal personnel responsible for handling legal matters.</p> <p>In addition, we have reviewed :</p> <ul style="list-style-type: none"> <li>• the details of the proceedings before the relevant authorities including communication from the advocates / experts;</li> <li>• legal advises / opinions obtained by the management, as needed, from experts in the field of law on the legal cases;</li> <li>• minutes of board meetings, including the sub-committees; and</li> <li>• status of each of the material matters as on the date of the balance sheet.</li> </ul> <p>We have assessed the appropriateness of provisioning based on assumptions made by the management and presentation of the significant contingent liabilities in the financial statements.</p>
2	<p><b>Impairment of investment in Property, plant and equipment</b></p> <p>Significant judgement is involved in carrying out impairment assessment of Property, plant and equipment (PPE) and investment in subsidiaries. Such assessment is undertaken using discounted cash flow models to determine the recoverable amount (value-in-use) of Cash Generating Units (CGUs), which is compared to the carrying amount of the relevant non-current assets of the CGU in terms of Ind AS 36 on "Impairment of Assets". A deficit in recoverable amount compared with the carrying amount would result in an impairment.</p> <p>The value-in-use requires the use of significant management judgements and estimates including key assumptions such as product-mix, sales growth rate, discount rate and terminal growth rate etc.</p> <p>Considering significant degree of judgment in estimating value-in-use, we identified assessment of impairment of PPE as a key audit matter.</p>	<ul style="list-style-type: none"> <li>• We have understood, evaluated and validated management's key controls over the impairment assessment process.</li> <li>• We have compared the methodology used by the management to market practice.</li> <li>• We have obtained management's future cash flow forecasts, tested the mathematical accuracy of the underlying value-in-use calculations. We also compared historical actual results to those budgeted to assess the quality of management's forecasts.</li> <li>• We have assessed the reasonableness of key assumptions used in the calculations, comprising sales growth rates, gross profit margin, net profit margin, perpetual growth rate and discount rates. When assessing these key assumptions, we discussed such parameters with management to understand and evaluate management's basis for determining the assumptions, and compared them to external industry outlook reports and economic growth forecasts from independent sources.</li> <li>• We have considered views of valuation experts in assessing the reasonableness of the discount rates used by management by comparing the discount rates used to entities with similar risk profiles and market information.</li> <li>• We obtained and tested management's sensitivity analysis around the key assumptions, to ascertain that selected adverse changes to key assumptions, both individually and in aggregate, would not cause the carrying amount to exceed the recoverable amount.</li> </ul>

### **Information Other than the Consolidated Financial Statements and Our Report thereon**

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises of the other information comprises the information included in Annual Report, but does not include the Consolidated and Standalone Financial Statements and our auditor's reports thereon. The Annual Report is expected to be made available to us after the date of this report.

Our opinion on the Consolidated Financial Statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the balance part of Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to Those Charged With Governance and take necessary actions as applicable under the relevant laws and regulations.

### **Management's and Those Charged with Governance Responsibilities for the Consolidated Financial Statements**

The Holding Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to preparation and presentation of the Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group including, its joint ventures and its associates in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ("Ind AS") specified under section 133 of the Act, read with the rules made thereunder and the relevant provisions of the Act. The respective Board of Directors of the companies included in the Group and of its joint ventures and associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group its joint ventures and its associates and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for

ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Management and Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group and of its joint ventures and associates are responsible for assessing the ability of the Group and of its associates and joint ventures to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its joint ventures and associates are responsible for overseeing the financial reporting process of the Group and of its joint ventures and associates.

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

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

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

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management.
- Conclude on the appropriateness of Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its joint venture and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint venture and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates and joint ventures to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the consolidated financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and

timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

#### Other Matters

We did not audit the standalone financial statements of twelve subsidiaries and consolidated financial statement of one subsidiary whose financial statements/consolidated financial statements reflect total assets of ₹ 1,840.86 Crores as at March 31, 2022, total revenues of ₹ 1,403.68 Crores and net cash flows amounting to ₹ 6.46 Crores for the year ended on that date, as considered in the preparation of the Consolidated Financial Statements. The Consolidated Financial Statements also includes Group's share of net profit of ₹ 7.91 Crores for the year ended March 31, 2022, as considered in the preparation of Consolidated Financial Statements, in respect of standalone financial statements of one joint venture and consolidated financial statements of two joint ventures have not been audited by us. The Consolidated Financial Statements includes Group's share of net loss of ₹ (0.70) Crores for the year ended March 31, 2022, as considered in the preparation of the Consolidated Financial Statements in respect of two associates, whose standalone 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 and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, joint ventures and associates, and our report in terms of section 143(3) of the Act, in so far as it relates to the aforesaid subsidiaries, joint ventures and associates, is based solely on the reports of the other auditors.

Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of section 143(11) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of the subsidiaries, joint ventures and associates, incorporated in India, as noted in the 'Other Matter' paragraph we give in the "Annexure A" a statement on the matters specified in paragraph 3(xxii) of the Order.
2. As required by section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries, joint ventures and associates, as noted in the 'other matter' 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 Financial Statements;
  - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept by the Holding Company 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), 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 consolidate financial statements;
  - d. In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under section 133 of the Act read with relevant rules issued thereunder and relevant provisions of the Act;
  - e. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2022 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiaries, joint ventures and associates incorporated in India, none of the directors of the Group companies, its joint ventures and its associates incorporated in India is disqualified as on March 31, 2022 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 Holding Company, its subsidiaries, joint ventures and associates incorporated in India and the operating effectiveness of such controls, we give our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements;
  - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended :

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act; and
  - h. With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of other auditors of subsidiaries, joint ventures and associates, as noted in the other matters paragraph:
    - i. The Consolidated Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group, its joint ventures and associates. Refer Note 4.05 and 4.13 to the Consolidated Financial Statements;
    - ii. The Group, its joint ventures and its associates 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; and

- iii. There has been no amounts which are required to be transferred to the Investor Education and Protection Fund by the Group, its joint ventures and its associates.
- iv. (a) The respective managements of the Holding Company, its subsidiaries, its joint ventures and its associates whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries, joint ventures and associates respectively that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries, joint ventures and associates to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or any of such subsidiaries, joint ventures and associates ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The respective managements of the Holding Company, its subsidiaries, its joint ventures, its associates whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries, joint ventures and associates respectively

that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the respective Holding Company or any of such subsidiaries, joint ventures and associates from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries, joint ventures and associates shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances performed by us, nothing has come to our or other auditor's notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The Holding Company, its subsidiaries, its joint ventures and its associates companies incorporated in India have not declared or paid any dividend during the year.

For **G.M. Kapadia & Co.**

Chartered Accountants

Firm Registration No. 104767W

**Rajen Ashar**

Partner

Membership No. 048243

UDIN : 22048243AITJUE2120

Place : Delhi

Dated : May 11, 2022

**Annexure 1 referred to in paragraph 1 under the heading “Report on other legal and regulatory requirements” of our Independent Auditor’s report of even date, to the members of Prism Johnson Limited (“the Holding Company”) on the Consolidated Financial Statements for the year ended March 31, 2022**

In terms of the information and explanations sought by us and given by the Holding Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, and based on the consideration of reports of auditors in respect of subsidiaries, joint ventures and associates, we state that the adverse remarks by the respective auditors in their reports on Companies (Auditor’s Report) Order, 2020 of the companies included in the Consolidated Financial Statements are :

Sr. No.	Name	CIN	Holding Company/ Subsidiary/Joint Venture/Associate	Clause number of the CARO report which is adverse
1.	Sentini Cermica Private Limited	U26914AP2002PTC038347	Subsidiary	Clause xvii
2.	Small Johnson Floor Tiles Private Limited	U26933GJ2011PTC067661	Subsidiary	Clause xvii
3.	TBK Prathap Tile Bath Kitchen Private Limited	U26931KA2010PTC056090	Subsidiary	Clause xvii
4.	TBK Rangoli Tile Bath Kitchen Private Limited	U74120MH2010PTC209550	Subsidiary	Clause xvii
5.	TBK Samiyaz Tile Bath Kitchen Private Limited	U26916MH2007PTC176528	Subsidiary	Clause xvii
6.	TBK Venkataramiah Tile Bath Kitchen Private Limited	U26900KA2010PTC056306	Subsidiary	Clause xvii

**Annexure B referred to in paragraph 2(f) under “Report on Other Legal and Regulatory Requirements” of our Independent Auditor’s report of even date, to the members of Prism Johnson Limited (“the Holding Company”) on the Consolidated Financial Statements for the year ended March 31, 2022**

**Report on the Internal Financial Controls under section 143(3)(i) of the Companies Act, 2013 (the Act)**

**Opinion**

In conjunction with our audit of the Consolidated Financial Statements of the Holding Company as of and for the year ended March 31, 2022, we have audited the internal financial controls with reference to financial statements of **Prism Johnson Limited** (“the Holding Company”) and its subsidiaries, its joint ventures and associates, which are companies incorporated in India, as of that date.

In our opinion, the Holding Company, its subsidiaries, its joint ventures and associates , which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2022 based on the internal controls with reference to financial statements criteria established by the Holding Company, considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (“Guidance Note”) issued by the Institute of Chartered Accountants of India (“ICAI”).

**Management’s Responsibility for Internal Financial Controls**

The respective Management and Board of Directors of the Holding company, its subsidiaries, its joint ventures and associates , which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal controls with reference to financial statements criteria established by the Holding Company, considering the essential components of internal controls 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 respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

**Auditor’s Responsibility**

Our responsibility is to express an opinion on the internal financial controls with reference to financial statement of the Holding Company, its subsidiaries, joint ventures and associates, 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, specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical

requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness.

Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal controls based on the assessed risk.

The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor in terms of their report referred to in the Other matter paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's internal financial control system with reference to financial statements.

#### **Meaning of Internal Financial Controls with reference to Consolidated Financial Statements**

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

accounting principles and that receipts and expenditures of the company are being made only in accordance with 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 Financial Statements**

Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls with reference to 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 financial statements, in so far as it relates standalone financial statements of twelve subsidiaries, consolidated financial statements of one subsidiary, standalone financial statements of two associates, standalone financial statements of two joint ventures and consolidated financial statements of 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 **G.M. Kapadia & Co.**

Chartered Accountants

Firm Registration No. 104767W

**Rajen Ashar**

Partner

Place : Delhi

Membership No. 048243

Dated : May 11, 2022

UDIN: 22048243AITJUE2120

## Consolidated Balance Sheet as at March 31, 2022

Particulars	Note No.	As at March 31,	
		2022	2021
<b>₹ Crores</b>			
<b>ASSETS</b>			
<b>Non-current Assets</b>			
Property, plant and equipment	2.01	2,728.61	2,691.60
Right of Use Assets	4.03	178.22	208.25
Capital work-in-progress	4.06	204.10	132.44
Goodwill	2.02	22.73	22.73
Other intangible assets	2.03	40.67	23.90
Intangible assets under development		0.03	-
Investments in Joint Ventures and Associates	2.04	80.14	73.19
Financial assets			
Investments	2.05	716.84	497.54
Loans	2.06	0.68	1.04
Other financial assets	2.07	129.81	139.66
Deferred tax assets (net)	2.08	9.15	5.76
Other non-current assets	2.09	106.51	190.60
<b>Total Non-current Assets</b>		<b>4,217.49</b>	<b>3,986.71</b>
<b>Current Assets</b>			
Inventories	2.10	804.86	580.50
Financial assets			
Investments	2.05	37.19	160.24
Trade receivables	2.11	623.80	630.90
Cash and cash equivalents	2.12	257.05	346.37
Bank balances other than Cash and cash equivalents	2.13	117.05	198.36
Loans	2.06	1.29	3.75
Other financial assets	2.07	36.23	25.62
Current tax assets (net)	2.14	43.94	57.64
Other current assets	2.09	317.53	180.08
Non-current assets classified as held for sale	4.16	0.59	2.08
<b>Total Current Assets</b>		<b>2,239.53</b>	<b>2,185.54</b>
<b>TOTAL ASSETS</b>		<b>6,457.02</b>	<b>6,172.25</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	2.15	503.36	503.36
Other equity	2.16	819.65	738.18
Non-controlling interests		272.53	282.40
<b>Total Equity</b>		<b>1,595.54</b>	<b>1,523.94</b>
<b>Liabilities</b>			
<b>Non-current Liabilities</b>			
Financial liabilities			
Borrowings	2.17	1,177.01	1,429.81
Lease Liability	4.03	157.41	170.72
Trade payables			
Total outstanding dues of Micro Enterprises & Small Enterprises	2.18	-	-
Total outstanding dues of Creditors other than Micro Enterprises & Small Enterprises	2.18	12.80	-
Other financial liabilities	2.19	309.59	302.93
Provisions	2.20	34.43	32.64
Deferred tax liabilities (net)	2.21	98.29	61.18
Other non current liabilities	2.22	269.76	225.22
<b>Total Non-current Liabilities</b>		<b>2,059.29</b>	<b>2,222.50</b>
<b>Current Liabilities</b>			
Financial liabilities			
Borrowings	2.17	382.91	297.64
Lease Liability	4.03	26.69	32.30
Trade payables			
Total outstanding dues of Micro Enterprises & Small Enterprises	2.18	111.06	56.54
Total outstanding dues of Creditors other than Micro Enterprises & Small Enterprises	2.18	1,026.87	889.22
Other financial liabilities	2.19	422.76	442.88
Current tax liabilities (net)	2.23	0.34	0.73
Provisions	2.20	69.20	63.11
Other current liabilities	2.22	762.36	643.39
<b>Total Current Liabilities</b>		<b>2,802.19</b>	<b>2,425.81</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>6,457.02</b>	<b>6,172.25</b>
<b>Significant Accounting Policies</b>	<b>1</b>		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For **G. M. Kapadia & Co.**  
Chartered Accountants  
Firm Registration No. 104767W

**Rajen Ashar**  
Partner  
Membership No. 048243

Place : Delhi  
Date : May 11, 2022

For and on behalf of the Board

**Shobhan M. Thakore**  
Chairman - DIN : 00031788

**Vijay Aggarwal**  
Managing Director - DIN : 00515412

**Sarat Chandak**  
Executive Director & CEO (HRJ) - DIN : 06406126

**Manish Bhatia**  
Chief Financial Officer

Place : Mumbai  
Date : May 11, 2022

**Ameeta A. Parpia**  
Director - DIN : 02654277

**Vivek K. Agnihotri**  
Executive Director & CEO (Cement) - DIN : 02986266

**Atul R. Desai**  
Executive Director & CEO (RMC) - DIN : 01918187

**Aneeta S. Kulkarni**  
Company Secretary

## Consolidated Statement of Profit and Loss for the year ended March 31, 2022

Particulars	Note No.	₹ Crores	
		Year ended March 31,	
		2022	2021
<b>INCOME</b>			
Revenue from operations	3.01	6,306.32	5,587.14
Other income	3.02	39.67	38.15
<b>Total Income</b>		<b>6,345.99</b>	<b>5,625.29</b>
<b>EXPENSES</b>			
Cost of materials consumed		1,755.38	1,392.79
Purchase of stock-in-trade		412.08	306.82
Changes in inventories	3.03	(95.30)	187.02
Power and fuel expenses		1,177.81	917.16
Freight outward expenses		664.10	658.86
Other manufacturing expenses	3.04	345.59	306.57
Employee benefits expense	3.05	615.23	549.89
Finance costs	3.06	185.14	210.38
Depreciation, amortisation and impairment expense	3.07	309.65	292.52
Other expenses	3.08	908.24	646.21
<b>Total expenses</b>		<b>6,277.92</b>	<b>5,468.22</b>
<b>Profit before share of profit of Joint Ventures, Associates and Exceptional items</b>		<b>68.07</b>	<b>157.07</b>
Share of profit of Joint Ventures & Associates		6.87	4.25
<b>Profit before Exceptional items and Tax</b>		<b>74.94</b>	<b>161.32</b>
Exceptional items	4.02	8.99	(4.78)
<b>Profit before tax</b>		<b>83.93</b>	<b>156.54</b>
Tax expenses	3.09		
Current tax		3.69	10.37
Current tax of the earlier years		(1.24)	—
Deferred tax		37.53	5.83
<b>Total tax expenses</b>		<b>39.98</b>	<b>16.20</b>
<b>Profit for the year</b>		<b>43.95</b>	<b>140.34</b>
<b>Other Comprehensive Income / (Loss)</b>			
<b>Items that will not be reclassified to profit or loss</b>			
Remeasurements of the defined benefit plans		(4.36)	(2.88)
Equity instruments through other comprehensive income		(0.10)	(0.23)
Share of other comprehensive income in Joint Ventures, to the extent not to be reclassified to profit or loss		0.10	0.01
Income tax relating to items that will not be reclassified to profit or loss	3.09	1.12	0.72
<b>Total (A)</b>		<b>(3.24)</b>	<b>(2.38)</b>
<b>Items that will be reclassified to profit or loss</b>			
Net gain/(loss) arising on financial assets measured at FVTOCI		(11.27)	(4.81)
Income tax relating to items that will be reclassified to profit or loss	3.09	2.93	1.25
<b>Total (B)</b>		<b>(8.34)</b>	<b>(3.56)</b>
<b>Total Other Comprehensive Income / (Loss) (A+B)</b>		<b>(11.58)</b>	<b>(5.94)</b>
<b>Total Comprehensive Income for the year</b>		<b>32.37</b>	<b>134.40</b>
<b>Profit / (Loss) for the year attributable to :</b>			
Owners of the Parent		91.77	171.23
Non-controlling interests		(47.82)	(30.89)
		<b>43.95</b>	<b>140.34</b>
<b>Other Comprehensive Income / (Loss) for the year attributable to :</b>			
Owners of the Parent		(7.63)	(4.28)
Non-controlling interests		(3.95)	(1.66)
		<b>(11.58)</b>	<b>(5.94)</b>
<b>Total Comprehensive Income / (Loss) for the year attributable to :</b>			
Owners of the Parent		84.14	166.95
Non-controlling interests		(51.77)	(32.55)
		<b>32.37</b>	<b>134.40</b>
<b>Earnings per share</b> (Face value of ₹ 10/- each)	4.01		
Basic (in ₹)		1.82	3.40
Diluted (in ₹)		1.82	3.40
<b>Significant Accounting Policies</b>	<b>1</b>		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For **G. M. Kapadia & Co.**  
Chartered Accountants  
Firm Registration No. 104767W

**Rajen Ashar**  
Partner  
Membership No. 048243

Place : Delhi  
Date : May 11, 2022

For and on behalf of the Board

**Shobhan M. Thakore**  
Chairman - DIN : 00031788

**Vijay Aggarwal**  
Managing Director - DIN : 00515412

**Sarat Chandak**  
Executive Director & CEO (HRJ) - DIN : 06406126

**Manish Bhatia**  
Chief Financial Officer

Place : Mumbai  
Date : May 11, 2022

**Ameeta A. Parpia**  
Director - DIN : 02654277

**Vivek K. Agnihotri**  
Executive Director & CEO (Cement) - DIN : 02986266

**Atul R. Desai**  
Executive Director & CEO (RMC) - DIN : 01918187

**Aneeta S. Kulkarni**  
Company Secretary

## Consolidated Statement of Changes in Equity for the year ended March 31, 2022

		₹ Crores	
<b>A. EQUITY SHARE CAPITAL</b>	<b>Note No.</b>	<b>Amount</b>	
Balance as at April 1, 2020	2.15	503.36	
Changes in equity share capital during the year		–	
Balance as at March 31, 2021	2.15	503.36	
Changes in equity share capital during the year		–	
<b>Balance as at March 31, 2022</b>	<b>2.15</b>	<b>503.36</b>	

							₹ Crores	
<b>B. OTHER EQUITY</b>	<b>Reserves and Surplus (refer note 2.16)</b>					<b>Amount attributable to Owners of the parent</b>	<b>Non-controlling interests</b>	<b>Total</b>
<b>Particulars</b>	<b>Capital Redemption Reserve</b>	<b>General Reserve</b>	<b>Capital Reserve</b>	<b>Retained Earnings</b>	<b>Net Gain arising of financial assets measured as at FVTOCI</b>			
<b>Balance as at April 1, 2020</b>	<b>11.94</b>	<b>192.34</b>	<b>(178.71)</b>	<b>547.43</b>	<b>2.59</b>	<b>575.59</b>	<b>245.04</b>	<b>820.63</b>
Profit/(Loss) for the year	–	–	–	171.23	–	171.23	(30.89)	140.34
Items of Other Comprehensive Income:								
Remeasurements of the defined benefit plans	–	–	–	(2.47)	–	(2.47)	0.08	(2.39)
Share in Joint Ventures and Associates	–	–	–	0.01	–	0.01	–	0.01
Net Gain arising of financial assets measured at FVTOCI	–	–	–	–	(1.82)	(1.82)	(1.74)	(3.56)
<b>Total Comprehensive Income for the year</b>	<b>11.94</b>	<b>192.34</b>	<b>(178.71)</b>	<b>716.20</b>	<b>0.77</b>	<b>742.54</b>	<b>212.49</b>	<b>955.03</b>
Non-controlling interests arising on the acquisition of a Subsidiary	–	–	–	–	–	–	(0.05)	(0.05)
Profit from Sale of stake	–	–	–	–	–	–	4.74	4.74
Non-controlling interests arising due to issue of shares	–	–	–	–	–	–	73.54	73.54
Reduction of non-controlling interests due to buy back of shares of a Subsidiary	–	–	–	–	–	–	(8.32)	(8.32)
Capital reserve due to business combination within the group	–	–	(2.45)	–	–	(2.45)	–	(2.45)
Transferred from General Reserve	0.75	–	–	–	–	0.75	–	0.75
Transferred to Capital Redemption Reserve	–	(1.28)	–	–	–	(1.28)	–	(1.28)
Others	–	–	–	(1.38)	–	(1.38)	–	(1.38)
<b>Balance as at March 31, 2021</b>	<b>12.69</b>	<b>191.06</b>	<b>(181.16)</b>	<b>714.82</b>	<b>0.77</b>	<b>738.18</b>	<b>282.40</b>	<b>1,020.58</b>

## Consolidated Statement of Changes in Equity for the year ended March 31, 2022 (Contd...)

₹ Crores								
B. OTHER EQUITY	Reserves and Surplus (refer note 2.16)					Amount attributable to Owners of the parent	Non-controlling interests	Total
	Particulars	Capital Redemption Reserve	General Reserve	Capital Reserve	Retained Earnings			
<b>Balance as at April 1, 2021</b>	<b>12.69</b>	<b>191.06</b>	<b>(181.16)</b>	<b>714.82</b>	<b>0.77</b>	<b>738.18</b>	<b>282.40</b>	<b>1,020.58</b>
Profit/(Loss) for the year	–	–	–	91.77	–	91.77	(47.82)	43.95
Items of Other Comprehensive Income:								
Remeasurements of the defined benefit plans	–	–	–	(3.48)	–	(3.48)	0.14	(3.34)
Share in Joint Ventures and Associates	–	–	–	0.10	–	0.10	–	0.10
Net Gain arising of financial assets measured at FVTOCI	–	–	–	–	(4.25)	(4.25)	(4.09)	(8.34)
<b>Total Comprehensive Income for the year</b>	<b>12.69</b>	<b>191.06</b>	<b>(181.16)</b>	<b>803.21</b>	<b>(3.48)</b>	<b>822.32</b>	<b>230.63</b>	<b>1,052.95</b>
Non-controlling interests arising due to issue of shares	–	–	–	–	–	–	41.66	41.66
Reduction of non-controlling interests due to sale of shares of a Subsidiary	–	–	–	–	–	–	0.24	0.24
De-recognition of Financial Guarantee	–	–	(0.70)	0.70	–	–	–	–
Remeasurement of Financial Instruments	–	–	(2.67)	–	–	(2.67)	–	(2.67)
<b>Balance as at March 31, 2022</b>	<b>12.69</b>	<b>191.06</b>	<b>(184.53)</b>	<b>803.91</b>	<b>(3.48)</b>	<b>819.65</b>	<b>272.53</b>	<b>1,092.18</b>
<b>Significant Accounting Policies Note - 1</b>								

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For **G. M. Kapadia & Co.**

Chartered Accountants

Firm Registration No. 104767W

**Rajen Ashar**

Partner

Membership No. 048243

Place : Delhi

Date : May 11, 2022

For and on behalf of the Board

**Shobhan M. Thakore**

Chairman - DIN : 00031788

**Vijay Aggarwal**

Managing Director - DIN : 00515412

**Sarat Chandak**

Executive Director & CEO (HRJ) - DIN : 06406126

**Manish Bhatia**

Chief Financial Officer

Place : Mumbai

Date : May 11, 2022

**Ameeta A. Parpia**

Director - DIN : 02654277

**Vivek K. Agnihotri**

Executive Director & CEO (Cement) - DIN : 02986266

**Atul R. Desai**

Executive Director & CEO (RMC) - DIN : 01918187

**Aneeta S. Kulkarni**

Company Secretary

## Consolidated Cash Flow Statement for the year ended March 31, 2022

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
Profit before tax	83.93	156.54
<b>Non-cash Adjustment to Profit Before Tax :</b>		
Share of (Profit)/Loss of Joint Ventures and Associates	(6.87)	(4.25)
Depreciation, amortisation and impairment expense	309.65	292.52
Impairment on trade receivables	(52.82)	8.52
Impairment on non-current assets	(0.86)	2.43
Amortisation of processing fees	6.51	6.21
Bad debts written off	67.05	15.68
Unwinding of interest and discounts	(0.25)	(0.91)
(Gain)/Loss on disposal of Property, plant and equipment	(4.00)	(31.84)
(Gain)/Loss on disposal of investments	(0.29)	(2.88)
Dividend and interest income	(68.54)	(55.40)
Finance costs	178.21	209.87
Exchange differences (net)	(0.04)	(6.54)
Impairment on financial assets	(0.31)	(1.22)
Balances written back	(8.39)	(6.05)
Impairment/write-off of Inventories	-	(0.21)
Gain on Lease Rental Waiver	-	(1.61)
Other non-cash Items	0.32	(4.80)
<b>Operating profit before change in operating assets and liabilities</b>	<b>503.30</b>	<b>576.06</b>
<b>Change in operating assets and liabilities :</b>		
Decrease/(increase) in trade receivables	(6.61)	66.82
Decrease/(increase) in inventories	(224.36)	161.37
Increase/(decrease) in trade payables	200.49	174.13
Decrease/(increase) in other financial assets	(1.24)	(22.55)
Decrease/(increase) in loans	(1.45)	22.29
Decrease/(increase) in other non-current and current assets	(83.63)	(15.73)
Increase/(decrease) in provisions	7.77	9.31
Increase/(decrease) in other current and non-current financial liabilities	3.46	69.40
Increase/(decrease) in other current and non-current liabilities	154.70	252.54
<b>Cash generated from operations</b>	<b>552.43</b>	<b>1,293.64</b>
Direct taxes paid (net of refunds)	(13.03)	13.05
<b>Net cash flow from operating activities (A)</b>	<b>565.46</b>	<b>1,280.59</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
Payments for acquisition of Property, plant and equipment	(367.69)	(229.53)
Payments for purchase of investments	(666.16)	(597.91)
Proceeds from sale of investments	536.28	355.60
Proceeds from disposal of Property, plant and equipment	16.04	42.59
Investment in Fixed deposit (net)	92.46	106.41
Disposal of Subsidiary (net)	(0.07)	-
Payment for Repurchase of Shares from Investee	-	(4.51)
Interest received	76.23	62.33
<b>Net cash flow used in investing activities (B)</b>	<b>(312.91)</b>	<b>(265.02)</b>



## Consolidated Cash Flow Statement for the year ended March 31, 2022 (Contd...)

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from Issue of Share Capital to Non-controlling Interest	41.66	73.54
Proceeds from borrowings	397.26	681.69
Repayment of long term borrowings	(623.43)	(1033.69)
Repayment of short term borrowings (net)	58.72	(163.25)
Repayment of loan given to others	1.68	1.40
Repayment of Lease Liability	(43.38)	(47.05)
Share issue expenses	(0.25)	(0.40)
Tax paid on buyback	-	(1.06)
Interest paid	(173.80)	(317.28)
<b>Net cash flow used in financing activities (C)</b>	<b>(341.54)</b>	<b>(806.10)</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>(88.99)</b>	<b>209.47</b>
Effect of exchange differences on cash & cash equivalent held in foreign currency	(0.33)	(0.14)
Cash and cash equivalents at the beginning of the year	346.37	137.04
<b>Cash and cash equivalents at the end of the year</b>	<b>257.05</b>	<b>346.37</b>
<b>Cash and cash equivalents comprises of :</b>		
Balances with bank	254.65	309.67
Cheques/drafts on hand	0.98	35.43
Cash on hand	1.42	1.27
<b>Total</b>	<b>257.05</b>	<b>346.37</b>

Notes :

- The Cash Flow Statement has been prepared using the Indirect Method set out in Ind AS 7 - Statement of Cash Flows.
- Payments for acquisition of Property, plant and equipment include movement in capital work-in-progress.

As per our report of even date

For **G. M. Kapadia & Co.**

Chartered Accountants

Firm Registration No. 104767W

**Rajen Ashar**

Partner

Membership No. 048243

Place : Delhi

Date : May 11, 2022

For and on behalf of the Board

**Shobhan M. Thakore**

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**Aneeta S. Kulkarni**

Company Secretary

# NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2022

## 1. SIGNIFICANT ACCOUNTING POLICIES

The consolidated financial statements comprise financial statements of Prism Johnson Limited (“the Company”) and its subsidiaries (collectively “the Group”) for the year ended March 31, 2022. The Company is a public limited company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on two recognised stock exchanges in India.

The Group principally operates in four business segments : Cement; Tile and Bath (HRJ), Ready Mixed Concrete (RMC) and Insurance. Information on other related party relationships of the Group is provided in Note No. 4.09.

### Authorisation of financial statements :

The financial statements were authorised for issue in accordance with a resolution of the board of directors dated May 11, 2022.

### 1.1 Basis of Preparation

#### a) Compliance with Ind AS

The consolidated financial statements comply in all material aspects with Indian Accounting Standards (“Ind AS”) notified under Section 133 of the Companies Act, 2013 (“the Act”), and relevant rules issued thereunder and the relevant provisions of the Act. In accordance with proviso to the Rule 4A of the Companies (Accounts) Rules, 2014, the terms used in these financial statements are in accordance with the definitions and other requirements specified in the applicable Accounting Standards.

#### b) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following :

- certain financial assets and liabilities (including derivative instruments) are measured at fair value; and
- defined benefit plans -plan assets measured at fair value.

### 1.2 Rounding of amounts

All amounts disclosed in the financial statement and notes have been rounded off to the nearest Crores, except where otherwise indicated.

### 1.3 Current versus non-current classification

The Group presents its assets and liabilities in the Balance Sheet based on current/non-current classification. An asset is classified as current if :

- a) it is expected to be realised or intended to be sold or consumed in normal operating cycle;
- b) it is held primarily for the purpose of trading;
- c) it is expected to be realised within twelve months after the reporting period; or
- d) cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current if :

- a) it is expected to be settled in normal operating cycle;
- b) it is held primarily for the purpose of trading;
- c) it is due to be settled within twelve months after the reporting period; or
- d) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

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

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

#### 1.4 Use of judgements, estimates & assumptions

While preparing financial statements in conformity with Ind AS, the management makes certain estimates and assumptions that require subjective and complex judgments. These judgments affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses, disclosure of contingent liabilities at the statement of financial position date and the reported amount of income and expenses for the reporting period. Financial reporting results rely on our estimate of the effect of certain matters that are inherently uncertain. Future events rarely develop exactly as forecast and the best estimates require adjustments, as actual results may differ from these estimates under different assumptions or conditions. The management continually evaluate these estimates and assumptions based on the most recently available information.

Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are as below :

The Company has equity stake in various entities for strategic reasons concerning its operation. The relationship with these entities have been determined based on principles laid down in Ind AS 110 – Consolidated Financial Statements and Ind AS 111 – Joint Arrangements. The entities mentioned below are considered as subsidiaries.

- a) Antique Marbonite Private Limited
- b) Small Johnson Floor Tiles Private Limited
- c) Spectrum Johnson Tiles Private Limited
- d) Sentini Cermica Private Limited
- e) Coral Gold Tiles Private Limited
- f) Sanskar Ceramics Private Limited

##### Key assumptions

###### a) Evaluation of recoverability of deferred tax assets

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

###### b) Assets and obligations relating to employee benefits

The cost of the defined benefit plans, compensated absences and the present value of the defined benefit obligations are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These *inter alia* 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.

###### c) Useful lives of Property, plant and equipment

The Company reviews the useful life of Property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

###### d) Impairment of Property, plant and equipment

For Property, plant and equipment and intangibles an assessment is made at each reporting date to determine whether there is an indication that the carrying amount may not be recoverable or previously recognised impairment

losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or Cash Generating Units (CGU's) recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised.

**e) Impairment of investment**

For determining whether the investments in subsidiaries, joint ventures and associates are impaired requires an estimate in the value in use of investments. In considering the value in use, the Directors have estimated the future cash flow, capacity utilisation, operating margins and other factors of the underlying businesses/operations of the investee companies. Any subsequent changes to the cash flows due to changes in the above mentioned factors could impact the carrying value of investments.

**f) Valuation of inventories**

The Company estimates the net realisable value (NRV) of its inventories by taking into account estimated selling price, estimated cost of completion, estimated costs necessary to make the sale, obsolescence considering the past trend. Inventories are written down to NRV where such NRV is lower than their cost.

**g) Recognition and measurement of other Provisions**

The recognition and measurement of other provisions is based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the closing date. The actual outflow of resources at a future date may therefore, vary from the amount included in other provisions.

**h) Mine Restoration Provision**

In determining the fair value of the Mines Restoration Obligation, assumptions and estimates are made in relation to the expected cost of mines restoration and the expected timing of those costs.

**i) Fair value of financial instruments**

Management uses valuation techniques in measuring the fair value of financial instruments where active market quotes are not available. Details of the assumptions used are given in the notes regarding financial assets and liabilities. In applying the valuation techniques, management makes maximum use of market inputs and uses estimates and assumptions that are, as far as possible, consistent with observable data that market participants would use in pricing the instrument. Where applicable data is not observable, management uses its best estimate about the assumptions that market participants would make. These estimates may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

## **1.5 Principles of consolidation and equity accounting**

**a) Subsidiaries**

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intergroup transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated Statement of Profit and Loss, consolidated Statement of Changes in Equity and Balance Sheet respectively.

**b) Associates**

Associates are all entities over which the Group has significant influence but not control or joint control. This is generally the case where the Group holds between 20% and 50% of the voting rights. Investments in Associates are accounted for using the equity method of accounting (see (d) below), after initially being recognised at cost.

**c) Joint Ventures**

Under Ind AS 111 Joint Arrangements, investments in joint arrangements are classified as either joint operations or Joint Ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement. The Group has only Joint Ventures.

Interests in Joint Ventures are accounted for using the equity method (see (d) below), after initially being recognised at cost in the consolidated Balance Sheet.

**d) Equity method**

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in profit and loss, and the Group's share of Other Comprehensive Income of the investee in Other Comprehensive Income. Dividends received or receivable from Associates and Joint Ventures are recognised as a reduction in the carrying amount of the investment.

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the Group and its Associates and Joint Ventures are eliminated to the extent of the Group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group. The carrying amount of equity accounted investments are tested for impairment in accordance with the policy described in note 1.9 below.

**e) Changes in ownership interests**

The Group treats transactions with non-controlling interests that do not result in a loss of control, as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is re-measured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purpose of subsequent accounting for the retained interest as an Associate, Joint Venture or financial asset. In addition, any amounts previously recognised in Other Comprehensive Income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities.

The amounts previously recognised in Other Comprehensive Income are reclassified to profit or loss.

If the ownership interest in a Joint Venture or an Associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in Other Comprehensive Income are reclassified to profit or loss where appropriate.

**1.6 Business Combinations**

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any non-controlling interest in the acquiree. For each business combination, the Company elects whether it measures the non-controlling interest in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition costs which are administrative in nature are expensed out.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Company's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill forms part of a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed off is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed off in this circumstance is measured based on the relative values of the operation disposed off and the portion of the cash-generating unit retained.

Common control business combinations include transactions, such as transfer of subsidiaries or businesses, between entities within a Group.

Business combinations involving entities or businesses under common control are accounted for using the pooling of interests method. Under pooling of interest method, the assets and liabilities of the combining entities are reflected at their carrying amounts, the only adjustments that are made are to harmonise accounting policies.

The financial information in the consolidated financial statements in respect of prior periods are restated as if the business combination had occurred from the beginning of the preceding period in the consolidated financial statements, irrespective of the actual date of the combination. However, if business combination had occurred after that date, the prior period information is restated only from that date.

The difference, if any, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and presented separately from other capital reserves with disclosure of its nature and purpose in the notes.

## 1.7 Property, plant and equipment

- a) Freehold land is carried at historical cost less impairment losses, if any.
- b) Property, plant and equipment is stated at cost, less accumulated depreciation and accumulated impairment losses. The initial cost of an asset comprises its purchase price, non-refundable purchase taxes and any costs directly attributable to bringing the asset into the location and condition necessary for it to be capable of operating in the manner intended by management, the initial estimate of any decommissioning obligation, if any, and, for assets that necessarily take a substantial period of time to get ready for their intended use, finance costs. The purchase price or construction cost is the aggregate amount paid and the fair value of any other consideration given to acquire the asset.
- c) When significant parts of Plant and Equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement, if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the Statement of Profit and Loss as incurred.
- d) An item of Property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net realisable value and the carrying amount of the asset) is included in the Statement of Profit and Loss.
- e) Expenditure directly attributable to setting up/construction of new projects are capitalised. Administrative and other General overhead expenses, which are specifically attributable to the setting up/construction activities, incurred during the construction period are capitalised as part of the indirect cost. Other indirect expenditure incurred during such period, which are not related to the setting up/construction activities are charged to Statement of Profit and Loss. Income earned during this period from setting up activities is deducted from the total of indirect expenditure.
- f) The residual values and useful lives of Property, plant and equipment are reviewed at each financial year end, and changes, if any, are accounted prospectively.
- g) Long-term lease arrangements in respect of land are treated as Property, plant and equipment, in case such arrangements result in transfer of control and the present value of the lease payments is likely to represent substantially all of the fair value of the land. Cost in respect of the same is amortised over the period of respective lease arrangement.
- h) Stores and spares which meet the definition of Property, plant and equipment and satisfy the recognition criteria of Ind AS 16 are capitalised as Property, plant and equipment.

- i) Cost of mining reserves included in freehold / leasehold land, balance cost of leasehold mining land and mines development expenses are amortised systematically based on principle of Unit of Production method.
- j) Depreciation on Property, plant and equipment is provided on straight line method. In accordance with requirements prescribed under Schedule II to the Companies Act, 2013, the Group has assessed the estimated useful lives of its Property, Plant and Equipment and has adopted the useful lives and residual value as prescribed therein except for the following cases which are based on internal technical assessment :

<b>Assets</b>	<b>Useful life of asset</b>
Mobile Phones	1- 3 years
Motor car given to employees as per the company's scheme or vehicle used by employees	5-7 years
Leasehold land	Remaining period of the lease
Truck mixers, Loaders, Excavators and Dumpers	8 years
Leasehold Improvements	Over the period of the lease / rent agreement
Machinery spares	Over the useful life of the related assets
Plant & Machinery - Concrete Pumps	6 years

Freehold land is not depreciated.

- k) The Group depreciates significant components of the main asset (which have different useful lives as compared to the main asset) based on the individual useful life of those components. Useful life for such components of Property, Plant and Equipment is assessed based on the historical experience and internal technical inputs which varies from 2 to 40 years.
- l) All assets costing up to ₹ 10,000/- are fully depreciated in the year of capitalisation.

## 1.8 Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles are not capitalised and the related expenditure is reflected in the Statement of Profit or Loss in the period in which the expenditure is incurred.

Technical know-how/license fee and application software are classified as Intangible Assets.

Intangible assets with finite lives are amortised on straight line basis over their useful economic life and assessed for impairment whenever there is an indication that the Intangible asset may be impaired. The amortisation period and the amortisation method for an Intangible asset with a finite useful life are reviewed at each year end. The amortisation expense on Intangible assets with finite lives and impairment loss is recognised in the Statement of Profit and Loss.

Estimated lives for current and comparative periods in relation to application of straight line method of amortisation of Intangible assets (acquired) are as follows :

<b>Assets</b>	<b>Amortisation method/Useful life</b>
Intellectual Property Rights	10 years
Technical know-how	7 years
Software	1-8 years
Mineral Procurement Rights	Unit of Production Method
Mining Lease Rights	Over the period of the lease

### Research and Development

Research costs are expensed as incurred. Development expenditure incurred on an individual project is recognised as an Intangible asset when the Group can demonstrate the following :

- The technical feasibility of completing the intangible asset so that it will be available for use or sale;
- Its intention to complete the asset;
- Its ability to use or sell the asset;

- d) Ability to generate future economic benefits;
- e) The availability of adequate resources to complete the development and use or sell the asset; and
- f) The ability to measure reliably the expenditure attributable to the intangible asset during development.

### 1.9 Impairment of Assets

Carrying amount of Tangible assets, Intangible assets, investments in Joint Ventures and Associates (accounted under equity method) are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's 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. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or Group's assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

### 1.10 Inventories

Raw materials, fuels, stores and spares are valued at lower of cost and net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost in case of Raw material and Packing material, Stores and Spare and Traded Goods include purchase cost net of refundable taxes and other overheads incurred in bringing such items of inventory to its present location and condition. Cost of raw materials, components and stores and spares which do not meet the recognition criteria under Property, plant and equipment is determined on a weighted average basis.

Work-in-progress and finished goods are valued at lower of cost and net realisable value. Cost includes direct materials, labour, other direct cost and a proportion of manufacturing overheads based on normal operating capacity. Cost of inventories is computed on weighted average basis

Traded goods are valued at lower of weighted average cost and net realisable value.

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

The factors that the Company considers in determining the allowance for slow moving, obsolete and other non-saleable inventory in determining net realisable value include ageing of inventory, price changes and such other related factors.

### 1.11 Cash and cash equivalents

Cash and cash equivalents in the Balance Sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to insignificant risk of change in value.

For the purpose of statement of cashflows, cash and cash equivalents consist of cash, short-term deposits as defined above, bank overdrafts and short-term highly liquid investments that are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value as they are considered as an integral part of the Company's management.

### 1.12 Government Grants

Government grants are recognised when there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is deducted from the related expense. When the grant relates to an asset, it is recognised as deferred income and amortised over the useful life of such assets.

The above criteria is also used for recognition of incentives under various schemes notified by the Government.



### 1.13 Financial Instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instruments.

#### Initial Recognition and Measurement – Financial Assets and Financial Liabilities

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 recognised immediately in the Statement of Profit and Loss.

#### Classification and Subsequent Measurement: Financial Assets

The Group classifies financial assets as subsequently measured at amortised cost, Fair Value Through Other Comprehensive Income (“FVTOCI”) 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 is 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.

#### FVTOCI

A financial asset is classified and measured at FVTOCI 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.

#### FVTPL

A financial asset is classified and measured at FVTPL unless it is measured at amortised cost or at FVTOCI.

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.

#### Impairment of Financial Assets

The Group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the Group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

#### Classification and Subsequent measurement : Financial Liabilities

The Group’s financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

#### Financial Liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or are designated upon initial recognition as FVTPL.

Gains or Losses on financial 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 method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. 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 net carrying amount on initial recognition.

### **Derecognition of Financial Assets and Financial Liabilities**

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. If the Group enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

### **Offsetting Financial Instruments**

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

## **1.14 Financial liabilities and equity instruments**

### **Classification as debt or equity**

Debt and equity instruments issued by the Group 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 the Group are recognised at the proceeds received.

## **1.15 Borrowing Costs**

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

## **1.16 Provisions, Contingent liabilities and Contingent Assets**

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses, if any.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a current pre-tax rate. The increase in the provision due to the passage of time is recognised as interest expense.

### **Contingent liabilities are disclosed in the case of :**

- a present obligation arising from the past events, when it is not probable that an outflow of resources will be required to settle the obligation;

- a present obligation arising from the past events, when no reliable estimate is possible;
- a possible obligation arising from past events, unless the probability of outflow of resources is remote.

Contingent Assets is disclosed when inflow of economic benefits is probable.

### 1.17 Gratuity and other post-employment benefits

#### a) Short-term obligations

Short term employee benefits are recognised as an expense at an undiscounted amount in the Statement of Profit and Loss of the year in which the related services are rendered.

The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

#### b) Post-employment obligations

The Group operates the following post-employment schemes :

- defined benefit plans such as gratuity; and
- defined contribution plans such as provident fund, superannuation fund and national pension scheme.

##### Gratuity obligations

The liability or asset recognised in the Balance Sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised at amount net of taxes in the period in which they occur, directly in Other Comprehensive Income. They are included in Retained Earnings in the Statement of Changes in Equity and in the Balance Sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the Statement Profit and Loss as past service cost.

##### Defined contribution plans

The Group contributes to Superannuation, Employee's State Insurance Corporation, Provident Fund and subscribes to the National Pension Scheme which are considered as defined contribution plans. A contribution is made to Regional Provident Fund Commissioner for certain employees. In case of other employees covered under the Provident Fund Trust of the Group, the management does not expect any material liability on account of interest shortfall to be borne by the Group. The said contributions are charged to the Statement of Profit and Loss.

#### c) Other long-term employee benefit obligations

The liabilities for leave are not expected to be settled wholly within twelve months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

The obligations are presented as current liabilities in the Balance Sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

## 1.18 Revenue Recognition

### a) Revenue from contracts with Customers

The Company derives revenues primarily from sale of products and services. Revenue from sale of goods is recognised net of returns and discounts.

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expect to receive in exchange for those products or services.

To recognise revenues, the Company applies the following five step approach :

1. Identify the contract with a customer;
2. Identify the performance obligations in the contract;
3. Determine the transaction price;
4. Allocate the transaction price to the performance obligations in the contract; and
5. Recognise revenues when a performance obligation is satisfied

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties.

The Company presents revenues net of indirect taxes in its Statement of Profit and Loss.

Performance obligation may be satisfied over time or at a point in time. Performance obligations satisfied over time if any one of the following criteria is met. In such cases, revenue is recognised over time.

1. The customer simultaneously receives and consumes the benefits provided by the Company's performance; or
2. The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
3. The Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date.

For performance obligations where one of the above conditions are not met, revenue is recognised at the point in time at which the performance obligation is satisfied.

### b) Interest Income

Interest income from debt instruments is recognised using the effective interest rate method.

### c) Dividend Income

Dividends are recognised in the Statement of Profit and Loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

## 1.19 Taxes on Income

### Current Tax

Tax on income for the current period is determined on the basis of estimated taxable income and tax credits computed in accordance with the provisions of the relevant tax laws and based on the expected outcome of assessments/appeals.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the Statement of Profit and Loss.

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

### Deferred tax

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

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, carry forward of unused tax credits and unused tax losses can be utilised.

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

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

Deferred tax relating to items recognised outside the Statement of Profit and Loss is recognised outside the Statement of Profit and Loss. Deferred tax items are recognised in correlation to the underlying transaction either in Other Comprehensive Income or directly in equity.

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

The break-up of the major components of the deferred tax assets and liabilities as at Balance Sheet date has been arrived at after setting off deferred tax assets and liabilities where the Group have a legally enforceable right to set-off assets against liabilities and where such assets and liabilities relate to taxes on income levied by the same governing taxation laws.

Deferred tax liabilities are recognised for all taxable temporary differences, except in respect of taxable temporary differences associated with investments in subsidiaries, Associates and interests in Joint Ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

MAT Credits are in the form of unused tax credits that are carried forward by the Group for a specified period of time, hence it is grouped with Deferred Tax Asset.

## 1.20 Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends, if any, and attributable taxes) by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders is adjusted for after income tax effect of interest and other financing costs associated with dilutive potential equity shares and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity share.

## 1.21 Segment reporting

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

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

- a) Segment revenue includes sales and other income directly attributable with allocable to segments including inter-segment revenue.
- b) Expenses that are directly identifiable with/allocable to segments are considered for determining the segment results. Expenses which relate to the Group as a whole and not allocable to segments are included under unallowable expenditure.

- c) Income which relates to the Group as a whole and not allocable to segments is included in unallowable income.
- d) Segment results includes margins on inter-segment and sales which are reduced in arriving at the profit before tax of the Group.
- e) Segment assets and liabilities include those directly identifiable with the respective segments. Un-allocable assets and liability represent the assets and liabilities that relate to the Group as a whole and not allocable to any segment.

## 1.22 Leases

### Company as a lessee

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether : (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. For these short-term leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease. The Company recognises lease liabilities to make lease payments and right of use assets representing the right to use the underlying assets as below.

### Right of use (ROU) assets

The Company recognises right of use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right of Use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right of use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right of use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

### Lease Liabilities

The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rate. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. Lease liabilities are remeasured with a corresponding adjustment to the related ROU asset.

Lease liabilities and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

## 1.23 Foreign currency translation

### a) Functional and presentation currency

The Group's financial statements are prepared in INR, which is also the Group's financial and presentation currency.

### b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in the Statement of Profit and Loss.

In case of advance payment for purchase of assets/goods/services and advance receipt against sales of products/services, all such purchase/sales transaction are recorded at the rate at which such advances are paid/received.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, within finance costs. All other foreign exchange gains and losses are presented in the Statement of Profit and Loss on a net basis within other gains/(losses).

**Non-monetary items**

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

**1.24 Mine Restoration Provision**

The Group provides for the estimated expenditure required to restore quarries and mines. The total estimate of restoration expenses is apportioned over the estimate of mineral reserves and a provision is made based on minerals extracted during the year. Mines restoration expenses are incurred on an ongoing basis and until the closure of the quarries and mines. The actual expenses may vary based on the nature of restoration and the estimate of restoration expenditure. On the basis of technical parameters, restoration expenses estimates are reviewed periodically.

**1.25 Non-current assets held for Sale**

Non-current assets are classified as 'held for sale' when all of the following criteria are met :

- (i) decision has been made to sell.
- (ii) the assets are available for immediate sale in its present condition.
- (iii) the assets are being actively marketed and
- (iv) sale has been agreed or is expected to be concluded within 12 months of the Balance Sheet date.

Subsequently, such non-current assets classified as held for sale are measured at the lower of its carrying value and fair value less costs to sell. Non-current assets held for sale are not depreciated or amortised. Any decrease in fair value of asset (less cost of sale) is recognised through profit and loss as impairment loss. Any subsequent increase in fair value of asset to the extent of previously recognised impairment loss is recognised as gain and any gain exceeding this impairment loss is recognised on the date of de-recognition.

**1.26 Other Policies relating to Insurance Business****Reinsurance Ceded**

Reinsurance cost in respect of proportional reinsurance ceded, is accrued at policy inception. Non-proportional reinsurance cost is recognised when incurred and due. Any subsequent revisions to refunds or cancellations of premiums are recognised in the year in which they occur.

**Reinsurance accepted**

Reinsurance inward acceptances are accounted for on the basis of returns/intimations, to the extent received, from the insurers.

**Claims incurred**

Claims are recognised as and when reported based on information from Surveyors/insured/Brokers. Claims paid are charged to the respective revenue account. Provision is made for estimated value of claims outstanding as at the Balance Sheet date. Reserve is maintained for each claim which at all times reflects the amount likely to be paid on each claim, as anticipated and estimated by the management in the light of past experience and subsequently modified for changes, as appropriate.

**IBNR (Claims Incurred but not reported) and IBNER (Claims Incurred but not enough reported)**

IBNR represents that amount of all claims that may have been incurred prior to the end of current accounting year but not have been reported or claimed. The IBNR provision also includes provision if any required for claims incurred but not enough reported. The IBNR (including IBNER) is determined based on the actuarial principles by the Appointed Actuary.

**Reserve for Unexpired Risk**

Reserve for unexpired risk represents that part of net premium (net of proportional reinsurance ceded) which is attributable to, and set aside for subsequent risks to be borne by the Company under contractual obligations on a contract period basis or risk period basis, whichever is appropriate, subject to a minimum of 100% in case of Marine Hull business and 50% in case of other businesses based on net premium written during the year as required under Section 64V(1)(ii)(b) of the Insurance Act, 1938.

**2.01 PROPERTY, PLANT AND EQUIPMENT**

Particulars	Gross Carrying Amount						Depreciation/Impairment				Net Carrying Amount	
	As at April 1, 2021	Addition/ Adjustments	Disposal/ Adjustments	Acquisition through business combinations	As at March 31, 2022	As at April 1, 2021	For the Year	Elimination on disposal/ Adjustments	As at March 31, 2022	As at March 31, 2022	As at March 31, 2021	
<b>Own Assets :</b>												
Land - Freehold	717.08	7.42	3.18	-	721.32	37.99	-	-	46.82	674.50	679.09	
Buildings	305.77	41.88	2.16	-	345.49	82.52	-	0.65	96.33	249.16	223.25	
Plant and Machinery	2,379.55	179.50	19.12	-	2,539.93	759.28	-	1.77	946.48	1,593.45	1,620.27	
Railway Siding	4.46	-	-	-	4.46	1.34	-	-	1.63	2.83	3.12	
Office Equipment	18.61	3.86	0.59	-	21.88	10.76	-	(0.76)	13.85	8.03	7.85	
Computers	22.04	3.75	0.77	-	25.02	16.08	-	0.71	18.14	6.88	5.96	
Mines Development	268.92	59.08	-	-	328.00	169.17	-	-	214.32	113.68	99.75	
Furniture & Fixtures	54.10	3.26	0.61	-	56.75	23.43	-	0.56	28.76	27.99	30.67	
Vehicles	21.98	4.44	1.92	-	24.50	12.13	-	1.51	13.54	10.96	9.85	
Truck Mixers, Loaders and Dumpers	12.02	7.80	4.23	-	15.59	7.93	-	4.22	5.15	10.44	4.09	
Leasehold Improvement	0.93	-	-	-	0.93	0.86	-	-	0.93	-	0.07	
<b>Total (A)</b>	<b>3,805.46</b>	<b>310.99</b>	<b>32.58</b>	<b>-</b>	<b>4,083.87</b>	<b>1,121.49</b>	<b>-</b>	<b>8.66</b>	<b>1,385.95</b>	<b>2,697.92</b>	<b>2,683.97</b>	
<b>Leased Assets</b>												
Leasehold Land (Long term - refer note 1.7(g)) (B)	8.35	24.15	0.73	-	31.77	0.72	-	0.05	1.08	30.69	7.63	
<b>Total (A+B)</b>	<b>3,813.81</b>	<b>335.14</b>	<b>33.31</b>	<b>-</b>	<b>4,115.64</b>	<b>1,122.21</b>	<b>-</b>	<b>8.71</b>	<b>1,387.03</b>	<b>2,728.61</b>	<b>2,691.60</b>	

₹ Crores



## 2.01 PROPERTY, PLANT AND EQUIPMENT (Contd...)

Particulars	Gross Carrying Amount					Depreciation/Impairment				Net Carrying Amount	
	As at April 1, 2020	Addition/ Adjustments	Disposal/ Adjustments	Acquisition through business combinations	As at March 31, 2021	As at April 1, 2020	Acquisition through business combinations	For the Year	Elimination on disposal/ Adjustments	As at March 31, 2021	As at March 31, 2020
<b>Own Assets :</b>											
Land - Freehold	710.03	10.74	3.69	-	717.08	29.26	-	8.73	-	37.99	679.09
Buildings	300.44	6.85	1.52	-	305.77	68.49	-	15.11	1.08	82.52	223.25
Plant and Machinery	2,110.52	292.62	23.78	0.19	2,379.55	593.62	0.03	182.13	16.50	759.28	1,620.27
Railway Siding	4.46	-	-	-	4.46	1.05	-	0.29	-	1.34	3.12
Office Equipment	1743	1.53	0.40	0.05	18.61	8.81	0.04	2.27	0.36	10.76	7.85
Computers	20.62	2.07	0.66	0.01	22.04	13.51	0.01	3.05	0.49	16.08	5.96
Mines Development	228.20	40.72	-	-	268.92	140.31	-	28.86	-	169.17	99.75
Furniture & Fixtures	47.98	6.80	0.79	0.11	54.10	18.98	0.09	4.96	0.60	23.43	30.67
Vehicles	23.06	1.39	3.12	0.65	21.98	11.74	0.18	2.98	2.77	12.13	9.85
Truck Mixers, Loaders and Dumpers	10.67	1.84	0.49	-	12.02	7.84	-	0.58	0.49	7.93	4.09
Leasehold Improvement	0.57	-	-	0.36	0.93	0.50	0.33	0.03	-	0.86	0.07
<b>Total (A)</b>	<b>3,473.98</b>	<b>364.56</b>	<b>34.45</b>	<b>1.37</b>	<b>3,805.46</b>	<b>894.11</b>	<b>0.68</b>	<b>248.99</b>	<b>22.29</b>	<b>1,121.49</b>	<b>2,683.97</b>
<b>Leased Assets</b>											
Leasehold Land (Long term - refer note 1.7(g)) (B)	7.90	0.45	-	-	8.35	0.11	-	0.61	-	0.72	7.63
<b>Total (A+B)</b>	<b>3,481.88</b>	<b>365.01</b>	<b>34.45</b>	<b>1.37</b>	<b>3,813.81</b>	<b>894.22</b>	<b>0.68</b>	<b>249.60</b>	<b>22.29</b>	<b>1,122.21</b>	<b>2,587.66</b>

Notes :

- Depreciation for the year includes ₹ 4.77 Crores (Previous year : ₹ 3.47 Crores) considered for capitalisation.
- Amortisation in case of Freehold Land represent amortisation of mining reserve on extraction basis.
- During the year, depreciation on Right of Use assets is ₹ 34.95 Crores (Previous year : ₹ 40.57 Crores) which is not forming part of the above schedule and disclosed in Note no. 4.03 on leases.
- Other adjustments against Property, plant and equipment includes ₹ 23.77 Crores (Previous year : Nil) being unamortised portion of Right of Use Assets on completion of lease term and on acquisition of underlying assets.
- In the FY 2020-21, Leasehold land ₹ 0.46 Crores which was earlier wrongly classified as Freehold land, was rectified. Further, on such re-classification, amortization of ₹ 0.42 Crores was charged to Statement of Profit and Loss.

Particulars	₹ Crores								
	Gross Carrying Amount			Impairment		Net Carrying Amount			
	As at April 1, 2021	Addition/ Adjustments	Disposal/ Adjustments	As at March 31, 2022	As at April 1, 2021	For the Year	Other Adjustments	As at March 31, 2022	As at March 31, 2021
Goodwill	22.73	-	-	22.73	-	-	-	22.73	22.73
<b>Total</b>	<b>22.73</b>	<b>-</b>	<b>-</b>	<b>22.73</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>22.73</b>	<b>22.73</b>

Particulars	₹ Crores								
	Gross Carrying Amount			Impairment		Net Carrying Amount			
	As at April 1, 2020	Addition/ Adjustments	Disposal/ Adjustments	As at March 31, 2021	As at April 1, 2020	For the Year	Other Adjustments	As at March 31, 2021	As at March 31, 2020
Goodwill	21.41	1.32	-	22.73	-	-	-	22.73	21.41
<b>Total</b>	<b>21.41</b>	<b>1.32</b>	<b>-</b>	<b>22.73</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>22.73</b>	<b>21.41</b>

**2.03 OTHER INTANGIBLE ASSETS**

Particulars	Gross Carrying Amount				Amortisation			Net Carrying Amount	
	As at April 1, 2021	As at March 31, 2022	Disposal/ Adjustments	As at March 31, 2022	For the Year	Elimination on disposal/ Adjustments	As at March 31, 2022	As at March 31, 2021	
	₹	₹	₹	₹	₹	₹	₹	₹	
Software	33.29	3712	0.02	3712	4.78	-	23.84	14.23	
Intellectual Property Rights	1.77	1.77	-	1.77	-	-	1.77	-	
Mining Lease Rights	11.32	30.28	-	30.28	0.98	-	3.64	8.66	
Minerals Procurement Rights	2.28	2.26	0.02	2.26	-	-	2.26	0.02	
Technical Know-how	1.82	1.76	0.06	1.76	0.18	-	1.01	0.99	
<b>Total</b>	<b>50.48</b>	<b>73.19</b>	<b>0.10</b>	<b>73.19</b>	<b>5.94</b>	<b>-</b>	<b>32.52</b>	<b>23.90</b>	

Particulars	Gross Carrying Amount				Amortisation			Net Carrying Amount	
	As at April 1, 2020	As at March 31, 2021	Disposal/ Adjustments	As at March 31, 2021	For the Year	Elimination on disposal/ Adjustments	As at March 31, 2021	As at March 31, 2020	
	₹	₹	₹	₹	₹	₹	₹	₹	
Software	28.95	33.29	-	33.29	5.02	-	19.06	14.91	
Intellectual Property Rights	1.77	1.77	-	1.77	-	-	1.77	-	
Mining Lease Rights	11.22	11.32	0.10	11.32	0.52	-	2.66	9.08	
Minerals Procurement Rights	2.28	2.28	-	2.28	-	-	2.26	0.02	
Technical Know-how	1.77	1.82	0.05	1.82	0.28	-	0.83	1.22	
<b>Total</b>	<b>45.99</b>	<b>50.48</b>	<b>4.49</b>	<b>50.48</b>	<b>5.82</b>	<b>-</b>	<b>26.58</b>	<b>25.23</b>	

Range of remaining period of amortisation as at March 31, 2022 of Intangible assets is as below :

Assets	Range of remaining period of amortisation				Net Carrying Amount
	< 5 year		> 10 year		
	6 - 10 year	> 10 year	6 - 10 year	> 10 year	
Software	12.27	1.01	-	-	13.28
Mining Lease Rights	0.35	0.69	25.60	-	26.64
Technical Know-how	0.75	-	-	-	0.75
<b>Total</b>	<b>13.37</b>	<b>1.70</b>	<b>25.60</b>	<b>40.67</b>	<b>40.67</b>

## 2.04 INVESTMENTS IN JOINT VENTURES AND ASSOCIATES

Particulars	₹ Crores			
	As at March 31,			
	2022		2021	
	Qty	Amount	Qty	Amount
<b>Investments in Equity Instruments accounted for using equity method :</b>				
<b>Investment in Joint Ventures - Unquoted</b>				
TBK Deepgiri Tile Bath Kitchen Private Limited	50,000	1.84	50,000	1.76
TBK Florance Ceramics Private Limited	1,55,000	2.01	1,55,000	2.04
Ardex Endura (India) Private Limited	65,00,000	65.48	65,00,000	57.89
<b>Investment in Associates - Unquoted</b>				
Sunspring Solar Private Limited	14,78,412	1.34	14,78,412	1.56
CSE Solar Parks Satna Private Limited	99,80,000	9.47	99,80,000	9.94
<b>Total investments</b>		<b>80.14</b>		<b>73.19</b>

## 2.05 INVESTMENTS

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
<b>I. Non-current</b>		
<b>Investments- unquoted (fully paid-up)</b>		
<b>(a) Investments in Equity Instruments - measured at FVTPL</b>	0.01	0.02
<b>(b) Investments in Equity Instruments - designated at FVTOCI</b>		
B L A Power Private Limited {No. of Shares 1,75,00,000 (Previous year : 1,75,00,000)}	4.85	4.95
Reddy Ceramics Private Limited {No. of Shares 100 (Previous year : 100)}	#	#
TBK Shriram Tile Bath Kitchen Private Limited {No. of Shares 500 (Previous year : 500)}	#	#
TBK Tile Home Private Limited {No. of Shares 100 (Previous year : 100)}	#	#
TBK Raj Kamal Tile Bath Kitchen Private Limited {No. of Shares 100 (Previous year : 100)}	#	#
TBK Deziner's Home Private Limited {No. of Shares 500 (Previous year : 500)}	#	#
TBK Solan Ceramics Private Limited {No. of Shares 100 (Previous year : 100)}	#	#
TBK Krishna Tile Bath Kitchen Private Limited {No. of Shares 100 (Previous year : 100)}	#	#
TBK P B Shah Tile Bath Kitchen Private Limited {No. of Shares 2000 (Previous year : 2000)}	#	#
TBK Unique Jalgaon Tile Bath Kitchen Private Limited {No. of Shares 200 (Previous year : 200)}	#	#
TBK Sanitary Sales Private Limited {No. of Shares 100 (Previous year : 100)}	#	#
TBK Shree Ganesh Traders Private Limited {No. of Shares 100 (Previous year : 100)}	#	#
<b>(c) Investment in debenture or bonds - measured at FVTOCI</b>		
Government Securities and Government Bonds	286.96	257.73
Debentures/Bonds	218.39	167.68
Investment in Infrastructure and Social sectors	206.02	64.31

**2.05 INVESTMENTS** (Contd...)

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
<b>(d) Investments in Preference shares - measured at amortised cost- Unquoted</b>		
TBK Rishi Ceramics Private Limited (0% Redeemable Preference Shares)	–	0.04
TBK Deziner's Home Private Limited (0% Redeemable Preference Shares)	0.19	0.18
<b>(e) Investment in Debt securities - measured at FVTPL</b>		
8.22% IL&FS Financial Service Limited 28-Sep-21	–	0.34
8.65% IL&FS Financial Service Limited 06-Dec-21	–	0.35
8.65% IL&FS Financial Service Limited 06-Jun-22	–	0.29
7.70% IL&FS Financial Service Limited 02-Aug-27	–	0.34
9.55% IL&FS Financial Service Limited 28-Feb-23	–	0.15
10.30% Yes Bank Limited 25-Jul-21	–	0.75
8.85% Indiabulls Housing Finance Limited 26-Sep-26	0.42	0.41
<b>Total aggregate unquoted investments</b>	<b>716.84</b>	<b>497.54</b>
# Amount less than ₹ 50,000/-		
Aggregate fair value of quoted investments	–	–
Aggregate fair value of unquoted investments	716.84	497.54
Aggregate fair value of investments measured at FVTPL	0.43	2.65
Aggregate fair value of investments designated at FVTOCI	4.85	4.95
Aggregate fair value of investments measured at FVTOCI	711.56	489.94
<b>II. Current</b>		
<b>Investments - unquoted</b>		
<b>(a) Investments in debentures or bonds- measured at FVTOCI</b>		
Government Securities and Government Bonds	–	40.52
Other Debentures/Bonds	25.41	46.03
Investment in Infrastructure and Social sectors	10.38	61.86
<b>(b) Investments in Mutual Funds - measured at FVTPL</b>	1.40	11.83
<b>Total aggregate unquoted investments</b>	<b>37.19</b>	<b>160.24</b>
Aggregate fair value of quoted investments	–	–
Aggregate fair value of unquoted investments	37.19	160.24
Aggregate fair value of investment measured at FVTOCI	35.79	148.41
Aggregate fair value of investment measured at FVTPL	1.40	11.83

## 2.06 LOANS

Particulars	₹ Crores				
	Non-current		Current		
	As at March 31,		As at March 31,		
	2022	2021	2022	2021	
<b>Loans to related parties</b>					
Unsecured, considered good	–	–	–	1.24	
<b>(a)</b>	–	–	–	<b>1.24</b>	
<b>Loans to employees</b>					
Unsecured, considered good	0.68	1.04	1.29	2.19	
<b>(b)</b>	<b>0.68</b>	<b>1.04</b>	<b>1.29</b>	<b>2.19</b>	
<b>Loans to others</b>					
Unsecured, considered good	–	–	–	0.32	
Unsecured, credit impaired	–	–	–	1.30	
	–	–	–	1.62	
Less : Provision for Impairment	–	–	–	1.30	
<b>(c)</b>	–	–	–	<b>0.32</b>	
<b>Total</b>	<b>(a + b + c)</b>	<b>0.68</b>	<b>1.04</b>	<b>1.29</b>	<b>3.75</b>

## 2.07 OTHER FINANCIAL ASSETS

Particulars	₹ Crores			
	Non-current		Current	
	As at March 31,		As at March 31,	
	2022	2021	2022	2021
Insurance claim receivable (refer note 4.15)	58.94	58.94	3.94	4.51
Bank deposits with more than twelve months maturity (restricted use)	1.67	8.63	5.78	–
Security Deposits				
Rental	11.27	15.70	1.76	1.58
Utility	43.94	42.10	0.21	0.42
Balances in Escrow accounts with banks (restricted use)	0.05	0.32	–	–
Accrued interest	0.01	0.01	19.28	17.33
Balances related to Coal Mine and Infrastructure (refer note 4.14)	13.93	13.93	–	–
Other receivables	–	0.03	5.26	1.78
<b>Total</b>	<b>129.81</b>	<b>139.66</b>	<b>36.23</b>	<b>25.62</b>

## 2.08 DEFERRED TAX ASSETS (NET)

Significant components of deferred tax assets recognised in the financial statements are as follows :

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
<b>Deferred tax assets/(liabilities) in relation to :</b>		
Unabsorbed depreciation/Business losses as per Income Tax	0.48	(0.44)
Provision for employee benefits	1.04	(1.51)
Other temporary differences/unutilised tax asset	7.36	7.80
Property, plant and equipment	0.27	(0.09)
<b>Total</b>	<b>9.15</b>	<b>5.76</b>

**2.08 DEFERRED TAX ASSETS (NET)** (Contd...)

The movement in deferred tax assets during the year ended March 31, 2022 and March 31, 2021 :

Particulars	₹ Crores				
	As at March 31, 2022	Credited/ (Charged) to Statement of P&L/OCI	As at March 31, 2021	Credited/ (Charged) to Statement of P&L/OCI	As at March 31, 2020
<b>Deferred tax assets/(liabilities) in relation to :</b>					
Unabsorbed depreciation/Business losses as per Income Tax	0.48	0.92	(0.44)	(0.01)	(0.43)
Provision for employee benefits	1.04	2.55	(1.51)	0.02	(1.53)
Other temporary differences / unutilised tax asset	7.36	(0.44)	7.80	1.36	6.44
Property, plant and equipment	0.27	0.36	(0.09)	0.11	(0.20)
<b>Total</b>	<b>9.15</b>	<b>3.39</b>	<b>5.76</b>	<b>1.48</b>	<b>4.28</b>

**2.09 OTHER ASSETS**

Particulars	₹ Crores			
	Non-current		Current	
	As at March 31,		As at March 31,	
	2022	2021	2022	2021
<b>Capital Advances</b>				
Unsecured, considered good	15.95	45.78	–	0.01
Doubtful	0.34	0.34	–	–
	16.29	46.12	–	0.01
Less : Provision for Impairment	2.00	0.25	–	–
	<b>14.29</b>	<b>45.87</b>	–	<b>0.01</b>
<b>Advances other than Capital Advances</b>				
Balances with government authorities:				
CENVAT/VAT/GST Receivable	0.31	0.81	24.60	20.94
Balances with Statutory Authorities	–	–	3.05	0.20
Excise/VAT/Service Tax /Custom duty deposited under protest	47.60	47.23	0.40	0.24
Security Deposits	3.18	3.72	0.44	0.91
Advance to related parties	–	–	–	0.56
Advances to other parties (net of provision for impairment)	14.55	15.71	58.13	38.90
Prepaid expenses	2.12	3.04	16.01	16.64
Royalty refund receivable	–	–	14.00	14.00
Others	24.46	74.22	200.90	87.68
<b>Total</b>	<b>106.51</b>	<b>190.60</b>	<b>317.53</b>	<b>180.08</b>

## 2.10 INVENTORIES

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
Raw materials	175.50	151.92
Goods-in-transit	0.10	0.58
Stores and spares	88.75	79.28
Goods-in-transit	–	0.21
Fuel Stock	155.89	87.87
Goods-in-transit	57.90	29.22
Work-in-progress	95.25	40.17
Finished goods	186.48	138.17
Goods-in-transit	12.93	22.44
Stock-in-trade	31.30	29.32
Goods-in-transit	0.76	1.32
<b>Total</b>	<b>804.86</b>	<b>580.50</b>

Notes :

- (a) Amount charged to the Statement of Profit and Loss on account of write-down of inventories to net realisable value for the year is ₹ 11.67 Crores (Previous year : ₹ 12.44 Crores).
- (b) Above inventory includes damaged stock of finished goods of cement amounting to ₹ 4.85 Crores (Previous year: ₹ 4.19 Crores) in respect of which insurance claims have been lodged. The management expects to recover the amount at least equal to it's carrying value.

## 2.11 TRADE RECEIVABLES

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
Secured, considered good	45.90	50.83
Unsecured, considered good	577.90	580.07
Unsecured, credit impaired	96.83	149.65
	<b>720.63</b>	<b>780.55</b>
Less : Provision for Impairment	96.83	149.65
<b>Total</b>	<b>623.80</b>	<b>630.90</b>

For Ageing schedule, refer note 4.18

## 2.12 CASH AND CASH EQUIVALENTS

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
Balances with banks :		
In current accounts	58.39	58.08
Deposits with original maturity of less than three months	196.26	251.59
Cheques/drafts on hand	0.98	35.43
Cash on hand	1.42	1.27
<b>Total</b>	<b>257.05</b>	<b>346.37</b>



**2.13 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS**

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
Unclaimed Dividend	0.65	0.65
Term deposits (original maturity for more than three months but less than twelve months)	113.23	187.27
Term deposits (original maturity for more than three months but less than twelve months - restricted use)	3.17	10.44
<b>Total</b>	<b>117.05</b>	<b>198.36</b>

**2.14 CURRENT TAX ASSETS (NET)**

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
<b>Current tax assets</b>		
Taxes paid	79.32	93.19
Others	0.34	1.21
	<b>(a) 79.66</b>	<b>94.40</b>
<b>Current tax liabilities</b>		
Provision for taxation	35.72	36.76
	<b>(b) 35.72</b>	<b>36.76</b>
<b>Total</b>	<b>(a-b) 43.94</b>	<b>57.64</b>

**2.15 EQUITY SHARE CAPITAL**

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
<b>Paid up Share Capital :</b>		
50,33,56,580 (Previous year : 50,33,56,580) Equity shares of ₹ 10/- each	503.36	503.36
<b>Total</b>	<b>503.36</b>	<b>503.36</b>

**a. Reconciliation of shares outstanding as at the beginning and at the end of the reporting period :**

Equity shares	₹ Crores	
	As at March 31,	
	2022	2021
At the beginning of the year	50,33,56,580	50,33,56,580
Outstanding at the end of the year	50,33,56,580	50,33,56,580

**b. Rights, preference and restrictions attached to Equity shares :**

The Company has one class of Equity shares having a par value of ₹ 10 per share. Each shareholder is entitled to one vote per equity share. The shareholders are entitled to dividend declared on proportionate basis. On liquidation of the Company, the equity shareholders are eligible to receive remaining assets of the Company in proportion to their shareholding after distribution of all preferential amounts.

**c. Details of shareholders holding more than 5% shares in the Company :**

Name of the Shareholder	₹ Crores			
	As at March 31,			
	2022		2021	
	No. of Shares	% of holding	No. of Shares	% of holding
Hathway Investments Private Limited	18,98,80,786	37.72%	6,41,13,400	12.74%
Rajan B. Raheja	5,14,06,327	10.21%	5,14,06,327	10.21%
Bloomingdale Investment and Finance Private Limited	3,15,07,000	6.26%	3,15,07,000	6.26%
Manali Investment and Finance Private Limited	–	–	6,78,17,992	13.47%
Coronet Investments Private Limited	–	–	5,79,49,394	11.51%

## 2.15 EQUITY SHARE CAPITAL (Contd...)

### d. Details of shares held by promoters/promoter group as at March 31, 2022 :

Name of Promoter	No. of Shares	% of Total Shares	% change during the year
Rajan B. Raheja	5,14,06,327	10.21%	–
Suman R. Raheja	56,90,528	1.13%	–
Akshay R. Raheja	55,76,784	1.11%	–
Viren R. Raheja	55,76,784	1.11%	–
Satish B. Raheja	500	0.00%	–
Bloomingdale Investment and Finance Private Limited	3,15,07,000	6.26%	–
Coronet Investments Private Limited	–	–	100.00%
R Raheja Properties Private Limited	2,31,00,400	4.59%	–
Hathway Investments Private Limited	18,98,80,786	37.72%	196.16%
Matsyagandha Investment and Finance Private Limited	2,31,11,412	4.59%	–
Manali Investment and Finance Private Limited	–	–	100.00%
Varahagiri Investments and Finance Private Limited	2,32,21,148	4.61%	–
Peninsula Estates Private Limited	1,78,09,500	3.54%	–
<b>Total</b>	<b>37,68,81,169</b>	<b>74.87%</b>	

### Details of shares held by promoters/promoter group as at March 31, 2021 :

Name of Promoter	No. of Shares	% of Total Shares	% change during the year
Rajan B. Raheja	5,14,06,327	10.21%	–
Suman R. Raheja	56,90,528	1.13%	–
Akshay R. Raheja	55,76,784	1.11%	–
Viren R. Raheja	55,76,784	1.11%	–
Satish B. Raheja	500	0.00%	–
Bloomingdale Investment and Finance Private Limited	3,15,07,000	6.26%	–
Coronet Investments Private Limited	5,79,49,394	11.51%	–
R Raheja Properties Private Limited	2,31,00,400	4.59%	–
Hathway Investments Private Limited	6,41,13,400	12.74%	–
Matsyagandha Investment and Finance Private Limited	2,31,11,412	4.59%	–
Manali Investment and Finance Private Limited	6,78,17,992	13.47%	–
Varahagiri Investments and Finance Private Limited	2,32,21,148	4.61%	–
Peninsula Estates Private Limited	1,78,09,500	3.54%	–
<b>Total</b>	<b>37,68,81,169</b>	<b>74.87%</b>	

## 2.16 OTHER EQUITY

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
Capital redemption reserve	12.69	12.69
General reserve	191.06	191.06
Capital reserve	(184.53)	(181.16)
Retained earnings	803.91	714.82
Other Comprehensive Income (Financial assets measured as at FVTOCI)	(3.48)	0.77
<b>Total</b>	<b>819.65</b>	<b>738.18</b>

**2.16 OTHER EQUITY** (Contd...)

Description of the nature and purpose of each reserve within equity is as follows :

**(a) Capital Redemption Reserve**

Capital redemption reserve was created pursuant to the scheme of amalgamation.

**(b) General Reserve**

The Group had earlier transferred a portion of the net profits before declaring dividend to the general reserve pursuant to the earlier provisions of the Companies Act, 1956. Mandatory transfer to general reserve before declaration of dividend is not required under the Companies Act, 2013.

**(c) Capital Reserve**

Capital reserve represents recognition of equity component included in investments made in subsidiaries by way of preference shares and on applying Ind AS 103 Business Combination in accounting acquisitions made during the year. It was recognised on giving effect to amalgamation of Milano Bathroom Fittings Private Limited and Silica Ceramica Private Limited with the Company and on demerger of retail/trading business undertaking of H. & R. Johnson (India) TBK Limited into the Company.

**(d) Retained Earnings**

Retained earnings are the net profits that the Group has earned till date and is net of amount transferred to other reserves such as general reserves, debenture redemption reserve etc., amount distributed as dividend and adjustments in terms of Ind AS 101.

**2.17 BORROWINGS**

Particulars	₹ Crores	
	Non-current	
	As at March 31,	
	2022	2021
<b>Secured</b>		
Term loans		
from banks (refer Sr. No. 1 to 33)	895.13	998.95
from others (refer Sr. No. 34 to 36)	199.42	218.98
Vehicle loans		
from banks (refer Sr. No. 37 to 46)	1.51	2.48
<b>Unsecured</b>		
- 10.70% Non-convertible Debentures (refer Sr. No. 60)	115.00	115.00
{1150 Nos. (Previous year : 1150 Nos.) debentures of ₹ 0.10 Crore each}		
- 10.00% Non-convertible Debentures (refer Sr. No. 61)	–	84.00
{Nil (Previous year : 840 Nos.) debentures of ₹ 0.10 Crore each}		
- 8.20% Non-convertible Debentures (refer Sr. No. 62)	95.00	–
{950 Nos. (Previous year : Nil) debentures of ₹ 0.10 Crore each}		
- 10.65% Non-convertible Redeemable Debentures (refer Sr. No. 63)	–	49.98
{Nil (Previous year : 500 Nos.) debentures of ₹ 0.10 Crore each}		
- 10.25% Non-convertible Debentures (refer Sr. No. 64)	–	50.00
{Nil (Previous year : 500 Nos.) debentures of ₹ 0.10 Crore each}		
- 9.50% Non-convertible Debentures (refer Sr. No. 65)	75.00	75.00
{750 Nos. (Previous year : 750 Nos.) debentures of ₹ 0.10 Crore each}		
- 0.01% Non-cumulative Redeemable Preference Shares (refer Sr. No. 68)	1.49	2.20
- 0.02% Non-cumulative Redeemable Preference Shares (refer Sr. No. 69)	2.92	2.72
Term Loan from banks (refer Sr. No. 66)	–	9.99
Loan from related party (refer Sr. No. 70)	3.20	0.70
Fixed Deposits from Public (refer Sr. No. 67)	0.34	0.49
	<b>1,389.01</b>	<b>1,610.49</b>
Less : Current maturities of non-current borrowings	211.66	180.19
Less : Unclaimed fixed deposits	0.34	0.49
<b>Total</b>	<b>1,177.01</b>	<b>1,429.81</b>

## 2.17 BORROWINGS (Contd...)

Particulars	₹ Crores	
	Current	
	As at March 31,	
	2022	2021
<b>Secured</b>		
Loans repayable to banks on Demand (refer Sr. No. 47 to 56)	63.58	44.58
Bank overdrafts and cash credits (refer Sr. No. 57 & 58)	52.31	63.41
Buyer's Credit (refer Sr. No. 59)	3.36	9.46
Current maturities of non-current borrowings	96.66	80.21
<b>Unsecured</b> (refer Sr. No. 71)		
Loans repayable to banks on Demand	50.00	–
Loan from related party	2.00	–
Current maturities of non-current borrowings	115.00	99.98
<b>Total</b>	<b>382.91</b>	<b>297.64</b>

### Detail of current maturities of non-current borrowings :

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
<b>Secured Loans :</b>		
Term loans	95.95	79.02
Vehicle loans	0.71	1.19
<b>Unsecured Loans :</b>		
Non-convertible debentures	115.00	99.98
<b>Total</b>	<b>211.66</b>	<b>180.19</b>

### (a) Nature of Security and terms of repayment for secured borrowings (other than debentures) :

Sr. No.	Nature of Security	Terms of Repayment	₹ Crores	
			As at March 31,	
			2022	2021
1	Secured by first pari passu charge on the entire movable and immovable Property, plant and equipment of the Cement Division located at Satna, both present and future.	Quarterly in 6 structured installments from the last day of the 30th month from date of first drawdown of facility availed on September 27, 2021.	100.00	–
2	Secured by first pari passu charge on the entire movable Property, plant and equipment of the Cement Division located at Satna, both present and future except Waste Heat Recovery System assets. Second pari passu charge on Current Assets of Cement Division, both present and future.	Repayment by way of 4 equal quarterly installments of ₹ 20 Crores starting from 30th month from the date of first disbursement, 5th equal installment to be repaid at the end of 41st month from date of first disbursement, November 30, 2021.	100.00	–
3	Secured by first pari passu charge on the entire movable and immovable Property, plant and equipment of the Cement Division located at Satna, both present and future.	Quarterly in 13 equal installments payable from the last day of 24th month from date of first drawdown of facility availed on September 2, 2020.	200.00	200.00

**2.17 BORROWINGS** (Contd...)

Sr. No.	Nature of Security	Terms of Repayment	₹ Crores	
			As at March 31,	
			2022	2021
4	First exclusive charge on the office premises of HRJ Division on units 1 to 4 on 7th Floor, Windsor.	Quarterly in 14 equal installments payable from the last day of 21st month from date of first drawdown of facility availed on August 23, 2020.	80.00	60.00
5	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of the Cement Division, both present and future.	Quarterly in 19 equal installments payable from the last day of 9th month from date of first drawdown of facility availed on September 27, 2018. During the year, prepayment was made on September 24, 2021.	–	36.84
6	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of the Cement Division, both present and future.	Quarterly in 19 equal installments payable from the last day of 9th month from date of first drawdown of facility availed on November 19, 2018. During the year, prepayment was made on November 18, 2021.	–	42.11
7	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of the Cement Division located at Satna, both present and future.	Quarterly in 17 structured installments payable from the last day of 9th month from date of first drawdown of facility availed on September 20, 2019.	70.00	122.00
8	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of the Cement Division located at Satna, both present and future.	Quarterly in 17 structured installments payable from the last day of 9th month from date of first drawdown of facility availed on September 13, 2019.	52.50	91.50
9	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of the Cement Division located at Satna, both present and future.	Quarterly in 17 structured installments payable from the last day of 9th month from date of first drawdown of facility availed on September 18, 2019.	26.25	45.75
10	Secured by exclusive charge on all the movable Property, plant and equipment in relation to the Waste Heat Recovery System of the company, both present and future.	Quarterly in 23 structured installments payable from the last day of 18th month from date of first drawdown of facility availed on March 18, 2020.	104.35	150.00
11	Secured by exclusive charge over the movable Property, plant and equipment of specified plants of the HRJ Division namely Dewas, Pen, Kunigal and Karaikal, both present and future.	Quarterly in 17 structured installments payable from the last day of 9th month from date of first drawdown of facility availed on September 30, 2019.	43.75	76.25
12	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of Vijayawada plant of HRJ Division, both present and future.	Quarterly in 17 structured installments payable from the last day of 9th month from date of first drawdown of facility availed on December 2, 2019.	31.50	68.25
13	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of Vijayawada plant of HRJ Division, both present and future.	Quarterly in 10 equal installments payable from the last day of 9th month from date of first drawdown of facility availed on December 17, 2019.	–	17.50

**2.17 BORROWINGS** (Contd...)

Sr. No.	Nature of Security	Terms of Repayment	₹ Crores	
			As at March 31,	
			2022	2021
14	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of Vijayawada plant of HRJ Division, both present and future.	Quarterly in 12 equal installments payable from the last day of the 18th month from date of first drawdown of facility availed on March 16, 2017.	–	6.25
15	Hypothecation by way of first and exclusive charge on all present & future current assets inclusive of all stocks, book debts. Hypothecation by way of first and exclusive charge on all Property, plant and equipment.	Repayable in 56 EMI.	2.04	5.08
16	Extension of second ranking charge over existing primary and collateral securities of subsidiary including mortgages created in favour of Bank.	Repayable in 48 EMI.	9.90	9.90
17	Hypothecation by way of first and exclusive charge on all present & future current assets inclusive of all stocks, book debts, Hypothecation by way of first and exclusive on all Property, plant and equipment inclusive of all plant and machinery.	Repayable in 57 EMI.	7.89	9.85
18	Hypothecation by way of first and exclusive charge on all present & future current assets inclusive of all stocks, book debts, Hypothecation by way of first and exclusive on all Property, plant and equipment inclusive of all plant and machinery.	Repayable in 58 EMI.	16.93	21.01
19	Secured by first pari passu charge on entire current assets of the Company both present and Future along with other working capital lenders, Second pari passu hypothecation charge on all existing and future movable Property, plant and equipment Second pari passu mortgage charge on all Immovable properties of the borrower.	Repayable in 48 EMI.	1.80	2.00
20	Secured by first pari passu entire factory land and building, plant and machinery and the asset being funded out of personal guarantee of Director of Subsidiary Company.	Repayable in 48 Equal Quarterly instalments	12.79	2.10

**2.17 BORROWINGS** (Contd...)

Sr. No.	Nature of Security	Terms of Repayment	₹ Crores	
			As at March 31, 2022	2021
21	Secured by hypothecation of all present and future current assets inclusive of all stock, book debts and Property, plant and equipment. Further equitable mortgage of the property situated at Morbi.	Repayable in 30 EMI.	0.90	1.98
22	Secured by hypothecation of all present and future current assets inclusive of all stock, book debts and Property, plant and equipment. Further equitable mortgage of industrial property owned by the Subsidiary.	Repayable in 48 EMI including 12 months moratorium.	1.91	2.47
23	Secured by hypothecation of all present and future current assets inclusive of all stock, book debts and Property, plant and equipment. Further equitable mortgage of industrial property owned by the Subsidiary.	Repayable in 60 EMI including 24 months moratorium.	1.23	–
24	Secured by hypothecation of all present and future current assets inclusive of all stock, book debts and Property, plant and equipment. Further equitable mortgage of industrial property owned by the Subsidiary.	Repayable in 60 EMI.	4.18	–
25	Secured by hypothecation of all present and future current assets inclusive of all stock, book debts and Property, plant and equipment. Further equitable mortgage of industrial property owned by the Subsidiary.	Repayable in 36 EMI.	0.89	–
26	Secured by second pari passu charge over land and all Tangible and Intangible assets of the Subsidiary Company.	Repayable in 36 equal monthly instalments after a moratorium of 12 months from the date of disbursement and Interest to be serviced as and when applied.	–	0.21
27	Hypothecation of Stock, Book Debts and all other current assets of the unit. Hypothecation of Property, plant and equipment of the company (Present and Future). Hypothecation of land and Building situated at Morbi and personal guarantee of Director of Subsidiary Company.	Repayable in 36 equal monthly instalments after a moratorium of 12 months from the date of disbursement and Interest to be serviced as and when applied.	1.57	2.18

**2.17 BORROWINGS** (Contd...)

Sr. No.	Nature of Security	Terms of Repayment	₹ Crores	
			As at March 31,	
			2022	2021
28	Hypothecation of Stock, Book Debts and all other current assets of the unit. Hypothecation of Property, plant and equipment of the company (Present and Future). Hypothecation of land and Building situated at Morbi and personal guarantee of Director of Subsidiary Company.	Repayable in 18 equal monthly instalments after a moratorium of 6 months from the date of disbursement and Interest to be serviced as and when applied.	0.13	0.93
29	Hypothecation of Stock, Book Debts and all other current assets of the unit. Hypothecation of Property, plant and equipment of the company (Present and Future). Hypothecation of land and Building situated at Morbi and personal guarantee of Director of Subsidiary Company.	Repayable in 36 equal monthly instalments after a moratorium of 24 months from the date of disbursement and Interest to be serviced as and when applied.	1.36	–
30	Secured by hypothecation of all Tangible and Intangible assets both present & future and second pari passu charge over the immovable assets (land) of the Subsidiary Company.	EMI over a period of 72 months starting from April 30, 2018.	16.05	21.67
31	Secured by hypothecation of all Tangible and Intangible assets both present & future and second pari passu charge over the immovable assets (land) of the Subsidiary Company.	Repayable in 18 Months equal Instalment after a Moratorium of 6 Months from the date of disbursement and interest to be serviced as and when applied.	0.28	1.94
32	Secured by hypothecation of all Tangible and Intangible assets both present & future and second pari passu charge over the immovable assets (land) of the Subsidiary Company.	Repayable in 36 Months equal Instalment after a Moratorium of 12 Months from the date of disbursement and interest to be serviced as and when applied.	7.11	8.82
33	Secured by hypothecation of all Tangible and Intangible assets both present & future and second pari passu charge over the immovable assets (land) of the Subsidiary Company.	Repayable in 36 Months equal Instalment after a Moratorium of 24 Months from the date of disbursement and interest to be serviced as and when applied.	4.42	–
34	Secured by first pari passu charge on the entire movable and immovable Property, plant and equipment of the Cement Division located at Satna, both present and future.	Repayment in 3 equal annual installments due at the end of 32, 42 and 48 months from the date of disbursement September 30, 2021.	50.00	–
35	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of Vijayawada plant of HRJ Division, both present and future.	Quarterly Installments over a period of 5 Years.	–	20.00



## 2.17 BORROWINGS (Contd...)

Sr. No.	Nature of Security	Terms of Repayment	₹ Crores	
			As at March 31, 2022	2021
36	Secured by first pari passu charge on all the movable and immovable assets of the Cement Division, both present and future, except land in Andhra Pradesh. Also secured by second pari passu charge over Current Assets, Receivables of Cement Division both present and future; Unconditional and irrevocable personal guarantee of Director.	Quarterly in 28 equal installments payable from the last day of 24 months from date of first drawdown of facility availed on June 30, 2020.	150.00	200.00
37	Secured by exclusive charge on vehicles of HRJ Division.	EMI over a period of 60 months from the respective date of disbursement.	0.67	1.27
38	Secured by hypothecation of vehicle of the Subsidiary Company.	Repayable in 48 EMI.	0.17	–
39	First and exclusive charge secured by hypothecation of vehicles financed to RMC Division.	EMI over a period of 60 months from the respective date of disbursement.	–	0.06
40	Secured by exclusive charge on vehicles of Cement Division.	EMI over a period of 60 months from the respective date of disbursement.	0.20	0.29
41	Secured by hypothecation of vehicle of the Subsidiary Company.	Repayable in 48 equal quarterly installments.	0.01	0.06
42	Secured by hypothecation of vehicle of the Subsidiary Company.	Repayable in 60 equal quarterly installments.	0.23	0.31
43	Secured by hypothecation of vehicle of the Subsidiary Company.	Repayable in 47 equal quarterly installments.	0.05	0.11
44	Secured by hypothecation of vehicle of the Subsidiary Company.	Repayable in 60 equal quarterly installments.	–	0.02
45	Secured by first pari passu charge on vehicles of the Subsidiary Company.	Repayable in 36 EMI.	0.18	0.29
46	Secured by first pari passu charge on vehicles of the Subsidiary Company.	Repayable in 36 EMI.	–	0.07
47	Secured by first pari passu charge by way of hypothecation of stocks and book debts both present and future of HRJ Division.	Repayable within one year.	0.59	–
48	Secured by first pari passu charge by way of hypothecation of Current Assets & Second pari passu charge on movable & immovable Property, plant and equipment of Vijayawada plant of HRJ Division, both present and future.	Repayable within one year.	–	5.48
49	Secured by exclusive charge by way of hypothecation of Current Assets of HRJ Division, both present and future.	Repayable within one year.	–	0.04

**2.17 BORROWINGS** (Contd...)

Sr. No.	Nature of Security	Terms of Repayment	₹ Crores	
			As at March 31,	
			2022	2021
50	Secured by first pari passu charge on all current assets both present and future, second pari passu charge on all the Tangible and Intangible assets both present and future and personal guarantee of Director of the Subsidiary Company.	Repayable on demand.	13.50	1.76
51	Secured by first pari passu charge on all current assets both present and Future, Second pari passu charge on all Tangible and Intangible assets both present and future and personal guarantee of Director of the Subsidiary Company.	Repayable on demand.	–	0.12
52	Secured by first pari passu charge on all current assets both present and Future, Second pari passu charge on all existing and future movable Property, plant and equipment excluding vehicles financed by Bank and personal guarantee of Director of the Subsidiary Company.	Repayable on demand.	10.06	5.00
53	Secured by First pari passu charge on all current assets of the Subsidiary Company both present and Future, Second pari passu hypothecation charge on all existing and future movable Property, Plant and Equipment (except vehicles). Second pari passu mortgage charge on all Immovable properties being land & building of the Subsidiary Company.	Repayable on demand.	2.90	0.08
54	Secured by hypothecation of stock, book debts, and all other current assets (present & future). Equitable mortgage over the immovable property (factory land) of the Subsidiary Company.	Repayable on demand.	11.83	11.53
55	Secured by hypothecation of land & building and all Tangible and Intangible assets and all current assets & personal guarantee of two directors of the Subsidiary Company.	Repayable on demand.	12.26	11.93

**2.17 BORROWINGS** (Contd..)

Sr. No.	Nature of Security	Terms of Repayment	₹ Crores	
			As at March 31,	
			2022	2021
56	Secured by hypothecation of all current asset, both present and future and all movable Property, Plant and Equipment of the Subsidiary Company. Further equitable mortgage of the Immovable property of the Subsidiary Company.	Repayable on demand.	12.44	8.64
57	Secured by first pari passu charge by way of hypothecation of Property, plant and equipment of the Subsidiary Company (present and future). Secured by second pari passu charge on land situated at Morbi belonging to Subsidiary Company and equitable mortgage of residential properties situated at Tankara and Morbi belonging to some of the beneficiaries of the Trust (one of the shareholder).	Repayable on demand.	22.21	20.96
58	Secured by first pari passu charge by hypothecation of total current assets and second pari passu charge over entire Tangible and Intangible assets (other than Land and building) and personal guarantees of three Directors of the Subsidiary Company.	Repayable on demand.	30.10	42.45
59	Secured by first pari passu charge by way of hypothecation of stocks and book debts both present and future of HRJ Division.	As per due dates of respective buyer's credit.	3.36	9.46
	<b>Total</b>		<b>1,220.49</b>	<b>1,346.52</b>
	Less : Unamortised borrowing costs		5.18	8.66
	<b>Total (a)</b>		<b>1,215.31</b>	<b>1,337.86</b>

**2.17 BORROWINGS** (Contd...)

**(b) Nature of security and terms of repayment for Unsecured borrowings :**

Sr. No.	Particulars	Terms of Repayment	₹ Crores	
			As at March 31, 2022	2021
	<b>Non-current Borrowings :</b>			
60	Non-convertible Debentures	Allotted on July 26, 2019 and repayable at the end of 36 months from the date of allotment on July 25, 2022.	115.00	115.00
61	Non-convertible Debentures	Allotted on January 31, 2020 and repayable on January 31, 2023 with Put / Call option at par on January 31, 2022. Call option was availed and NCDs were prepaid on January 31, 2022.	–	84.00
62	Non-convertible Debentures	Allotted on April 26, 2021 and repayable at the end of 36 months from the date of allotment on April 26, 2024.	95.00	–
63	Non-convertible Debentures	Allotted on September 14, 2018 and repayable at the end of 36 months from the date of allotment.	–	50.00
64	Non-convertible Debentures	Allotted on June 12, 2020 and repayable in two tranches - Tranche A ₹ 35 Crores on June 25, 2021. - Tranche B ₹ 15 Crores on December 30, 2021.	–	50.00
65	Non-convertible Debentures	Allotted on August 21, 2020 and repayable at the end of 36 months from the date of allotment on August 21, 2023.	75.00	75.00
66	Term Loan	Quarterly in 10 equal installments payable from the last day of 9th month from date of first drawdown of facility availed on May 27, 2019.	–	10.00
67	Fixed Deposits from Public	Payable over a period of one to two years from the respective date of disbursement.	0.34	0.49
68	Non-cumulative Redeemable Preference Shares	Redemption on or before March 31, 2027.	1.49	2.20
69	Non-cumulative Redeemable Preference Shares	Redemption on or before March 31, 2028.	2.92	2.72
70	Loan from Related party		3.20	0.70
71	Current Borrowings		52.00	–
	<b>Total</b>		<b>344.95</b>	<b>390.11</b>
	Less : Unamortised borrowing costs		–	0.03
	<b>Total (b)</b>		<b>344.95</b>	<b>390.08</b>
	<b>Total Borrowings (a + b)</b>		<b>1,560.26</b>	<b>1,727.94</b>

**2.17 BORROWINGS** (Contd...)**(c) Aggregate value of borrowings guaranteed by others :**

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
<b>Non-current :</b>		
<b>Term loans from banks</b>		
Principal	27.85	32.44
<b>Current :</b>		
Cash Credit from Banks	22.21	20.96

**(d) Assets pledged as security :**

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
<b>Current</b>		
Cash and cash equivalents	0.45	0.40
Other Bank Balance	1.97	2.91
Receivables	798.85	795.47
Inventories	804.73	580.39
Other current assets	2.69	1.52
	<b>(a)</b>	<b>1,608.69</b>
<b>Non-current</b>		
Freehold Land	638.51	644.52
Buildings	176.91	165.67
Plant and Machinery	1,352.56	1,545.61
Railway Siding	2.83	3.12
Office Equipments	2.81	4.49
Furniture and Fixtures	4.86	5.68
Computers	3.35	2.21
Mines Development	107.65	93.72
Vehicles	4.24	5.90
Movable tangible assets at Pen, Dewas, Vijayawada, Karaikal and Kunigal	203.11	145.93
Others	0.44	0.77
	<b>(b)</b>	<b>2,497.27</b>
<b>Total</b>	<b>(a+b)</b>	<b>4,105.96</b>
		<b>3,998.31</b>

**2.18 TRADE PAYABLES**

Particulars	₹ Crores			
	Non-current		Current	
	As at March 31,		As at March 31,	
	2022	2021	2022	2021
Total outstanding dues of Micro Enterprises & Small Enterprises	–	–	111.06	56.54
Total outstanding dues of Creditors other than Micro Enterprises & Small Enterprises	12.80	–	1,026.87	889.22
<b>Total</b>	<b>12.80</b>	<b>–</b>	<b>1,137.93</b>	<b>945.76</b>

For Ageing schedule, refer note 4.19

## 2.19 OTHER FINANCIAL LIABILITIES

Particulars	₹ Crores			
	Non-current		Current	
	As at March 31,		As at March 31,	
	2022	2021	2022	2021
Payables for acquisition of Property, plant and equipment	–	–	30.88	34.07
Interest accrued	–	–	19.35	23.05
Unclaimed dividends*	–	–	0.65	0.68
Unpaid matured deposits and interest accrued thereon	–	–	0.43	0.65
Security deposits from customers / others	307.62	300.88	25.96	22.45
Payable to employees	–	–	13.33	13.59
Financial lease obligations	1.97	2.05	–	–
Liability for expenses	–	–	331.14	345.81
Others	–	–	1.02	2.58
<b>Total</b>	<b>309.59</b>	<b>302.93</b>	<b>422.76</b>	<b>442.88</b>

\* There is no amount due and outstanding to be credited to the Investor Education and Protection Fund as at March 31, 2022 (Previous year : Nil).

## 2.20 PROVISIONS

Particulars	₹ Crores			
	Non-current		Current	
	As at March 31,		As at March 31,	
	2022	2021	2022	2021
<b>Employee benefits :</b>				
Provision for Gratuity	6.90	7.27	1.51	1.88
Provision for Bonus	1.00	–	29.15	26.18
Provision for Leave Encashment	19.29	19.03	21.02	17.97
Others	–	–	17.52	16.83
	<b>(a)</b>	<b>27.19</b>	<b>26.30</b>	<b>69.20</b>
<b>Others :</b>				
Provision for claims under litigations	–	0.07	–	–
Others	7.24	6.27	–	0.25
	<b>(b)</b>	<b>7.24</b>	<b>6.34</b>	<b>–</b>
<b>Total</b>	<b>(a+b)</b>	<b>34.43</b>	<b>32.64</b>	<b>69.20</b>

## 2.21 DEFERRED TAX LIABILITIES (NET)

Significant components of deferred tax liabilities recognised in the financial statements are as follows :

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
<b>Deferred tax liabilities/(assets) in relation to :</b>		
Unabsorbed Depreciation/Business Loss as per Income Tax	(60.11)	(84.97)
Provision for employee benefits	(18.72)	(55.66)
Other temporary differences	80.68	68.25
Property, plant and equipment	96.44	133.56
<b>Total</b>	<b>98.29</b>	<b>61.18</b>

**2.21 DEFERRED TAX LIABILITIES (NET)** (Contd...)

The movement in deferred tax liabilities during the year ended March 31, 2022 and March 31, 2021 :

Particulars	₹ Crores				
	As at March 31, 2022	Credited/ (Charged) to Statement of P&L /OCI	As at March 31, 2021	Credited/ (Charged) to Statement of P&L /OCI	As at March 31, 2020
<b>Deferred tax liabilities/(assets) in relation to :</b>					
Unabsorbed Depreciation / Business Loss as per Income Tax	(60.11)	24.86	(84.97)	17.12	(102.09)
Provision for employee benefits	(18.72)	36.94	(55.66)	5.15	(60.81)
Other temporary differences	80.68	12.43	68.25	17.23	51.02
Property, plant and equipment	96.44	(37.12)	133.56	(34.17)	167.73
<b>Total</b>	<b>98.29</b>	<b>37.11</b>	<b>61.18</b>	<b>5.33</b>	<b>55.85</b>

**2.22 OTHER LIABILITIES**

Particulars	₹ Crores			
	Non-current		Current	
	As at March 31,		As at March 31,	
	2022	2021	2022	2021
Advance from customers	–	0.05	101.33	94.21
Statutory liabilities	25.78	25.78	90.59	104.64
Other employee benefit expenses	–	–	32.34	24.99
Others	243.98	199.39	538.10	419.55
<b>Total</b>	<b>269.76</b>	<b>225.22</b>	<b>762.36</b>	<b>643.39</b>

**2.23 CURRENT TAX LIABILITIES (NET)**

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
<b>Current tax liabilities</b>		
Provision for taxation	3.36	61.06
	<b>(a)</b>	<b>3.36</b>
<b>Current tax assets</b>		
Taxes paid	3.02	60.33
	<b>(b)</b>	<b>3.02</b>
<b>Total</b>	<b>(a-b)</b>	<b>0.34</b>

### 3.01 REVENUE FROM OPERATIONS

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
<b>Revenue from operations :</b>		
Sale of products	6,026.10	5,424.88
Sale of services	103.06	70.04
<b>Other operating revenue :</b>		
Scrap sales	16.58	11.19
Claims and recoveries	91.77	29.78
Export incentive	1.52	1.55
Investment Income of Insurance Business	47.41	37.60
Net Gain arising of financial assets designated as at FVTPL	0.33	2.87
Commission	7.90	5.17
Others	11.65	4.06
<b>Total</b>	<b>6,306.32</b>	<b>5,587.14</b>

#### Revenue from contracts with customers :

##### I. Revenue from contracts with customers disaggregated based on geography :

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
Home market	6,030.07	5,275.23
Exports	276.25	311.91
<b>Total</b>	<b>6,306.32</b>	<b>5,587.14</b>

##### II. Reconciliation of gross revenue with the revenue from contracts with customers :

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
Gross Revenue	6,617.46	5,914.12
Less : Discounts and incentives	311.14	326.98
<b>Net Revenue recognised from Contracts with Customers</b>	<b>6,306.32</b>	<b>5,587.14</b>

##### III. Revenue recognised from Contract liability (Advances from Customers) :

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
Closing Contract liability	101.33	94.26

The contract liability outstanding at the beginning of the year was ₹ 94.26 Crores, of which, ₹ 87.65 Crores has been recognised as revenue during the year ended March 31, 2022.

Management conclude that disaggregation of revenue disclosed in Ind AS 108 meets the disclosure criteria of Ind AS 115 and segment revenue is measured on the same basis as required by Ind AS 115, hence separate disclosures as per Ind AS 115 is not required.



**3.02 OTHER INCOME**

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
<b>Interest income earned on financial assets :</b>		
Bank deposits (at amortised cost)	9.38	13.93
Unwinding Interest on financial assets	0.18	0.36
Dividend on preference Shares	1.40	0.43
Others	3.16	4.03
<b>Other non - operating income :</b>		
Liabilities no longer considered as payable	8.39	6.05
Government assistance-Tax subsidy/Exemption	1.44	4.05
Interest on income tax refund	7.48	0.37
Miscellaneous income	1.45	4.07
<b>Other gains and losses :</b>		
Net gain on sale of investment	0.04	0.01
Net gain on foreign exchange fluctuation	2.75	4.85
Net gain on disposal of Property, plant and equipment	4.00	–
<b>Total</b>	<b>39.67</b>	<b>38.15</b>

**3.03 CHANGES IN INVENTORIES**

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
<b>Inventories at the end of the year (including in-transit)</b>		
Stock-in-trade	32.06	30.64
Work-in-progress	95.25	40.17
Finished goods	199.41	160.61
	<b>(a) 326.72</b>	<b>231.42</b>
<b>On Acquisition</b>		
Stock-in-trade	–	0.27
	<b>(b) –</b>	<b>0.27</b>
<b>Inventories at the beginning of the year (including in-transit)</b>		
Stock-in-trade	30.64	41.96
Work-in-progress	40.17	78.48
Finished goods	160.61	297.73
	<b>(c) 231.42</b>	<b>418.17</b>
<b>Total</b>	<b>(a - b - c) 95.30</b>	<b>(187.02)</b>

**3.04 OTHER MANUFACTURING EXPENSES**

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
Stores and spares consumed	139.53	121.74
Plant and equipment hire charges	30.21	20.28
Repairs to plant and equipment	28.30	22.16
Royalty for minerals	58.59	57.03
Sub-contract charges	35.03	43.91
Plant upkeep expenses	39.11	29.22
Quarry expenses	4.56	3.41
Dies and punches consumed	2.24	3.18
Other manufacturing expenses	8.02	5.64
<b>Total</b>	<b>345.59</b>	<b>306.57</b>

### 3.05 EMPLOYEE BENEFITS EXPENSE

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
Salaries, wages and bonus	551.13	492.93
Contribution to provident and other funds	40.07	40.28
Staff welfare expenses	24.03	16.68
<b>Total</b>	<b>615.23</b>	<b>549.89</b>

### 3.06 FINANCE COSTS

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
<b>Interest and Finance charges on financial liabilities :</b>		
Interest on overdraft/cash credit	8.13	12.49
Interest on borrowings	135.67	157.12
Interest on finance lease obligation	19.62	18.61
Interest on security deposits	14.05	14.03
Interest expense on redeemable preference shares	0.45	0.45
Other borrowing costs	7.22	7.68
<b>Total</b>	<b>185.14</b>	<b>210.38</b>

### 3.07 DEPRECIATION, AMORTISATION AND IMPAIRMENT EXPENSE

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
Depreciation of Property, plant and equipment	268.76	246.13
Depreciation on Right of Use Assets	34.95	40.57
Amortisation of intangible assets	5.94	5.82
<b>Total</b>	<b>309.65</b>	<b>292.52</b>

**3.08 OTHER EXPENSES**

₹ Crores

Particulars	Year ended March 31,	
	2022	2021
Rent expenses	20.93	20.00
Rates and taxes	25.55	16.98
Travelling and communication expenses	43.12	32.16
Commission on sales	28.05	30.02
Advertisement, sales promotion and other marketing expenses	125.12	100.12
Legal and professional fees	55.29	33.47
Re-insurance expenses	63.74	41.69
Insurance	21.29	20.84
Impairment loss/allowance/(reversal) on other financial assets carried at amortised cost	(0.31)	(1.22)
Impairment/(reversal of impairment) of trade receivables	(52.82)	8.22
Bad debts written off	67.05	15.98
Concrete pumping expenses	9.85	9.04
Research expenses *	5.28	4.12
Repairs to buildings	2.79	1.76
Repairs others	16.24	11.74
Bank charges	7.65	6.70
Impairment on non-current assets	0.60	3.23
Claims paid- Insurance Business	328.46	181.83
Commission- Insurance Business	52.60	38.63
Net loss on disposal of Property, plant and equipment	–	0.73
CSR expenses	4.54	4.29
Miscellaneous expenses	83.22	65.88
<b>Total</b>	<b>908.24</b>	<b>646.21</b>
<b>* Research expenses comprise of :</b>		
Salaries and wages	3.13	2.61
Travelling and Communication	0.32	0.24
Others	1.83	1.27
<b>Total</b>	<b>5.28</b>	<b>4.12</b>

### 3.09 TAX EXPENSES

₹ Crores

Particulars	Year ended March 31,	
	2022	2021
<b>(a) Income tax expenses :</b>		
<b>Current tax</b>		
In respect of the current year	3.69	10.37
In respect of the earlier years	(1.24)	–
<b>Deferred tax</b>		
In respect of the current year	37.53	5.83
<b>Total</b>	<b>39.98</b>	<b>16.20</b>
<b>(b) Income tax recognised in Other Comprehensive Income :</b>		
Remeasurements of the defined benefit plans	1.15	0.79
Share in joint ventures, to the extent not to be reclassified to profit or loss	(0.03)	(0.07)
Net Gain arising of financial assets designated as at FVTOCI	2.93	1.25
<b>Total</b>	<b>4.05</b>	<b>1.97</b>
<b>Total income tax expenses recognised in the year (a - b)</b>	<b>35.93</b>	<b>14.23</b>

**(c) A reconciliation between the Statutory income tax rate applicable to the Company and the effective income tax rate is as follows :**

₹ Crores

Particulars	Year ended March 31,	
	2022	2021
Net profit before tax	83.93	156.54
Effective tax rate applicable to the Company	25.17%	25.17%
Tax amount at the enacted income tax rate	21.13	40.75
Share of profit/(loss) in joint venture not taxable	1.85	1.09
Difference in tax rates of certain entities of the group	(0.09)	0.80
Add : Expenses not deductible in determining taxable profits	63.76	82.69
Less : Allowances/deductible	(84.80)	(70.63)
Minimum Alternative Tax	–	2.51
Tax relating to earlier years	(1.24)	(0.39)
Others	22.06	20.00
Incremental Deferred Tax assets on account of unused tax losses and unused tax credits	(38.18)	(77.09)
Incremental Deferred Tax liability on account of other temporary differences	51.44	14.50
<b>Tax expense as per the Statement of Profit and Loss</b>	<b>35.93</b>	<b>14.23</b>

**4.01 EARNINGS PER SHARE (EPS)**

Particulars	Year ended March 31,	
	2022	2021
<b>Basic earnings per share :</b>		
Attributable to equity holders of the Group (₹)	1.82	3.40
<b>Diluted earnings per share :</b>		
Attributable to equity holders of the Group (₹)	1.82	3.40
<b>Reconciliation of earnings used in calculating earnings per share :</b>		
<b>Basic earnings per share</b>		
Profit attributable to equity holders of the Group used in calculating basic earnings per share (₹ Crores)	91.77	171.23
<b>Diluted earnings per share</b>		
Profit attributable to equity holders of the Group used in calculating diluted earnings per share (₹ Crores)	91.77	171.23
Weighted average number of equity shares used as the denominator in calculating basic and diluted earnings per share	50,33,56,580	50,33,56,580

**4.02 EXCEPTIONAL ITEMS****FY 2021-22 :**

- a) Gain on sale of land and building located at Prayagraj amounting to ₹ 10.87 Crores on discontinuance of cement packing unit operations in the year 2018-19.
- b) Pursuant to the order of Commissioner of Labour on the settlement scheme and voluntary retirement/separation scheme offered by the Company, the Company has rationalised certain workforce at its tile manufacturing facilities of HRJ Division located at Dewas, Madhya Pradesh. The one-time financial impact on account of rationalisation aggregates to ₹ 1.88 Crores.

**FY 2020-21 :**

- a) During the course of mining, limestone pits are formed on the land from where limestone is extracted. Water accumulates in such pits, which is used by the Company in its manufacturing process. The Water Resource Department, Government of Madhya Pradesh raised a demand for consumption of such water during the period FY 1998-99 to FY 2019-20 aggregating to ₹ 8.92 Crores. The said demand had been challenged by the Company and a writ petition was filed before the Hon'ble Madhya Pradesh High Court, Jabalpur. During FY 2020-21, the Water Resources Department recalculated the demand and has issued revised demand notice for ₹ 1.45 Crores for period up to FY 2020-21, which has been paid. Out of the same, an amount of ₹ 1.33 Crores pertains to period up to FY 2019-20, which has been shown under Exceptional item.

Once the Madhya Pradesh High Court resumes physical hearing, the writ petition will be withdrawn in view of the above settlement with Water Resources Department.

- b) The state of Madhya Pradesh introduced a new Section 9C in MP VAT Act, 2002 vide which VAT was levied on freight of goods up to the state border. Accordingly, on the stock transfer of cement out of Madhya Pradesh, VAT was required to be paid on the freight charges up to the border. The Company had challenged the above provisions before Hon'ble Madhya Pradesh High Court, Jabalpur but no stay or interim relief had been granted.

Government of Madhya Pradesh had announced an Amnesty Scheme on September 26, 2020 to settle the disputed demands of MP Commercial Tax, VAT and CST for period up to FY 2015-16. The Company had availed benefit under the said amnesty scheme for the period from FY 2009-10 to FY 2015-16 in respect of the above demand of VAT.

The aggregate amount recognised in this regard was ₹ 11.95 Crores.

#### 4.02 EXCEPTIONAL ITEMS (Contd...)

- c) Gain on sale of land located at Whitefield, Bengaluru amounting to ₹ 32.57 Crores.
- d) Pursuant to the order of Commissioner of Labour on the settlement scheme and voluntary retirement/separation scheme offered by the Company, the Company had rationalised certain workforce at its tile manufacturing facilities of HRJ Division located at Pen, Maharashtra and at Kunigal, Karnataka. The one-time financial impact on account of rationalisation aggregates to ₹ 24.07 Crores.

#### 4.03 LEASES

1. The Group's lease asset primarily consist of leases for Land, Office Space, Furniture, Vehicle and Plant & Machinery having various lease terms.

#### 2. Following is carrying value of right of use assets :

Particulars	₹ Crores					
	Category of ROU					
	Leasehold Land	Plant & Machinery	Leasehold Building	Vehicle	Furniture	Total
<b>Balance as at April 1, 2020</b>	<b>55.36</b>	<b>65.97</b>	<b>47.04</b>	<b>0.34</b>	<b>17.76</b>	<b>186.47</b>
Additions during the previous year	8.90	68.08	0.54	–	1.34	78.86
Deletion during the previous year	15.35	0.43	0.73	–	–	16.51
Depreciation of Right of use assets	12.46	11.06	9.15	0.06	7.84	40.57
<b>Balance as at March 31, 2021</b>	<b>36.45</b>	<b>122.56</b>	<b>37.70</b>	<b>0.28</b>	<b>11.26</b>	<b>208.25</b>
Additions during the year	6.86	11.08	0.59	–	–	18.53
Transferred to Property, plant & equipment (refer note 2.01)	–	10.46	–	0.20	–	10.66
Deletion during the year	2.44	0.29	0.22	0.20	–	2.95
Depreciation of Right of use assets	10.49	10.52	8.91	0.01	5.02	34.95
<b>Balance as at March 31, 2022</b>	<b>30.38</b>	<b>112.37</b>	<b>29.16</b>	<b>0.07</b>	<b>6.24</b>	<b>178.22</b>

#### 3. The following is the carrying value of lease liability :

Particulars	₹ Crores	
	Year ended March 31,	
	2022	2021
Opening Balance of Lease liability	203.02	180.64
Additions during the year	18.18	78.93
Finance cost accrued during the year	19.35	17.92
Payment/Deletion/Waiver of lease liabilities during the year	56.45	74.47
<b>Closing Balance of Lease liability</b>	<b>184.10</b>	<b>203.02</b>
Current portion of Lease Liability	26.69	32.30
Non-current portion of Lease Liability	157.41	170.72
<b>Balance as at March 31, 2022</b>	<b>184.10</b>	<b>203.02</b>

**4.03 LEASES** (Contd...)**4. Amounts recognised in the statement of cash flows :**

Particulars	₹ Crores	
	2021-22	2020-21
Total cash outflow for Leases	53.22	53.59

- Rental expense recorded for short-term leases was ₹ 42.30 Crores for the year ended March 31, 2022 (FY 2020-21 : ₹ 27.95 Crores)
- The maturity analysis of lease liabilities are disclosed in note no. 4.08. The Group does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.
- Future lease payments which will start from April 1, 2022 is ₹ 4.41 Crores (Previous year: ₹ 34.91 Crores).
- Certain lease agreements are subject to escalation clause and with extension of lease term options. At the expiry of the lease term, in case of lease agreements other than land, the lessee has an option to purchase the assets at Fair Market Value.

**4.04 EMPLOYEE BENEFITS****1. Defined contribution plans**

The Group operated defined benefits contribution retirement benefits plans for all qualifying employees.

The total expense recognised in the Statement of Profit and Loss of ₹ 20.57 Crores (Previous year : ₹ 22.09 Crores) represents contributions payable to these plans by the Group at rates specified in rules of the plans.

**2. Defined benefit plans**

The Group sponsors funded defined benefit plans for qualifying employees. The defined benefits plan are administered by separate funds that are legally independent entities. The governing body of the fund is responsible for the investment policy with regard to assets of the funds.

These plans typically expose the Group to actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk

**Investment risk :** 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.

**Interest risk :** A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan debt investments.

**Longevity risk :** The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

**Salary risk :** The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

**3. Principal assumptions used for the purpose of actuarial valuation**

Particulars	Valuation as at March 31,	
	2022	2021
Discount Rate	5.66% to 7.23%	5.18% to 6.99%
Expected Rate(s) of salary increase	5% to 10%	3% to 10%
Average longevity at retirement age for current beneficiaries of plans (years)	39 to 58	38 to 58
Average longevity at retirement age for current employees (future beneficiaries of the plan)	58 & 60	58 & 60
Attrition rate	3% to 20%	2% to 20%

#### 4.04 EMPLOYEE BENEFITS (Contd...)

#### 4. (a) Amounts recognised in consolidated Statement of Profit and Loss in respect of defined benefit plans

₹ Crores

Particulars	Leave Encashment		Gratuity	
	For the year ended March 31,		For the year ended March 31,	
	2022	2021	2022	2021
Service cost :				
Current service cost	3.27	2.69	9.05	8.17
Past service cost and (gain)/loss from settlements	0.11	–	(0.33)	–
Net interest expense	2.09	2.02	3.21	2.92
Actuarial (gain)/loss	5.58	5.72	2.38	2.30
<b>Component of defined benefit costs recognised in Statement of Profit and Loss</b>	<b>11.05</b>	<b>10.43</b>	<b>14.31</b>	<b>13.39</b>

#### 4. (b) Amounts recognised in consolidated Other Comprehensive Income in respect of defined benefit plans

₹ Crores

Particulars	Gratuity	
	For the year ended March 31,	
	2022	2021
Remeasurement of net defined benefit liability		
Return on plan assets (excluding amount included in net interest expense)	0.26	(1.11)
Actuarial (gains)/losses arising from changes in demographic assumptions	0.06	(0.32)
Actuarial (gains)/losses arising from changes in financial assumptions	3.59	4.46
Actuarial (gains)/losses arising from experience adjustments	0.45	(0.15)
<b>Components of defined benefits cost recognised in Other Comprehensive Income</b>	<b>4.36</b>	<b>2.88</b>

#### 5. (a) Movements in present value of defined benefit obligation and planned assets

₹ Crores

Particulars	Leave Encashment		Gratuity	
	For the year ended March 31,		For the year ended March 31,	
	2022	2021	2022	2021
Opening defined benefit obligations	36.37	34.96	66.08	62.35
Current service cost	3.27	2.69	9.05	8.17
Interest cost	2.09	2.02	3.97	3.73
Remeasurement (Gains)/Losses				
Actuarial (gains)/losses arising from changes in demographic assumptions	(0.01)	0.02	0.06	(0.32)
Actuarial (gains)/losses arising from changes in financial assumptions	0.98	1.37	3.59	4.46
Actuarial (gains)/losses arising from experience adjustments	3.33	4.34	0.45	(0.15)
Past service cost, including losses/(gains) on curtailments	0.11	–	(0.33)	–
Benefits paid	(6.62)	(9.03)	(7.43)	(12.16)
<b>Closing Defined Benefit Obligation</b>	<b>39.52</b>	<b>36.37</b>	<b>75.44</b>	<b>66.08</b>



**4.04 EMPLOYEE BENEFITS** (Contd...)**5. (b) Movements in fair value of the plan assets**

Particulars	₹ Crores	
	Gratuity	
	For the year ended March 31,	
	2022	2021
Opening fair value of plan assets	31.76	33.70
Interest income	2.12	2.09
Contributions	7.63	6.33
Return on plan assets	(0.21)	1.17
Benefits paid	(5.97)	(11.53)
<b>Closing fair value of plan assets</b>	<b>35.33</b>	<b>31.76</b>

**6. The category of plan assets as a percentage of total plan are as follows**

Particulars	Percentage	
	March 31, 2022	March 31, 2021
Equity Shares	8.79%	11.05%
Central and State Government Securities	66.03%	73.72%
Other Fixed Income Securities/Deposits	25.18%	15.23%
<b>Total</b>	<b>100%</b>	<b>100%</b>

**Sensitivity Analysis**

Below is the sensitivity analysis determined for significant actuarial assumption for determination of defined benefit obligation and based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period.

Particulars	₹ Crores			
	Leave Encashment		Gratuity	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Discount Rate +100 basis points	38.20	34.48	72.14	62.92
Discount Rate -100 basis points	40.59	36.63	79.00	69.53
Salary Increase Rate +1%	40.41	36.47	78.65	69.27
Salary Increase Rate -1%	38.36	34.62	72.40	63.09
Attrition Rate +1%	39.09	35.39	75.20	66.08
Attrition Rate -1%	39.64	35.66	75.64	66.05

#### 4.05 (a) Contingent Liabilities

- (i) Guarantees given by the Group's bankers and counter guaranteed by the Group: ₹ 107.82 Crores (Previous year : ₹ 86.15 Crores).
- (ii) Prepayment charges claimed by a bank on amounts prepaid ₹ 1.25 Crores (Previous year : ₹ 1.25 Crores)
- (iii) Claims against the Group not acknowledged as debts on account of disputes:
  - (a) Energy Development Cess ₹ 9.89 Crores (Previous year : ₹ 9.89 Crores).
  - (b) Other Claims in respect to Income Tax, Sales Tax, Entry Tax, Excise Duty, Service Tax and other claims ₹ 374.56 Crores. (Previous year : ₹ 283.40 Crores)

#### (b) Capital and other Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) ₹ 112.38 Crores (Previous year : ₹ 104.97 Crores) and other commitments include outstanding letter of credit ₹ 53.78 Crores (Previous year : ₹ 48.02 Crores)

#### (c) Disclosure of provisions made as per the requirements of Ind AS - 37 on "Provisions, Contingent Liabilities and Contingent Assets" are as follows :

Particulars	₹ Crores			
	As at April 1, 2021	Provisions made during the year	Amounts utilised or reversed during the year	As at March 31, 2022
MPEB Cess on Generation of Electricity	8.33	-	-	8.33
MP Entry Tax/VAT	10.05	-	-	10.05
Appeal with AP, Kerala, Punjab, Tamil Nadu, Karnataka and Maharashtra Commercial Tax Department	2.03	0.20	0.10	2.13
Mines Restoration Expenses	6.27	0.97	-	7.24
Workmen dues	0.07	-	0.07	-

In certain cases, the Company has made payments against the above provisions. In case the disputes are settled in the favour of the Company, there would be refund of ₹ 1.19 Crores (Previous year : ₹ 1.04 Crores) and in the event, these are settled against the Company there would be cash outflow of ₹ 26.56 Crores (Previous year : ₹ 25.71 Crores).

- (d) In terms of long-term Gas Supply Agreement ('GSA') for Re-Liquefied Natural Gas ('RLNG') - Tranche A type with GAIL (India) Limited ('GAIL') having validity till April, 2028, the Company is committed to draw minimum quantity of RLNG specified therein. In case of underdrawn quantities, determined on calendar year basis, the Company is liable to deposit purchase price under Take or Pay Obligation clause ('TOP') of the GSA and is allowed to draw such underdrawn quantities in the balance term of the GSA at then prevailing price.

In earlier years, the Company has not been able to draw committed quantity of RLNG and GAIL has waived the TOP obligations under the GSA. In CY21, with the pandemic situation improving, the demand for gas increased, and as expected GAIL waived of TOP obligation for CY21 also.

The Company has Gas supply agreements/contracts for three manufacturing locations i.e. at Dewas, Kunigal and Pen. At Dewas and Kunigal, the Company has been able to renegotiate Minimum Guaranteed Obligation ('MGO'), thereby reducing (limiting) the TOP obligation on the Company for the undrawn quantities of MGO. The Company is pursuing its efforts with GAIL for similar reduction for its plant at Pen.

**4.05** (Contd...)

The estimated amount committed under TOP obligation for the underdrawn quantities of RLNG for the quarter ended March 31, 2022, which would be due in December 2022, if it remains undrawn or not waived, is approximately ₹ 18.20 Crores. The aforesaid amount, if payable, will only be in the nature of an advance payment for RLNG which can be drawn anytime thereafter up to the end of term of the GSA i.e. April 2028. Accordingly, this contract is not considered as in the nature of onerous contract and no effect of the same is required to be given in the accounts.

**4.06 Capital work-in-progress includes pre-operative expenses of ₹ 98.58 Crores (Previous year : ₹ 89.09 Crores), the details of which are as under :**

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
<b>Indirect expenditure incurred during the year and considered as pre-operative expenses</b>		
Salary, Wages and Bonus	1.72	1.29
Contribution to Provident and other funds	0.08	0.03
Rent, Rates and Taxes	0.34	0.27
Travelling and Communication	0.30	0.11
Professional fees	0.81	0.28
Depreciation	4.77	3.47
Miscellaneous expenses	1.47	1.21
<b>Total</b>	<b>9.49</b>	<b>6.66</b>
Add : Expenditure up to Previous year	89.09	82.43
<b>Balance Carried forward</b>	<b>98.58</b>	<b>89.09</b>
Cost relating to acquisition of assets and related direct expenses	105.52	43.35
<b>Total Capital Work-in-progress</b>	<b>204.10</b>	<b>132.44</b>

**4.07 CAPITAL MANAGEMENT****Risk management**

The Group's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investors', creditors' and market confidence and to sustain future development and growth of its business and at the same time, optimise returns to the shareholders. The Group takes appropriate and corrective steps in order to maintain, or if necessary adjust, its capital structure.

The capital structure of the Group is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. The Group considers the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets.

Consistent with others in the industry, the Group monitors capital on the basis of the capital gearing ratio computed as under :

Net debt (Total Borrowings net of Cash and Cash equivalents) divided by Total 'Equity' (as shown in the Balance Sheet including Non-controlling interest).

#### 4.07 CAPITAL MANAGEMENT (Contd...)

The Group's strategy is to maintain a capital gearing ratio within 2.25 times. The comparative capital gearing ratios are tabulated as hereunder :

Particulars	As At March 31,	
	2022	2021
Net Debt (₹ Crores)	1,186.16	1,183.21
Total Equity (₹ Crores)	1,595.54	1,523.94
<b>Net Debt to Equity ratio</b>	<b>0.74</b>	<b>0.78</b>

The Group has complied with all material externally imposed conditions relating to capital requirements and there has not been any delay or default during the period covered under these financial statements. No lenders have raised any matter that may lead to breach of covenants stipulated in the underlying documents.

#### 4.08 FINANCIAL INSTRUMENTS

##### (i) Methods and assumptions used to estimate the fair values

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

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

- The carrying amounts of receivables and payables which are short term in nature such as trade receivables, other bank balances, deposits, loans to employees, trade payables, payables for acquisition of non-current assets, demand loans from banks and cash and cash equivalents are considered to be the same as their fair values.
- The fair values for long term loans, long term security deposits given and remaining non current financial assets were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs.
- The fair values of long term security deposits taken, non-current borrowings and remaining non current financial liabilities are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs.
- For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

##### (ii) Categories of financial instruments

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1 : unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2 : directly or indirectly observable market inputs, other than Level 1 inputs; and

Level 3 : inputs which are not based on observable market data

**4.08 FINANCIAL INSTRUMENTS** (Contd...)

Particulars	₹ Crores			
	As at March 31, 2022		As at March 31, 2021	
	Carrying values	Fair value	Carrying values	Fair value
<b>Financial assets</b>				
<b>Measured at amortised cost :</b>				
Trade receivables	623.70	623.70	630.90	630.90
Loans	1.97	1.97	4.79	4.79
Cash and Bank balances	382.11	382.11	554.57	554.57
Other financial assets	158.03	158.03	155.44	155.44
<b>Measured at FVTPL :</b>				
Investments	1.41	1.41	11.85	11.85
Derivative Instruments	0.10	0.10	#	#
Debt Instruments	0.42	0.42	2.63	2.63
<b>Measured at FVTOCI :</b>				
Investment in other companies	752.01	752.01	643.08	643.08
<b>Total Financial assets</b>	<b>1,919.75</b>	<b>1,919.75</b>	<b>2,003.26</b>	<b>2,003.26</b>
<b>Financial liabilities</b>				
<b>Measured at amortised cost :</b>				
Borrowings	1,560.26	1,560.26	1,727.94	1,727.94
Lease Liabilities	184.10	184.10	203.02	203.02
Trade payables	1,150.73	1,150.73	945.76	945.76
Other financial liabilities	732.01	732.01	745.32	745.32
<b>Total Financial liabilities</b>	<b>3,627.10</b>	<b>3,627.10</b>	<b>3,622.04</b>	<b>3,622.04</b>

**(iii) Level wise disclosure of financial instruments**

Particulars	₹ Crores			
	As at March 31, 2022	As at March 31, 2021	Level	Valuation techniques and key inputs
Investment in equity instruments of other companies (B L A Power Private Limited)	4.85	4.95	3	Independent Valuer Certificate
Investments in mutual funds	1.40	11.83	1	Quotes from market
Investment in debt instruments	0.42	2.63	1	Quotes from market
Investment in debenture/bonds	747.16	638.13	2	Quotes from market for similar instruments
Foreign currency forward contracts - Assets	—	#	2	Quotes from banks or dealers

#### 4.08 FINANCIAL INSTRUMENTS (Contd...)

The following table shows a reconciliation of significant unobservable inputs from the opening balance to the closing balance for Level 3 recurring fair value measurements :

Investment in equity instruments of other companies	₹ Crores
Balance as on April 1, 2021	4.95
Less: Adjustment due to Fair valuation	0.10
<b>Balance as on March 31, 2022</b>	<b>4.85</b>

# Amount less than ₹ 50,000/-

#### (iv) Financial Risk Management

The Group's financial risk management is an integral part of how to plan and execute its business strategies. The Groups financial risk management policy is set by the respective Board of the companies in the Group. The details of different types of risk and management policy to address these risks are listed below :

The Group's activities are exposed to various risks viz. Credit risk, Liquidity risk and Market risk. In order to minimise any adverse effects on the financial performance of the Group, it uses various instruments and follows polices set up by the Board of Directors/Management.

#### (a) Credit Risk :

Credit risk arises from the possibility that counter party will cause financial loss to the Group by failing to discharge its obligation as agreed.

Credit risks from balances with banks and financial institutions are managed in accordance with the Groups policy. For financial instruments, the Group attempts to limit the credit risk by only dealing with reputable banks and financial institutions having high credit-ratings assigned by credit-rating agencies.

Each Company of the Group has specific policies for managing customer credit risk; these policies factor in the customers' financial position, past experience and other customer specific factor The Group uses the allowance matrix to measure the expected credit loss of trade receivables from customer.

Based on the industry practices and business environment in which the Group operates, management considers that the trade receivables are in default if the payment are more than 2 years past due.

Trade receivables consists of large number of customers spread across diverse industries and geographical areas with no significant concentration of credit risk. The outstanding trade receivables are regularly monitored and appropriate action is taken for collection of overdue receivables.

#### Table showing age of gross trade receivables and movement in expected credit loss allowance :

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
Within the credit period	379.16	355.90
1-90 days past due	191.46	210.93
91-180 days past due	20.19	27.65
181-270 days past due	11.63	17.40
More than 270 days past due	118.19	168.67
<b>Total</b>	<b>720.63</b>	<b>780.55</b>

**4.08 FINANCIAL INSTRUMENTS** (Contd...)

Movement in the expected credit loss allowance	₹ Crores	
	As at March 31,	
	2022	2021
Balance at the beginning of the year	149.65	141.43
Net movement in expected credit loss allowance on trade receivables calculated at lifetime expected credit losses	(52.82)	8.22
<b>Balance at the end of the year</b>	<b>96.83</b>	<b>149.65</b>

**(b) Liquidity Risk**

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Groups approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to Group's reputation. In addition, processes and policies related to such risks are overseen by the senior management. The management monitors the Group's net liquidity position through rolling forecasts on the basis of expected cash flows.

**Maturities of financial liabilities**

The table below provides details regarding the remaining contractual maturities of financial liabilities :

As at March 31, 2022	₹ Crores			
	< 1 Year	1 - 5 year	> 5 year	Total
Non-current borrowings	211.66	1,108.30	68.71	1,388.67
Current borrowings	171.25	–	–	171.25
Lease Liability	43.45	107.50	213.72	364.67
Fixed Deposits payable	0.34	–	–	0.34
Trade Payables	1,137.93	12.80	–	1,150.73
Other Financial Liabilities	422.42	231.64	77.95	732.01

As at March 31, 2021	₹ Crores			
	< 1 Year	1 - 5 year	> 5 year	Total
Non-current borrowings	180.19	1,305.95	123.86	1,610.00
Current borrowings	117.45	–	–	117.45
Lease Liability	50.68	124.07	211.83	386.58
Fixed Deposits payable	0.49	–	–	0.49
Trade Payables	945.76	–	–	945.76
Other Financial Liabilities	442.41	170.08	132.83	745.32

**Financing arrangements**

The Group has sufficient sanctioned line of credits from its bankers/financiers; commensurate to its business requirements. The Group reviews its line of credit available with bankers and lenders from time to time to ensure that at any point of time there is sufficient availability of line of credit to handle peak business cycle.

The Group pays special attention to the net operating working capital invested in the business. In this regard, as in previous years, considerable work has been performed to control and reduce collection periods for trade and other receivables, as well as to optimise accounts payable with the support of banking arrangements to mobilise funds and minimise inventories.

**(c) Market Risk**

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk : currency risk and interest rate risk.

#### 4.08 FINANCIAL INSTRUMENTS (Contd...)

##### i. Market Risk – Foreign Exchange

Foreign currency risk is that the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group operates internationally and a portion of its business is transacted in several currencies and consequently the Group is exposed to foreign exchange risk through its overseas sales and purchases in various foreign currencies. The Group hedges the receivables as well as payables after discussion with the Forex Consultant and as per policies set by the management.

The Group is also exposed to the foreign currency loans availed from various banks to reduce the overall interest cost.

**The carrying amount of the Group's foreign currency denominated monetary assets and liabilities as at the end of the reporting period are as follows :**

Currencies	In Crores			
	Liabilities		Assets	
	As at March 31,		As at March 31,	
	2022	2021	2022	2021
US Dollar (USD)	2.26	1.74	0.39	0.53
EURO	0.42	0.42	–	#
British Pound (GBP)	#	–	–	–
Japanese Yen (JPY)	–	0.01	–	–
Danish Krone (DKK)	#	–	–	–
Srilankan Rupee (LKR)	#	0.03	1.13	4.28

# Amount less than 50,000/-

##### Foreign Currency Exposure

Foreign currency exposure as at March 31, 2022	In Crores					
	USD	EURO	JPY	LKR	GBP	DKK
Trade receivables	0.39	–	–	0.11	–	–
Loan and other receivables	–	–	–	1.02	–	–
Borrowings	0.04	–	–	–	–	–
Trade payables	2.22	0.42	–	#	#	#

Foreign currency exposure as at March 31, 2021	In Crores					
	USD	EURO	JPY	LKR	GBP	DKK
Trade receivables	0.53	#	–	1.62	–	–
Loans and other receivables	–	–	–	2.66	–	–
Borrowings	0.13	–	–	–	–	–
Trade payables	1.61	0.42	0.01	0.03	–	–

# Amount less than 50,000/-



## 4.08 FINANCIAL INSTRUMENTS (Contd...)

## Particulars of un-hedged foreign currency asset/liability as at Balance Sheet date

Currency	Nature	In Crores			
		As at March 31, 2022		As at March 31, 2021	
		Amount in Foreign Currency	Amount (₹)	Amount in Foreign Currency	Amount (₹)
EURO	Asset	-	-	#	0.27
LKR	Asset	1.13	0.29	4.28	1.57
USD	Asset	0.39	29.40	0.53	38.76
EURO	Liability	0.42	35.36	0.42	35.63
LKR	Liability	#	#	0.03	0.01
USD	Liability	2.26	171.37	1.74	127.07
DKK	Liability	#	0.05	-	-
GBP	Liability	#	#	-	-
JPY	Liability	-	-	0.01	#

# Amount less than 50,000/-

## Foreign currency sensitivity

1% increase or decrease in foreign exchange rates will have the following impact on profit after tax and equity :

Currency	₹ Crores			
	Impact on Profit after Tax and Equity		Impact on Profit after Tax and Equity	
	As at March 31,		As at March 31,	
	2022	2021	2022	2021
	1% increase	1% increase	1% decrease	1% decrease
USD	(1.42)	(0.88)	1.42	0.88
EURO	(0.35)	(0.35)	0.35	0.35
LKR	-	0.02	-	(0.02)
<b>Total</b>	<b>(1.77)</b>	<b>(1.21)</b>	<b>1.77</b>	<b>1.21</b>

## ii. Market Risk – Interest Rate

The interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Group borrows at variable as well as fixed interest rates and the same is managed by the Group by constantly monitoring the trends and expectations. In order to reduce the overall interest cost, the Group has borrowed in a mix of short term and long term loans.

Particulars	₹ Crores	
	March 31, 2022	March 31, 2021
Variable rate borrowings	969.17	1346.08
Fixed rate borrowings	591.09	381.86

## Interest rate sensitivity analysis

The sensitivity analysis below have been determined based on the exposure to interest rates on the borrowings at the end of the reporting period. For floating rate liabilities, the analysis is prepared assuming that the amount of liability outstanding at the end of the reporting period was outstanding for whole the year. A 100 basis point increase or decrease is used for internal review by the key management personnel.

Particulars	₹ Crores	
	Impact on Profit/Loss and Equity	
	As at March 31,	
	2022	2021
Interest rates - increase by 100 basis points *	(9.69)	(13.46)
Interest rates - decrease by 100 basis points *	9.69	13.46

• Assuming all other variables as constant

## 4.09 RELATED PARTY DISCLOSURES

### Relationships

Particulars	Ownership interest	
	As at March 31,	
	2022	2021
<b>Joint Ventures</b>		
Ardex Endura (India) Private Limited	50%	50%
TBK Deepgiri Tile Bath Kitchen Private Limited	50%	50%
TBK Florance Ceramics Private Limited	50%	50%
TBK Prathap Tile Bath Kitchen Private Limited (upto 29/06/2020)	–	–
<b>Associates</b>		
CSE Solar Parks Satna Private Limited	27.95%	27.95%
Sunspring Solar Private Limited	27%	27%

### Companies in which Directors and/or their relatives have significant influence

Peninsula Estates Private Limited  
Varahagiri Investments & Finance Private Limited  
Hathway Cable and Datacom Limited

### Others - Significant Influence

Countrywide Exports Private Limited

### Others - Post-retirement Benefit Plan

Prism Johnson Limited Staff Provident Fund

### Key Management Personnel (KMP)

#### Executive Directors

Mr. Vijay Aggarwal, Managing Director  
Mr. Vivek K. Agnihotri, Executive Director & CEO (Cement)  
Mr. Sarat Chandak, Executive Director & CEO (HRJ)  
Mr. Atul R. Desai, Executive Director & CEO (RMC)

#### Non-executive Directors

##### Non-independent

Mr. Rajan B. Raheja, Director  
Mr. Akshay R. Raheja, Director (w.e.f. 05/03/2022)

##### Independent

Mr. Shobhan M. Thakore, Chairman  
Ms. Ameeta A. Parpia, Director  
Dr. Raveendra Chittoor, Director

Name	Relationship	Nature of transaction	Amount of transaction in FY 2021-22	Amount outstanding as on March 31, 2022 (payable)/ Receivable	₹ Crores	
					Amount of transaction in FY 2020-21	Amount outstanding as on March 31, 2021 (payable)/ Receivable
Peninsula Estates Private Limited	Companies in which Directors and/or their relatives have significant influence	Rent expense	0.17	–	0.15	–
		Deposit given	–	0.03	–	0.03
Varahagiri Investments & Finance Private Limited	Companies in which Directors and/or their relatives have significant influence	Rent expense	0.66	–	0.60	–
		Deposit given	–	0.11	–	0.11
CSE Solar Parks Satna Private Limited	Associate	Investment made	–	–	4.48	NA
		Access Fees received	0.13	0.14	0.11	0.05
		Purchase	11.67	(2.54)	6.52	(2.28)
		Incentive paid	0.42	–	0.19	(0.89)

**4.09 RELATED PARTY DISCLOSURES** (Contd...)

						₹ Crores
Name	Relationship	Nature of transaction	Amount of transaction in FY 2021-22	Amount outstanding as on March 31, 2022 (payable)/ Receivable	Amount of transaction in FY 2020-21	Amount outstanding as on March 31, 2021 (payable)/ Receivable
Sunspring Solar Private Limited	Associate	Termination Charges	1.30	—	—	—
		Access Fees received	0.11	0.11	0.04	0.04
		Purchase	1.56	(1.00)	0.90	(0.28)
		Incentive paid	0.64	—	0.38	(0.68)
Mr. Atul R. Desai	Executive Director & CEO (RMC)	Deposit given	—	0.06	—	0.06
		Rent expense	0.13	—	0.11	—
Payable on account of Managerial Remuneration	KMPs	Refer table below (*)	24.11	(1.85)	15.51	(2.55)
TBK Florance Ceramics Private Limited	Joint Venture	Sales	13.26	0.30	8.00	0.24
		Selling and Distribution Expenses	0.24	—	0.61	—
		Reimbursement of services received	#	—	#	—
		Reimbursement of Services Paid	0.08	—	0.05	—
TBK Deepgiri Tile Bath Kitchen Private Limited	Joint Venture	Reimbursement of services received	0.10	—	0.08	—
		Sales	2.44	0.06	3.11	0.04
		Amount written off / loan balance	1.24	—	—	1.24
		Selling and Distribution Expenses	0.05	—	0.15	—
		Reimbursement of Services Paid	#	—	#	—
		Interest Income	0.09	—	0.15	0.61
TBK Prathap Tile Bath Kitchen Private Limited	Joint Venture	Purchase	—	—	0.13	—
Countrywide Exports Private Limited	Significant Influence	Rent expense	—	—	0.03	—
Ardex Endura (India) Private Limited	Joint Venture	Deposits given	—	#	—	#
		Brand promotion income	1.18	—	—	—
		Purchase and services	0.01	—	0.14	(0.02)

#### 4.09 RELATED PARTY DISCLOSURES (Contd...)

₹ Crores						
Name	Relationship	Nature of transaction	Amount of transaction in FY 2021-22	Amount outstanding as on March 31, 2022 (payable)/ Receivable	Amount of transaction in FY 2020-21	Amount outstanding as on March 31, 2021 (payable)/ Receivable
Prism Johnson Limited Staff Provident Fund	Post-retirement Benefit Plan	Purchase of securities	—	—	2.57	N.A.
Others		Interest Income	—	—	0.02	—
		Interest receivable written-off	—	—	0.05	—
		Sales	—	—	1.36	—
		Selling and Distribution Expenses	—	—	0.07	—
		Sale of investments	—	—	0.01	—
		Reimbursement of services paid	—	—	#	—

# Amount less than ₹ 50,000/-

#### (\* Compensation to KMPs :

Particulars	₹ Crores	
	FY 2021-22	FY 2020-21
Short-term employee benefits	23.30	14.81
Post-employment benefits	—	—
Other long-term benefits	—	—
Commission paid to Independent Directors	0.60	0.45
Sitting Fees	0.21	0.25
<b>Total</b>	<b>24.11</b>	<b>15.51</b>

Notes :

- As the post-employment benefits is provided on an actuarial basis for the Company as a whole, the amount pertaining to key management personnel is not ascertainable and therefore not included above.
- The value of related party transaction & balances reported are based on actual transaction and without giving effect to notional Ind AS adjustment entries.
- Transactions disclosed against "Others" in the above table are those transactions with related party which are of the amount not in excess of 10% of the total related party transactions of the same nature.

#### 4.10 SEGMENT INFORMATION

Products and services from which reportable segments derive their revenues.

Information reported to Chief Operating Decision Maker (CODM) for the purpose of resource allocation and assessment of segment performance focuses on types of goods and services delivered, or provided. No operating segments have been aggregated in arriving at reporting segments in the Group.

##### Segment Revenue and Results :

The following is an analysis of the Group revenue and results from continuing operations by reportable segments.

Particulars	₹ Crores			
	Segment Revenue		Segment Results	
	For the year ended March 31,		For the year ended March 31,	
	2022	2021	2022	2021
Cement (a)	2,407.60	2,585.74	219.78	424.51
HRJ	2,221.41	1,832.50	118.60	(71.3)
Share of Profit/(loss) of Joint Ventures and Associate	–	–	7.34	4.26
Total HRJ (b)	2,221.41	1,832.50	125.94	(2.87)
RMC (c)	1,197.46	907.86	(18.29)	(15.86)
Insurance (d)	503.66	292.98	(48.77)	(43.04)
<b>(a + b + c + d)</b>	<b>6,330.13</b>	<b>5,619.08</b>	<b>278.66</b>	<b>362.74</b>
Less: Inter Segment Revenue	23.81	31.94	-	-
<b>Total</b>	<b>6,306.32</b>	<b>5,587.14</b>	<b>278.66</b>	<b>362.74</b>
Add : Other un-allocable income net of un-allocable expenditure			38.23	35.07
Less : Finance costs			185.14	210.38
<b>Profit Before Tax</b>			<b>131.75</b>	<b>187.43</b>

##### Segment Assets and Liabilities :

Particulars	₹ Crores	
	As at March 31,	
	2022	2021
<b>Segment Assets</b>		
Cement	2,945.02	2,707.28
Investment in Associate accounted under Equity Method	9.47	9.94
Total Cement (a)	2,954.49	2,717.22
HRJ	1,623.16	1,572.56
Investment in Joint Ventures and Associate accounted under Equity Method	70.67	63.25
Total HRJ (b)	1,693.83	1,635.81
RMC (c)	495.57	521.58
Insurance (d)	1,016.64	848.34
Total Segment Assets <b>(a + b + c + d)</b>	<b>6,160.53</b>	<b>5,722.95</b>
Unallocated	303.08	454.00
<b>Consolidated Total Assets</b>	<b>6,463.61</b>	<b>6,176.95</b>
<b>Segment Liabilities</b>		
Cement	1,303.28	1,189.08
HRJ	910.49	861.77
RMC	342.17	351.12
Insurance	925.77	743.59
Total Segment Liabilities	3,481.71	3,145.56
Unallocated	1,658.89	1,789.85
<b>Consolidated Total Liabilities</b>	<b>5,140.60</b>	<b>4,935.41</b>

#### 4.10 SEGMENT INFORMATION (Contd...)

For the purposes of monitoring segment performance and allocating resources between segments :

- All assets are allocated to reportable segments other than, other investments, loans, other financial assets. Goodwill is allocated to reportable segments as described in notes.
- All liabilities are allocated to reportable segments other than borrowings, other financial liabilities, current and deferred tax liabilities.

Particulars	₹ Crores			
	Depreciation, Amortisation and Impairment		Additions to Non-current Assets	
	For the year ended March 31,		As at March 31,	
	2022	2021	2022	2021
Cement	161.04	122.35	204.27	333.06
HRJ	117.24	135.92	94.39	25.44
RMC	27.11	30.66	30.86	7.93
Insurance	4.26	3.59	4.28	3.94
<b>Total</b>	<b>309.65</b>	<b>292.52</b>	<b>333.80</b>	<b>370.37</b>

#### 4.11 GOVERNMENT GRANTS BY WAY OF TAX SUBSIDY/EXEMPTION SCHEMES

- As per Jammu and Kashmir Budgetary support scheme under Goods and Service Tax, the Company is entitled for 58 % of CGST and 29% IGST paid through debit in cash ledger account maintained by the Entity. During the year, the Company has recognised the GST Rebate and credited to "Other Income" of ₹ 0.43 Crores (Previous year : ₹ 0.78 Crores).
- As per Jammu and Kashmir Budgetary support scheme under Goods and Service Tax, the Company is entitled for claim 2% of the taxable turnover with respect to interstate supplies made by the Industrial unit under Integrated Goods and Services Tax Act, 2017 provided that the maximum amount of annual reimbursement shall be limited to 2% of the interstate sales turnover reflected by the dealer in his returns for the accounting year 2016-17. The Company has recognised the Interstate Sale Rebate of ₹ 0.71 Crores (Previous year : ₹ 0.01 Crores) in the Statement of Profit and Loss.
- Coral Gold Tiles Private Limited has received grant in the nature of exemption of Import duty such as custom duty, CVD and other duties on capital goods with certain condition related to Export of Goods under EPCG Scheme of Government of India aggregating to ₹ 0.54 Crores (Previous year : ₹ 0.54 Crores)
- During the year, Sanskar Ceramics Private Limited and Spectrum Johnson Tiles Private Limited, grant set up as deferred income has been recognised in the Statement of Profit and Loss as Nil (Previous year : ₹ 2.05 Crores)
- As part of fiscal incentives to North East Region, the Ministry of Commerce & Industry had provided capital investment incentives under "North East Industrial and Investment Promotion Policy (NEIIPP), 2007". The Company had invested ₹ 1.56 Crores in plant and machinery in FY 2012-13 and lodged claim for capital subsidy. During the FY 2018-19, the Government had approved Company's claim against NEIIPP 2007 and sanctioned capital subsidy of ₹ 0.47 Crores. The Company had recognised this as unearned income, to be recognised in Statement of Profit and Loss over the balance useful life of the assets.

#### 4.12 INTERESTS IN OTHER ENTITIES

##### Subsidiaries :

The Company's subsidiaries as at March 31, 2022 are set out below. Unless otherwise stated, they have Share Capital consisting solely of equity shares, the proportion of ownership interests held equals the voting rights held by the Company. The country of incorporation or registration is also their principal place of business.

Name of entity	Country of incorporation	Ownership interest held by the Group		Ownership interest held by non-controlling interests		Principal Activities
		March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021	
Raheja QBE General Insurance Company Limited	India	51%	51%	49%	49%	General insurance business
Antique Marbonite Private Limited	India	50%	50%	50%	50%	Manufacturing of Tiles
Spectrum Johnson Tiles Private Limited	India	50%	50%	50%	50%	
Sentini Cermica Private Limited	India	50%	50%	50%	50%	
Coral Gold Tiles Private Limited	India	50%	50%	50%	50%	
Small Johnson Floor Tiles Private Limited	India	50%	50%	50%	50%	
Sanskar Ceramics Private Limited	India	50%	50%	50%	50%	
TBK Prathap Tile Bath Kitchen Private Limited	India	98%	98%	2%	2%	Trading of Tiles
H. & R. Johnson (India) TBK Limited	India	100%	100%	–	–	
TBK Venkataramiah Tile Bath Kitchen Private Limited	India	100%	100%	–	–	
TBK Samiyaz Tile Bath Kitchen Private Limited	India	100%	100%	–	–	
TBK Rangoli Tile Bath Kitchen Private Limited	India	100%	100%	–	–	
RMC Readymix Porselano (India) Limited	India	100%	100%	–	–	
Antique Minerals Private Limited (Subsidiary of Antique Marbonite Private Limited)	India	–	25.50%	–	74.50%	Conversion of feldspar and quartz lumps to powder

##### Non-controlling interests (NCI) :

Set out below is summarised financial information for each subsidiary that has non-controlling interests that are material to the Group. The amounts disclosed for each subsidiary are before inter-company eliminations.

Particulars	₹ Crores			
	Raheja QBE General Insurance Company Limited		Antique Marbonite Private Limited (*)	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
<b>Summarised Balance Sheet :</b>				
Current assets	269.97	326.29	136.51	136.81
Current liabilities	581.08	434.56	103.12	110.49
<b>Net current assets (a)</b>	<b>(311.11)</b>	<b>(108.27)</b>	<b>33.39</b>	<b>26.32</b>
Non-current assets	757.47	528.29	147.39	149.76
Non-current liabilities	247.45	202.83	18.36	21.39
<b>Net non-current assets (b)</b>	<b>510.02</b>	<b>325.46</b>	<b>129.03</b>	<b>128.37</b>
<b>Net assets (a + b)</b>	<b>198.91</b>	<b>217.19</b>	<b>162.42</b>	<b>154.69</b>
<b>Accumulated NCI</b>	<b>97.24</b>	<b>106.20</b>	<b>81.21</b>	<b>77.68</b>

#### 4.12 INTERESTS IN OTHER ENTITIES (Contd...)

Summarised Statement of Profit and Loss	₹ Crores			
	Raheja QBE General Insurance Company Limited		Antique Marbonite Private Limited (*)	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Revenue	503.96	293.41	344.39	303.31
Profit/(Loss) for the year	(95.02)	(83.70)	7.56	7.90
Other Comprehensive Income/(Loss)	(8.29)	(3.59)	0.18	0.10
Total Comprehensive Income/(Loss)	<b>(103.31)</b>	<b>(87.29)</b>	<b>7.74</b>	<b>8.00</b>
Profit/(Loss) allocated to NCI	<b>(50.62)</b>	<b>(42.77)</b>	<b>3.87</b>	<b>4.00</b>

Summarised cash flows	₹ Crores			
	Raheja QBE General Insurance Company Limited		Antique Marbonite Private Limited (*)	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Cash flows from operating activities	1.45	33.02	22.48	12.97
Cash flows from investing activities	(79.10)	(194.98)	(7.16)	(10.48)
Cash flows from financing activities	82.89	149.69	(15.33)	(2.46)
Net increase/(decrease) in cash and cash equivalents	<b>5.24</b>	<b>(12.27)</b>	<b>(0.01)</b>	<b>0.03</b>

(\*) Based on consolidated financial statements

#### 4.13 INTERESTS IN JOINT VENTURE AND ASSOCIATES

Set out below is information on the Joint Venture of the Group as at March 31, 2022 which, in the opinion of the management, is material to the Group. The entity listed below have share capital consisting solely of equity shares, which are held directly by the Group. The country of incorporation or registration is also their principal place of business, and the proportion of ownership interest is the same as the proportion of voting rights held.

Name of entity	Relationship	Place of business	% of Ownership	₹ Crores	
				Carrying amount	
				March 31, 2022	March 31, 2021
Ardex Endura (India) Private Limited	Joint Venture	India	50.00%	65.48	57.89

Commitments and contingent liabilities	₹ Crores	
	Ardex Endura (India) Private Limited (*)	
	March 31, 2022	March 31, 2021
Share in Joint Venture's contingent liability in respect of VAT/CST, excise and service tax claims not acknowledge as debt	0.62	0.47
Share of capital commitment in Joint Venture	1.34	0.27



**4.13 INTERESTS IN JOINT VENTURE AND ASSOCIATES** (Contd...)**Summarised financial information for the Joint Venture :**

The tables below provides summarised financial information for the Joint Venture that is material to the Group. The information disclosed reflects the amounts presented in the financial statements of the relevant Joint Venture and not the Group share in the Joint Venture.

Particulars	₹ Crores	
	Ardex Endura (India) Private Limited (*)	
	March 31, 2022	March 31, 2021
<b>Summarised Balance Sheet</b>		
<b>Current assets</b>		
Cash and cash equivalents	0.07	0.76
Other assets	117.47	98.52
<b>Total current assets</b>	<b>(a) 117.54</b>	<b>99.28</b>
<b>Total non-current assets</b>	<b>(b) 53.60</b>	<b>55.40</b>
<b>Current liabilities</b>		
Financial liabilities (excluding trade payables)	5.54	4.11
Other liabilities	34.66	34.28
<b>Total current liabilities</b>	<b>(c) 40.20</b>	<b>38.39</b>
<b>Non-current liabilities</b>		
Financial liabilities (excluding trade payables)	5.45	5.72
Other liabilities	0.42	0.68
<b>Total non-current liabilities</b>	<b>(d) 5.87</b>	<b>6.40</b>
<b>Net assets</b>	<b>(a + b - c - d) 125.07</b>	<b>109.89</b>

Reconciliation to carrying amounts	₹ Crores	
	Ardex Endura (India) Private Limited (*)	
	March 31, 2022	March 31, 2021
Opening net assets	109.89	101.58
Profit for the year	15.03	8.30
Other Comprehensive Income	0.15	0.01
<b>Closing net assets</b>	<b>125.07</b>	<b>109.89</b>
Group's share in %	50%	50%
Group's share in INR	62.54	54.95
Goodwill	2.94	2.94
<b>Carrying amount</b>	<b>65.48</b>	<b>57.89</b>

Summarised Statement of Profit and Loss	₹ Crores	
	Ardex Endura (India) Private Limited (*)	
	March 31, 2022	March 31, 2021
Revenue from operations	168.36	133.19
Other Income	2.97	2.86
Depreciation and amortisation	4.62	4.55
Interest expense	0.62	0.77
Income tax expense	5.21	3.01
Other expenses	145.85	119.42
<b>Profit for the year</b>	<b>15.03</b>	<b>8.30</b>
Other comprehensive income	0.15	0.01
<b>Total Comprehensive Income</b>	<b>15.18</b>	<b>8.31</b>

#### 4.13 INTERESTS IN JOINT VENTURE AND ASSOCIATE (Contd...)

##### Individually immaterial Joint Ventures and Associates :

In addition to the interests in Joint Venture disclosed above, the Group also has interests in a number of individually immaterial Joint Ventures and Associates that are accounted for using the equity method.

Particulars	₹ Crores	
	March 31, 2022	March 31, 2021
Aggregate carrying amount of individually immaterial Joint Ventures and Associates	14.66	15.30
Aggregate amount of the Group's share of :		
Profit/(Loss) from operations	0.13	0.11
<b>Total Comprehensive Income/(Loss)</b>	<b>0.13</b>	<b>0.11</b>

Particulars	₹ Crores	
	March 31, 2022	March 31, 2021
Total share of profit/(loss) from Joint Ventures/Associates	6.87	4.25

(\*) Based on consolidated financial statements

**4.14** Pursuant to Order of the Hon'ble Supreme Court dated September 24, 2014, Sial Ghogri Coal mine of the Company was de-allocated and put to auction by the Ministry of Coal through Nominated Authority. The Nominated Authority had determined compensation of ₹ 32.49 Crores for the said Coal Block as against expenses and book value of assets amounting to ₹ 47.58 Crores.

Till date, a sum of ₹ 32.34 Crores has been disbursed by the Nominated Authority. The Company had *inter alia* disputed the quantum of compensation before the Hon'ble High Court of Judicature, Delhi. As per the directions of the said High Court, the Company had filed its claim for an additional compensation of ₹ 53.03 Crores before the Coal Tribunal at Singrauli, duly appointed under Coal Bearing Areas (Acquisition and Development) Act, 1957.

The Coal Tribunal however, has declined to entertain claim of the Company being of the view that the same has to be heard by the Nominated Authority. Aggrieved by the decision of the Coal Tribunal, the Company has filed an appeal before the High Court of Madhya Pradesh to restore the claim before the Coal Tribunal.

Pending final disposal of the matter, the Company has not recognised excess of compensation claimed over the book value as income as well as loss that may have to be incurred in the event compensation is denied. Accordingly, the balance amount appears under the head Other Financial Assets (note no. 2.07) and Freehold Land (note no. 2.01) ₹ 13.93 Crores and ₹ 1.31 Crores respectively. The Freehold Land continues to be in possession of the Company as it was not part of the vesting order. Based on the legal opinion, the Company has more than reasonable chances of succeeding in the matter.

**4.15** Insurance claim of the year 2012 relating to collapse of blending silo at cement plant and consequential damages was rejected by the insurance company. The Company had recognized a sum of ₹ 58.94 Crores as receivable. Against the rejection of the claim, the Company has filed a money suit against the insurance company for recovery of ₹ 150.27 Crores. The matter is before the Commercial Court at Rewa, Madhya Pradesh. In addition, the Company is pursuing arbitration proceedings with the party responsible for construction of the said silo for recovery of damages. Based on legal opinion and judicial precedents, the Company has more than reasonable chance of succeeding in the matter.

**4.16** In the course of normal business operations, the Company has settled certain receivables by acquiring residential and commercial properties. The process of disposing these properties is in progress. Impairment loss recognised in Statement of profit and loss under the head Other expenses to write down the value of such properties to its fair value is Nil (Previous year : ₹ 0.55 Crores). The reportable segment, in which the Non-current Assets held for sale is presented, is RMC in accordance with Ind AS 108.

**4.17** The Hon'ble National Company Law Tribunal ('NCLT'), Hyderabad has approved the Composite Scheme of Arrangement and Amalgamation ('the Scheme') vide its order dated April 28, 2021 having effect from the Appointed Date i.e. April 1, 2018. The said order came into effect on May 11, 2021, before finalisation of financial statements for the year 2020-21. Pursuant thereto:

- (a) Demerger of retail/trading business undertakings of TBK Rangoli Tile Bath Kitchen Private Limited, TBK Venkataramiah Tile Bath Kitchen Private Limited and TBK Samiyaz Tile Bath Kitchen Private Limited, into its holding company H. & R. Johnson (India) TBK Limited ("HRJ TBK") and subsequent demerger of retail/trading business undertaking of HRJ TBK into the Company; and
- (b) Amalgamation of Milano Bathroom Fittings Private Limited and Silica Ceramica Private Limited, with the Company; have been recognised by the Company in the FY 2020-21.

This being a transaction involving entities under common control, it does not have any material impact on the consolidated financial statements of the Company.

**4.18 Trade Receivables Ageing schedule as at March 31, 2022 :**

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed - Considered Good	375.82	209.02	16.08	13.46	0.38	0.01	614.77
(ii) Undisputed - Significant increase in Credit Risk	–	–	–	–	–	–	–
(iii) Undisputed - Credit Impaired	0.21	2.35	1.43	7.28	7.07	9.62	27.96
(iv) Disputed - Considered Good	–	0.21	1.81	2.95	0.93	–	5.90
(v) Disputed - Significant increase in Credit Risk	–	–	–	–	–	–	–
(vi) Disputed - Credit Impaired	–	0.07	9.30	14.54	18.95	26.01	68.87
<b>Total</b>	<b>376.03</b>	<b>211.65</b>	<b>28.62</b>	<b>38.23</b>	<b>27.33</b>	<b>35.64</b>	<b>717.50</b>
Less : Provision for Impairment							(96.83)
Add : Unbilled trade receivables							3.13
<b>Total</b>							<b>623.80</b>

**Trade Receivables Ageing schedule as at March 31, 2021 :**

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed - Considered Good	355.19	232.04	22.08	18.57	0.03	0.10	628.01
(ii) Undisputed - Significant increase in Credit Risk	–	–	–	–	–	–	–
(iii) Undisputed - Credit Impaired	0.71	5.45	5.83	20.71	13.02	27.32	73.04
(iv) Disputed - Considered Good	–	0.08	0.06	2.09	0.52	0.14	2.89
(v) Disputed - Significant increase in Credit Risk	–	–	–	–	–	–	–
(vi) Disputed - Credit Impaired	–	1.01	0.25	14.27	14.75	46.33	76.61
<b>Total</b>	<b>355.90</b>	<b>238.58</b>	<b>28.22</b>	<b>55.64</b>	<b>28.32</b>	<b>73.89</b>	<b>780.55</b>
Less : Provision for Impairment							(149.65)
<b>Total</b>							<b>630.90</b>

#### 4.19 Trade Payables Ageing schedule as at March 31, 2022 :

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Micro Enterprises & Small Enterprises	102.63	8.43	–	–	–	111.06
(ii) Others	672.60	341.34	11.48	3.55	8.96	1,037.93
(iii) Disputed Dues - Micro Enterprises & Small Enterprises	–	–	–	–	–	–
(iv) Disputed Dues - Others	–	–	–	–	–	–
<b>Total</b>	<b>775.23</b>	<b>349.77</b>	<b>11.48</b>	<b>3.55</b>	<b>8.96</b>	<b>1,148.99</b>
Add : Unbilled trade payables (others)						1.74
<b>Total</b>						<b>1,150.73</b>

#### Trade Payables Ageing schedule as at March 31, 2021 :

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Micro Enterprises & Small Enterprises	50.72	5.82	–	–	–	56.54
(ii) Others	494.28	373.93	7.08	2.18	8.05	885.52
(iii) Disputed Dues - Micro Enterprises & Small Enterprises	–	–	–	–	–	–
(iv) Disputed Dues - Others	–	–	–	–	–	–
<b>Total</b>	<b>545.00</b>	<b>379.75</b>	<b>7.08</b>	<b>2.18</b>	<b>8.05</b>	<b>942.06</b>
Add : Unbilled trade payables (others)						3.70
<b>Total</b>						<b>945.76</b>

#### 4.20 RELATIONSHIP WITH STRUCK OFF COMPANIES

As at March 31, 2022 :

Name of Struck off company	Nature of Transaction	Balance outstanding ₹ Crores	Relationship with Struck off company
ZK Construction Projects Private Limited	Receivables	0.09	Trade receivables
AKS Builders Private Limited	Receivables	0.11	Trade receivables
Shiv Products Private Limited	Receivables	0.11	Trade receivables
S S Properties Private Limited	Receivables	0.02	Trade receivables

**4.20 RELATIONSHIP WITH STRUCK OFF COMPANIES** (Contd...)**As at March 31, 2021 :**

<b>Name of Struck off company</b>	<b>Nature of Transaction</b>	<b>Balance outstanding ₹ Crores</b>	<b>Relationship with Struck off company</b>
ZK Constrution Projects Private Limited	Receivables	0.09	Trade receivables
AKS Builders Private Limited	Receivables	0.11	Trade receivables

**4.21** The quarterly returns or statements of current assets filed by the group with banks or financial institutions are in agreement with the books of accounts.

- 4.22** (a) The Group has not advanced or loaned or invested funds (either borrowed funds or share premium or any other source or kind of funds) to any other person(s) or entity(ies), including foreign entities ('Intermediaries') with the understanding (whether recorded in writing or otherwise) that the Intermediary shall : (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the group ('Ultimate Beneficiaries') or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (b) The Group has not received any funds from any person(s) or entity(ies), including foreign entities ('Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Group shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**4.23 ADDITIONAL INFORMATION REQUIRED BY SCHEDULE III**

March 31, 2022 :

Name of the entity in the Group	Net assets (total assets minus total liabilities)		Share in profit or (loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	% of consolidated net assets	Amount	% of consolidated profit or loss	Amount	% of consolidated Other Comprehensive Income	Amount	% of consolidated Comprehensive Income	
<b>Parent</b>	61.82%	986.44	303.61%	133.44	30.50%	(3.53)	401.32%	129.91
<b>Subsidiaries (Group's share)</b>								
<b>Indian</b>								
Sanskar Ceramics Private Limited	0.86%	13.69	-3.48%	(1.53)	-2.59%	0.30	-3.80%	(1.23)
TBK Prathap Tile Bath Kitchen Private Limited	-0.25%	(4.00)	-1.66%	(0.73)	-	-	-2.26%	(0.73)
TBK Rangoli Tile Bath Kitchen Private Limited	0.01%	0.09	-0.05%	(0.02)	-	-	-0.06%	(0.02)
TBK Samiyaz Tile Bath Kitchen Private Limited	0.01%	0.11	-0.02%	(0.01)	-	-	-0.03%	(0.01)
TBK Venkataramiah Tile Bath Kitchen Private Limited	0.00%	0.05	-0.02%	(0.01)	-	-	-0.03%	(0.01)
H. & R. Johnson (India) TBK Limited	0.11%	1.74	0.05%	0.02	0.52%	(0.06)	-0.12%	(0.04)
RMC Readymix Porselano (India) Limited	0.03%	0.49	1.07%	0.47	-	-	1.45%	0.47
Antique Marbonite Private Limited *	5.09%	81.21	9.35%	4.11	-0.78%	0.09	12.97%	4.20
Small Johnson Floor Tiles Private Limited	1.13%	18.03	-5.01%	(2.20)	0.35%	(0.04)	-6.92%	(2.24)
Spectrum Johnson Tiles Private Limited	1.27%	20.30	1.57%	0.69	1.12%	(0.13)	1.73%	0.56
Sentini Cermica Private Limited	1.91%	30.53	-5.96%	(2.62)	-	-	-8.09%	(2.62)
Coral Gold Tiles Private Limited	0.65%	10.35	2.21%	0.97	0.95%	(0.11)	2.66%	0.86
Raheja QBE General Insurance Company Limited	6.36%	101.44	-110.26%	(48.46)	36.51%	(4.23)	-162.77%	(52.69)
<b>Non-controlling interests in all subsidiaries</b>								
<b>Indian</b>	17.08%	272.53	-108.81%	(47.82)	34.11%	(3.95)	-159.93%	(51.77)
<b>Joint ventures (Investment as per equity method)</b>								
Ardex Endura (India) Private Limited *	3.92%	62.54	17.41%	7.65	-0.69%	0.08	23.88%	7.73
<b>Total</b>	<b>100%</b>	<b>1,595.54</b>	<b>100%</b>	<b>43.95</b>	<b>100%</b>	<b>(11.58)</b>	<b>100%</b>	<b>32.37</b>

**4.23 ADDITIONAL INFORMATION REQUIRED BY SCHEDULE III (Contd...)**

March 31, 2021 :

Name of the entity in the Group	Net assets (total assets minus total liabilities)		Share in profit or (loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	% of consolidated net assets	Amount	% of consolidated profit or loss	Amount	% of consolidated Other Comprehensive Income	% of consolidated Total Comprehensive Income	Amount	Amount
<b>Parent Subsidiaries (Group's share)</b>	58.98%	898.80	139.13%	195.27	42.91%	(2.55)	143.38%	192.72
<b>Indian</b>								
Sanskar Ceramics Private Limited	1.13%	17.25	1.77%	2.48	-0.17%	0.01	1.85%	2.49
TBK Prathap Tile Bath Kitchen Private Limited	-0.21%	(3.27)	-0.42%	(0.59)	-	-	-0.44%	(0.59)
TBK Rangoli Tile Bath Kitchen Private Limited	-	0.01	0.23%	0.32	-	-	0.24%	0.32
TBK Samiyaz Tile Bath Kitchen Private Limited	-	0.02	-	-	-	-	-	-
TBK Venkatarajah Tile Bath Kitchen Private Limited	-	0.01	-	-	-	-	-	-
H. & R. Johnson (India) TBK Limited	0.12%	1.78	-	-	-	-	-	-
RMC Readymix Porselano (India) Limited	-	0.02	-	(0.02)	-	-	-	(0.02)
Antique Marbonite Private Limited *	5.05%	77.00	2.81%	3.95	-0.84%	0.05	2.98%	4.00
Small Johnson Floor Tiles Private Limited	1.44%	21.95	2.55%	3.58	-	-	2.66%	3.58
Spectrum Johnson Tiles Private Limited	1.30%	19.74	1.99%	2.79	-0.67%	0.04	2.11%	2.83
Sentini Ceramica Private Limited	2.18%	33.16	0.98%	1.37	0.17%	(0.01)	1.01%	1.36
Coral Gold Tiles Private Limited	0.62%	9.49	0.44%	0.62	-	-	0.46%	0.62
Raheja GBE General Insurance Company Limited	7.27%	110.77	-30.42%	(42.69)	30.82%	(1.83)	-33.12%	(44.52)
<b>Non-controlling interests in all subsidiaries</b>								
<b>Indian</b>								
<b>Joint ventures (Investment as per equity method)</b>	18.53%	282.40	-22.01%	(30.89)	27.95%	(1.66)	-24.22%	(32.55)
Ardex Endura (India) Private Limited *	3.60%	54.81	2.96%	4.15	-0.17%	0.01	3.10%	4.16
<b>Total</b>	<b>100%</b>	<b>1,523.94</b>	<b>100%</b>	<b>140.34</b>	<b>100%</b>	<b>(5.94)</b>	<b>100%</b>	<b>134.40</b>

\* Based on consolidated financial statement of the respective entities

**4.24** Figures for the previous year have been regrouped / reclassified / reinstated, wherever considered necessary.

As per our report of even date

For **G. M. Kapadia & Co.**

Chartered Accountants

Firm Registration No. 104767W

**Rajen Ashar**

Partner

Membership No. 048243

Place : Delhi

Date : May 11, 2022

For and on behalf of the Board

**Shobhan M. Thakore**

Chairman - DIN : 0003788

**Vijay Aggarwal**

Managing Director - DIN : 00515412

**Sarat Chandak**

Executive Director &amp; CEO (HR/J) - DIN : 06406126

**Manish Bhatia**

Chief Financial Officer

Place : Mumbai

Date : May 11, 2022

**Ameeta A. Parpia**

Director - DIN : 02654277

**Vivek K. Agnihotri**

Executive Director &amp; CEO (Cement) - DIN : 02986266

**Atul R. Desai**

Executive Director &amp; CEO (RMC) - DIN : 01918187

**Aneeta S. Kulkarni**

Company Secretary

# FORM AOC - 1

(Pursuant to first proviso to sub-section (3) Section 129 read with Rules 5 of the Companies (Accounts) Rules, 2014)  
Statement containing salient features of the financial statements of Subsidiaries /Joint Ventures/ Associates

## Part "A" Subsidiaries

Sr. No.	Particulars	Name of the Subsidiaries										₹ Crores
		TBK Rangoli Tile Bath Kitchen Private Limited	TBK Venkataramiah Tile Bath Kitchen Private Limited	TBK Samiyaz Tile Bath Kitchen Private Limited	TBK Prathap Tile Bath Kitchen Private Limited	H. & R. Johnson (India) TBK Limited	RMC Readymix Porcelano (India) Limited	Raheja QBE General Insurance Company Limited				
1	Date when subsidiary was acquired	01.04.2018***	01.04.2018***	01.04.2018***	29.06.2020***	01.04.2009**	01.04.2009**	10.12.2007				
2	Reporting Currency	INR	INR	INR	INR	INR	INR	INR				
3	Share Capital	0.11	0.11	0.18	0.01	1.61	0.05	296.04				
4	Reserves & Surplus	(0.02)	#	(0.07)	(4.09)	0.13	0.44	(97.13)				
5	Total Assets	0.09	0.11	0.11	0.97	2.56	11.05	1,027.44				
6	Total Liabilities	#	#	#	5.05	0.82	10.56	828.53				
7	Investments	-	-	-	-	-	-	748.56				
8	Turnover	-	-	-	5.03	2.16	26.41	503.66				
9	Profit before Taxation	(0.02)	(0.01)	(0.01)	(0.75)	(0.02)	0.63	(95.45)				
10	Provision for taxation	-	-	-	(0.01)	(0.04)	0.16	(0.43)				
11	Profit after taxation (before OCI)	(0.02)	(0.01)	(0.01)	(0.74)	0.02	0.47	(95.02)				
12	Other Comprehensive Income and Minority share	-	-	-	-	(0.06)	-	(8.29)				
13	Profit/Loss for the year (after OCI) - Total	(0.02)	(0.01)	(0.01)	(0.74)	(0.04)	0.47	(103.31)				
14	Comprehensive Income attributable to the owners of the Company	Nil	Nil	Nil	Nil	Nil	Nil	Nil				
15	Proposed Dividend	100%	100%	100%	98%	100%	100%	100%				
15	% of shareholding											51%

## Part "B" : Joint Ventures and Associates

Sr. No.	Particulars	Name of Joint Ventures/Associates										₹ Crores
		Sentini Cermica Private Limited	Spectrum Johnson Tiles Private Limited	Antique Marbonite Private Limited	Sanskar Ceramics Private Limited	Small Johnson Tiles Private Limited	Coral Gold Tiles Private Limited	Ardex Endura Private Limited*	TBK Deepgiri Tile Bath Kitchen Private Limited	TBK Florance Ceramics Private Limited*	CSE Solar Parks Satna Private Limited	
1	Latest audited Balance Sheet date	31.03.2022	31.03.2022	31.03.2022	31.03.2022	31.03.2022	31.03.2022	31.03.2022	31.03.2022	31.03.2022	31.03.2022	31.03.2022
2	Date when Joint Ventures/Associates was acquired	01.04.2009**	01.04.2009**	01.04.2009**	06.07.2020	18.11.2011	04.11.2015	01.04.2009**	01.04.2018**	01.04.2018**	18.03.2019	05.11.2019
3	Shares of Joint Ventures/Associates held by the Company at the year end											
	- Number	1710,000	21,65,388	22,56,750	50,00,000	20,00,000	26,00,000	65,00,000	50,000	155,000	99,80,000	14,78,412
	- Amount of investment in Joint Ventures/Associates	8.55	8.03	11.32	26.57	10.95	5.46	6.50	0.05	3.38	9.98	1.48



Sr. No.	Particulars	Name of Joint Ventures/Associates												₹ Crores
		Sentini Cermica Private Limited	Spectrum Johnson Tiles Private Limited	Antique Marbonite Private Limited	Sanskar Ceramics Private Limited	Small Johnson Tiles Private Limited	Coral Gold Tiles Private Limited	Ardex Endura Private Limited*	TBK Tile Bath Kitchen Private Limited	TBK Florance Ceramics Private Limited*	CSE Solar Parks Satna Private Limited	Sunspring Solar Private Limited		
-	Extend of Holding %	50%	50%	50%	50%	50%	50%	50%	50%	50%	50%	50%	2795%	27%
4	Description of how there is significant influence	Joint Venture	Joint Venture	Joint Venture	Joint Venture	Joint Venture	Joint Venture	Joint Venture	Joint Venture	Joint Venture	Joint Venture	Joint Venture	Associate	Associate
5	Reason why the Joint Ventures/Associates is not consolidated	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
6	Networth attributable to Shareholding as per latest audited Balance Sheet	30.53	20.30	81.21	13.69	18.03	10.35	62.54	2.28	1.30	33.86			1.32
7	Profit/Loss for the year (after OCI) - Total Comprehensive Income attributable to the owners of the Company													
	i. Considered in Consolidation	(5.25)	1.12	8.41	(2.46)	(4.48)	1.72	7.73	0.24	0.02	(0.47)		(0.23)	
	ii. Not Considered in Consolidation							7.73	0.24	0.02	(1.21)		(0.61)	

\* Based on Consolidated financial statements of respective entities.

# Denotes amount less than ₹ 50,000/-

\*\* The appointed date of amalgamation of erstwhile H. & R. Johnson (India) Limited with the Company.

\*\*\* The appointed date of Composite Scheme of Arrangement and Amalgamation approved by Hon'ble National Company Law Tribunal, Hyderabad Bench vide Order dated April 28, 2021.

Notes : (1) None of the entities have been liquidated or sold during the year.

(2) The name of Prism Power Infrastructure Private Limited, an associate of the Company has been struck-off with effect from April 9, 2021 pursuant to application made to Registrar of Companies, Hyderabad on January 13, 2020.

(3) The reporting period of all the subsidiaries is March 31, 2022.

(4) Investments excludes investment in subsidiaries.

(5) As per the principles of Ind-AS, these entities are considered as Subsidiary therefore total profit of the said entities have been considered for consolidation.

For and on behalf of the Board

**Shobhan M. Thakore**

Chairman - DIN : 00031788

**Ameeta A. Parpia**

Director - DIN : 02654277

**Vijay Aggarwal**

Managing Director - DIN : 00515412

**Vivek K. Agnihotri**

Executive Director & CEO (Cement) - DIN : 02986266

**Sarat Chandak**

Executive Director & CEO (HRJ) - DIN : 06406126

**Atul R. Desai**

Executive Director & CEO (RMC) - DIN : 01918187

**Manish Bhatia**

Chief Financial Officer

**Aneeta S. Kulkarni**

Company Secretary

Place : Mumbai

Date : May 11, 2022

## NOTICE

**NOTICE IS HEREBY GIVEN** that the Thirtieth Annual General Meeting of the Company will be held on Wednesday, June 29, 2022 at 10.30 a.m. through Video Conference/Other Audio Visual Means, to transact the following business. The deemed venue of the Annual General Meeting shall be the Registered Office at 305, Laxmi Niwas Apartments, Ameerpet, Hyderabad - 500 016.

### ORDINARY BUSINESS :

1. To consider and adopt :
  - a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Board of Directors and the Statutory Auditor thereon; and
  - b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Report of the Statutory Auditor thereon.
2. To appoint a Director in place of Mr. Vijay Aggarwal (DIN : 00515412), who retires by rotation and being eligible, offers himself for re-appointment as Director.
3. To appoint a Director in place of Mr. Sarat Chandak (DIN : 06406126), who retires by rotation and being eligible, offers himself for re-appointment as Director.

### SPECIAL BUSINESS :

4. **Re-appointment of Dr. Raveendra Chittoor (DIN : 02115056) as Independent Director of the Company**

**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 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Dr. Raveendra Chittoor (DIN : 02115056), who was appointed as an Independent Director and who holds office up to July 2, 2022, being eligible and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, signifying the intention to propose his candidature for the office of

Director and whose appointment has been recommended by the Nomination & Remuneration Committee and by the Board of Directors, 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, with effect from July 3, 2022.”

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

5. **To ratify remuneration of the Cost Auditors of the Company**

**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 all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereto, for the time being in force), M/s. D. C. Dave & Co., Cost Accountants, (Firm Registration No. 000611) appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2023, be paid a remuneration of ₹ 9,00,000/-, plus applicable taxes and reimbursement of out-of-pocket expenses.”

“RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. **Private Placement of Non-convertible Debentures and/or other Debt Securities**

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

“RESOLVED THAT in supersession of the Special Resolution passed at the 29<sup>th</sup> Annual General Meeting of the Company held on July 30, 2021 and pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Securities and Exchange Board of India (Issue

and Listing of Debt Securities) Regulations, 2008, Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021, Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended and subject to other applicable Rules, Regulations, Guidelines, Notifications and Circulars as may be applicable, the Articles of Association of the Company and subject to receipt of necessary approvals as may be required and subject to such conditions and modifications as may be prescribed or imposed by any authority while granting such approvals which may be agreed to by the Board of Directors of the Company ('the Board', which term shall be deemed to include any Committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the approval of the Company, be and is hereby accorded to the Board for making offer(s) or invitation(s) to subscribe to secured/unsecured Non-convertible Debentures including but not limited to Bonds, and/or other Debt Securities, on Private Placement basis, in one or more tranches, to such person(s)/Financial Institution(s)/Bank(s)/Mutual Fund(s)/Body Corporate(s)/ Company(ies)/any other entities on such terms and conditions as the Board may deem fit during a period of one year from the date of passing of this resolution upto an aggregate amount of ₹ 1250,00,00,000/- (Rupees Twelve Hundred Fifty Crores only) within the overall borrowing limits of the Company, as approved by the members, from time to time."

"RESOLVED FURTHER THAT the Board be and is hereby authorised and empowered to arrange or settle or vary/modify the terms and conditions on which all such monies are to be borrowed from time to time, as to interest, premium, repayment, prepayment, security or otherwise, as it may deem expedient and to do all such acts, deeds, matters and things in connection therewith and incidental thereto as the Board may in its absolute discretion deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that it shall be deemed to have their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto including intimating the concerned authorities or any regulatory bodies and to delegate all or any of the powers conferred herein to any Officer(s)/Authorised Representative(s) of the Company and/or in such manner as it may deem fit."

#### NOTES :

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act'), in respect of the Special Business mentioned under Item Nos. 4 - 6 as set out above, is annexed hereto. The Board of Directors have considered and decided to include the Item No. 4-6 given above as Special Business in the forthcoming 30th Annual General Meeting ('AGM'), as they are unavoidable in nature.
2. In compliance with the provisions of the Companies Act, 2013 ('the Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') and MCA Circulars, the AGM of the Company is being held through Video Conference ('VC')/Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. KFin Technologies Limited ('KFin'), the Registrar & Transfer Agent of the Company ('RTA'), will be providing facility for voting through remote e-voting, for participation in the AGM through VC/OAVM and for e-voting during the AGM. The procedure for participating in the meeting through VC/OAVM is explained at Note No. 15 below and is also available on the website of the Company at [www.prisjohnson.in](http://www.prisjohnson.in).
3. Since this AGM is being held pursuant to the applicable Circulars through VC/OAVM, physical attendance of Members has been dispensed with and the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. Hence Proxy Form and Attendance Slip including the Route Map are not annexed to this Notice.
4. **Corporate Members** are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through remote e-voting or through e-voting during AGM. Corporate Members are requested to send to the Company a certified copy of the relevant Board Resolution authorising their representative(s) to attend and vote on their behalf at the Meeting. The said Resolution/Authorisation shall be sent to the Scrutiniser by email through its registered email address to [sja.pjltd@gmail.com](mailto:sja.pjltd@gmail.com) with a copy marked to [mohsin.mohd@kfintech.com](mailto:mohsin.mohd@kfintech.com).
5. **Despatch of Annual Report through Electronic Mode :** In accordance with the applicable Circulars and other relevant provisions of the Act, Notice of the AGM along with the Annual Report 2021-22 is being sent in electronic mode to Members whose email address is registered with the Company or the Depository Participant(s) ('DPs').

The Notice of AGM and the Annual Report 2021-22, will also be available on the website of the Company at [www.prismjohnson.in](http://www.prismjohnson.in), on the website of Stock Exchanges – [www.bseindia.com](http://www.bseindia.com) & [www.nseindia.com](http://www.nseindia.com) and on the website of KFin at <https://evoting.kfintech.com>.

6. **Brief profile of the Directors seeking re-appointment** under Item Nos. 2 - 4 of the Notice as stipulated under the SEBI LODR and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2') are included in the Notice.

7. **Communication :** Members are requested to send all communication relating to shares to the Company's Registrar & Transfer Agent - KFin Technologies Limited, Unit : Prism Johnson Limited, Selenium, Tower - B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad - 500 032. Members holding shares in electronic mode should address all their correspondence to their respective DPs.

8. **Nomination facility** for shares is available for Members. The prescribed format, in this regard, can be obtained from KFin or from the website of the Company - <https://www.prismjohnson.in/investors/updation-of-kyc-details>.

9. **Transfer to IEPF :**

(i) Members are requested to note that, dividends if not encashed for a consecutive period of seven years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('IEPF').

(ii) The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline.

(iii) The details of the unpaid/unclaimed amounts lying with the Company are available on the website of the Company <https://www.prismjohnson.in/investors/iepf> and on the website of IEPF Authority.

(iv) Members whose dividend/shares are transferred to the IEPF Authority can claim their dividend/shares from the Authority by following the Refund Procedure as detailed on the website of IEPF Authority. Members are requested to approach the Company/KFin for claiming unpaid dividends yet to be transferred to IEPF as early as possible.

10. **Permanent Account Number :** SEBI has mandated the submission of the Permanent Account Number ('PAN'), proof of identity, address and bank details by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the said documents to their DPs. Members holding shares in physical form shall submit the documents to KFin.

**Important Notice for Physical Shareholders :**

In view of SEBI Circular dated November 3, 2021 read with the SEBI Circular dated December 14, 2021, Shareholders holding shares in physical form are requested to submit their PAN, full KYC details (Postal address with PIN, mobile number, email address, bank details, signature) and other relevant details in Form ISR-1 to KFin Technologies Limited, Registrar & Transfer Agent ('RTA') of the Company. The said Form is also available on the website of the Company viz. <https://www.prismjohnson.in/investors/updation-of-kyc-details> and also on the website of RTA viz. [https://risop.kfintech.com/clientservices/isc/default.aspx#isc\\_download\\_hrd](https://risop.kfintech.com/clientservices/isc/default.aspx#isc_download_hrd). Non-availability of any of the above documents/details with the Bank/RTA on or after April 1, 2023 will result in freezing of the shareholders' folios. Shareholders holding shares in physical form are also requested to dematerialise their shareholding at the earliest, as pursuant to SEBI Circular, any investor service requests including transfer/ transmissions requests shall be processed in dematerialised mode only.

11. **KPRISM :** Members are requested to note that KFin has launched a mobile application 'KPRISM' and website <https://kprism.kfintech.com> for online service to shareholders.

Members can download the mobile application, register themselves (one-time) for availing host of services viz., consolidated portfolio view serviced by KFin, dividend status and send requests for change of Address, change/update Bank Mandate. Through the Mobile app, members can download Annual Reports, standard forms and keep track of upcoming General Meetings and dividend disbursements.

12. **Procedure for Inspection of Documents :** All the documents referred to in the accompanying Notice and Explanatory Statement, shall be available for inspection through electronic mode, basis the request being sent on [investor@prismjohnson.in](mailto:investor@prismjohnson.in).

The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or arrangements in

which Directors are interested maintained under Section 189 of the Act will be available during the meeting for inspection through the VC/OAVM facility of KFin to the Members attending the AGM.

13. **Additional information:** Members desiring any additional information with regard to Accounts/Annual Report or have any question or query are requested to write to the Company Secretary on the Company's investor email ID investor@prismjohnson.in on or before Saturday, June 25, 2022, so as to enable the Management to keep the information ready. Please note that, Members questions will be answered only if they continue to hold the shares as of Wednesday, June 22, 2022, i.e. the 'cut-off' date for e-voting.
14. **Procedure for registering the email address and obtaining the Annual Report, AGM notice and e-voting instructions by the shareholders whose email addresses are not registered with the Depositories (in case of shareholders holding shares in Demat form) or with RTA (in case of shareholders holding shares in physical form) :**
  - i. Those Members who have not yet registered their email addresses are requested to get their email addresses registered by following the procedure given below :
    - a. Members holding shares in demat form can get their email ID registered by contacting their respective DP.
    - b. Members holding shares in physical form may register their email address and mobile number with KFin by :
      - (i) sending email to einward.ris@kfintech.com along with signed scanned copy of the request letter providing the email address, mobile number, self-attested PAN copy and copy of share certificate for receiving the Annual report, Notice of the AGM and the e-voting instructions.
      - (ii) register their email address with KFin by clicking on <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx>
  - ii. Further, those members who have not registered their email addresses and mobile nos. and in consequence could not be served the Annual Report and Notice of AGM, may temporarily get

themselves registered with KFin, by clicking the link <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx> for sending the same. Members are requested to support our commitment to environmental protection by choosing to receive the Company's communication through email going forward. Members who have not registered their email address so far are requested to register their email address for receiving all communication including Annual Report, Notices, etc., from the Company electronically.

- iii. With a view to serve you better, Members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company/RTA to consolidate their holdings in one folio.
- iv. Members who have registered their email address, mobile no., postal address and bank account details are requested to validate/update their registered details by contacting the DP in case of shares held in electronic form or by contacting KFin, in case the shares are held in physical form.

## **15. Instructions for e-voting and joining the AGM are as follows :**

### **A. Voting through electronic means**

- a) In compliance with the provisions of Section 108 and other applicable provisions of the Act, if any, the Companies (Management and Administration) Rules, 2014 as amended, SS-2 and Regulation 44 of the SEBI LODR, the Members are provided with the facility to cast their vote electronically on all resolutions set forth in this Notice from a place other than the venue of the Meeting ('remote e-voting') through the e-voting platform provided by KFin or to vote at the AGM. Any person who is not a member as on the cut-off date should treat this Notice for information purposes only.
- b) The Members, whose names appear in the Register of Members/list of Beneficial Owners as on the cut-off date are entitled to vote on the Resolutions set forth in this Notice. Members who have acquired shares after the despatch of the Annual Report may approach KFin for issuance of the User ID and Password for exercising their right to vote by electronic means.

- c) The facility for voting through electronic voting system will be made available at the AGM and Members attending the Meeting who have not already cast their vote by remote e-voting shall be eligible to vote at the Meeting.
- d) Members who have cast their vote by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again.
- e) The details of the process and manner for remote e-voting are given below :
  - i. Initial password is provided in the body of the email.
  - ii. Launch internet browser and type the URL: <https://evoting.kfintech.com> in the address bar.
  - iii. Enter the login credentials i.e. User ID and password mentioned in your email. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting your votes.
  - iv. After entering the details appropriately, click on LOGIN.
  - v. You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - vi. You need to login again with the new credentials.
  - vii. On successful login, the system will prompt you to select the EVENT i.e. Prism Johnson Limited.
  - viii. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will

appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either head.

- ix. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolutions.
- x. Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/JPG format) of certified true copy of relevant board resolution/authority letter etc., to the Scrutiniser through email at [sja.pjtd@gmail.com](mailto:sja.pjtd@gmail.com) and may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format 'PRISM\_EVENT No.'
- xi. Members can cast their vote online from Friday, June 24, 2022 (9.00 a.m.) till Tuesday, June 28, 2022 (5.00 p.m.). Voting beyond the said date shall not be allowed and the remote e-voting facility shall be disabled.
- xii. In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting User Manual available at the 'download' section of <https://evoting.kfintech.com> or call KFin on toll free number 1800-309-4001.

## **B. Voting at the AGM**

- i. Only those Members, who will be present at the AGM through video conferencing facility

and have not cast their vote through remote e-voting and are otherwise not barred from doing so, are eligible to vote through e-voting in the AGM.

- ii. Members attending the AGM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- iii. Upon declaration by the Chairman about the commencement of e-voting at the AGM, members shall click on the thumb sign on the left hand bottom corner of the video screen for voting at the AGM.

### **C. Procedure to login through websites of Depositories**

As per the SEBI circular dated December 9, 2020 on e-voting facility provided by listed companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and DPs. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

#### **a. National Securities Depository Limited ('NSDL')**

##### **1. User already registered for IDeAS facility**

- i. URL : <https://eservices.nsd.com>
- ii. Click on the "Beneficial Owner" icon under 'IDeAS' section.
- iii. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-voting".
- iv. Click on company name or e-voting service provider and you will be re-directed to e-voting service provider website for casting the vote during the remote e-voting period.

##### **2. User not registered for IDeAS e-Services**

- i. To register click on link : <https://eservices.nsd.com>
- ii. Select "Register Online for IDeAS"

- iii. Proceed with completing the required fields.

#### **3. User not registered for IDeAS e-Services**

- i. To register click on link : <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
- ii. Proceed with completing the required fields.

#### **4. By visiting the e-voting website of NSDL**

- i. URL : <https://www.evoting.nsd.com>
- ii. Click on the icon "Login" which is available under 'Shareholder/Member' section.
- iii. Enter User ID (i.e. 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- iv. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page.

Click on company name or e-Voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.

#### **b. Central Depository Services (India) Limited ('CDSL')**

##### **1. Existing user who have opted for Easi/Easiest**

- i. URL: <https://web.cdslindia.com/myeasi/home/login> or URL: [www.cdslindia.com](http://www.cdslindia.com).
- ii. Click on New System Myeasi.
- iii. Login with User ID and password.
- iv. Option will be made available to reach e-voting page without any further authentication.
- v. Click on e-voting service provider name to cast your vote.

## 2. User not registered for Easi/Easiest

- i. Option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>
- ii. Proceed with completing the required fields.

## 3. By visiting the e-voting website of CDSL

- i. URL : [www.cdslindia.com](http://www.cdslindia.com).
- ii. Provide demat Account Number and PAN.
- iii. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.
- iv. After successful authentication, user will be provided links for the respective ESP where the e-voting is in progress.

### Individual Shareholders (holding securities in demat mode) login through their depository participants.

You can also login using the login credentials of your demat account through your DP registered with NSDL/CDSL for e-voting facility. Once logged in, you will be able to see e-voting option. Click on e-voting option and you will be re-directed to NSDL/CDSL Depository site after successful authentication. Click on company name or e-voting service provider name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period.

### Important note

Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Members facing any technical issue - NSDL	Members facing any technical issue - CDSL
Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free No.: 1800 1020 990 and 1800 22 44 30.	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or call at Tel. No. 022-23058738 or 022-23058542-43.

## D. Instructions for Members for Attending the AGM

- i. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned herein. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 members on first come first served basis. This will not include large Members (Members holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- ii. Members will be able to attend the AGM through VC/OAVM by using their remote e-voting login credentials. The link for AGM will be available in Members login where the EVENT and the name of the Company can be selected. Members who do not have User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned under heading 'A' above.
- iii. Members are encouraged to join the meeting through Laptops with Google Chrome for better experience.
- iv. Further, members will be required to allow camera, if any, and hence use internet with a good speed to avoid any disturbance during the meeting.
- v. While all efforts would be made to make the VC/OAVM meeting smooth, participants connecting through mobile devices, tablets, laptops etc. may at times experience audio/video loss due to fluctuation in their respective networks. Use of a stable Wi-Fi or LAN connection can mitigate some of the technical glitches.
- vi. **Speaker Registration before AGM :**
  - (a) Members, who would like to express their views or ask questions during the AGM will have to register themselves as a speaker by visiting the URL



<https://emeetings.kfintech.com> and clicking on the tab 'Speaker Registration' during the period starting from June 24, 2022 (9.00 a.m.) upto June 26, 2022 (5.00 p.m.).

- (b) Only those members who have registered themselves as a speaker will be allowed to express their views/ask questions during the AGM.
- (c) The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. Please note that only questions of the Members holding the shares as on cut-off date will be considered.
- vii. A video guide assisting the members attending AGM either as a speaker or participant is available for quick reference at URL <https://emeetings.kfintech.com>.
- viii. Members who need technical assistance before or during the AGM can contact KFin at

[emeetings@kfintech.com](mailto:emeetings@kfintech.com) or Toll free number : 1800-309-4001.

#### **E. General Instructions :**

- i. The Company has appointed Ms. Savita Jyoti, M/s. Savita Jyoti Associates, Practising Company Secretary, Hyderabad as the Scrutiniser to scrutinise the entire e-voting process, in a fair and transparent manner.
- ii. Subject to the receipt of requisite number of votes, the resolutions shall be deemed as passed on the date of the Meeting.
- iii. The results declared along with the Scrutiniser's Report shall be placed on the Company's website [www.prismjohnson.in](http://www.prismjohnson.in) and on KFin's website <https://evoting.kfintech.com> and shall also be communicated to BSE Limited and National Stock Exchange of India Limited.

**By Order of the Board**

Place : Mumbai  
Date : May 11, 2022

**Aneeta S. Kulkarni**  
Company Secretary

## **EXPLANATORY STATEMENT**

As required by Section 102 of the Act, the following Explanatory Statement sets out the material facts relating to Item Nos. 4 - 6 mentioned in the accompanying Notice.

### **Item No. 4**

Dr. Raveendra Chittoor (DIN : 02115056) was appointed as a Director in the category of Non-executive Independent Director by the Board for a term of 5 years with effect from July 3, 2017.

The Nomination & Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation, has recommended re-appointment of Dr. Raveendra Chittoor as Independent Director for a second term of 5 (five) consecutive years on the Board of the Company with effect from July 3, 2022.

The Board, based on the performance evaluation and as per the recommendation of the Nomination & Remuneration Committee, considers that, given his background and experience and contributions made by him during his tenure,

the continued association of Dr. Chittoor would be beneficial to the Company and it is desirable to continue to avail his services as Independent Director. Accordingly, it is proposed to re-appoint Dr. Chittoor as Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years.

Dr. Chittoor is not disqualified from being appointed as a Director in terms of Section 164 of the Act and is not debarred from holding the office of director by virtue of any SEBI order or any other such authority and has given their consent to act as a Director.

The Company has also received declaration from Dr. Chittoor that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the SEBI LODR.

In the opinion of the Board, Dr. Chittoor fulfils the conditions for appointment as Independent Director as specified in the Act and the SEBI LODR. Dr. Chittoor is independent of the management.

The Company has also received notice from a Member under Section 160 of the Act proposing his re-appointment as Director.

Brief profile of Dr. Chittoor is provided in the Notice. Dr. Chittoor shall be paid remuneration by way of fee for attending meetings of the Board/Committees thereof or for any other purpose whatsoever as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings and profit related commission within the limits stipulated under Section 197 of the Act and as approved by the shareholders.

Copy of draft letter of appointment of Dr. Chittoor setting out the terms and conditions of appointment shall be available for inspection by the Members through electronic mode, basis the request being sent on investor@prismjohnson.in.

Except for Dr. Chittoor who may be deemed to be interested in the appointment, none of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, financially or otherwise, deemed to be concerned or interested in this item of business. Dr. Chittoor is not related to any of the Directors or Promoters of the Company.

This statement may also be regarded as an appropriate disclosure under the Act and the SEBI LODR.

The Board recommends the Special Resolution set out at Item No. 4 of the Notice for approval by the members.

#### **Item No. 5**

The Board, on the recommendation of the Audit Committee, has approved the appointment of M/s. D. C. Dave & Co., Cost Accountants, as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2023 at a remuneration of ₹ 9,00,000/-, plus applicable taxes and reimbursement of out-of-pocket expenses.

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

Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2023.

The Directors recommend the passing of the Ordinary Resolution at Item No. 5.

None of the Directors and Key Managerial Personnel of the Company and/or their relatives are, in any way, financially or otherwise, deemed to be concerned or interested in this item of business.

#### **Item No. 6**

As per Section 42 of the Act, read with the Rules thereunder, a company offering or making an invitation to subscribe to Non-convertible Debentures ('NCDs') on a private placement basis, is required to obtain the prior approval of Members by way of a special resolution. Such an approval by way of special resolution may be obtained once a year for all the offers and invitations made for such NCDs during the year.

NCDs issued on private placement basis are a significant source of borrowings for the Company. The borrowings of the Company as on the date of Notice consists of secured/unsecured NCDs and Fund & Non-fund based Credit Facilities from Banks by way of Cash Credit/Overdraft/Short Term Loan/WCDL/LC/BG, etc. The Company has, as on March 31, 2022, borrowed ₹ 285 Crores by way of NCDs at competitive costs due to which the average cost of borrowing of the Company has reduced. The Company seeks to pass an enabling resolution to borrow funds in addition to the existing borrowing to meet its requirement of funds for repayment/reduction of high cost borrowings, working capital requirements and general corporate purposes.

The Members had, at the AGM held on July 30, 2021, approved a similar resolution which was valid for a year. Therefore, the approval of the Members is being sought by way of a Special Resolution under Sections 42 and 71 of the Act read with the Rules made there under, to enable the Company to offer or invite subscriptions for NCDs on a private placement basis, in one or more tranches, during the period of one year from the date of passing of the Resolution at Item No. 6, within the overall borrowing limits of the Company, as approved by the Members from time to time.

The Directors recommend the passing of the Special Resolution at Item No. 6.

None of the Directors and Key Managerial Personnel of the Company and/or their relatives are, in any way, financially or otherwise, deemed to be concerned or interested in this item of business.

#### **By Order of the Board**

**Aneeta S. Kulkarni**  
*Company Secretary*

Place : Mumbai

Date : May 11, 2022

*Registered Office :*

305, Laxmi Niwas Apartments,  
Ameerpet, Hyderabad - 500 016

Phone : +91-40-23400218

Fax : +91-40-23402249

email : investor@prismjohnson.in

website: www.prismjohnson.in

CIN : L26942TG1992PLC014033

**Brief profile of Directors seeking re-appointment as required under the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 :**

**Mr. Vijay Aggarwal (DIN : 00515412)**, 53 years, was appointed as Managing Director on the Board since March 3, 2010 and has earlier been a Director on the Board of the Company as an alternate to Mr. Satish B. Raheja. He was the Managing Director and CEO of the erstwhile H. & R. Johnson (India) Limited since 1998, before it was amalgamated with the Company.

Mr. Aggarwal graduated from IIT Delhi with a B. Tech in Electrical Engineering and completed PGDM from IIM, Ahmedabad, where he was conferred the Gold Medal for being the first ranker and K. V. Srinivas Gold Medal for being the best all-rounder. He started his career with SBI Capital Markets Limited and has several years of experience in the manufacturing industry.

Mr. Aggarwal is the Non-executive Chairman and Independent Director on the Board of Aptech Limited and a Non-executive Director on the Board of Raheja QBE General Insurance Company Limited. He is Chairman of the Audit Committee of Aptech Limited and member of the Audit Committee of Raheja QBE General Insurance Company Limited.

Mr. Aggarwal resigned from the Boards of Exide Industries Limited and Exide Life Insurance Company Limited on August 3, 2019 and January 1, 2022, respectively.

In the past, Mr. Aggarwal had been a part of various associations in different capacities. He had served as the Chairman of Indian Council of Ceramic Tiles and Sanitaryware, as Vice Chairman of Ceramics and Allied Products (including Refractories) Panel at Capexil and as a Member of the Managing Committee of Bombay Chamber of Commerce and Industry.

Mr. Aggarwal does not hold any securities of the Company. He does not have any interest in the capital of the Company or any of its subsidiaries directly or indirectly or through any other statutory structures and does not have any direct or indirect interest nor is he related to the directors or promoters of the Company or any of its subsidiaries.

Mr. Aggarwal has attended six Board meetings during the year ended March 31, 2022.

**Mr. Sarat Chandak (DIN : 06406126)**, 51 years, was appointed as Executive Director & CEO (HRJ) on the Board of Directors since March 3, 2019. He joined the Company in

November 2018 and was designated Chief Executive Officer (HRJ) - Designate.

Mr. Chandak has a good and varied experience of over 27 years, with in-depth business insight and knowledge of the building materials industry, especially in the tiles industry. He is a result-oriented, persevering management professional with documented track record of success in developing business in nascent markets and building efficient organisational team, with proven ability to lead and mentor. He has knowledge of both front and back end business processes with proficiency in strategising to tackle operational challenges and align business objectives.

Mr. Chandak was the Chief Executive Officer & Whole Time Director of RAK Ceramics India Private Limited since May 2016. Prior to his joining RAK Ceramics, Mr. Chandak had worked in senior positions with Kajaria Ceramics Limited, Bell Granito Ceramica Limited and Everest Industries Limited.

Mr. Chandak has done his B.Sc. (Hons), Sambalpur University, Post Graduate Diploma in Systems Management, NIIT - Nagpur and MBA-Marketing from Pune University.

Mr. Chandak does not hold any securities of the Company. He does not have any interest in the capital of the Company or any of its subsidiaries directly or indirectly or through any other statutory structures and does not have any direct or indirect interest nor is he related to the directors or promoters of the Company or any of its subsidiaries.

Mr. Chandak has attended six Board meetings during the year ended March 31, 2022.

**Dr. Raveendra Chittoor (DIN : 02115056)**, 55 years, is a post-graduate in management from the Indian Institute of Management, Ahmedabad and is a Fellow in Management (equivalent to a PhD) from the Indian Institute of Management, Calcutta.

Dr. Chittoor is an associate professor of strategy and international business at the Gustavson School of Business in University of Victoria, Canada. He has a deep understanding of the strategies and structures of family-owned firms including business groups. His recent research explores the trade-offs and complementarities between stakeholder strategies and competitive strategies.

He has won many awards for his research and teaching. His research has been published in leading academic journals such as the Strategic Management Journal, Academy of

Management Journal, Organisation Science, Journal of International Business Studies, Global Strategy Journal, Journal of Management, Management International Review, Journal of International Management and Long Range Planning.

Prior to joining the University of Victoria, he taught at the Indian School of Business, Hyderabad and the Indian Institute of Management, Calcutta. He has more than 17 years of industry experience primarily in the areas of corporate finance and investment management in senior management roles.

Dr. Chittoor does not hold any securities of the Company. He does not have any interest in the capital of the Company or any of its subsidiaries directly or indirectly or through any other statutory structures and does not have any direct or indirect interest nor is he related to the directors or promoters of the Company or any of its subsidiaries.

Dr. Chittoor has attended six Board meetings during the year ended March 31, 2022.

Place : Mumbai  
Date : May 11, 2022

*Registered Office :*  
305, Laxmi Niwas Apartments,  
Ameerpet, Hyderabad - 500 016  
Phone : +91-40-23400218  
Fax : +91-40-23402249  
email : investor@prismjohnson.in  
website: www.prismjohnson.in  
CIN : L26942TG1992PLC014033

**By Order of the Board**

**Aneeta S. Kulkarni**  
*Company Secretary*





# PRISM JOHNSON LIMITED

## Registered Office

305 Laxmi Niwas Apartments, Ameerpet, Hyderabad 500016

Tel: +91-40-23400218 | Fax: +91-40-23402249

CIN: L26942TG1992PLC014033

