ISO 9001 : 2008 (Excl.Design)
ISO 14001 2004
OHSAS 18001 : 2007
SA 8000 : 2008
BUREAU VERITAS
Certification

PRISM JOHNSON LIMITED

Ref : ASK/UD/29th AGM July 6, 2021

The National Stock Exchange (India) Ltd., Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051.	BSE Limited, Corporate Relationship Department, P. J. Towers, Dalal Street, Fort, Mumbai – 400 023.
Code : PRSMJOHNSN	Code : 500338

Sub. : Notice of the Annual General Meeting, Annual Report for the financial year 2020-21 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 June 28, 2021 intimating that the 29th Annual General Meeting (‘AGM’) of the Company will be held on Friday, July 30, 2021 at 10.30 a.m. through 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 our Company along with the Notice of 29th AGM for the financial year 2020-2021 (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 Private Limited (‘Registrar and Transfer Agent of the Company’) or the Depositories 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

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

PRISM CHAMPION PLUS CEMENT दूर की सोच | JOHNSON Not just tiles, Lifestyles. | PRISM RMC Complete Concrete Solutions

Corporate Office: “Rahejas”, Main Avenue, V.P. Road, Santacruz (W), Mumbai - 400 054. India. T: +91-22-66754142/43/44/45
Registered Office: Prism Johnson Limited, 305, Laxmi Niwas Apartments, Ameerpet. Hyderabad - 500 016, India.
w: www.prismjohnson.in, E: info@prismjohnson.in

CIN: L26942TG1992PLC014033

Annexure A

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

Sr. No.	Details of Agenda and Resolution proposed at the AGM	Manner of approval
1	To consider and adopt : a. The Audited Standalone Financial Statement of the Company for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors and the Statutory Auditors thereon; and b. The Audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2021, together with the Report of the Statutory Auditors thereon.	Ordinary Resolution Ordinary Resolution
2	To appoint a Director in place of Mr. Vivek K. Agnihotri (DIN : 02986266), 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. Atul Desai (DIN : 01918187), who retires by rotation and being eligible, offers himself for re-appointment as Director.	Ordinary Resolution
4	Re-appointment of Mr. Vivek K. Agnihotri (DIN : 02986266) as Executive Director & CEO (Cement).	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
7	Commission to Non-executive Directors in case of no or inadequate profits.	Ordinary Resolution

PRISM JOHNSON LIMITED

ANNUAL REPORT 2020-21

Concrete steps towards the future

PRISM CEMENT
दूर की सोच

JOHNSON
Not just tiles, Lifestyles.

PRISM RMC
Complete Concrete Solutions

As You Scroll Down

01-34 Corporate Overview

36-101 Statutory Reports

102-254 Financial Statements

255-268 Notice

Please find our online version at:

http://www.prismjohnson.in/investors/annual-reports

Or simply scan to download

Investor Information

Market Capitalisation as at March 31, 2021

₹ 6,596 Crores

CIN

L26942TG1992PLC014033

BSE Code

500338

NSE Symbol

PRSMJOHNSN

Bloomberg Code

PRSC:IN

AGM Date

July 30, 2021

AGM Mode

Video Conferencing ("VC") /Other AudioVisual Means ("OAVM")

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 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

It wasn't an easy year.

It was a year, that called for proactive measures and concrete steps to redefine the future.

Considering the impact on business operations caused by the widespread COVID-19, Prism Johnson emphasised on the need for action in uplifting its performance in a hopeful way.

We have constructively prepared ourselves for the unforeseen future by moving ahead with our long-term goals of providing consistent quality and innovative solutions to our customers. Besides, we also focused on maintaining a strong balance sheet, profitability, efficient working capital management and debt reduction. These actions were equally complimented through improvement in overall sales volume coupled with cost-rationalisation measures that successfully led to margin expansion.

Post the first wave of the COVID-19 pandemic, real estate and infrastructure activities started showing signs of revival, which in turn will lead to a pickup in demand for building materials in the coming period. We see a pickup in the momentum in the sector and concrete growth opportunities in the future. We, at Prism Johnson Limited ('Prism Johnson', or 'the Company' or 'we'), continue to innovate, expand and evolve as we take concrete steps towards the future.

After all, it's our actions today that will decide our tomorrow.

The Year

₹ 5,326 Crores -8.5%
Revenue from Operations

₹ 702 Crores +16.9%
EBITDA*

₹ 214 Crores +411.0%
PAT**

₹ 1,313 Crores +18.7%
Net Worth

₹ 4.25 +412.0%
Earnings per Share

That Was

18.2%
Return on Capital Employed

11
HRJ Tile Manufacturing Plants****

0.9x
Net Debt to Equity

102
RMC Plants & Quarries

1.8x
Net Debt to EBITDA*

~ 4,000
Cement Dealers

18 days
Working Capital***

1,000+
HRJ Dealers

~ ₹ 937 Crores
Contribution to Ex-Chequer

19
Experience Centres#

All figures as on March 31, 2021: All financial data is Consolidated, Ex Raheja QBE General Insurance Company Limited ('RQBE')

*Earnings Before Interest, Taxes, Depreciation, and Amortisation | **Profit after Tax | #Include 2 offices-cum showrooms

***Calculated as Inventory Days + Debtor Days – Creditor Days | ****Includes JV plants

Communiqué from the Managing Director

During the year we focussed on our people's health, reducing costs and expanding margins.

Dear Shareholders,

2020-21 has been an important year in the history of Prism Johnson as we streamlined the organisation amidst an extremely challenging operating environment. With the outbreak of the Covid-19 pandemic, businesses across the globe came to a standstill. Amidst this situation, Prism Johnson adapted itself with the changing environment. Even in such a tough scenario, there were several positives that held our momentum. The Company constantly focused on enhancing its efficiencies by rationalising costs and expanding its network. Moreover, we witnessed good traction in the second half of 2020-21, especially the H & R Johnson (India) ('HRJ') division.

Being a building materials company, we have a mark on the environment and on our communities. At Prism Johnson, we have adopted sustainability in our DNA and foster inclusive growth for all to stand out as responsible corporate citizens. Prism Johnson is aligned to its employees' needs and their well-being.

A year of highs & lows

The year 2020-21 has been an unprecedented year due to the rapid spread of COVID-19 across the world. The Indian economy too witnessed contraction due to the curbs and lockdowns that the Government of India had to implement to control the spread of the pandemic. This had an impact on the building materials sector as demand suffered. For Prism Johnson, Prism RMC has been the most-impacted division in terms of business volumes and revenue, given its focus on metro and tier-1 cities. However, business outlook started to improve by the third quarter as curbs started to ease. Favourable policies by the Government of India also boosted infrastructure-development funding. Towards the end of the year, the rollout of multiple vaccines further boosted people's morale and it gave a renewed thrust to infrastructure development across the country.

How we performed

Consolidated revenue came at ₹ 5,587 Crores in 2020-21 as compared to ₹ 5,956 Crores in 2019-20. I am glad to share that we ended the financial year 2020-21 on a positive note with consolidated EBITDA growing 15.4% to ₹ 622 Crores despite the impact of the pandemic on our consolidated revenue. This was because we strengthened our foundation during the difficult pandemic times and adopted cost-optimisation strategies across segments, which helped us improve margins. Consolidated EBITDA margin for the year 2020-21 expanded 210 basis points to 11.1%. As a result, consolidated net profit after tax and non-controlling interest increased from ₹ 10 Crores in 2019-20 to ₹ 171 Crores in 2020-21.

To give you a better idea, this is how we walked on the concrete steps towards the future in terms of all our three businesses:

- While cement revenues largely stayed flat year-on-year, EBITDA per tonne grew by 8.2% to ₹ 962 in 2020-21. The contribution from the premium segment to total sales continued to increase from 22.3% in 2019-20 to 27.7% in 2020-21.
- HRJ revenues at ₹ 1,833 Crores grew by 0.5% in 2020-21 with EBITDA margins expanding 490 basis point to 8.7% in 2020-21. Tiles sales volumes grew by 8.5% in 2020-21 to 48.6 mn m^2.
- In the Prism RMC segment, we registered a revenue of ₹ 908 Crores with an EBITDA loss of ₹ 17 Crores due to the pandemic impact.

Efficient working capital management and strong operational performance led to healthy operating cash flow generation (pre-capex and investments) of ₹ 1,008 Crores and our return on capital employed (ROCE) improved from 10.9% in 2019-20 to 14.4% in 2020-21 for the consolidated entity. We strengthened our balance sheet by reducing consolidated net debt from ₹ 1,827 Crores in 2019-20 to ₹ 1,183 Crores in 2020-21. Our consolidated net debt to EBITDA ratio improved from 3.4x in 2019-20 to 1.9x in 2020-21.

> *At Prism Johnson, we have adopted sustainability in our DNA and foster inclusive growth for all to stand out as responsible corporate citizens. Prism Johnson is aligned to its employees' needs and their well-being.*

Growth opportunities as we take concrete steps towards the future

Change of sentiment is playing a huge role in defining the fresh opportunities arising in the infrastructure sector. The Government's vigour to drive the infra segment through increased budgetary allowances and policies to develop affordable housing will provide more scope for demand in the building material space. Ready-mixed concrete is likely to gain traction due to their premix formulation and accessibility in future.

Realising the importance of staying at home, many people are now concentrating on their home's basics and aesthetics. The tiles and sanitaryware segment is witnessing a significant demand with consumers becoming more aesthetically conscious and experimenting with new products. India also has a young-earning age population with rising disposable incomes and their attitude to try new products is further pushing sales.

During April 2021, NCLT approved the Composite Scheme of Arrangement and Amalgamation among the Company and some of its wholly-owned subsidiaries. The scheme has resulted in consolidation of operations and simplification of the organisation structure. It will lead to efficient cost management, optimum utilisation of resources and provide scale benefits in the future.

Concrete strategies that will shape us

At Prism Johnson, we are focussed on solidifying our foundation and taking substantial steps towards tomorrow. We have successfully implemented cost-optimisation strategies that have helped expand margins. Going ahead, we plan to increase our market share, along with further improvement in the levels of profitability. For cement, we have taken steps to widen our distribution network, optimise our supply chain, among other initiatives. We have also announced our plan to increase cement capacity at Satna, Madhya Pradesh from 5.6 mt currently to 6.5 mt by June 2022 for a minimal capex of ₹ 139 Crores. We further plan to increase Grinding Capacity at Satna, by approx. 1.0 mt by September 2023 for total capex of around ₹ 250 Crores, thereby taking the total cement production capacity at Satna to 7.5 mt post this expansion. In the tiles segment, our focus will be on innovating value-added products to serve the consumers' changing needs, expand our distribution network pan-India and increase our brand value further. We are also focussed on digital media advertisements to reach our target consumers. We plan to increase our tile production capacity from 60 mn m^2 currently to 68 mn m^2 by March 2023. This includes greenfield tile capacity expansion of 2.5 mn m^2 at Panhagarh, West Bengal, by January 2023 and tile capacity expansion of 6.0 mn m^2 at JV entities by March 2023. In the Prism RMC segment, our target is to increase plant utilisation levels and cater the individual home builder segment. There is an increase in demand for premix formulation and our goal is to expand, innovate and capture that opportunity.

Safety and sustainability with future vision

Prism Johnson maintains quality standards in areas of environment, health and safety at all the plants and offices. During 2020-21, we took concrete steps to actively replace fossil fuel with green sources. We commissioned 22.4 MW of WHRS in phases and 10.0 MW of solar power plant during 2020-21. This will help us get around 35% of our power and fuel requirements for Prism Cement to be met from renewable sources in future.

In general, employees in our plants and offices go through a very efficient safety-training module to carry out the business. However, our focus on people's safety was enhanced multi-fold in times of the pandemic. We imparted education to all our employees on how to deal with the crisis and stay safe. We maintained all norms related to social-distancing, encouraged wearing of masks and use of sanitizers, regularly disinfected the plants and implemented all Government orders to ensure people safety.

For all corporates, sustainability is another area, which we feel needs a thorough understanding. It is thus

At Prism Johnson, we are focussed on solidifying our foundation and taking substantial steps towards tomorrow. We have successfully implemented cost-optimisation strategies that have helped expand margins. Going ahead, we plan to increase our market share, along with further improvement in the levels of profitability.

imperative for us to abide by the Environment, Social and Governance (ESG) best practices. This includes ethical, environmental and corporate social responsibility principles supported by strong governance structure. We contribute meaningfully to addressing the risks that climate change poses to our business. At the same time, we are also involving our stakeholders in our overall ESG strategy and its implementation.

Outlook

With the second wave of COVID-19 in India, we believe the macro-economic environment could remain challenging and uncertain in the foreseeable future. However, we will continue to work on our cost-realisation measures and expand our network to achieve greater heights in the future. The pandemic has taught every industry that digitisation will be at the centre of everything we think. The Company is thus constantly investing in innovation to cater 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 in the lives of our stakeholders.

I would like to express my sincere gratitude to our stakeholders for their undeterred support during these challenging and uncertain times. Our success is for our employees, for our customers and business partners who continue to support the Company's growth and expansion. Once again, I would like to take this opportunity to thank our employees for their continued hard work and commitment over the last year. It is their passion for excellent customer service that drives the business forward.

Yours sincerely,

Vijay Aggarwal

Managing Director

DIN : 00515412

Foundation for the Future

Prism Johnson was incorporated in the year 1992 under the name Karan Cement Limited. It is amongst the largest integrated building materials companies in India, with a wide range of products, namely cement, ready-mixed concrete, tiles, sanitaryware and bath fittings. Prism Johnson is an Integrated Management Systems (IMS) Certified Company (ISO 9001:2015, ISO 14001:2015, ISO 45001:2018, SA 8000:2014 & ISO 50001:2018).

For the past three decades, Prism Johnson has focussed on expanding its reach, optimising cost, identifying opportunities and capitalising on its strengths.

Outcome: The Company is now at par with global peers, outshining many other players in the industry. It continuously works towards achieving sustainability and building safer environment.

Prism Cement: Made for Future

Considered the world's most important building material, cement is the lifeline of infrastructure development for any nation. It is a primary ingredient in the construction of buildings, bridges, harbours, runways and roads.

Prism Cement, the Company's cement division, caters to eastern Uttar Pradesh, Madhya Pradesh and Bihar from its plant situated at Satna in Madhya Pradesh with an average lead distance of 384 kilometres in 2020-21. The Company produces global-quality cement under the brand name 'Champion', along with premium cement under brand names 'Champion Plus' and 'Duratech', which are distributed through a wide marketing network.

Quality runs in the bloodline of Prism Johnson. The Company has an efficient quality control testing lab accredited from National Accreditation Board for Calibration & Testing Laboratories, for chemical and mechanical cement testing. The lab has ultra-modern equipment ensuring consistent quality and high level of accuracy of tests. To maintain high standards, we employ three-dimensional imaging for optimum blending of raw material through Computerized Mine Block Development. We also ensure highest quality standards with the help of efficient plant operations, modern state-of-the-art automated controls and Integrated Management System (IMS).

5.6 mn tonnes
Cement Capacity

~160
Stock Points

~4,000
Dealer Network

10,000+
Number of Retailers

Year Under Review 2020-21

- Cement segment constituted 49% of consolidated (ex RQBE) revenue
- Cement & Clinker sales volume grew by 1.7% from 5.72 mn tonnes in 2019-20 to 5.82 mn tonnes in 2020-21, despite taking into account loss of production during Q1 FY21 due to the COVID-19-induced lockdown.
- Share of the premium segment increased and constituted 27.7% of the total cement volume in 2020-21
- Cost optimisation measures led to EBITDA per tonne growth of 8.2% to ₹ 962 in 2020-21

Focus areas for the future

- Expand cement production capacity
- Increase sales volume and margins
- Strengthen marketing network
- Drive efficiencies and rationalise costs
- Reduce environmental footprint
- Drive sustainability and reduce consumption of non-renewable energy through use of Waste Heat Recovery Systems (WHRS) and solar power

Products

Duratech Cement

Duratech cement is an all-purpose cement. It can be used in all types of reinforced cement concrete (RCC), pre-cast works, including building terraces, beams, columns and foundations.

Champion Plus

Champion Plus cement makes the concrete stronger, denser and leak proof, reinforcing the foundation. It caters a large segment of clients, including home builders and infrastructure projects.

Champion Cement

Champion cement, with its finer pore structure and less permeability, offers durability, compactness and chemical attack resistance. These make it sustainable for a variety of applications, including housing, highways, wells, dams, masonry and plastering.

H & R Johnson (India): For Chic Future

Tiles give homes a refreshing look. Integral to modern housing, tiles have found wide usage in the modern way of life by creating the desired ambience.

Our tiles division, H & R Johnson (India) is the pioneer of ceramic tiles in India. With over 60 years of track-record, we are one of India's largest entities to provide end-to-end lifestyle solutions. We manufacture and sell tiles, sanitaryware, bath fittings and engineered marble and quartz. The products are sold under several strong brands - Johnson, Johnson Marbonite, Johnson Porselano, Johnson Endura and Johnson International.

The Bathroom products include bath fittings and sanitaryware with two manufacturing plants at Baddi (HP) and Samba (J&K).

Products

The Johnson brand name is globally associated with high-quality design-led products, especially wall and floor tiles.

Prism Johnson is the flagbearer of innovative product solutions in the industry. With one of the finest R&D setups in the nation, it delivers on every customer's need for aesthetics. In the last 60+ years, we have launched many inventions and exclusive features that our industry has seen so far.

11
Manufacturing Plants

60 mn m²
Tiles Capacity*

* Total ceramic/vitrified tiles of HRJ, including its joint ventures and subsidiaries

1,000+
Dealers

19
Experience Centres
Include 2 office-cum showrooms

Johnson Tiles

These are ceramic tiles that come in a wide range of designs, looks and sizes. It is particularly made for walls and floors. This collection includes special category tiles such as Spanish Care, Germ-Free, among others.

Johnson Marbonite

This vitrified product line includes polished and durable tiles that are most suitable for residential and commercial flooring. It offers a variety of properties such as stain resistance, scratch resistance, joint resistance, anti-skid, and high-traffic.

Johnson Porselano

Johnson Porselano is among India's most versatile tile and slab collections, designed to suit modern lifestyles that emphasise health, hygiene, safety, environmental awareness and aesthetics. It complements the most popular interior styles. Large-sized slabs with Germ-Free© and Stain-Free© properties to maintain healthy and clean surfaces.

Johnson Endura

These heavy-duty and special-purpose tiles are designed for high-usage areas such as store floors, parking lots, sidewalks, and landscaping. High traffic tiles, staircase solutions, swimming pool tiles, exterior wall cladding, and authentic 'Tactiles' for public spaces that assist visually impaired people are all examples of special application tiles.

Johnson International

Johnson International offers a wide range of bathroom products with contemporary designs inspired from iconic European cities. Its product offering comprises sanitaryware, faucets and accessories that complement each other. Johnson International Omnisuites come with innovative features, such as 4D Flushing and flushing systems equipped with international grade fittings.

Ardex Endura

HRJ's joint venture company, Ardex Endura (India) Private Limited ('Ardex Endura'), manufactures tile fixing adhesives, grouts, industrial flooring and water proofing products. It has a pan-India presence with plants in Bengaluru, Baroda, Durgapur, Pune, Nellore, Bhiwadi and Prayagraj. Ardex Endura is a respected brand known for its technological prowess in the market segments it operates in.

Johnson Marble & Quartz

Johnson Marble & Quartz comprises the engineered marble and quartz range of products offered by HRJ. These products are impervious, non-porous and homogeneous and suit virtually any interior application, such as flooring, wall and pillar cladding, counter-tops, vanity tops, stair treads, etc.

Prism Johnson is the flagbearer of innovative product solutions in the industry. With one of the finest R&D setups in the nation, it delivers on every customer's need for aesthetics. In the last 60+ years, we have launched many inventions and exclusive features that our industry has seen so far. For example, Prism Johnson offers germ-free tiles and sanitaryware, an outcome of the SilverNano Technology developed by its scientists, to service the demand for safe and hygienic tiles for its customers.

These products are coated with special nano ceramic glaze comprising silver nano particles (ions). In presence of moisture, these tiles release silver ions on the surface that neutralise bacteria and virus that come in contact with these surfaces, leaving the tile surface free from germs. In the advent of the COVID-19 pandemic, consumer's demand for such safe and hygienic products has increased. During the year, HRJ launched a sanitiser brand as part of its germ-free range.

Year Under Review 2020-21

- HRJ revenue constituted 34% of the total consolidated (ex RQBE) revenue; revenue grew by 0.5% to ₹ 1,833 Crores in 2020-21 despite 60% decline in revenues during Q1 FY21 as a result of COVID-19-related nationwide lockdown
- Volumes grew by 8.5% from 44.8 mn m^2 in 2019-20 to 48.6 mn m^2 in 2020-21
- Higher volumes and better product mix, along with cost rationalisation and sustainable operating leverage, led to 490 bps improvement in EBITDA margins to 8.7% in 2020-21
- HRJ reported strong growth in EBITDA from ₹ 69 Crores in 2019-20 to ₹ 159 Crores in 2020-21
- Significant reduction in fixed costs and working capital
- Revenue from sanitaryware & bath fittings grew by 11.9% to ₹ 197 Crores in 2020-21
- Revenue from tile exports in 2020-21 was ₹ 184 Crores and and revenue from Engineering Marble and Quartz exports stood at ₹ 104 Crores in 2020-21

Focus areas for the future

- Enhance product mix
- Increase in capacity utilisation
- Expand distribution network pan-India

Prism RMC: For Sturdy Future

RMC is a concrete that is delivered to the customer in a ready-to-use manner. It enables fast construction through programmed delivery at the facility, mechanised operation and consequent cost-effectiveness. Prism RMC provides quality consistency through precise, computerised monitoring of sand and water aggregates according to mix designs.

Set-up in 1996, Prism RMC division is one of the nation's leading ready-mixed concrete manufacturers. It currently operates 96 ready-mixed concrete plants across 44 cities/towns in India. The Company has also ventured into the aggregates business and operates large quarries and crushers across the country. Prism RMC has been at the forefront in setting high standards for plant and machinery, production, quality systems and product services in the ready-mixed concrete industry.

Products

Aquaresiscrete

Aquaresiscrete is a watertight concrete containing a specially formulated admixture that induces a catalytic reaction in the presence of moisture and cement hydration byproducts. It results in a non-soluble crystalline formation in the concrete's pores and capillary tracts.

Envirocrete

Envirocrete is a high-performance, high-quality sustainable concrete that is designed for a sustainable environment. It maintains a high level of durability and low environmental impact.

FRCcrete

Fibre-reinforced concrete, or FRCcrete, is a structurally sound concrete used in terrace slabs, warehouses, container yards, railway stations, airports, and other structures.

Thermocrete

Thermocrete regulates the temperature difference between the concrete's centre and surface, preventing thermal tensile cracks.

Dyecrete

Dyecrete is a colourful collection of concrete used in architectural and decorative applications.

Foundationcrete

Foundationcrete provides superior concrete performance in aggressive environments.

Repaircrete

Repaircrete (M40 & M60) is a ready-to-use wet micro concrete for structural reinforcement and retrofitting. It makes concreting easier in areas with restricted access.

Highdensecrete

Highdensecrete is a heavyweight concrete with a density of over 2600 kg/m^3 that offers excellent radiation protection in nuclear power plants. It is also used in radiation therapy units inside hospitals, as well as sound and vibration attenuation in buildings.

Year Under Review 2020-21

- Prism RMC segment constituted 17% of the consolidated (ex RQBE) revenue
- Revenue declined by 35.8% to ₹ 908 Crores in 2020-21, primarily due to impact of COVID-19 during the year
- EBITDA declined from ₹ 23 Crores in 2019-20 to an EBITDA loss of ₹ 17 Crores in 2020-21 due to sharp decline in revenue; EBITDA margins during Q2 to Q4 FY21 expanded 270 bps y-o-y due to management's increased focus on controlling operating costs.

Focus areas for the future

- Improving plant utilisation levels
- Increasing value added product contribution
- Enhancing revenue from the Individual House Builder segment

96 Ready-Mixed Concrete Plants

44 Cities/Towns Presence

6 Quarries

Our Journey Towards the Future

- **1992** Company incorporated as Karan Cement Limited
- **1993** JV executed between Mr. Rajan Raheja and Danish company F.L. Smidth for setting up 2 mtpa cement plant
- **1994** Name of the Company changed to Prism Cement Limited
- **1995** Initial Public Offering
- **1997** Commenced production of first line of cement capacity of 2.0 mtpa at Satna, Madhya Pradesh
- **2004** Set up bulk loading and truck loading system
- **2005** Ranked 3rd best in leadership for adopting state-of-the-art technology and energy efficiency
- **2009** Amalgamation of Prism Cement Limited, H. & R. Johnson (India) Limited and RMC Readymix (India) Private Limited
- **2010** Commenced second line of cement production capacity of 3.6 mtpa
- **2011** Joint Venture agreement with Small Johnson Floor Tiles Private Limited
- **2012** Received ISO 27001:2005 Certification (ISMS)

2013

- Received ISO 22000:2005 Certification (Food and Safety) – May 2013
- Received nod from National Accreditation Board for Testing and Calibration Laboratories (NABL) for testing lab

2015

- Joint Venture agreement with Coral Gold Tiles Private Limited
- Launched Duratech - a premium cement brand

2016

- Launched Champion Plus - a premium cement brand
- Entered into a power supply agreement and acquired stake in BLA Power Private Limited

2017

Prism RMC set up NABL accredited labs in Mumbai, Bengaluru, Gurugram and Chennai

2018

Name of the Company changed to Prism Johnson Limited

2019

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

2020

Commissioned 10.0 MW of WHRS and 5.0 MW of solar power at Satna Joint Venture agreement with Sanskar Ceramics Private Limited

2021

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

Our Membership of Associations

Prism Johnson is an active member of key industry associations and sectoral platforms in our line of business. Being a member of these associations provides us with unique perspectives and opportunities that help us keep abreast of the latest industry news and developments and help grow our business. Our participation on these forums aids in the implementation of sectoral best practises. It also strengthens our business's alignment with applicable professional standards.

Our Association

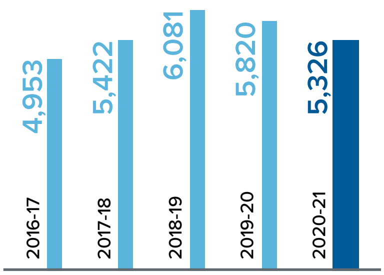
- Bombay Chamber of Commerce & Industry
- Cement Manufacturers Association
- Indian Council of Ceramic Tiles and Sanitaryware
- Indian Ceramic Society
- All India Pottery Manufacturers Association
- Ready Mixed Concrete Manufacturers Association
- Indian Green Building Council

Our Financial Performance Over the Years

(Consolidated Ex RQBE)

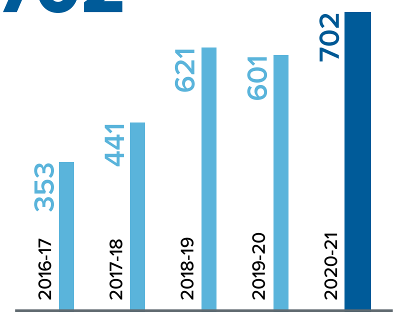
Revenue from Operations (₹ Crores)

5,326



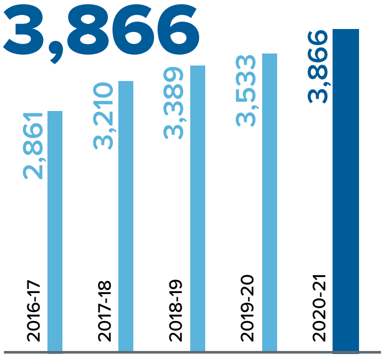
EBITDA* (₹ Crores)

702



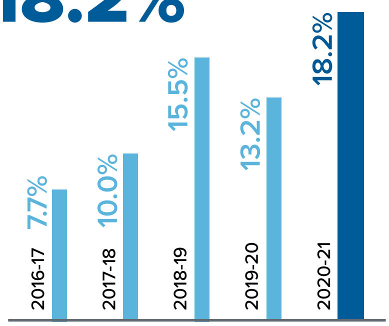
Gross Block (₹ Crores)

3,866



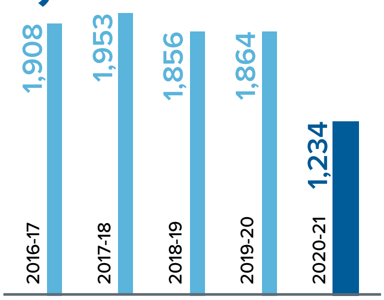
Return on Capital Employed (%)

18.2%



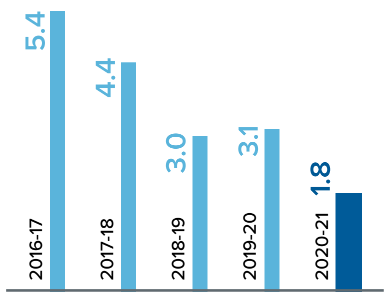
Net Debt (₹ Crores)

1,234



Net Debt to EBITDA (x)

1.8



* Earnings Before Interest, Taxes, Depreciation, and Amortisation


TATA

Value-Creation Process to Define our Future

Our Inputs

Financial Capital

As a Company, we primarily use debt and equity raised from our investors and lenders.

Consolidated (Ex RQBE) Equity: ₹ 1,313 Crores

Consolidated (Ex RQBE) Net Debt: ₹ 1,234 Crores

Consolidated (Ex RQBE) Capital Employed: ₹ 2,473 Crores

Manufactured Capital

We leverage our plants, extensive network of physical branches and experience centres to manufacture and sell our products.

Cement plants: 1 plant, 2 units

Tile manufacturing facilities: 11

Faucet plants: 2

HRJ Experience Centres: 19

RMC plants: 96

RMC quarries: 6

Intellectual Capital

We have a technology-backed infrastructure and well-established collaborations to manufacture our products and deliver effective customer service.

Human Capital

We train and nurture the skills and experiences of our employees to expand and deliver our infrastructure development products and services.

Total employees: 5,195

Social and Relationship Capital

Our relationships with our societies, consumers, distributors and Governments enable us to address their needs and create value for them.

Dealer Network: ~4,000 dealers for Prism Cement and ~1,000 dealers for HRJ

CSR spend: ₹ 3.48 Crores

Contribution to Exchequer: ~₹ 937 Crores

Natural Capital

We rely on our judicious consumption of natural resources for the sustainability of business and environment.

Waste heat recovery system: 22.4 MW

Solar power plant: 22.5 MW

Investment in WHRS: ₹ 209 Crores

Our Business

Prism Cement

HRJ

Prism RMC

Inbound

Mining of limestone

Raw materials sourcing

Manufacturing

Cement and Clinker production

Tiles and Bathroom fittings production

Ready-mixed concrete production

Outbound

Dispatch/pumping

Marketing and sales

After-sales service

End Customers

Infrastructure companies

Real estate developers

Offices

Individual house builders

Our Concrete Output

Financial Capital

Consolidated (Ex RQBE) ROE: 15.1%

Consolidated (Ex RQBE) ROCE: 18.2%

Consolidated (Ex RQBE) PAT: 4.0%

Manufactured Capital

Cement volume: 5.82 mn tonnes

Tiles sold: 48.6 million m^2

Intellectual Capital

Share of premium products in cement: 27.7%

Number of patents granted to HRJ: 5

Silver nano-technology for germ free tiles

Human Capital

Number of employees trained: 3,801

Total training man-hours: 46,771

Social and Relationship Capital

Villages benefitted: ~30

People trained: ~300

Patients treated: ~12,500

Natural Capital

Energy consumption from WHRS & renewable sources: 12.2% for Prism Cement

Water Consumption: 151 litres per ton of clinker

Rain water harvesting and water conservation: 1,41,547 m^3

Building Concrete Steps Through Cost Rationalisation Strategies

The pandemic did have an impact on our business but never on our focus. Despite the challenging environment, we continued strengthening our foundation for the future through several cost rationalisation measures.

2020-21 disrupted the demand-supply equilibrium across sectors. The pandemic shook up many businesses and pushed several companies into dire straits. The real estate and infrastructure sector were severely impacted causing disruptions in the building material space. At Prism Johnson, we took this challenge as an opportunity and optimised our processes across divisions with several cost-reduction strategies and initiatives.

Prism Cement: Future-Focussed

Several cost-reduction measures coupled with marginal increase in realisations led to 8.2% y-o-y growth in EBITDA per tonne from ₹ 889 in FY20 to ₹ 962 in FY21.

₹ 962
FY21 EBITDA per ton

Cost-rationalisation measures undertaken:

Sustainable fuel mix	Installation of 22.4MW of WHRS to reduce dependence on fossil-fuels Increase usage of green energy: installed 10.0 MW of solar power during 2020-21, taking the total solar power installed to 22.5 MW at Satna, Madhya Pradesh Dynamic fuel-mix to optimise costs: Share of pet coke in the fuel mix at 45% in 2020-21
Optimised dispatch model	Increased proportion of road dispatches compared to the railways, leading to cost efficient door-to-door reach and service, given the lead-distance currently at 384 kms
Evolved mining processes	Second band mining for optimum resource utilisation
Process automation	Automated packing process
Optimise cost structure	Improve manpower productivity Reduce fixed costs

H&R Johnson: Step Towards Sustainable Margin Improvement

With solid foundation, cost-effective business model and increasing demand in the housing and construction sector, we are prepared to take the next steps to the future.

₹ 159 Crores

HRJ reported strong growth in EBITDA during FY21

HRJ achieved higher volumes and better product mix, resulting in a 490 bps improvement in EBITDA margin to 8.7% in 2020-21, largely driven by the business performance during the later half of the year 2020-21.

Cost-rationalisation measures undertaken:

- Reduced fixed cost, especially administrative cost and travel among others
- Reorganised branch network
- Increase manpower productivity

Prism RMC: Increasing Cost Focus

As the year drew to an end, the monthly sales volume experienced a positive traction with significant improvement in margins. EBITDA declined from ₹ 23 Crores in 2019-20 to a loss of ₹ 17 Crores in 2020-21 mainly due to sharp decline in revenue; EBITDA margins during Q2 to Q4 FY21 expanded 270 bps y-o-y due to management's increased focus on controlling operating costs.

Cost-rationalisation measures undertaken:

- Focussed on fixed cost reduction
- Converted certain fixed costs into a variable cost model

Building Concrete Steps Through Expansions and Innovations

Consumer preferences are evolving and they now demand more consumer-friendly products with an aesthetic appeal. With increase in work from home scenario, due to the pandemic, consumers now increasingly prefer bigger and better homes as they look for more personal space and aesthetics.

Right from cement at the infrastructure's foundation to ceramics at the structure's interior visage, Prism Johnson has evolved its product offerings as an organisation. At Prism Johnson, we believe in driving growth, while creating value for our consumers. We have taken active steps by innovating our products and expanding our network to transform into an integrated building materials company.

Growth Strategy

> *Expanding our network through target marketing and increasing physical touch points has been a key part of our growth strategy.*

Prism Cement The Company has announced plans to increase its cement capacity from 5.6 mn tonnes to 6.5 mn tonnes by June 2022. Additionally, it plans to increase its Grinding Capacity by approximately 1.0 mn tonnes, taking the total cement production capacity at Satna to 7.5 mn tonnes by September 2023. The Company has further improved its reach through channel expansion. In the past five years, the Company has consistently increased its retailer network.

H&R Johnson HRJ has been adding large-format experience centres, increasing its focus on print and digital media advertisements, architect and designer-engagement journals, along with running many social-media campaigns to increase its brand's reach. HRJ's 19 experience centres are spread across the country, mostly in metros, tier-1 and tier-2 cities. HRJ has announced plans to increase its tile production capacity from 60 mn m^2 currently to 68 mn m^2 by March 2023. This includes greenfield tile capacity expansion of 2.5 mn m^2 at Panhagarh, West Bengal, by January 2023 and tile capacity expansion of 6.0 mn m^2 at JV entities by March 2023.

Prism RMC Prism RMC aims to increase plant utilisation levels, increase the share of value-added products and increasingly focus on the individual home builder segment for growth.

Innovation Strategy

Innovation is another key focus area for Prism Johnson. We constantly strive to innovate our products and techniques to stay relevant and be able to fulfil the needs of a dynamic customer.

Premium Cement Products

Prism Cement provides a range of products that cater to the various aspects of construction from foundation to finish. Its premium product, Duratech Cement, is an all-purpose cement that can be used in all types of reinforced cement concrete, pre-cast works, including building terraces, beams, columns and foundations. Additionally, Champion Plus cement makes the concrete stronger, denser and leak proof, reinforcing the foundation.

Next-Generation Tiles

Our research and development team is involved in creating new technologies and processes that are safer, more environment friendly, and more sensitive to consumer demands. HRJ division has been at the forefront of introducing some of the most cutting-edge products in the industry. We have introduced a wide range of germ-free products in sanitaryware and tiles based on our patented silver nano technology.

Our Existing Patents for Innovative Solutions

- **Anti-Static Tiles or ESD Tiles:** These tiles are used especially in shock-prone areas, which are sensitive to static electricity. Especially recommended for fire hazardous areas
- **Soluble Salt:** A method for the manufacture of aqueous solutions of metal complexes for the high temperature colouring of vitreous glass ceramic tiles
- **Anti-Oxidation Refractory Frit:** An anti-oxidation refractory frit and a method to manufacture the same
- **Antimicrobial Powder:** Inorganic antimicrobial nanocomposite powder and a method of manufacturing the same

RMC Innovation

Prism RMC division uses computerised mine block development with three-dimensional imaging for optimum blending of raw materials. The highest quality standards are maintained with the help of efficient plant operations, modern state-of-the-art automated controls and Integrated Management System (IMS). Through our innovation we have achieved several characteristics that make our products suitable for a wide range of applications.

- **Concrete with refined pore structure and less permeability:** It provides durability, compactness and resistance to chemical attacks and it is widely used in housing, roads, wells, dams, masonry and plastering works
- **Stronger, denser and leak-proof concrete:** It helps in strengthening of the structure and caters individual home builders and contractors

Prism RMC segment involves a high degree of quality control mechanisation and automation. At Prism RMC, a typical plant provides an innovative edge with respect to manufacturing processes and enables resource optimisation without compromising on our commitment on quality products and services to our consumers. The quality of the resulting concrete is much superior to site-mixed concrete.

Our Product Innovations

- Water-tight concrete containing specially formulated admixture to provide a complete waterproofing solution
- Modified rainwater harvesting concrete that permits water runoff to percolate, preventing waterlogging
- Modified concrete that helps in mitigating thermal tensile cracks
- High-density concrete that provides excellent radiation shielding in nuclear power plants and radiation therapy in hospitals

Environment, Social and Governance

*Environment health is of paramount to us and **we believe** sustainability **ensures a noble future**. With these thoughts, we maintain a healthy balance between environmental sustainability, business development and social uplift, **making our dedication towards a better tomorrow fulfilling**.*

Environment

Energy conservation is a continuous process at Prism Johnson. We make judicious use of resources, try to reduce carbon footprint and efficiently manage waste to conserve the environment.

We ensure enforcement of regulatory requirements and meticulously follow the relevant rules and regulations.

Sustainable Use of Resources

We are committed to using raw materials efficiently and minimising our manufactured waste as a responsible organisation. Our R&D focuses on process and design engineering for higher levels of material performance.

Usage of Alternative Raw Materials

We endeavour to increase the usage of alternative raw materials from industrial waste without compromising on product quality. At Prism Johnson, we commonly use fly ash, ground granulated blast-furnace slag (GGBS), copper slag, micro fine, granite dust slurry powder, in-house feldspar as alternative raw materials.

21%

Alternative Raw Materials Used in Cement Division

4%

Alternative Raw Materials Used in RMC Division

Reduction in Energy Consumption

The Company is driven to reduce its reliance on non-renewable resources and fossil fuels. We focus to invest in renewable energy and energy-saving technologies to reduce our dependence on non-renewable resources and fossil fuels. During the year, Prism Johnson commissioned 22.4 MW of WHRS and 10 MW of solar power at its cement plant in Satna, Madhya Pradesh, as part of its sustainability initiatives.

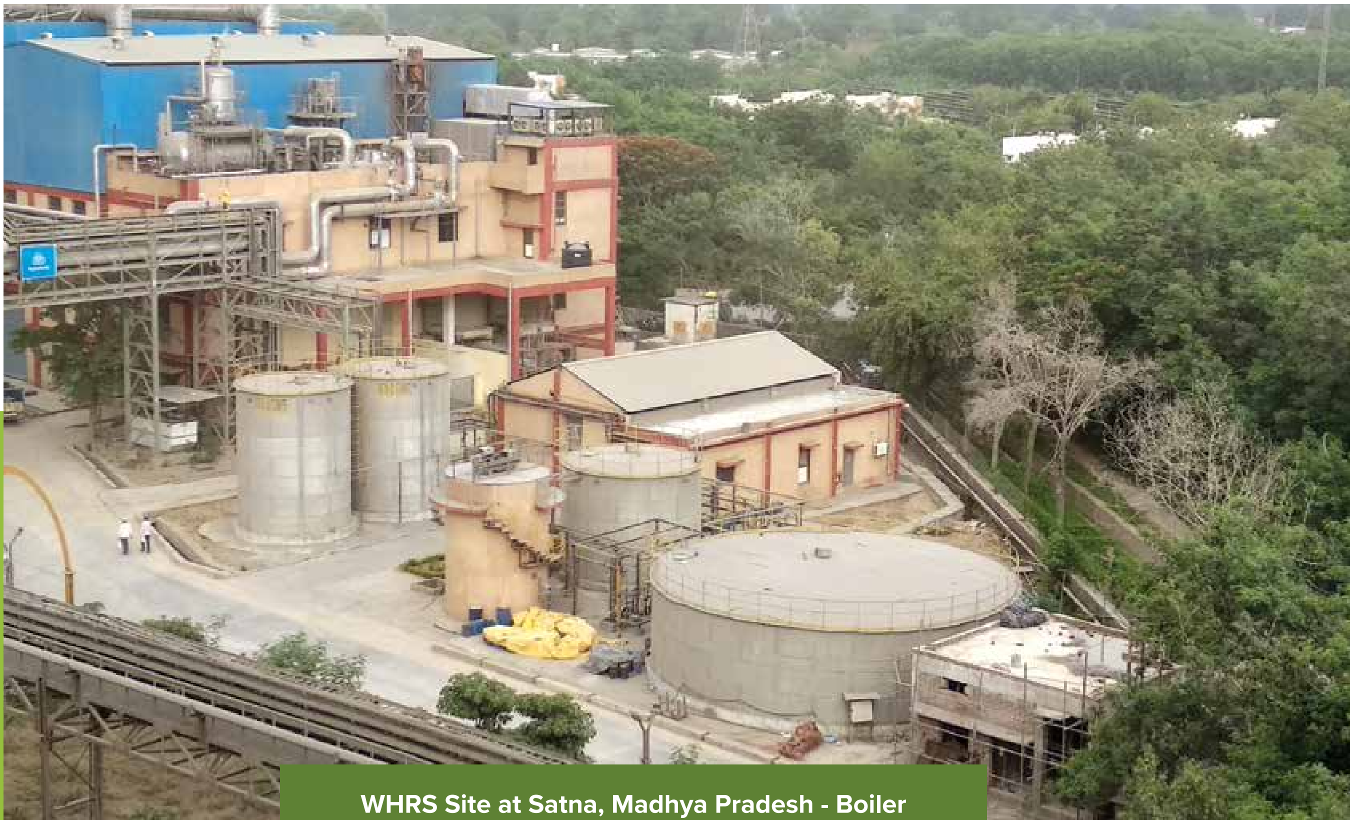
22.4 MW

Total Installed WHRS Capacity at Satna, Madhya Pradesh

22.5 MW

Total Installed Solar Power Plant at Satna, Madhya Pradesh

We have taken concrete steps in moving towards an energy-efficient future. Biodiesel provides transportation in all our divisions. We use de-oiled cashew shells (waste from cashew oil plants) and soya husk from nearby farmers as fuel at few HRJ plants. At some of our sites, we also use CNG-fuelled transit mixers in Prism RMC.



WHRS Site at Satna, Madhya Pradesh - Boiler

WHRS Site at Satna, Madhya Pradesh - AQC-1

Emissions Management

We strive to reduce carbon footprint and emissions from usage of fossil fuels and consumption of grid electricity. Air emissions are closely monitored at our plant using a stack monitoring system and an ambient air quality monitoring system. To minimise emissions and monitor air pollution, we have constructed a Selective Non-Catalytic Reactor (SNCR) at our cement plant.

+1.4 lakhs

Trees planted

Water Conservation

Water is nutrition for a company that manufactures building and construction materials. Recycling water, rainwater harvesting, and recharging the groundwater table are priorities at our manufacturing sites.

At Prism Cement, 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 horticultural purposes.

Twenty structures, which include twelve Rooftop RWH structures, four GW recharge structures with abandoned bore-wells and four Runoff/Storm water recharge structures have been installed to recharge ground water at Prism Cement. As a result, 1,41,547 m^3 litres of water has been harvested/conserved. All these efforts have helped raise groundwater table by around 2 metres

1,41,547 m3

Rain water harvested and water conserved

151 litres

Water consumed per ton of clinker

Waste Management

The operations of our industry are such that it results into a high amount of hazardous waste. We comply with all current legal specifications for the disposal of waste produced at our plants. We have a long-term plan in place to reduce such wastage to the extent possible.

During 2020-21, the Company manufactured 81.5% of its cement as blended cements. They were made with fly ash, a waste material from other industries.

We have a natural sewage treatment plant at our cement plant located at Satna, Madhya Pradesh, which provides an atmosphere for the growth of micro-organisms that are responsible for pollutant removal in a Phytorid bed.

Social

Employee Safety

At Prism Johnson, it is our primary aim to have a workplace that is free of health and occupational hazards. Our contractors and contractual employees are also subject to our health and safety efforts. We regularly conduct various safety-awareness programmes such as mock drills, fire-safety trainings, gate-safety meetings, plant-safety rounds, on-job trainings, height-pass system for people working at height and lockout tagout (LOTO) system for machining equipment. Our safety standards are communicated to all employees regularly through town hall meetings and monthly environmental, health, and safety (EHS) meetings. The meetings raise awareness on safety compliance concerns and enable our employees to share best practises on the shopfloor and in process areas.

During 2020-21, we provided training to our employees on safe-distancing norms and the standard operating procedures to help them keep the virus at bay.

Employee Engagement

We have systems in place to help our workers develop their technical skills. We train our employees on core areas of operations, behaviour, quality and safety. There's training on product development encompassing basic to advanced products. Further, we train our staff on leadership and supervisory skills, stress management, motivation, teamwork and work ethics.

5,195
Total employees

46,771
Total training man-hours

3,801
Employees trained

Community Engagement

As a socially responsible organisation, we strive to ensure the well-being of our communities and promote inclusive growth. Our Corporate Social Responsibility (CSR) initiatives are carried out by our team and also through other agencies. The Company engages in philanthropic efforts for members of the community. We provide medical and educational assistance to economically disadvantaged and socially vulnerable members of the society.

Rural Infrastructure Development

Infrastructure development has a lasting impact, as it helps a society climb up the social ladder. These are some of the initiatives undertaken to enhance the rural infrastructure:

- Construction and repair of roads in Kulhadi and Chulhi villages
- Installation of 130 solar street lights at Baghai, Majhiyar, Hinauti, Mankahari, Sijahata, Malgaon and Hinauta villages
- Enhancement of sports facilities at Mankahari playground
- Construction of bus shelter at Majhiyar and Chormari villages
- Renovation of community centre at Nagod and Majghawan
- Construction of concrete wall for protection of river bank along staircase near Jabla Baba, Hinauti, Satna

Education and Skill Development

Education is the fundamental right of every human being. Educating the nation is a concrete step towards an empowered future. We took actions to provide sufficient infrastructure for education around our manufacturing facilities. Some of the initiatives undertaken by us are:

- Spread awareness through slogan writing on different themes in villages
- Imparted vocational trainings to 125 people, such as stitching, beautician, *agarbatti* making, bags and cotton-wicks making
- Imparted driver trainings to 169 people
- Renovated Government schools at Manakahri, Hinauta, Chulhi, Sijahata, Baghai and Bamhauri
- Installed eight smart classes for Class IX to XII at Government Higher Secondary School Bamhauri and Sajjanpur

Villages around our plants largely depended on small, fragmented land, rain-dependent agriculture for their sustenance.

We provide vocational training to members of the community to empower women and youth, minimise poverty, and foster economic and social development. We imparted vocational trainings such as stitching, beautician courses, agarbatti (incense sticks) making, bag and cotton wick making.

Distribution of Thermal Wear to Senior Citizens

Imparted Skill Development Trainings

Smart Class set up at Government Higher Secondary School Bamhauri and Sajjanpur

Construction of Bus Shelters at Majhiyar Village

Healthcare and Hygiene

Prism Johnson is constantly working towards providing healthcare support to the communities that surround us. We help the community to overcome the lack of primary healthcare facilities. Further, the Company is working towards changing behavioural practices and raising awareness on sanitation and hygiene through social and behavioural change communication.

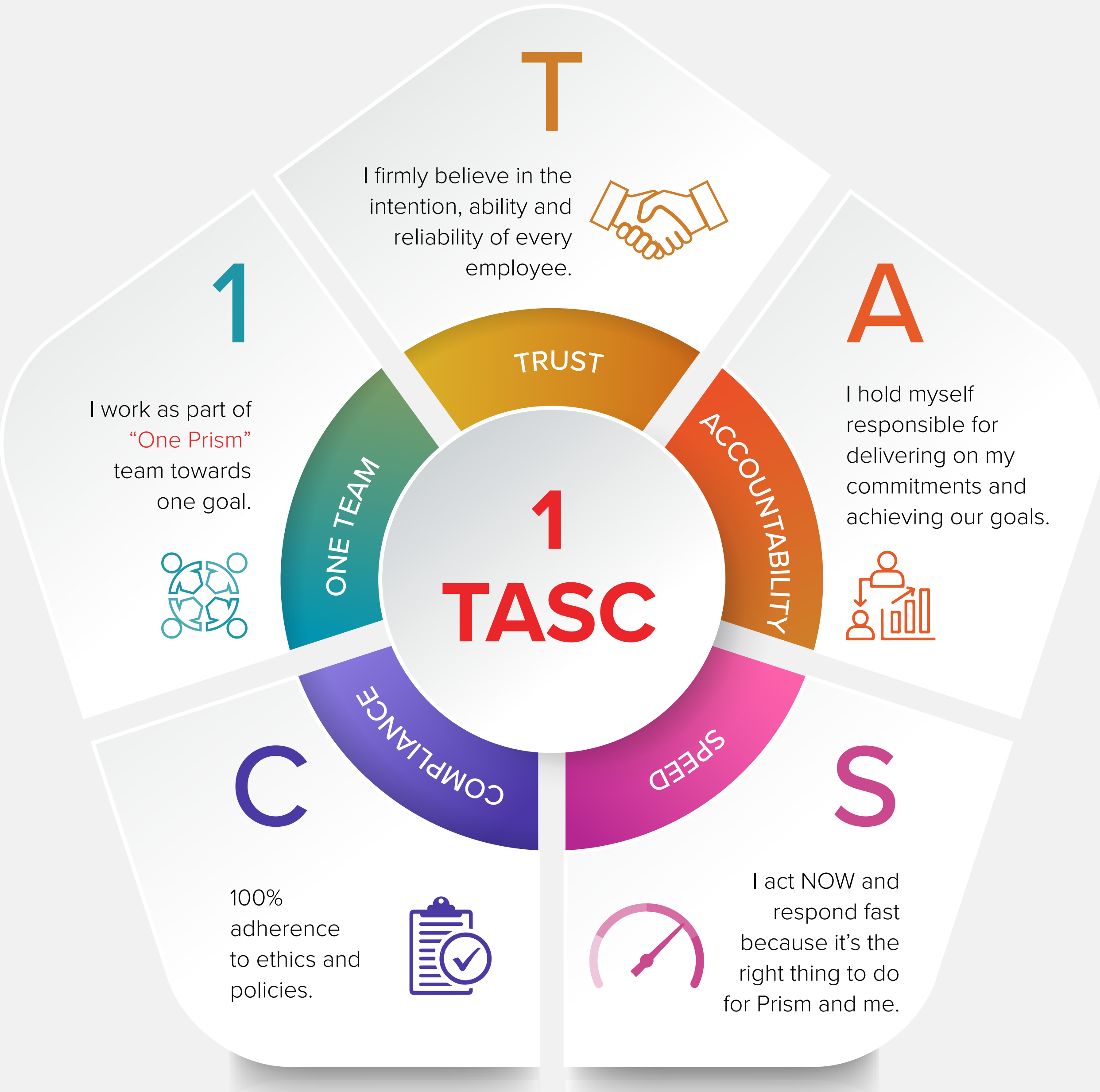
Some of our health initiatives include:

- Created awareness towards best hygiene practices among villagers and students
- Donated COVID-19 testing machine to Madhya Pradesh Government
- Many patients benefited through:
  - Prism Cement's Plant Medical Centre that provided free treatment and medicines to nearly 12,530 patients from 18 villages
  - Sponsored cataract surgeries for around 20 patients from 18 villages
  - Free ambulance facility provided to nearby villagers: attended to 690 patients
- Construction of 40 toilets at Majhiyar, Malgaon, and Narsinghpur villages
- Distributed nutritional food to children at Rampur Baghelan

Governance

Prism Johnson operates on the values – 1TASC (One Team, Trust, Accountability, Speed and Compliance) to achieve a common goal. 1TASC is adopted and implemented by everyone at Prism Johnson and provides a strong foundation for our day-to-day operations.

Effective corporate governance is essential for long-term value creation. Prism Johnson is committed towards proactive corporate governance practices to maximise value for stakeholders.



Note: The definition of 1TASC varies across divisions, the above 1TASC values are provided for Prism Cement

Our Board

Our Board of Directors (the 'Board') have an in-depth understanding of the building material and infrastructure industry. The Board comprises a strong mix of Executive and Non-Executive Directors, as well as Independent Directors. It is made up of Directors who have the right mix of expertise, experience, independence, and knowledge about the Company to carry out their duties and provide successful leadership to the business activities. The Board's Non-Executive Directors and Independent Directors are professionals with expertise in finance, economics, and law.

Effective Policies

The Board has adopted a set of corporate governance guidelines that serve as a framework to carry out its day-to-day operations. The policies are reviewed regularly and updated, as needed in response to the changing business scenario, best practices and regulatory requirements.

Board Diversity

The Board of Directors has the right mix of skills, expertise, and experience to steer the Company's business and strategy. The Board has an optimum combination of Executive and Non-Executive Directors, including an Independent Woman Director. The Board composition includes, but is not limited to, educational and functional background, industry experience, geography, age, and gender.

Our Policies:

- **Environment Policy**
- **CSR Policy**
- **Archival Policy**
- **Policy on Material Subsidiaries**
- **Dividend Distribution Policy**
- **Related Party Transactions Policy**
- **Whistle-Blower Policy**
- **Remuneration Policy**
- **Policy for Determining of Materiality for Disclosures**

Awards and Recognitions

Awarded 7th CSR India Award 2020 in Ensuring Environmental Sustainability Category

Awarded 7th CSR India Award 2020 in Promotion of Health and Healthcare Category

Awarded Apex India CSR Excellence Award 2019 Under Water Conservation/ Watershed Development Category

Awarded Apex India CSR Excellence Award 2019 Under Health Awareness/ Welfare Category

Recognised by Golden Peacock Awards Environment Management Award 2020

H & R Johnson awarded Golden Peacock Awards for its Made in India Patented Innovative #GermFreeTechnology

Awarded 20th Annual Greentech Environment Award 2020 in the Environment Protection category

H & R Johnson recognised as one among the Most Iconic Brand by Economic Times

H & R Johnson recognised as one among the Brand of the Decade Award 2020

Prism RMC awarded Brand of the Year for Ready-Mixed Concrete category

Corporate Information

Board of Directors

Mr. Shobhan Thakore, **Chairman & Independent Director**

Mr. Rajan Raheja, **Director**

Mr. Vijay Aggarwal, **Managing Director**

Mr. Vivek Agnihotri, **Executive Director & CEO (Cement)**

Mr. Sarat Chandak, **Executive Director & CEO (HRJ)**

Mr. Atul Desai, **Executive Director & CEO (RMC)**

Ms. Ameeta Parpia, **Independent Director**

Dr. Raveendra Chittoor, **Independent Director**

Management Team

Mr. Manish Bhatia, **Chief Financial Officer**

Mr. Rajnish Sacheti, **Chief Legal Officer**

Ms. Aneeta Kulkarni, **Company Secretary**

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

Bankers

Axis Bank Limited

ICICI Bank Limited

Indian Overseas Bank

Kotak Mahindra Bank Limited

Yes Bank Limited

Standard Chartered Bank

HDFC Bank Limited

RBL Bank Limited

Auditors

G. M. Kapadia & Co.

Statutory Reports

Pages 36-101

Financial Statements

Pages 102-254

MANAGEMENT DISCUSSION & ANALYSIS

Economy Overview

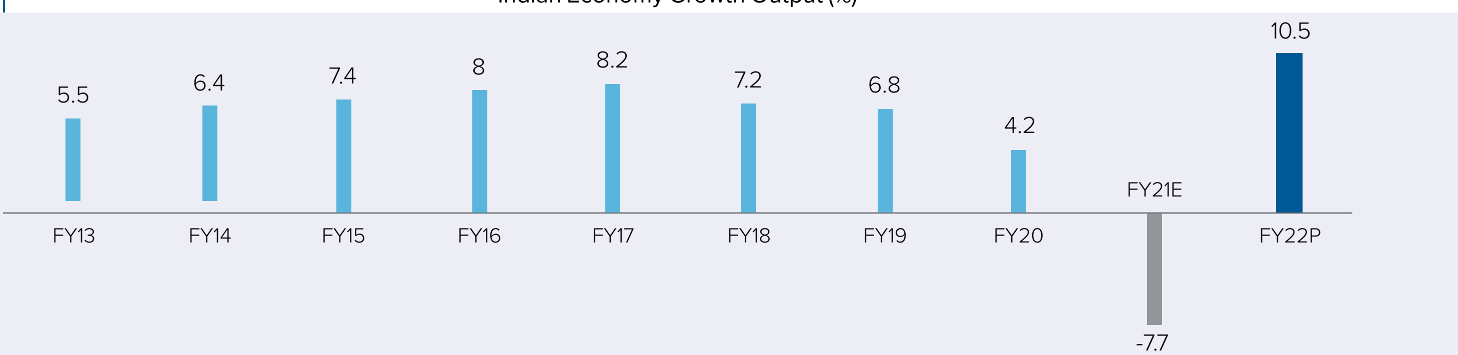
The global economy contracted (3.3%) in 2020, as per the World Economic Outlook published by International Monetary Fund (IMF) in April 2021, primarily due to the spread of COVID-19 pandemic. It weighed down growth for most economies in the world as consumption slipped and crude prices declined. When several Governments around the world implemented lockdowns to control the significant rise in COVID-19 infections, many economies in the world saw an unprecedented GDP contraction in recent history. Since then, IMF has revised upwards its global GDP forecasts for 2021 and 2022 to 6.0% and 4.4% respectively, mainly due to additional fiscal support provided by a few large economies and vaccine-led recovery likely to be in the second half of 2021.

India, like many other major economies in the world, saw GDP contract in 2020-21 due to a slowdown in the economic activity. India's GDP in 2020-21 is expected to have contracted by (7.7%), comprising a (15.7%) decline in the first half and (0.1%) decline in the second half of 2020-21, as per the Economic Survey 2020-21. While urban India was severely impacted due to COVID-19 and related lockdowns or curbs, economic activity and demand scenario in rural India remained resilient.

The rollout of multiple vaccines, aggressive inoculation drive, Government reviving several infrastructure projects and pick-up in real estate activities in India is likely to create a positive momentum in the economy, especially for the building materials sector.

The Indian economy is undergoing a V-shaped recovery, showing strong signs of revival. These positive signals are underpinned by an aggressive vaccine rollout, increasing mobility and a strong recovery expected in consumption and investments. India is expected to be the fastest growing economy in the world with GDP estimated to grow at 10.5% in 2021-22, as per the Reserve Bank of India. However, the local level lockdowns and curbs implemented in April-May 2021, due to the second wave of COVID-19 in India, is likely to have an adverse impact on Q1 FY22 GDP.

Indian Economy Growth Output (%)



(Source: Economic Survey 2020-21, Reserve Bank of India)

Industry Structure and Developments

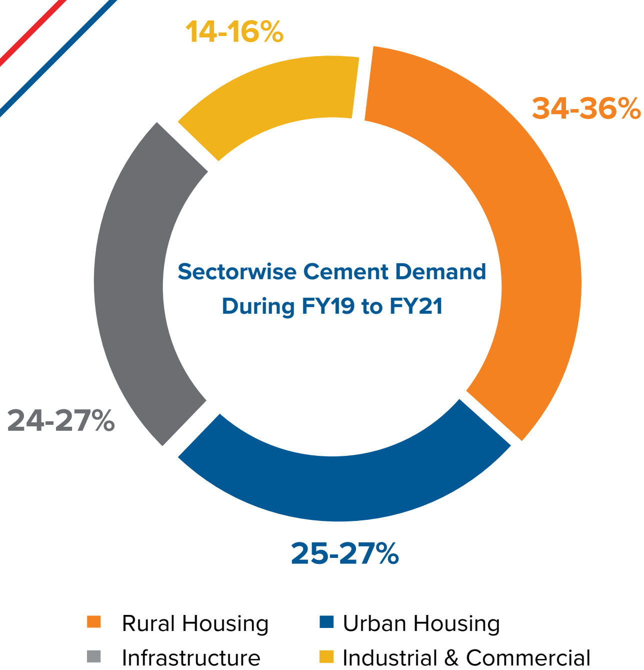
Cement: A Solid Segment

India ranks second in cement production and consumption globally, with an estimated installed capacity at 540 mn tonnes at the end of FY21. During 2020-21, domestic cement production declined 12.0% to 294 mn tonnes, as per the data provided by the Office of the Economic Advisor, primarily due to the impact of the pandemic.

While rural housing constituted an average 34-36% of cement demand during the period FY19 to FY21, urban housing constituted 25-27%, infrastructure sector constituted 24-26% and the commercial sector constituted 14-16% during the same period, as per CRISIL.

The demand-supply dynamics of the cement industry was affected during CY2020 due to the lockdown and curbs implemented by the Government to control the spread of COVID-19 pandemic. The nationwide lockdown came at a time when construction activities are usually at its peak and this hampered the overall demand. During the pandemic, cement consumption remained resilient in the rural and semi-urban markets. This demand was majorly driven by construction of rural infrastructure and low-cost housing. With the economy reviving, demand has started gaining traction with most regions reporting growth and construction activities picking up pace. Cement demand, which had been particularly tepid in Tier-I cities, has recovered during the past few months. The low-cost affordable housing segment has further contributed to demand spur for the cement sector.

According to a report by CRISIL published in March 2021, cement demand is expected to increase by 13% in 2021-22 due to expectations of strong demand from housing, infrastructure and commercial sectors and also a low-base effect. Cement demand in Central India is expected to grow at 11-13% during 2021-22. However, cement demand is likely to get impacted due to the surge in COVID-19 cases during April and May 2021.



Source: CRISIL

Cement Demand: Growth Drivers

Rural housing

Rural individual housing growth led by rising rural income; Government thrust on affordable housing

Urban housing

Government focus on housing for all by 2022

Provisions for additional outlay of ₹ 18,000 Crores for urban housing scheme over and above budget estimates of ₹ 8,000 Crores for 2021 by the Government of India under the Atmanirbhar Bharat package; Houses planned for construction under Pradhan Mantri Awas Yojna

Infrastructure

Resumption of construction work for institutional infrastructure projects, such as ports, railways; Government initiatives such as construction of concrete roads and highways under the Bharatmala Project, development of rural roads under the Pradhan Mantri Gram Sadak Yojana, among others; National Highway Projects announced by the Government across several states

Commercial

Pick up in commercial activities

Ready-Mixed Concrete: Strong Growth Potential

In 2020, the Ready-Mixed Concrete (RMC) industry was severely impacted due to the disruptions in the infrastructure development and real-estate activity caused by COVID-19. Nationwide lockdowns brought construction activities to a complete halt and the problems of labour migration exacerbated the situation in 2020-21. However, with the re-opening of the economy and businesses slowly returning to normal, the RMC industry expects a recovery in demand from real estate and infrastructure segments.

India still has a long way to go in terms of RMC adoption. Moreover, with the unorganised players holding approximately 50% of the market share, the RMC sector is fragmented but with ample growth opportunities. Demand for RMC is expected to benefit from a favourable change in the consumer attitude and is predicted to rise faster than cement demand due usage of RMC being of greater convenience compared to traditional methods. RMC replaces conventional concrete in construction activities, as it helps in reducing pollution at construction sites.

Total RMC output in India

10-12%

of the total cement consumption

Total RMC output in developed economies

50-70%

of the total cement consumption

Ceramic Tiles 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.

Demand for tiles in India has remained sluggish in recent years, owing to weakness in the real estate sector, particularly in urban areas. With the pause in construction activities and slowdown in economic activity during the pandemic period, the tiles sector was affected further. As per CARE Ratings Limited, majority of the manufacturing units did not operate in April 2020 and gradually resumed operations during May-June 2020. However, the industry faced several challenges such as liquidity issues, shortage of labour and supply chain constraints. With restrictions easing out in a phased manner leading to an economic revival in the latter half of the year, there is an uptick in construction demand and real-estate development, which has contributed to volume recovery for the tiles segment.

Exports have partially offset the effects of the domestic real estate slowdown. During April 2020 to January 2021, India's tiles exports grew 20% y-o-y to ₹ 97.2 bn. While exports to GCC countries grew 3% y-o-y to ₹ 29.7 bn, India's tile exports to the US skyrocketed 149% y-o-y to ₹ 7.1 bn during this period. Average tiles realisations grew 4% y-o-y during the same period.

As regulatory and compliance procedures become more stringent and adherence to environmental standards increase, we believe that the organised ceramic industry in India will benefit more and gain market share from the unorganised players. Further, the National Green Tribunal's (NGT) ban on Morbi players using coal gasifiers, tighter GST compliances, and change in sentiments towards China in the global markets are likely to benefit the domestic organised players. With increasing Government spending on infrastructure development, the demand for tiles is expected to witness a surge going ahead.

Sanitaryware and bath fittings

The Indian sanitaryware and faucets industry was valued at around ₹ 14,300 Crores in FY20 and it is expected to expand at a CAGR of 12-15% over the next few years. During 11M-FY21 (11 months ending February 28, 2021), India's sanitaryware exports were flat on a y-o-y basis at ₹ 919 Crores. Over the past few years, bathrooms have become more of a statement embodying a person's lifestyle. To make bathrooms chic, demand for tiles, sanitaryware, and bathroom fittings has accelerated across the country. Due to various market innovations, such products are also undergoing rapid transformation. India's sanitation consciousness has increased manifold with sustained public and private initiatives over the past few years, combined with the aspirations for better living standards. These have created an enormous space for products used in constructing public sanitation facilities and domestic bathrooms, including bathroom fittings and sanitaryware.

Due to the growing popularity of designer washrooms, the demand for providing a one-stop shop solution for all sanitaryware and fittings requirements has increased. Further, as the importance of in-store experience has grown, manufacturers are establishing experience centres where customers can view the whole range of products and can also explore a virtual version of the bathroom before deciding. These are vital factors that encourages consumers to invest in premium bathroom items, reinforcing the growth of the Indian tiles, sanitaryware and bathroom fittings industry.

SEGMENT REVIEW

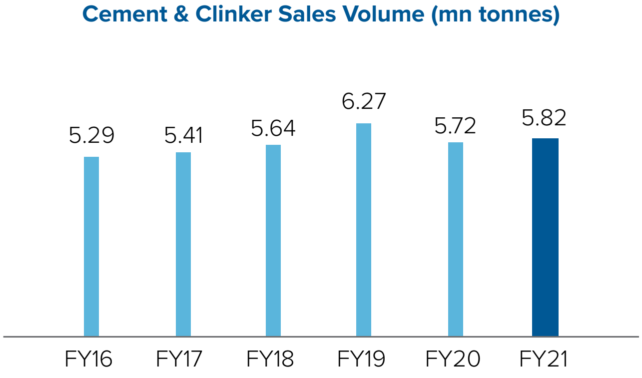
PRISM CEMENT

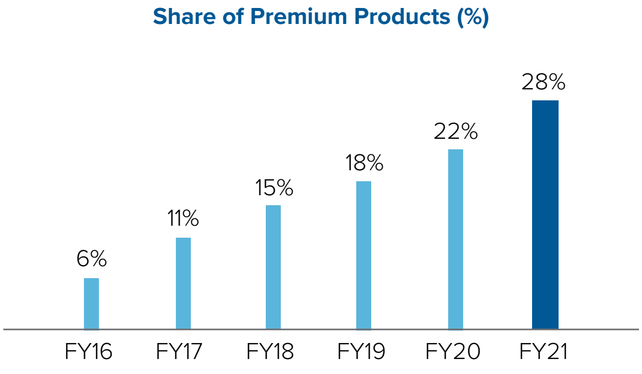
With cement production capacity at 5.6-mn-tonnes at Satna in Madhya Pradesh, Prism Cement remains a prominent cement manufacturer in central India. The Company makes Portland Pozzolana Cement (PPC) under three brands 'Champion', 'Champion Plus', and 'Duratech' as well as Ordinary Portland Cement (OPC). It sells cement from the plant in Satna to regions in eastern Uttar Pradesh, Madhya Pradesh, and Bihar, with an average lead distance of 384 kms in 2020-21. Prism Johnson has the highest quality standards with modern state-of-the-art machines and automated controls. It has a wide marketing network with about 4,000 dealers serviced from ~160 stock points.

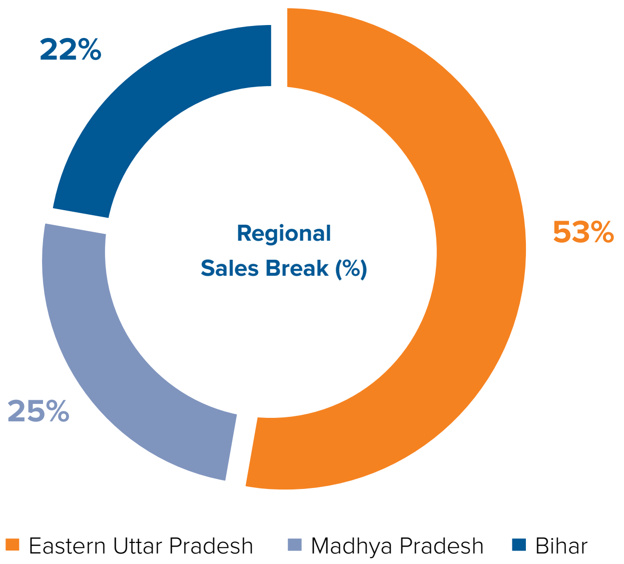
2020-21 Performance:

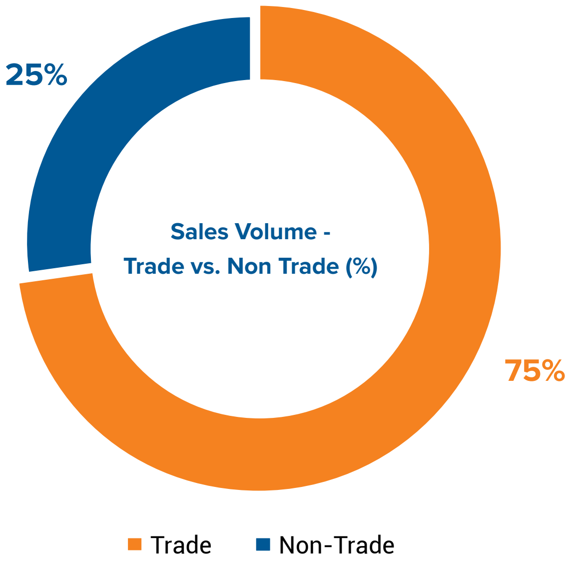
Cement & Clinker sales volume improved marginally from 5.72 mn tonnes in 2019-20 to 5.82 mn tonnes in 2020-21, despite a steep 23.1% decline in cement and clinker volume during Q1 FY21. With the economy coming back on its feet, the Company saw a recovery in demand and cement volumes grew 11.9% during the nine-month period Q2-Q4 FY21. Share of premium products continued to grow, accounting for about 27.7% of total cement sales volume in 2020-21. Several cost reduction measures led to 8.2% y-o-y growth in EBITDA per tonne, from ₹ 889 in 2019-20 to ₹ 962 in 2020-21.

Taking a step forward towards sustainability, the Company installed a 22.4 MW Waste Heat Recovery System (WHRS) in 2020-21 at its cement plant at Satna, Madhya Pradesh. It also commissioned an additional 10.0 MW of solar power plant during 2020-21, taking its total solar capacity at Satna, Madhya Pradesh, to 22.5 MW.









Particulars	FY17	FY18	FY19	FY20	FY21
Sales volume (Cement & Clinker) - Lakh tonnes	54.1	56.4	62.7	57.2	58.2
Revenues (₹ Crores)	2,009	2,372	2,773	2,584	2,586
EBITDA (₹ Crores)	306	349	523	509	560
EBITDA Margin (%)	15.3	14.7	18.9	19.7	21.7
EBITDA per Tonne (₹)	567	619	834	889	962

H & R JOHNSON (INDIA)

With over six decades of experience, H & R Johnson (HRJ) is among the largest ceramic tiles players in India. HRJ offers an end-to-end solution in tiles, sanitaryware & bath fittings, engineered marble & quartz and construction chemicals. The Company, along with its JV partners, has one of the largest manufacturing capacities in the domestic ceramic industry aggregating 60 mn square meters per annum across 11 manufacturing plants in India. HRJ's ceramic products are sold under several strong brands, viz. Johnson, Johnson Marbonite, Johnson Porselano and Johnson Endura.

Today, HRJ is a brand name synonymous with high-quality design-led product. In the tiles and bathrooms segment, the Company carried out several product innovations and development throughout the year to further strengthen its product range. The Company continued to invest in marketing and distribution networks to increase the demand for its quality products and improve sales and efficiencies.

The Company's Johnson Aspire initiative is a unique platform that connects the Company with the specifier community. It facilitates exchange of information and enables the Company to harness exciting opportunities and achieve newer milestones.

2020-21 Performance:

Under the HRJ division, the Company exhibited better operating performance led by strong volume growth and sustainable cost optimisation initiatives during the year. Consolidated Revenue from HRJ Division was ₹ 1,833 Crores in 2020-21. Tiles sales volume increased by 8.5% in 2020-21, despite a COVID-19-led weak Q1 FY21, largely led by strong growth in the second half of the year 2020-21.

HRJ successfully managed to reduce its fixed costs and working capital requirements during the year. Led by higher volumes and cost reductions, the EBITDA margin increased by 490 bps in 2020-21 to 8.7%. The Company focused on improving product mix and expanding distribution network. It carried out product innovation and developments under large format, germfree, R series (better slip resistance), SRI cool roofs among others in tile segment and Johnson International in bathroom segment.

Revenue from Johnson Bath Division (comprising sanitaryware and bath fittings) grew by 11.9% in 2020-21 and stood at ₹ 197 Crores. In 2020-21, tile exports grew by 54.1% to ₹ 184 Crores. Revenue from exports for the engineered marble and quartz segment was ₹ 104 Crores in 2020-21. Post the revival of the economic activities and rise in demand for real estate, HRJ expects a growth in volumes.

Particulars	FY17	FY18	FY19	FY20	FY21
Revenues (₹ Crores)	1,715	1,685	1,827	1,823	1,833
EBITDA (₹ Crores)	8	63	60	69	159
EBITDA Margin (%)	0.5	3.7	3.3	3.8	8.7

Financial data starting FY19 is after incorporating the impact of the Scheme of Arrangement and Amalgamation and therefore, not comparable with previous years.

Update on Scheme of Arrangement and Amalgamation:

The Company received an approval from the Hon'ble National Company Law Tribunal (NCLT), Hyderabad vide its order dated April 28, 2021, regarding the Composite Scheme of Arrangement and Amalgamation among Prism Johnson Limited, H. & R. Johnson (India) TBK Limited, Milano Bathroom Fittings Private Limited, Silica Ceramica Private Limited, TBK Rangoli Tile Bath Kitchen Private Limited, TBK Venkataramiah Tile Bath Kitchen Private Limited, TBK Samiyaz Tile Bath Kitchen Private Limited and their respective shareholders and creditors ("Scheme)", under the provisions of Sections 230 to 232 read with Section 52 and other applicable provisions of the Companies Act, 2013. The appointed date for the Scheme is April 1, 2018, and the effective date is May 11, 2021. As a result, the financials for 2018-19 and 2019-20 have also been restated to give effect to the above.

The Scheme has resulted in consolidation of business and operations, simplification of the group structure by eliminating multiple operating companies, thereby also leading to a reduction in compliance and administrative overheads. It will also lead to efficient cost management, optimum utilisation of resources and provide scale benefits.

PRISM RMC

Prism RMC is among India's leading ready-mixed concrete manufacturers. The Company operates 96 ready-mixed concrete plants in 44 cities across the country as of March 31, 2021. The commercial concrete vertical is our core business, which addresses the needs of infrastructure development in metro, urban as well as the semi-urban areas in India. Prism RMC also operates in the aggregates business and operates six large quarries and crushers. The Company has six quarries across the country, as of March 31, 2021.

The Company believes in leading the way by setting higher standards for plant, machinery and R&D in the Ready-Mixed Concrete industry. It has also prioritised in providing its customers higher standards of quality products. The Company has three technical laboratories that are certified by National Accreditation Board for Testing and Calibration Laboratories (NABL) to adhere to strict quality controls. With a greater emphasis on safety and maintenance, the Plant Health Index continues to increase.

2020-21 Performance:

Prism RMC witnessed a slowdown in sales from ₹ 1,414 Crores in 2019-20 to ₹ 908 Crores in 2020-21 owing to the pause in real estate and infrastructure development due to COVID-19 led curbs. However, sales started picking up in the third quarter primarily driven by recovery in construction activities in metro and Tier-I cities and increase in Government spending on infrastructure development. Going forward, the Company continues to focus on improving plant utilisation levels, increasing sales of value-added products and individual home builder segment.

Particulars	FY17	FY18	FY19	FY20	FY21
Revenues (₹ Crores)	1,229	1,364	1,481	1,414	908
EBITDA (₹ Crores)	38	28	39	23	(17)
EBITDA Margin (%)	3.1	2.0	2.6	1.6	(1.9)

CONSOLIDATED FINANCIAL REVIEW

During the year, the Company successfully implemented several cost-rationalisation strategies that led to significant EBITDA margin expansion. It further managed its working capital efficiently, which along with the EBITDA margin expansion and a significant reduction in net leverage position led to significant expansion of return on capital employed (ROCE).

Consolidated revenue from operations stands at ₹ 5,587 Crores in 2020-21 as against ₹ 5,956 Crores in 2019-20. Consolidated EBITDA increased by 15.4% to ₹ 622 Crores in 2020-21. EBITDA margin stands at 11.1% in 2020-21 up by 210 bps y-o-y. This growth can be attributed to economic revival and increased demand for real estate development, leading to increase in the sales volume in the third and fourth quarter of the fiscal year. Profit after tax stands at ₹ 140 Crores with ROCE at 14.4% for 2020-21.

During the year, Prism Johnson announced divestment of its entire holding of 51% of the paid-up equity share capital in Raheja QBE General Insurance Company Limited ('RQBE'), a material subsidiary, to Paytm Insuretech Private Limited (erstwhile QORQL Private Limited) a technology company with majority shareholding of Vijay Shekhar Sharma and remaining held by Paytm (owned by One97 Communications Limited), for an aggregate consideration of ₹ 289.68 Crores, subject to neccessary approvals ('Divestment'). The consideration to be received by the Company for the Divestment is subject to certain adjustments, which may be carried out between the date of execution of definitive agreement and closure of the sale, and other customary terms for a sale of such nature. The Divestment will result in the termination of the Company's joint-venture with Australia's QBE in the general insurance business in India. This Divestment is currently awaiting regulatory approvals.

Key Financial Ratios (Consolidated)

Ratio	2019-20	2020-21
Debtors Turnover Ratio (Days)	**43.8**	40.9
Interest Coverage Ratio (x)	**2.4**	3.4
Current Ratio (x)	**1.1**	1.0
Debt Equity Ratio (x)	**1.4**	0.8
Operating Profit Margin (%)	**9.0**	11.1
Net Profit Margin (%)	**(0.2)**	2.5
Return on Net Worth (%)	**(0.9)**	9.2
Return on Capital Employed (%)	**10.9**	14.4
Net Debt to EBITDA (x)	**3.4**	1.9
FCF (Pre-Capex & Investments) (₹ Crores)*	**482**	1,008

*Free Cash Flow

A summary of the key financial ratios is provided below:

- **Debtors Turnover Ratio (Days):**
  Consolidated Debtors Turnover Ratio improved by 6.7% from 43.8 days in 2019-20 to 40.9 days in 2020-21, primarily due to increased focus on improving collections by the Company.
- **Interest Coverage Ratio (x):**
  Consolidated Interest Coverage Ratio increased by 44.2% from 2.4x in 2019-20 to 3.4x in 2020-21 due to decline in interest cost as a result of lower net debt and higher EBIT. Consolidated Net Debt declined from ₹ 1,827 Crores in 2019-20 to ₹ 1,183 Crores in 2020-21.
- **Current Ratio (x):**
  Current Ratio declined by 12.4% from 1.1x in 2019-20 to 1.0x in 2020-21 due to reduction in current assets and an increase in current liabilities during the year.
- **Debt Equity Ratio (x):**
  Consolidated Net Debt Equity Ratio improved from 1.4x in 2019-20 to 0.8x in 2020-21 as the Company repaid debt to the tune of ₹ 517 Crores in 2020-21. Consolidated Net Debt declined from ₹ 1,827 Crores in 2019-20 to ₹ 1,183 Crores in 2020-21.
- **Operating Profit Margin (%):**
  Consolidated Operating Profit Margin expanded 210 bps during 2020-21 from 9.0% in 2019-20 to 11.1% in 2020-21 as the Company implemented several cost-rationalisation initiatives across the three divisions. The margin expansion in HRJ Division partly due to strong volume growth further helped improved Operating Profit Margin for the Company.
- **Net Profit Margin (%):**
  Net Profit Margin expanded 270 basis points to 2.5% in 2020-21 as a result of increase in operating profit margin, as explained above.
- **Return on Net Worth (%):**
  Return on Net Worth increased from (0.9%) in 2019-20 to 9.2% in 2020-21 due to better operating performance that resulted in 270 bps increase in Net Profit Margin coupled with efficient working capital management.
- **Return on Capital Employed (%):**
  Return on Capital Employed increased from 10.9% in 2019-20 to 14.4% in 2020-21 due to improved operating performance and debt repayment during the year.
- **Net Debt to EBITDA (x):**
  Net Debt to EBITDA improved from 3.4x in 2019-20 to 1.9x in 2020-21 as the Company repaid debt and improved operating performance.
- **FCF (Pre-Capex & Investments) (₹ Crores):**
  Free Cash Flow increased from ₹ 482 Crores in 2019-20 to ₹ 1,008 Crores in 2020-21 due to improved performance and efficient working capital management.

Business Outlook

With a rise in morale and positive momentum in most sectors, Prism Johnson is now experiencing a revival in demand. The real estate and infrastructure sector in rural and semi-urban areas are beginning to show strong growth. Further, Government policies focusing on housing for all will aid demand for cement, tiles and ready-mixed concrete.

Prism Johnson has announced its plan to increase cement capacity at Satna from the current 5.6 mtpa to 6.5 mtpa to cater future growth requirements. The new capacity is expected to be operational by June 2022 and will be funded through internal accruals. It has further announced plans to increase grinding capacity at Satna, Madhya Pradesh by approx. 1.0 mtpa by September 2023. The total cement production capacity is expected to increase to 7.5 mtpa post this expansion. The demand-supply outlook in Satna cluster seems to be favourable, with no new major capacity expected in the next 12 months and demand likely to improve, led by pick-up in activities in the real-estate and infrastructure sectors.

Additionally, HRJ, along with its JV partners, has announced plans to increase its tile production capacity from 60 mn m^2 currently to 68 mn m^2 by March 2023. This includes greenfield tile capacity expansion of 2.5 mn m^2 at Panhagarh, West Bengal by January 2023 and tile capacity expansion of 6.0 mn m^2 at JV entities by March 2023. The Company plans to expand its distribution reach, increase brand recall, increase premium product mix across its divisions. The Company will continue to focus on cost optimisation and efficient working capital management to improve margins and return to shareholders.

Opportunities and Threats

The business outlook for companies operating in the building materials sector is led by revival in demand from real estate sector and pick up in the infrastructure activities in the country. The Indian Government has taken steps to enhance the development of the country's infrastructure by undertaking a series of important initiatives such as smart city development, Housing for All, Pradhan Mantri Awas Yojana (PMAY), North East Special Infrastructure Development Scheme (NESIDS).

Prism Johnson's business outlook is affected by prevailing economic conditions in India. While India is a consumption-driven growing economy and the probability of a major slowdown in the medium to long term could be very low, any moderation in demand could affect the Company's business operations and financial performance. The recent surge in COVID-19 infection in the country, if prolonged, and any associated curbs and restrictions laid by the Central or State Governments could impact economic activity in 2021-22 and thereby affect the Company's operations and financials. The Company also faces competition from a number of organised players as well as unorganised players in the building materials space.

Human Resource

The Company recognises and values human resources functionalities as a strategic business partner. At Prism Johnson, it is as critical as product or technology innovation in supporting and driving business strategy. The Company constantly seeks to put the right talent in the right position at the right time. It ensures that the work climate is conducive to employee growth and enables the factors that aid in the operation of the Company. During the year, the Company took some great initiatives that had a positive impact on our people and business. The total number of employees at Prism Johnson stood at 5,195 as at March 31, 2021.

Performance Management

Performance management is one of the key tools of the organisation in driving productivity. Prism Johnson gives utmost priority to employee performance management through a healthy environment where employees are given feedback by their managers, their results are evaluated, and they are rewarded appropriately. Goal setting, self-assessment, managerial appraisal and review, and overall ranking with feedback are all part of the annual performance-management process.

Saksham: Sap Success Factors

The Company believes in being digital, agile, adaptive and responsive to deliver the best to its customers. In this direction, it aims at integrating its business-management process. To facilitate this, the cloud-based HRMS system Sap Success Factors has been deployed successfully under the brand name 'Saksham' and modules relating to employee database management (Employee Central), learning management system (LMS), recruitment and on-boarding have been implemented.

Employee Engagement & Communication

Prism Johnson has instituted communication platforms such as Open Forums from ED, Employee Connect Sessions with

Business Leaders, and HR team, to promote open channels of communication and suggestions within the organisation. Once a month, all zonal heads connect with their respective teams to understand their issues and provide solutions.

Health, Safety and Environment Initiatives

At Prism Johnson, health is the crux behind the years of going on. The 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 healthy lives. The National Safety Council of India Safety Award recognised the Company's efforts in HSE for "meritorious occupational safety & health performance & commitment to reduce workplace injuries, implementation of best OSH practices, and continuous improvement."

For COVID-19, the Company has taken active steps and implemented preventive measures to tackle the pandemic. The primary focus was safety of all employees during such an unprecedented time. All employees were assisted on regular basis to address any issues they have been facing in relation with the pandemic.

Internal Control Systems

Prism Johnson has 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 have been designed to ensure sound management of 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 operations 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 controls systems efficiently.

A Risk-Based Internal Audit (RBIA) programme of internal audits 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 audits 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.

Sponsored cataract surgeries in 2020-21

Entry point checks with social distancing

Training being conducted at Prism Cement

Risks & 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 manage risk and accomplish its goals.

The Company has formulated a risk-management policy and has in place a mechanism to timely update the Board Members about risk assessment. The key business risks identified, includes risks related to economic environment; market leadership; cost of production; legal and compliance with local laws; financial and accounting controls and reporting; environment and sustainability; information technology and talent management. Needless to mention that with the challenges presented by the COVID-19 outbreak, pandemic and epidemic-related business risks have also been identified and acted upon. The risk horizon considered includes long-term strategic risks, short-to-medium term risks as well as single events. The risks are analysed considering likelihood and impact as a basis to determine their monitoring and mitigation plan.

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

TYPES OF RISKS AND MITIGATION

PANDEMIC

Covid-19, declared a pandemic by the World Health Organization in March 2020, posed a risk to health and safety. It also has had various implications on businesses in terms of slowdown of new orders, delays in execution of existing orders and projects and overall supply disruptions.

Further, we are amid second wave posing greater risk in terms of its spread and velocity.

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 is following all lockdown restrictions imposed by the Government of India. Work from Home (WFH) for employees was enabled with appropriate data security controls. Standard Operating Procedures, including safety precautions and social-distancing norms, were prepared to resume operations once the lockdown restrictions were progressively lifted.

The Company is also exploring various other remedies to deal with the situation. These steps taken along with other proactive measures, will help the Company to be resilient and help weather any major shocks.

ECONOMIC RISK

A rise in an economic slowdown would adversely affect the real estate and infrastructure sector and that would highly impact the Company's performance.

The Company has strategies to gauge the economic environment and tries to minimise the risks.

CREDIT RISK

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

The Company has diversified customer base spread across institutional and retail clients, which eliminate the risk of delay in cash flows. Prism Johnson continues to focus on working towards its capital management.

POLITICAL RISK

The Company's growth will be greatly affected if there would be delays in Government approvals for giving clearances to the project, land approvals and others.

Prism Johnson has diversified business segments and caters varied customer base. The Company is in a position to gain from Governments' initiatives to develop real estate sector, home construction and infrastructure development, especially road construction. The above measures are expected to provide ample growth opportunities for the Company.

COST RISK

The increase in the cost of input materials like fuel costs and competitive pricing can be a threat and may impact the Company's profitability.

Prism Johnson has made several efforts over the years to introduce cost-optimisation strategies. During the year 2020-21, the Company installed WHRS and additional solar power capacity to minimise power costs. To tackle fuel prices, the Company has introduced use of an enhanced fuel mix. Further, the Company has a dedicated team to monitor fuel pricing.

INFORMATION TECHNOLOGY & CYBER SECURITY RISK

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

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

To mitigate these risks, backup procedures and storing information at separate locations are in place. Systems are upgraded regularly with the latest security standards. For critical applications, security policies and procedures are updated periodically and users are educated on adherence to the policies to eliminate data leakages.

The Company has taken several steps to mitigate cyber risks. These include roll-out of an enterprise-wide cyber security framework that provides for technology solutions to enforce detective and preventive controls and employee education to create awareness of cyber risks.

HR RISK

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

The Company's labour force 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 reduce fatigue and improve performance, training and team-building activities are done regularly.

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 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 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, 2021, the total strength of the Board is eight Directors comprising four Executive Directors and four 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, 2021, seven Board Meetings were held on May 28, 2020, July 6, 2020, August 13, 2020, November 3, 2020, January 12, 2021, January 28, 2021 and March 20, 2021.

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 *Chairman*	Non-executive Independent	00031788	7	Yes
Mr. Rajan B. Raheja	Non-executive Non-independent	00037480	6	No
Mr. Vijay Aggarwal *Managing Director*	Executive Non-independent	00515412	6	Yes
Mr. Vivek K. Agnihotri *Executive Director & CEO (Cement)*	Executive Non-independent	02986266	7	Yes
Mr. Atul R. Desai *Executive Director & CEO (RMC)*	Executive Non-independent	01918187	7	Yes
Mr. Sarat Chandak *Executive Director & CEO (HRJ)*	Executive Non-independent	06406126	7	Yes
Ms. Ameeta A. Parpia	Non-executive Independent	02654277	7	Yes
Dr. Raveendra Chittoor	Non-executive Independent	02115056	6	Yes

None of the Directors on the Board :

(i) is a member on more than ten Audit Committees/Stakeholders Relationship Committees of public listed companies and chairman of more than five such Committees across all the public listed 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.

(iv) has any *inter-se* relation among themselves and/or with any employee of the Company.

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 for the financial year 2020-21 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 *Chairman*	6	3	1
Mr. Rajan B. Raheja	4	1	-
Mr. Vijay Aggarwal *Managing Director*	3	1	2
Mr. Vivek K. Agnihotri *Executive Director & CEO (Cement)*	-	-	-
Mr. Atul R. Desai *Executive Director & CEO (RMC)*	-	-	-
Mr. Sarat Chandak *Executive Director & CEO (HRJ)*	-	-	-
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 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. Bharat Forge Limited	
	3. Sharda Cropchem Limited	
Mr. Rajan B. Raheja	1. Exide Industries Limited	Non-executive Non-independent
	2. Supreme Petrochem Limited	Non-executive Promoter
Mr. Vijay Aggarwal	1. Aptech Limited	Non-executive Independent
Ms. Ameeta A. Parpia	1. Supreme Petrochem Limited	Non-executive Independent
	2. Hathway Cable & 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 table below sets out the details of Directors who have some or most of the skills/expertise/competencies, respectively, required for the effective functioning of the Board :

Personal details :

Name	Shobhan Thakore	Rajan Raheja	Vijay Aggarwal	Vivek Agnihotri	Atul Desai	Sarat Chandak	Ameeta Parpia	Raveendra Chittoor
Age - years	73	67	52	61	59	50	56	54
Qualifications	B. A. (Politics), LL.B, Advocate & Solicitor	B.Com	B.Tech (IIT-Delhi), PGDBM (IIM - Ahd.)	B.A. - Economics (Hons), MBA - Marketing from University of Delhi	B.E. (Chemical), Gujarat University, MBA (Marketing) - South Gujarat University	B.Sc. (Hons), Sambalpur University, PGD - Systems Management, NIIT - Nagpur and MBA-Marketing, Pune University	B. A. LL.B, Advocate & Solicitor	MBA - IIM (Ahd.), Fellow in Management - IIM (Calcutta)
Category of Director	Independent Non-executive	Non-independent Non-executive	Non-independent Executive	Non-independent Executive	Non-independent Executive	Non-independent Executive	Independent Non-executive	Independent Non-executive
Core skills/Expertise/Competencies :								
Corporate Governance & Expertise								
Ability to think strategically	✓	✓	✓	✓	✓	✓	✓	✓
Analyse key financial statements	✓	✓	✓	✓	✓	✓	✓	✓

Name	Shobhan Thakore	Rajan Raheja	Vijay Aggarwal	Vivek Agnihotri	Atul Desai	Sarat Chandak	Ameeta Parpia	Raveendra Chittoor
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.		✓	✓	✓	✓	✓		
Behavioral Competencies - includes Integrity, leadership skills, high ethical standards, communication and interpersonal skills, adaptability, decision making abilities, etc.	✓	✓	✓	✓	✓	✓	✓	✓

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.

As Covid-19 and the related changes in business and society accelerated the need for digital transformation and in response to governmental directives and recommended safety measures, the Board and its Committees held meetings during the financial year 2020-21 virtually, except for the meeting held in March 2021, where the Board and the Audit Committee met physically.

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 Company Secretary and the Chief Financial Officer are 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 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 12, 2021 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, 2021, 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 ten times during the year ended March 31, 2021 on May 27, 2020, May 28, 2020, August 11, 2020, August 13, 2020, November 2, 2020, November 3, 2020, January 12, 2021, January 27, 2021, January 28, 2021 and March 20, 2021. 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	10
Mr. Shobhan M. Thakore	Non-executive Independent	10
Dr. Raveendra Chittoor	Non-executive Independent	9

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 has, during the year ended March 31, 2021, 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, 2021, the Nomination & Remuneration Committee ('NRC') comprises of three Non-executive members of the Board viz. Ms. Ameeta A. Parpia - Chairperson, Mr. Rajan B. Raheja and Dr. Raveendra Chittoor.

The role of the Nomination & Remuneration Committee includes, *inter alia*, the following :

a. 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.

b. 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.

c. Formulate the criteria for evaluating the performance of the Independent Directors and the Board of Directors.

d. Formulate the criteria for determining qualifications, positive attributes and independence of a Director.

e. Recommend to the Board all remuneration, in whatever form, payable to Senior Management.

During the year ended March 31, 2021, one meeting of the NRC was held on May 28, 2020. The meeting was attended by all the Committee Members.

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 commission not exceeding 1% of the net profits of the Company. 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, 2021 are as under :

₹ Crores

Name of Director	Sitting Fees	Commission	Total
Mr. Rajan B. Raheja	0.03	-	0.03
Ms. Ameeta A. Parpia	0.08	0.20	0.28
Mr. Shobhan M. Thakore	0.08	0.25	0.33
Dr. Raveendra Chittoor	0.07	0.15	0.22

Notes :

1. *Sitting fees paid for Board and Audit Committee Meetings.*
2. *The Commission for the financial year ended March 31, 2021 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 July 30, 2021.*

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, 2021 are as under :

₹ Crores

Name	Designation	Remuneration	Date of Appointment
Mr. Vijay Aggarwal	Managing Director	5.56	March 3, 2019
Mr. Vivek K. Agnihotri	Executive Director & CEO (Cement)	3.41	August 17, 2018
Mr. Atul R. Desai	Executive Director & CEO (RMC)	2.82	August 29, 2019
Mr. Sarat Chandak	Executive Director & CEO (HRJ)	3.02	March 3, 2019

Remuneration includes salary, allowances, perquisites, contribution to provident and annuity funds, gratuity, ex-gratia and leave encashment on actual payment, etc. : ₹ 12.41 Crores and performance incentive to be paid in FY 2021-22 : ₹ 2.40 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, 2021 are as under :

Name	No. of shares
Mr. Rajan B. Raheja	5,14,06,327
Ms. Ameeta A. Parpia	76,000

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, 2021, the Stakeholders Relationship Committee comprises of 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, 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, 2021 on January 12, 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, 2021, three complaints were received from shareholders, which were resolved satisfactorily. As on March 31, 2021, 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, transmissions and related applications received from investors. As on March 31, 2021, the Committee comprises of Mr. Vijay Aggarwal - Chairman, Mr. Vivek K. Agnihotri - Member, Mr. Atul R. Desai - Member and Mr. Sarat Chandak - Member.

The Committee has met once during the year ended March 31, 2021 on January 12, 2021. The meeting was attended by Mr. Vijay Aggarwal - Chairman, Mr. Atul R. Desai - Member and Mr. Sarat Chandak - Member.

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, 2021, three meetings of the CSR Committee were held on May 27, 2020, January 12, 2021 and January 27, 2021. As on March 31, 2021, 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	3
Ms. Ameeta A. Parpia	Member & Independent Director	3
Mr. Vivek K. Agnihotri	Member	3
Mr. Atul R. Desai	Member	3
Mr. Sarat Chandak	Member	3

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 :

(1) 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.

(2) To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

(3) 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;

(4) To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

(5) To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

(6) To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;

(7) The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee;

(8) May form and delegate to one or more subcommittees 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;

(9) 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;

(10) Have such other authority, duties and responsibilities as may be delegated to the Committee by the Board.

During the year ended March 31, 2021, four meetings of the Risk Management Committee were held on May 27, 2020, August 11, 2020, November 2, 2020 and January 27, 2021. The composition of the Risk Management Committee as at March 31, 2021 and the details of attendance at the meetings of the Committee is as under :

Name of Member	Designation	No. of Meetings
Mr. Vijay Aggarwal	Chairman	4
Ms. Ameeta A. Parpia	Member	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 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, 2021 are as under :

a.	Number of complaints pending at the beginning of the financial year	Nil
b.	Number of complaints filed during the financial year	2
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 2021 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 www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies. As on March 31, 2021, 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 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 'C' 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, 2021 which were in conflict with the interests of the Company. Details of such related party transactions are given in Note 4.09 of the Standalone Financial Statements forming part of this Annual Report.

7. DISCLOSURES

1) 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.

2) 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.

3) The Company has complied with the disclosures of corporate governance requirements specified in Regulations 17 to 27 and Clauses (b) to (i) of sub-Regulation (2) of Regulation 46 of the SEBI LODR.

4) (i) **Mandatory Requirements**

The Company has complied with all the mandatory requirements of the SEBI LODR.

(ii) **Discretionary Requirements**

a. Non-executive Chairman's Office : The Chairman's office is maintained by himself.

b. 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.

c. The annual financial statements of the Company are unmodified.

d. The Internal Auditors have access to the Audit Committee.

5) 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, 2021.

9. GENERAL BODY MEETINGS

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

Date of Meeting	Time of Meeting	Venue
August 14, 2020	10.30 a.m.	Through Video Conferencing at the deemed venue at the Registered Office at 305, Laxmi Niwas Apartments, Ameerpet, Hyderabad - 500 016
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.
August 8, 2018	10.00 a.m.	

(ii) Four special resolutions were passed at the Annual General Meeting held on August 8, 2018, six special resolutions were passed at the Annual General Meeting held on July 31, 2019 and two special resolutions were passed at the Annual General Meeting held on August 14, 2020.

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

- Appointment of Mr. Vivek K. Agnihotri as Executive Director & CEO (Cement).
- Issue of Non-convertible Debentures on private placement basis.

(iv) Three special resolutions were passed using Postal Ballot during the year ended March 31, 2021 with regard to approval of the Composite Scheme of Arrangement and Amalgamation by the shareholders, secured and unsecured creditors of the Company.

Ms. Ananthalaxmi Jakkula, Advocate, Hyderabad was appointed as Scrutiniser by the Hon'ble National Company Law Tribunal, Bench at Hyderabad ('NCLT') 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 October 27, 2020 together with the Explanatory Statement and other Annexures on October 27, 2020, to all the shareholders whose name(s) appeared on the Register of Members/list of beneficiaries as on October 23, 2020 and to all the secured creditors and to those unsecured creditors as per value of debt specified by Hon'ble NCLT, Hyderabad as on June 30, 2020.

The voting under the Postal Ballot was kept open from October 28, 2020 to November 27, 2020 through electronic mode.

The result of the Postal Ballot declared on November 28, 2020 was as under :

Shareholders :	
Total no. of valid votes	41,35,11,791
Total no. of votes assenting the resolution	41,35,09,643
% of votes cast	99.9995
Total no. of votes dissenting the resolution	2,148
% of votes cast	0.0005
Secured Creditors :	
Total no. of valid votes as per value of debt	280,89,00,000
Total no. of votes assenting the resolution	280,89,00,000
Unsecured Creditors :	
Total no. of valid votes as per value of debt	1010,77,22,504
Total no. of votes assenting the resolution	905,31,04,332
Total no. of votes dissenting the resolution	32,33,953
Total no. of votes abstained	5,07,52,030
Total no. of votes less voted	100,06,32,189

(v) No special resolutions have been proposed to be passed through postal ballot at the AGM to be held on July 30, 2021.

10. MEANS OF COMMUNICATION

- The quarterly/half-yearly/annual financial results of the Company are filed with BSE and NSE 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 (Telegu) and are displayed on the Company's website 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.
- 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.
- 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 : July 30, 2021 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 Calendar

– **Reporting for the Quarter ending :**

June 30, 2021 –	Within 45 days from the close of the quarter.
September 30, 2021 –	
December 31, 2021 –	
March 31, 2022	– Within 60 days from the close of the financial year.
– **Annual General Meeting for the year 2022**	– Within six months from the close of the financial year.

C. Listing on Stock Exchanges

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

Name & Address of Stock Exchange	Stock Code/ Symbol
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 2021-22 has 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, 2021

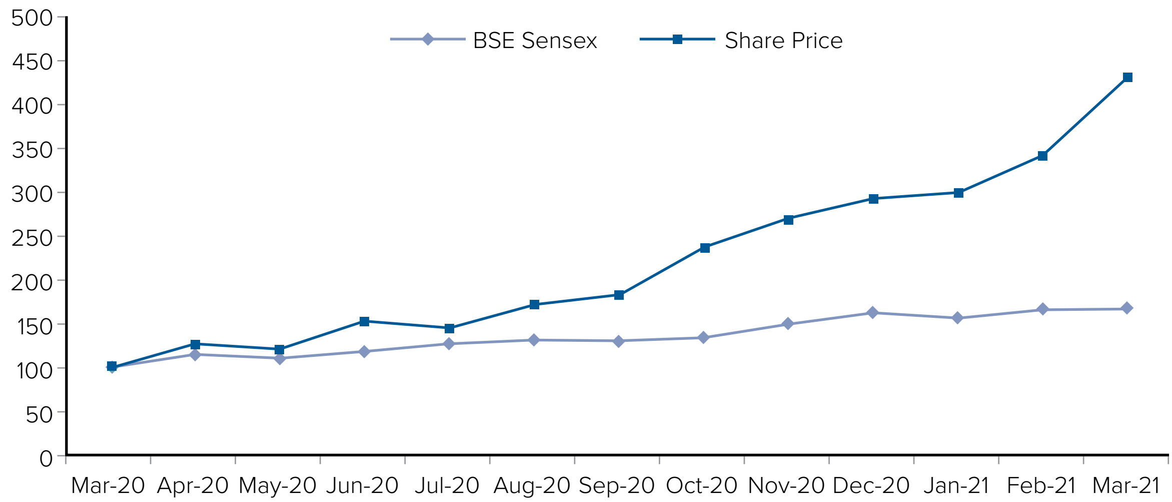
Month	BSE Prices		NSE Prices	
	High ₹	Low ₹	High ₹	Low ₹
April 2020	39.15	28.70	39.10	28.60
May 2020	36.40	29.95	36.35	29.90
June 2020	47.95	34.95	47.95	34.75
July 2020	53.35	44.10	53.20	44.00
August 2020	57.70	45.15	57.70	45.45
September 2020	61.55	50.65	61.60	50.60
October 2020	74.25	57.00	74.30	57.20
November 2020	83.45	71.15	83.60	71.25
December 2020	91.90	81.65	92.00	81.50
January 2021	93.50	83.95	90.95	83.90
February 2021	117.40	91.30	117.30	91.30
March 2021	131.35	103.75	131.05	103.75

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, 2020.

Prism Johnson Limited - Share Price v/s BSE Sensex



[Source : www.bseindia.com]

E. Registrar & Transfer Agent

KFin Technologies Private 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
website : 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.

Half-yearly Share Transfer Audit in terms of the SEBI LODR is regularly 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 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, 2021 :

Distribution of Shareholding

Category (shares)	No. of shareholders	% of Shareholders	Total Shares	% of Shares
1- 5000	69,328	98.44	2,51,14,254	4.99
5001- 10000	547	0.78	39,79,439	0.79
10001- 20000	258	0.37	36,93,413	0.73
20001- 30000	83	0.12	20,69,454	0.41
30001- 40000	41	0.06	14,26,982	0.29
40001- 50000	28	0.04	12,62,503	0.25
50001- 100000	59	0.08	42,95,033	0.85
100001 & Above	80	0.11	46,15,15,502	91.69
Total	**70,424**	**100.00**	**50,33,56,580**	**100.00**

Shareholding Pattern

Category	No. of Shares	% Shareholding
Promoters	37,68,81,169	74.87
FPCs/NRIs	1,82,40,270	3.62
Bodies Corporate	56,16,586	1.12
Financial Institutions/Banks/Mutual Funds	3,72,01,447	7.40
Indian Public	6,15,34,653	12.22
Alternate Investment Fund/Qualified Institutions Buyers	2,67,737	0.05
IEPF	36,14,718	0.72
Total	**50,33,56,580**	**100**

I. Dematerialisation of Shares

Trading of the Company's shares is compulsorily in dematerialised form for all investors. As of March 31, 2021, equity shares representing 99.51% have been dematerialised with the following depositories :

Description	ISIN	Depositories
Equity shares	INE010A01011	NSDL & CDSL

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

The Company does not have any exposure to commodity price risk. During the year 2020-21, the Company had managed the foreign exchange risk and hedged to the extent considered necessary. The Company enters into forward contracts for hedging foreign exchange exposures against exports and imports. The details of foreign currency exposure are disclosed in Note No. 4.08 of the Standalone Financial Statements forming part of this Annual Report.

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 96 Ready Mixed Concrete plants spread across 44 locations in the country and 6 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, 2021

The Company has obtained rating from India Ratings and Research Private Limited ('India Ratings') for debt instruments/financial facilities during the year ended March 31, 2021. There has been an upgrade in the credit ratings given by India Ratings from IND A to IND A+ (Stable outlook) (Long Term Facilities) and from IND A1 to IND A1+ (Short term Facilities) on March 4, 2021. The details of Credit Rating are available on the website at 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+

Credit Ratings issued and applicable as on March 31, 2021 to the wholly owned subsidiaries since amalgamated with the Company.

Rating Agency	Name of the company	Instrument	Rating/ Outlook
ICRA Limited	Erstwhile Silica Ceramica Private Limited	Debt Instruments	ICRA A- (CE)/ Placed on watch with positive implications
		Term Loans/ Fund based Working Capital	
		Non-fund Based Limits - Working Capital Loans	ICRA A1 (CE)
CARE Ratings Limited	Erstwhile Milano Bathroom Fittings Private Limited	Fund based Working Capital	CARE BBB+ (CE) (CWD)/ Credit watch with developing implications
		Non-fund Based Limits - Working Capital Loans	CARE A3+ (CE) (CWD)/ Credit watch with developing implications

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, 2021 is ₹ 1.27 Crores.

DECLARATION

As provided under Schedule V(D) 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, 2021.

For **PRISM JOHNSON LIMITED**

VIJAY AGGARWAL
Managing Director
(DIN : 05154142)

Place : Mumbai
Date : May 19, 2021

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

INDEPENDENT AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

1. This certificate is issued in accordance with our terms of engagement with Prism Johnson Limited ('the Company').

2. We have examined the compliance of conditions of Corporate Governance by the Company, for the financial year ended on March 31, 2021, 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

MANAGEMENT'S RESPONSIBILITY

3. The compliance of conditions of Corporate Governance is the responsibility of the Management. 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.

AUDITORS' RESPONSIBILITY

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

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

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

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. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and para C, D and E of Schedule V of the Listing Regulations during the year ended March 31, 2021.

9. We further 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.

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

Rajen Ashar
Partner
Membership No. 048243
UDIN : 21048243AAAACQ2021

Place : Mumbai
Dated : May 19, 2021

SECRETARIAL AUDITORS 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 31st March, 2021 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.	Mr, Shobhan M. Thakore	00031788
2.	Mr. Rajan B. Raheja	00037480
3.	Mr. Vijay Aggarwal	00515412
4.	Mr. Vivek K. Agnihotri	02986266
5.	Mr. Atul R. Desai	01918187
6.	Mr. Sarat Chandak	06406126
7.	Ms. Ameeta A. Parpia	02654277
8.	Mr. 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
UDIN : F003738C000249104

Date : May 19, 2021
Place : Hyderabad

DIRECTORS' REPORT

To the Shareholders,

The Directors present the Twenty-ninth Annual Report together with the audited Statement of Accounts of the Company for the year ended March 31, 2021.

FINANCIAL RESULTS (STANDALONE)

₹ Crores

Particulars	2020-21	2019-20
Revenue from operations	5,035.18	5,578.58
Other income	36.20	27.00
Total income	5,071.38	5,065.58
Expenses	4,862.82	5,502.00
Profit before Exceptional items & tax	208.56	103.58
Tax expenses	3.83	68.00
Exceptional items	(4.78)	(10.32)
Profit for the year	199.95	25.26
Other Comprehensive Income/ (Loss) - net of tax	(2.56)	(14.44)
Surplus - opening balance	397.13	350.74
Amount available for appropriation	594.52	361.56
Dividend & Dividend Distribution Tax	-	60.68
Transfer from Debenture Redemption Reserve	-	96.25
Surplus - closing balance	594.52	397.13

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.

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 Covid-19 pandemic continues to cast a dark shadow over the whole world and the Board expresses deep gratitude to all those front-line workers who worked tirelessly to help keep others safe and economies moving forward. The pandemic had a significant impact due to strict lockdowns at the beginning of the year but business returned to normalcy in the second half. Despite the inevitable and widespread disruption to the Company's businesses, the Company responded with commendable resilience and ingenuity, delivering an encouraging set of results in very challenging circumstances. As economic activity picked up, the Company experienced demand recovery and strong volume growth.

The Company generated 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 as against turnover of ₹ 5,578.58 Crores, profit before tax of ₹ 93.26 Crores and profit after tax of ₹ 25.26 Crores during the year ended March 31, 2020.

The consolidated profit after tax for the year ended March 31, 2021 of the Company and its subsidiary/joint venture companies amounted to ₹ 140.34 Crores as against loss after tax of ₹ 11.95 Crores for the previous year ended March 31, 2020.

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 ₹ 620.56 Crores and tied-up fresh loans of ₹ 574.91 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, 2021, the Company raised ₹ 125 Crores by way of privately placed Unsecured Redeemable Non-convertible Debentures ('NCDs'), to finance, *inter alia*, its refinancing of debt, long term working capital and general corporate purpose detailed as under :

Coupon Rate	Date of Allotment	Series	No. of NCDs	Total Amount ₹ Crores	Tenor	Maturity Date
9.75% Unsecured NCDs Tranche - XVII	21.08.2020	-	750	75.00	3 years	21.08.2023
10.25% Unsecured NCDs Tranche - XVI	12.06.2020	A	350	35.00	1 year	25.06.2021
		B	150	15.00	1½ year	30.12.2021

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 ₹ 603.10 Crores were redeemed in accordance with the terms of the issue.

SCPL Tranche – II (Linked to MIBOR (+) 4.75 % subject to a minimum of 10.64% and a maximum of 10.65 %) Unsecured, Rated, Unlisted, Redeemable, Taxable, Non-convertible Debentures of the face value of ₹ 10,00,000/- each aggregating up to ₹ 50 Crores issued by erstwhile Silica Ceramica Private Limited ('SCPL') have been vested in the Company pursuant to the amalgamation with the Company in accordance with the Order dated April 28, 2021 passed by the National Company Law Tribunal, Hyderabad Bench.

TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

During the year, the Company has transferred a sum of ₹ 0.08 Crores to the Investor Education and Protection Fund in compliance with provisions of the Act, which represents unclaimed/unpaid dividend, unclaimed fixed deposits and unclaimed interest on the fixed deposits.

Composite Scheme of Arrangement and Amalgamation

The Board of Directors, at its meeting held on October 23, 2019 and the shareholders, secured and unsecured creditors of the Company have, vide special resolution passed by them respectively through Postal Ballot dated November 27, 2020, considered and approved a Composite Scheme of Arrangement and Amalgamation as under :

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.

b. Subsequent amalgamation of Milano Bathroom Fittings Private Limited ('Milano') and Silica Ceramica Private Limited ('Silica'), into the Company.

The Composite Scheme of Arrangement and Amalgamation has received the approval of the NCLT, Hyderabad vide order dated April 28, 2021.

Pursuant thereto :

- Milano and Silica have ceased to be subsidiaries of the Company without being wound up and Equity Shares and Preference Shares held by the Company in each of Milano and Silica got cancelled and stand extinguished. All assets and liabilities of Milano and Silica were transferred to the Company.
- Investments of HRJ TBK in its subsidiary companies - TBK Rangoli Tile Bath Kitchen Private Limited ('TBK Rangoli'), TBK Venkataramiah Tile Bath Kitchen Private Limited ('TBK Venkat'), TBK Samiyaz Tile Bath Kitchen Private Limited ('TBK Samiyaz') and TBK Prathap Tile Bath Kitchen Private Limited ('TBK Prathap') became the investments of the Company. Hence, TBK Rangoli, TBK Venkat and TBK Samiyaz, became the wholly-owned subsidiary companies of the Company and TBK Prathap became the subsidiary of the Company.
- TBK Deepgiri Tile Bath Kitchen Private Limited and TBK Florance Ceramics Private Limited, which were earlier the joint ventures of HRJ TBK, have become the joint ventures of the Company.

The financial statements include effects of this Arrangement and Amalgamation.

SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES

The Company has seven subsidiaries, nine joint ventures and two associate companies as on March 31, 2021. The performance of the subsidiaries has been adversely impacted due to the ongoing Covid-19 pandemic. The joint ventures have performed satisfactorily during the year under review.

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 during the year under review 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) for an aggregate consideration of ₹ 289.68 Crores, subject to receipt of requisite approvals. The consideration to be received by the Company for the divestment is subject to certain adjustments which may be carried out between the date of execution of definitive agreement and closure of the sale, and other customary terms for a sale of such nature.

Pending the requisite approvals and to support the expansion plans of RQBE, the Company has acquired 2,94,41,709 equity shares of ₹ 10/- each aggregating ₹ 76.55 Crores by subscribing to right issues. The Joint Venture partner also subscribed to the rights issue and hence the shareholding percentage of the Company in RQBE remains unchanged.

Antique Marbonite Private Limited, Joint Venture of the Company, decided to permanently close one of its production lines having capacity equivalent to 3 mn m^2 per annum with effect from November 2, 2020, due to an aging unviable plant. The Company had already made cost effective arrangements for transition to outsourced vendor(s) so that there is full continuity with profitability and no impact on sales.

Sanskar Ceramics Private Limited ('Sanskar') : The Company acquired additional 35% equity stake for ₹ 12.95 Crores in Sanskar, during the year under review. Consequent to aforesaid acquisition, Sanskar became a Joint Venture of the Company effective from July 6, 2020. This arrangement is expected to increase the Company's footprint in Morbi for supply of wall and vitrified tiles.

Prism Power and Infrastructure Private Limited ('PPIPL'), an associate in which the Company held 49% equity stake, had made an application for striking-off of its name from the Register of Companies as per applicable provisions of the Act. The Registrar of Companies, Hyderabad vide its order dated April 9, 2021 has struck off the name from the Register of Companies and PPIPL stands dissolved from the said date.

CSE Solar Parks Satna Private Limited ('CSE Solar') : The Company has acquired 44,80,000 equity shares of ₹ 10/- each at par aggregating to ₹ 4.48 Crores in CSE Solar, associate of the Company. Post the acquisition, the shareholding of the Company in CSE Solar has increased from 27% to 27.95%.

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, alongwith 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 www.prismjohnson.in/investors/subsidiary-annual-accounts.

SHARE CAPITAL

Pursuant to the approval of the Composite Scheme of Arrangement and Amalgamation by the NCLT, Hyderabad vide order dated April 28, 2021, the authorised capital of the Company increased from ₹ 525,00,00,000 (Rupees Five Hundred Twenty-five Crores only) divided into 52,50,00,000 Equity shares of ₹ 10/- (Rupees Ten only) each to ₹ 651,21,50,000 (Rupees Six Hundred Fifty One Crores Twenty-one Lakhs Fifty Thousand only) divided into 65,12,15,000 Equity shares of ₹ 10/- (Rupees Ten only) each.

The paid-up equity share capital remains unchanged at ₹ 503.36 Crores as on March 31, 2021. 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 of Directors has, at its Meeting held on May 19, 2021, subject to requisite approvals and based on the performance evaluation and recommendations of the Nomination and Remuneration Committee, re-appointed Mr. Vivek K. Agnihotri as Executive Director & CEO (Cement) for a period of three years with effect from August 17, 2021, upon terms and conditions mentioned in the Notice of the ensuing Annual General Meeting read with the Explanatory Statement thereto. The Board recommends passing of the special resolution at Item No. 4 of the Notice.

Pursuant to Section 152 of the Act, Mr. Vivek Agnihotri and Mr. Atul Desai retire by rotation at the forthcoming Annual General Meeting of the Company and being eligible, have offered themselves for re-appointment.

The Company has received declarations from Ms. Ameeta A. Parpia, Mr. Shobhan M. Thakore and Dr. Raveendra Chittoor, Independent Directors of the Company, confirming that they meet with 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 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 www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies.

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

Meetings

The Board of Directors met seven times during the year ended March 31, 2021. Additionally, several Committee Meetings were held including the Audit Committee, which met ten 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 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 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. 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 constituted an Internal Committee to inquire into complaints of sexual harassment and recommend appropriate action.

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 2020-21, two complaints were received with allegations of sexual harassment, of which one was investigated and resolved as per the provisions of the POSH Act. The second complaint is under investigation.

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 initiatives in areas such as water, health and sanitation, energy conservation, 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 www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies.

During the financial year 2020-21, the Company has spent ₹ 3.48 Crores towards CSR activities.

Requisite disclosure including composition of the CSR Committee has been made in the prescribed form annexed herewith as Annexure 'A'.

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 annexed herewith as Annexure 'B'.

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 their 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 www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies.

Details of the transactions entered during the year ended March 31, 2021, pursuant to sub-section (1) of Section 188 of the Act are given in the prescribed Form AOC-2 annexed herewith as Annexure 'C'.

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 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, 2021, 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, 2021 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 'D'.

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 'E' 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 set of 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 2020-21.

AUDITORS

Statutory Auditors

The shareholders at the 26th Annual General Meeting appointed M/s. G. M. Kapadia & Co., Chartered Accountants, Mumbai as the Company's Auditors upto conclusion of the 31st Annual General Meeting of the Company. The Auditors have confirmed their eligibility under Section 141 of the Act, and the Rules framed thereunder. As required under the SEBI LODR, the Auditors have 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 Auditors 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 Auditors in their Report.

Cost Auditors

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 19, 2021, appointed M/s. D. C. Dave & Co., Cost Accountants as the Cost Auditors for the year ending March 31, 2022 and has recommended their remuneration to the shareholders for their ratification.

Secretarial Auditors

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 Secretarial Auditor of the Company. The Report of the Secretarial Auditor in Form MR-3 is annexed herewith as Annexure 'F'.

Secretarial Audit of Material Unlisted Subsidiaries

For the financial year 2020-21, 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 2020-21 by 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 'G'.

ANNUAL RETURN

The Annual Return of the Company has been placed on the website of the Company and can be accessed at 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 Auditors, Internal Auditors, Secretarial Auditor and Cost Auditors 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, 2021, the Company has complied with provisions relating to the constitution of Internal Committee under the POSH Act.

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
(DIN : 00031788)

Place : Mumbai
Dated : May 19, 2021

ANNEXURE 'A' TO THE DIRECTORS' REPORT

Annual Report on Corporate Social Responsibility Activities for the Financial Year 2020-21

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

1	**Brief outline on CSR Policy of the Company.**	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. 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. 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. The Company is aware about its environment sustainability responsibility 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. The CSR Policy is available on the Company's website at www.prismjohnson.in/investors/disclosures-under-SEBI-LODR-regulations/policies.

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	3	3
	2	Ms. Ameeta A Perpia	Member and Independent Director		3
	3	Mr. Vivek K. Agnihotri	Member		3
	4	Mr. Atul R. Desai	Member		3
	5	Mr. Sarat Chandak	Member		3
3	**Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.**				www.prismjohnson.in
4	**Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report).**				Not Applicable
5	**Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any :**				Not Applicable
6	**Average net profit of the company as per section 135(5). (₹ Crores)**				173.95
7	(a)	Two percent of average net profit of the company as per section 135(5) (₹ Crores)			3.48
	(b)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years. (₹ Crores)			-
	(c)	Amount required to be set off for the financial year, if any (₹ Crores)			-
	(d)	Total CSR obligation for the financial year (7a+7b- 7c). (₹ Crores)			3.48

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

Total Amount Spent for the Financial Year (₹ Crores)	**Amount Unspent**				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		**Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)**		
	Amount (₹ Crores)	**Date of transfer**	**Name of the Fund**	**Amount (₹ Crores)**	**Date of transfer**
3.48	-	NA	NA	-	NA

(b) **Details of CSR amount spent against ongoing projects for the financial year (₹ Crores) :** Not Applicable

(c)	**Details of CSR amount spent against other than ongoing projects for the financial year :** (₹ Crores)								
(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**	
				State	**District**			**Name**	**CSR registration number**
1	Construction and repairing of roads, bus shelters, cremation sheds, community center, and other rural infrastructure development activities	Rural Infrastructure Development Schedule VII (X)	Yes	Madhya Pradesh	Satna	0.45	Yes		
2	Arranging Health check-up, medical camps, providing free ambulance service, financial assistance for cataract surgery and treatment of chronic diseases, renovation of hospital buildings and construction of toilets, Eradicating malnutrition	Health & Hygiene Schedule VII (i)	Yes	Madhya Pradesh	Satna	0.33	Yes		
3	Ensuring Availability of potable water through Installation of Hand pumps with bore well and water tanker	Safe Drinking Water Schedule VII (i)	Yes	Madhya Pradesh	Satna	0.07	Yes		
4	Repairing & maintenance of school building, construction of boundary wall, installation of smart classes, wall painting for promoting education, repairing of Anganwadies	Promoting Education Schedule VII (ii)	Yes	Madhya Pradesh	Satna	0.29	Yes		
5	Plantation and its survival in core and buffer zone, plantation with tree guard, distribution of fruit plants, de-silting of ponds, construction of water recharge systems, installation and maintenance of solar lights, development of social forestry	Environment Conservation Schedule VII (iv)	Yes	Madhya Pradesh	Satna	1.40	Yes		
6	Vocational training,various trainings to farmers and other livelihood enhancement projects	Vocational Skill Development Schedule VII (ii)	Yes	Madhya Pradesh	Satna	0.06	Yes		
			Yes	Madhya Pradesh	Satna	0.11	No	Kajal Mahila Bachat and Sakh Samuh	
7	Development of infrastructure of Playground	Promotion of Sports Schedule VII (vii)	Yes	Madhya Pradesh	Satna	0.03	Yes		

8	Social Welfare	Social Welfare Schedule VII (iii)	Yes	Madhya Pradesh	Satna	0.06	No	Dr. Lalta Prasad Khare Public Charitable Trust	
			Yes	Madhya Pradesh	Satna	0.01	Yes		
		Measure for benefit of Armed forces veterans war widows and their dependents Schedule VII (vi)	Yes	Madhya Pradesh	Satna	0.01	No	District Soldier Welfare Society	
9	Disaster Management - Covid-19 - PCR Machine for Covid test to Gandhi Memorial Hospital Bhopal (M.P.)	Disaster Management Schedule VII (xii)	No	Madhya Pradesh	Bhopal	0.55	Yes		
	Disaster Management - Covid-19 - providing hand sanitizer and food packets during Covid-19		Yes	Madhya Pradesh	Satna	0.02	Yes		
	Disaster Management - Covid-19 - Financial assistance for arrangement of food items, etc. in Covid-19 Lockdown		Yes	Madhya Pradesh	Satna	0.05	No	1. Keshav Madhav Gau Sewa Sansthan 2. Manas Sangh Ramvan	
10	Animal Welfare	Animal Welfare Schedule VII (iv)	Yes	Madhya Pradesh	Satna	0.04	No	Laxmi Swayam Sahayata Samuh	
	Total					**3.48**			

(d)	**Amount spent in Administrative Overheads (₹ Crores)**	-
(e)	**Amount spent on Impact Assessment, if applicable**	-
(f)	**Total amount spent for the Financial Year (8b+8c+8d+8e) (₹ Crores)**	3.48
(g)	**Excess amount for set off, if any (₹ Crores)**	

Sl. No.	**Particular**	**Amount (₹ Crores)**
(i)	Two percent of average net profit of the company as per section 135(5)	3.48
(ii)	Total amount spent for the Financial Year	3.48
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

9	**(a)**	**Details of Unspent CSR amount for the preceding three financial years :**	Not Applicable
	(b)	**Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s) :**	Not Applicable

10	**In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details) :**	Not Applicable since no capital asset created or acquired through CSR spent.
11	**Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5) :**	Not Applicable

VIJAY AGGARWAL
Managing Director & Chairman
of the CSR Committee
DIN : 00515412

Place : Mumbai
Date : May 19, 2021

ANNEXURE 'B' TO THE DIRECTORS' REPORT

BUSINESS RESPONSIBILITY REPORT

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1.	**Corporate Identity Number (CIN) of the Company**	L26942TG1992PLC014033
2.	**Name of the Company**	PRISM JOHNSON LIMITED
3.	**Registered address**	305, Laxmi Niwas Apartments, Ameerpet, Hyderabad - 500 001
4.	**Website**	www.prismjohnson.in
5.	**E-mail id**	investor@prismjohnson.in
6.	**Financial Year reported**	2020-21
7.	**Sector(s) that the Company is engaged in (industrial activity code-wise)**	23942 - Portland Cement 23939 - Tiles 23952 - Ready Mixed Concrete 23941 - Clinkers
8.	**List three key products that the Company manufactures (as in balance sheet)**	• Portland Cement • Tiles • Ready Mixed Concrete
9.	**Total number of locations where business activity is undertaken by the Company**	
(a)	**Number of International Locations (Provide details of major 5)**	One office at Sri Lanka
(b)	**Number of National Locations**	One Cement Plant (2 Units), 5 Tile Plants, 2 Bathroom Fittings Plants, 96 Ready Mixed Concrete Plants, 6 Aggregate Crusher Plants and various offices across the Country including Registered Office, Corporate Office, Division Head Offices and Regional Marketing/ Sales Offices.
10.	**Markets served by the Company - Local/ State/National/International**	Local/State/National/International

SECTION B: FINANCIAL DETAILS OF THE COMPANY

1.	**Paid up Capital (INR)**	₹ 503.36 Crores
2.	**Total Turnover (INR)**	₹ 5,035.18 Crores
3.	**Total profit after taxes (INR)**	₹ 199.95 Crores
4.	**Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)**	The Company's total spending on CSR is 2% (₹ 3.48 Crores) of the average profit after taxes in the previous three financial years.
5.	**List of activities in which expenditure in 4 above has been incurred:-**	a) Infrastructure development b) Health and hygiene c) Educational activities d) Environment conservation e) Water conservation and drinking water f) Empowerment and skill development g) Promotion of sport activities h) Social welfare

SECTION C: OTHER DETAILS

1.	**Does the Company have any Subsidiary Company/Companies?**	Yes, the Company has seven subsidiaries. Details are given in the Directors' Report.
2.	**Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)**	The 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. These initiatives and policies are mainly applicable to the subsidiaries which are engaged in manufacturing activities.
3.	**Do any other entity/entities (e.g. suppliers, distributors, etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/ entities? [Less than 30%, 30 -60%, More than 60%]**	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.	**Details of Director/Directors responsible for BR**		
(a)	**Details of the Director/Directors responsible for implementation of the BR policy/policies :**		
	1.	**DIN Number**	00515412
	2.	**Name**	Mr. Vijay Aggarwal
	3.	**Designation**	Managing Director
(b)	**Details of the BR head :**		
	1.	**DIN Number (if applicable)**	The Executive Committee comprising, *inter alia*, of the Executive Director & CEO of each Division of the Company oversee the implementation of the BR policy.
	2.	**Name**	
	3.	**Designation**	
	4.	**Telephone number**	+ 91-22-66754142
	5.	**e-mail id**	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, *inter alia*, 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	-

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
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.								
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	-

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
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

(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 published a Sustainability Report for the year 2019-20 which is available on the website of the Company 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 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. 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, three complaints were received from shareholders and investors. All complaints have been resolved to the satisfaction of the complainants 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 viz. Portland Pozzolana Cement, Ready Mixed Concrete viz. Envirocrete®, Perviouscrete®, Elitecrete®, Repaircrete and Portacrete and Tiles, viz. Tac Tiles for the visually challenged, Cool Roof Tiles in order to keep the roof cool by reflecting the heat back, Care Tile (Germ Free) for hygiene which is anti-bacterial, Anti-static tiles for safety in arms and ammunitions warehouses, IT data centres, Thin Tiles using lesser resources, Slim tiles, which are developed with 60% lower raw materials and energy requirement. Being lightweight, these tiles reduce inward and outward transportation cost.

The Company's cement plant is equipped with state-of-the-art machinery and technical support from FL Smidth & Co A.S. Denmark, KHD Germany and Thyssen Krupp Germany, the world leaders in cement technology. The manufacturing process involves the use of six stage Preheaters, VRMs, Roller Press and energy-efficient Coolers, to ensure optimal use of resources. The cement plant also efficiently generates power from its recently commissioned Waste Heat Recovery System of 22.4 MW and Solar Plants of 22.5 MW, contending to reduce the carbon emission and replacing the conventional fossil fuel based power.

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. Water conservation and use of recycled water is stressed upon. At the manufacturing sites, recycling water, rainwater harvesting and recharging the ground are of prime importance. The Company has installed captive solar power plants.

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	2020-21	2019-20
Specific Heat Consumption (Kcal/Kg of Clinker)	**734.0**	725.8
Water Consumption (Ltr/ Ton of Clinker)	**151.0**	205.7

6.5% of total power consumption for cement production has been sourced from green renewable resources such as biomass/bagasse/ small hydro/solar.

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 horticultural purposes. Twenty structures, which include twelve Rooftop RWH structures, four GW recharge structures with abandoned bore Wells and four Runoff/Storm water recharge structures, have been installed to recharge ground water. Natural sewage water treatment plants have been created at multiple places. All these efforts have raised ground water table by ~2 metres.

HRJ

Reduction of around 5-10% of raw material through production of thin tiles.

Prism RMC

- There is reduction in usage of cement by using cement replacement products like Flyash & 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.
- Installation of water meters at plants to monitor & thereby control water consumption through Plant Health Index.

(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 has in place procedures for supplier sustainability and has an established process for vendor selection. All inputs are sourced sustainably. The Company uses Alternative Fuel and Raw Materials in its manufacturing processes, which help in conservation of natural resources.

The WHRS based power generating system for 22.4 MW from waste flue gases (which were vented to atmosphere) was commissioned in a phased manner during 2020-21. It has reduced demand side generation by equivalent MW and resulted in carbon foot print reduction.

Installation and commissioning of 22.5 MW out of 24.5 MW of captive solar power plant was executed in a phased manner at the cement plant and backfilled land in mines. HRJ installed captive solar power plants aggregating to ~5 MWp in a phased manner, at its tile manufacturing facilities. In addition, the Company has tied up with biomass/bagasse based non-solar green power generators, for sourcing from sustainability point of view.

The Company is focused on identifying opportunities to invest in renewable energy and energy-efficient technologies. The efforts have been recognised at National level and cement plant has been felicitated with "Golden Peacock Environment Award".

The Company uses de-oiled cashew shells (waste from cashew oil plants) and soya husk from nearby farmers as fuel in some of its tile plants. Underground water tanks are built for rain water 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 Flyash and GGBS, which are waste products of power and steel plants respectively, are used as cement replacements in the manufacture of Ready Mixed Concrete. Prism RMC has started using Bio-Diesel in Transit Mixers/Trucks for concrete transport by blending with Diesel as per its environment friendly and cost optimisation initiatives. Bio-Diesel is being consumed in all the major equipment, like pumps, FEL (Loader), DG sets, etc. Use of Biodiesel is implemented in all Prism RMC plants across India.

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 sustainability.

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.**

   ➢ In 2020-21, around 81.5% of cement manufactured by the Company were blended cements, produced by using Fly ash, which is waste material of other industries. Waste water generated from the cement plants and colony is recycled and used in gardening, horticulture, sprinkling for dust suppression, etc. Also 6.5% of total power consumption was sourced from renewable sources and 5.7% power from WHRS.

   Prism Cement has been awarded for "Best Fly ash Utilisation" at National level.

   ➢ 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%.

   ➢ In view of the simple manufacturing process for Ready Mixed Concretes, there are no by-products. However, Flyash and GGBS are used as replacement of cement in concrete which are by products of power and steel industry.

Principle 3 - Businesses should promote the wellbeing of all employees

1. **Total number of employees**

   5,195

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

   4,107

3. **Number of permanent women employees**

   225

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

   5

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 33%. 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	2	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	57%	67%
(b)	Permanent women employees	53%	53%
(c)	Casual/Temporary/ Contractual employees	81%	33%
(d)	Employees with disabilities	40%	40%

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 checking, blood donation, skill development 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.**

The Company realises that climate change is a real threat faced not just by the Company but the entire global community, of which it is a part. 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 :

- The renewable energy portfolio includes - A new 22.4 MW WHRS based power generation system at our plant, commissioned in a phased manner during 2020-21. It reduced demand side generation by equivalent MW and resulted in carbon foot print reduction & power cost optimisation.
- For Green Initiative & Power Independency - A 22.5 MW solar plant at Colony & mines area commissioned in a phased manner which also includes Roof Top Solar Power plant at Administrative & School Building.
- To reduce the SOx emission & to meet the environment compliances, Low NOx burner has been installed in both the Units during Aug – Sep, 2019. Derived saving from burners in Specific heat and thermal consumption is 1.8 Kcal/kg of Clinker & 0.080 Kwh/MT of clinker respectively. Systematic Non Catalytic converter (SNCR) has been installed in both plants in September, 2020.
- Concept for use of biodiesel for transportation vehicle - The use of Biodiesel for RMH equipment has been stabilised. For maximising use of Biodiesel for contractor transport vehicle, the pilot project is ready to start during Q1 FY 2021-22.
- Several measures taken to reduce dust pollution which includes the use of automatic water fog canon at dusty areas and truck mounted sweeping machine for road sweeping instead of brooms.
- Replacement of low efficiency critical motors with high efficiency IE3/IE4 motors has been started. Raw mill fan and Cooler fan motor replaced IE3/IE4 motor.
- Completed replacement of conventional lights/ luminaires with LED lights in phases.
- Retrofitted fan impeller with higher efficiency has been installed in both Cement mills sepax fan and Raw mill fans.
- Utilisation of alternative fuel and raw materials, system established in Preheater Unit-II for AFR feeding.
- Sourcing of 1.8% of total power consumption through non-solar renewable sources, reducing carbon footprint and consumption of conventional thermal power.
- Generation of 5.7% of total power consumption through WHRS.
- Uses of industrial waste products in its concrete manufacturing like Chemical Gypsum, etc. Series of samples were tried for grinding aid development, and being consumed in place of natural Gypsum.
- CO2 reduction by producing > 80% of our product as blended cement.
- Rain water harvesting and water conservation in 2020-21 is 1,41,547 m3, through rooftop structures, ground water recharge structures with abandoned bore Wells and Runoff/Storm water recharge structures. Overall water groundwater table raised by ~2 metres in the area.
- Creating Natural STP at Plant which creates environment for the growth of micro-organisms which are responsible for the pollutant removal that occurs in a Phytoridal bed.
- Energy Management system in place to reduce energy consumption and hence emission.
- Production of a light weight concrete with densities varying from 800 to 1800 kg/cum. that replaces the earth clay bricks used for thermal insulation on terrace tops and for partition walls in buildings.
- Successful design and supply of a concrete that self-levels and compacts on its own. 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.
- Prism RMC uses industrial waste products such as Flyash & 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 Flyash and GGBS (both industrial wastes) as partial replacement to cement, which not only helps reduce CO2 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’.

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?**

   - Installation of Gas Turbines and use of Soya Husk for Spray Dryer production at some of its tile manufacturing plants.
   - Use of supplementary Cementitious Materials like Flyash and GGBS in concrete manufacturing process which are by-products of the power and steel industries.
   - Systematic mining activities are carried out as per the environment norms.
   - Use of captive solar power plants.
   - ETP Tank operation for reuse of manufacturing waste water and sludge.
   - Plantation of Trees.

   Environmental compliance reports are filed as mandated by applicable regulations.

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 started using bio-diesel in Transit Mixers/Trucks for concrete/cement transport by blending it with diesel as per its environment friendly and cost optimisation initiatives.
   - 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.
   - WHRS dedicated for generation of 22.4 MW using waste flue gases has been commissioned in a phased manner during 2020-21.
   - Sourcing of 1.8% of total power consumption through non solar-renewable sources, reducing carbon footprint and consumption of conventional thermal power.

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 & Industries

   (b) Cement Manufacturers Association ('CMA')

   (c) Indian Council of Ceramic Tiles and Sanitaryware

   (d) Indian Ceramic Society

   (e) All India Pottery Manufacturers association

   (f) Ready Mixed Concrete Manufacturers Association ('RMCMA')

   (g) 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) Infrastructure development

(b) Health and hygiene

(c) Educational activities

(d) Environment conservation

(e) Water conservation and drinking water

(f) Empowerment and skill development

(g) Promotion of sport activities

(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 Government structures.

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

Impact assessment survey was carried out for the initiatives carried out 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 ₹ 3.48 Crores on various initiatives involving infrastructure development, health and hygiene, educational activities, environment conservation, water conservation and drinking water, empowerment & skill development, promotion of sport activities 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, school children health checkup 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, beautician courses, stitching & embroidery training, computer literacy courses 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.
- 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 Farmers Training Course has enabled the farmers to improve their crop output and agricultural acumen.
- The Bag, Cotton wick and Incense Stick Making Training have 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. 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. The Company is providing support to overcome natural calamities and disasters by rescuing marooned villagers, providing logistics, food & shelters as well as a medical aid.
- *Disaster Management - Corona Pandemic*
    - The Company provided a QUANT STUDIO 7 REAL-TIME PCR testing machine to the Government of Madhya Pradesh, installed at Gandhi Memorial Hospital, Bhopal. This was the first machine in Madhya Pradesh to carry out COVID-19 testing.
    - The Company provided grocery items to 200 families in Rampur Baghelan of Satna district and distributed 1000 litres sanitiser/hand wash in 45 wards of Municipal Corporation Satna.
    - The Company provided financial assistance to Keshav Madhav Gau Sewa Sansthan and Manas Sangh Ramvan, Satna to run food stalls for migrants labour and to support other Corona management activities.
- 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.

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, 2021, 423 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/packaging 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 during the last five years and pending as on end of the financial year 2020-21.

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

   Yes. Customer Satisfaction Surveys are carried out by the Company weekly/half-yearly.

For and on behalf of the Board

SHOBHAN M. THAKORE
Chairman
(DIN : 00031788)

Place : Mumbai
Dated : May 19, 2021

ANNEXURE 'C' 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	(i)	Mr. Rajan Raheja - Promoter Director
		(ii)	Prism Johnson Limited Staff Provident Fund - Post employment benefit plan for the employees of the Company
		(iii)	Ardex Endura (India) Private Limited - Joint Venture
b	Nature of contracts/ arrangements/transactions	(i)	Personal Guarantee given to HDFC Limited as security for Term Loan sanctioned to the Company
		(ii)	Purchase of non-marketable Securities from Prism Johnson Limited Staff Provident Fund
		(iii)	Designing and printing the 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
c	Duration of the contracts/ arrangements/transactions	(i)	Till the Term Loan is repaid
		(ii)	One-time transaction
		(iii)	5 years with effect from April 1, 2021
d	Salient terms of the contracts or arrangements or transactions including the value, if any	(i)	Personal Guarantee given to HDFC Limited as security for Term Loan of ₹ 200 Crores sanctioned to the Company
		(ii)	Purchase of non-marketable Securities aggregating ₹ 2.57 Crores from Prism Johnson Limited Staff Provident Fund at book value
		(iii)	One-time lump sum amount of ₹ 1.10 Crores and in the range of ₹ 0.10 paisa to ₹ 0.20 paisa per box/carton
e	Justification for entering into such contracts or arrangements or transactions	(i)	In the ordinary course and furtherance of the Company's business
		(ii)	To support transfer of corpus of employees from Prism Johnson Limited Staff Provident Fund to RPFC, Jabalpur
		(iii)	Sales/Promotion of products of Joint venture entity
f	Date(s) of approval by the Board	(i)	May 28, 2020
		(ii)	November 3, 2020
		(iii)	March 31, 2021
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	
II	**Details of material contracts or arrangements or transactions at arm's length basis**		
	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
Dated : May 19, 2021

ANNEXURE 'D' 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 2020-21 :

Name	Designation	Ratio
Mr. Vijay Aggarwal	Managing Director	114
Mr. Vivek K. Agnihotri	Executive Director & CEO (Cement)	70
Mr. Atul R. Desai	Executive Director & CEO (RMC)	58
Mr. Sarat Chandak	Executive Director & CEO (HRJ)	62
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 2020-21 :

a) Non-executive Independent Directors

Name	Designation	% Increase
Mr. Shobhan M. Thakore	Non-executive Independent Director	25.00
Ms. Ameeta A. Parpia	Non-executive Independent Director	33.33
Dr. Raveendra Chittoor	Non-executive Independent Director	50.00

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

b) Executive Directors, Chief Financial Officer and Company Secretary

Name	Designation	% Increase	% Reduction in Fixed Pay
Mr. Vijay Aggarwal	Managing Director	-28.75	-28.75
Mr. Vivek Agnihotri	Executive Director & CEO (Cement)	8.53	-7.50
Mr. Sarat Chandak	Executive Director & CEO (HRJ)	8.29	-25.00
Mr. Atul Desai	Executive Director & CEO (RMC)	-6.44	-30.00
Mr. Manish Bhatia	Chief Financial Officer	-13.71	-16.88
Ms. Aneeta Kulkarni	Company Secretary	-13.30	-16.88

Notes : (i) All the Key Managerial Personnel have taken a reduction in fixed pay during the year under review.

(ii) Performance Incentive payable for the year 2020-21, wherever applicable, is included in the above calculation to arrive at the percentage increase.

3. The percentage increase in the median remuneration of the employees in the financial year was around 4.10%.
4. The number of permanent employees on the rolls of the Company as on March 31, 2021 was 5,195.
5. During the year, owing to the pandemic and the resultant lockdown all across India, there was an adverse impact on the economic activities in general and, in particular, on the Company. For this reason, certain employees and all managerial personnel had taken a temporary reduction in their salaries during the year. As a result, there was an average decline of 0.12 percentile in managerial remuneration, whereas there was no change in average percentile for non-managerial employees.
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
Dated : May 19, 2021

ANNEXURE 'E' 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 Band II, all 6 diesel operated Water Pump replaced with electrically operated Water Pump of 200 KW, further to save fossil fuel (diesel/lubricant oil), reduce emission and O&M cost.
- New design hi-chrome and high hardness hammers installed in Unit-I crusher to improve crushing efficiency.
- Unit-II crusher Bag filter operation optimised to improve fugitive dust collection and power saving.
- Unit-II Crusher compressor loading/ unloading time of operation is optimised for energy saving.

➢ ***Raw mills***

- Up-gradation of High Grade Lime Stone Weigh Feeder with Latest Schenk make Intecont Plus Controller to have consistent accuracy and reliability.
- Unit-I RM-2 Separator Discharge Cone Modification to improve output and reduce power consumption.
- Modification of separator discharge cone of both the Unit-II RM to reduce mill internal free space which resulted high take up velocities and reduced recirculation of material. It has increased output of mill and resulted in reduction in power consumption.
- Modification of nozzle area of Unit-II RM-2 to increase hot air flow and lifting of fine material which resulted in higher output and reduction in power consumption.
- Modification of dam-ring of Unit-II RM-2 for better layer thickness which resulted in better grinding and increased mill output.
- Modification of weighing system of LS apron feeder: Minimised deviation in mill feed which resulted in better mill operation.

➢ ***Kilns***

- Both the Kiln output sustained by optimising operation parameters, raw mix design and Cross section area of kiln inlet refectory size.
- Operation of air blasters of pyro-section is optimised for more effectiveness and reduction in compressed air consumption.
- Up-gradation of Cooler hydraulic to eliminate stoppage and improve productivity.
- Reduction in leakages across Pre-heaters which reduce thermal and electrical energy consumption of Pyro system.
- Increased the size of MFR in cooler to improve cooler recuperation efficiency.
- Additional retainer ring at kiln outlet which increased brick lining and tip casting life.
- Burner modification done to improve fuel burning and decrease power consumption.
- PH fan CARB bearing upgraded with spherical roller bearing to eliminate high vibration and frequent tripping due to high temp.

➢ ***Coal mills***

- Unit-II Coal Mill output increased on 100% pet coke grinding after replacement of separator rotor, guide vanes, louvers and repairing of bag house inlet duct which has significantly reduced power consumption.
- ILC Fine Coal Pfister DC motor upgraded to AC Drive for better operation control and efficiency.
- Size of venting line increased to better re-dusting and efficient operation of fine coal circuit.
- Timing belt of Pfister installed for efficient fine coal transport and to avoid tripping.

➢ ***Cement mills & Packing plant***

- Redesigning V-belt pulleys of the entire bag filter fans of Packing Plant to reduce power consumption.

- Replacement of separator shaft and its internals to improve efficiency and mill output.
- Flow control installed on air slide of cement silo feeding elevator for smooth online change over between silo feeding to improve production and availability.
- Roller press gap optimised for high output and subsequently reduction in specific power consumption.
- Mill vent duct modified to reduce pressure draft and improve the grinding efficiency of mill.
- Optimisation of grinding media size in cement Mills to improve mill output.

H & R Johnson (India)

➢ ***Savings in Electrical Energy***

Pen

- Installation of Variable frequency drive at Spray dryer, Kiln, Slip tank and polishing line to reduce electrical energy consumption, saving of 32 units per hour.
- Installation of On-off timer in Slip Tank agitator, saving of 1.75 units per hour.
- Installation of Capacitor at load end at squaring machine to reduce the electrical energy consumption, saving of 12 units per hour.
- 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 dedicated portable compressor for digital printing machine in order to maintain minimum 6.5 bar to maximum 7 bar pressure for smooth operation of digital machine, saving of 250 units per day.
- Installation of Variable frequency drive in Kiln and Ball mill to reduce electrical energy consumption, saving of 11 units per hour.

Kunigal

- Installation of Variable frequency drive for press to reduce electrical energy consumption, 11 units per hour.
- Installation of LED lights in glaze line, saving of 14 units per hour.

Karaikal

- Reduction in stirrer gear drive speed from 680 RPM to 400 RPM by modification in motor drive Pulley from 7" to 4", saving of 100 units per day.
- Modification in the operational control of Hydraulic pump motor by automatic switching off the hydraulic motor when cars are loaded. Thereby, reduction in run time from 24 hours to 12 hours, saving of 15 units per day.
- Modification in the operational control of Dipping line car loading and eliminating the idle running, saving of 12 units per day.

➢ ***Savings in Thermal Energy***

Pen

- Kiln 1 vertical entry increase of 30% production capacity with same gas consumption.
- Heat recovery in Vertical dryer, saving of gas consumption in vertical dryers.

Dewas

- Duct line installation Kiln 1 & Kiln 2 to Vertical Dryer 33 in order to transfer waste gases to vertical dryer 3 through hot air duct. Natural Gas consumption reduced by refectories coating in Kiln 2.

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.
- Kiln vertical entry increase of 30% production capacity with same gas consumption.
- Cooling tower used for press oil cooling replaced by pumping the water to big sump through submersible pump. Thereby water cooling is being carried by natural air flow without Exhaust fan.

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

Prism Cement

- Solar power plant was commissioned with 22.5 MW, at mined out area and colony premises. 4.7% of total annual electricity consumption has been utilised from solar power.

- 1.8% of total annual electricity consumption for process sourced from non-solar green power resources (bio-mass, small hydro, bagasse).
- WHRS was commissioned in a phased manner during 2020-21. 5.71% of total annual electricity consumption has been utilised from WHRS.

(iii) The capital investment on energy conservation equipment :

Total investment on energy conservation equipment is ₹ 85.4 Crores during the year ended March 31, 2021, which includes ₹ 77.8 Crores for WHRS, out of total project cost of ₹ 209 Crores for WHRS.

(B) Technology absorption

(i) The efforts made towards technology absorption :

- Successful complete commissioning of latest technology WHRS based power generation system of 22.5 MW and start generation in full capacity, which utilises heat of flue gases being vented to atmosphere after pyro processing.
- Successful commissioning of Low NOx burner and SNCR for reduction of SOx/NOx emissions.
- In FY 2020-21 replaced 23 normal/ low efficiency motors with IE4 high efficiency motors.
- Replacement of 5 old and obsolete package ACs of CCR building with new ones, to revamp the cooling system and save energy.
- Latest Ambient Air Quality Monitoring System installation in Mines for continuous monitoring.
- Adopted onsite inspection of equipment and at the same time filling of its weekly inspection check list & create notification by SAP mobile app.
- Replacement of old low efficiency reciprocating compressors with high efficiency screw compressors in phase 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.
- Reduction of Utility demand side power consumption and improvement upon carbon footprint by generating approximately 1.3 Lakh units/day from solar power plant and approximately 4.8 Lakh units/day from WHRS.
- Improvement in specific energy consumption.
- Strengthening of environment friendly measures.
- Improvement of 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 : ₹ 4.12 Crores (Previous year : ₹ 4.66 Crores)

(C) Foreign Exchange Earnings and Outgo

₹ Crores

Particulars	2020-21	2019-20
Details of earnings in foreign currency	57.45	56.63
Details of outgo in foreign currency	152.66	259.63

For and on behalf of the Board

SHOBHAN M. THAKORE
Chairman
(DIN : 00031788)

Place : Mumbai
Dated : May 19, 2021

ANNEXURE 'F' TO THE DIRECTORS' REPORT

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 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, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company (audit was conducted in electronic form due to situations of ''Covid-19'') for the financial year ended March 31, 2021 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) 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.

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.

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.
- Majority decision is carried through while the dissenting members' views, if any, are 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 Meeting held on August 14, 2020.

We further state that following list of the documents were verified :

1) Memorandum and Articles of Association;
2) Annual Report for the financial year 2020;
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 along with attendance registers;
4) Minutes of the General meeting 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.

We hereby state that due to present scenario of ''Covid-19'', the audit was conducted 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
UDIN: F003738C000249126

Place : Hyderabad
Date : May 19, 2021

ANNEXURE 'G' TO THE DIRECTORS' REPORT

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

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

To,

The Members,
RAHEJA QBE GENERAL INSURANCE COMPANY LIMITED
Ground Floor, P & G Plaza,
Cardinal Gracious Road,
Chakala, Andheri (East)
Mumbai – 400099

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, 2021 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, minute books, forms and returns filed and other records maintained by **RAHEJA QBE GENERAL INSURANCE COMPANY LIMITED** for the financial year ended on March 31, 2021 according to the provisions of:

i. The Companies Act, 2013 ("the Act") including The Companies (Amendment) Act, 2020, 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.

   The Company has its own robust compliance system and the Company is also subject to monitoring by and reporting of compliances to IRDAI.

v. 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. 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.

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 ₹ 2,20,00,00,000/- to ₹ 2,60,00,00,000/- at the Extra-Ordinary General Meeting held on May 22, 2020 and from ₹ 2,60,00,00,000/- to ₹ 2,65,00,00,000 at the Extra Ordinary General Meeting held on January 12, 2021. The Company has altered its Memorandum and Articles of Association in this respect and complied with the provisions of the Act.

2. The Board of Directors of the Company has issued and allotted Equity Shares to the existing shareholders of the Company on Right Basis and complied with the provisions of the Act.

   - 3,84,75,835 Equity Shares of ₹ 10/- each at a premium of ₹ 16/- on August 13, 2020

   - 1,92,53,005 Equity Shares of ₹ 10/- each at a premium of ₹ 16/- on January 24, 2021

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

Place: Mumbai
ACS: 27582 COP: 10130
Date: May 4, 2021.
UDIN : A027582C000232765

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, 2021, 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, 2021 and its profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit 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 Statement.

EMPHASIS OF MATTER

We draw attention to note no. 4.19 relating to the Composite Scheme of Arrangement and Amalgamation which has been given effect to base on the Appointed Date of April 1, 2018 as approved by the National Company Law Tribunal which is deemed to be the acquisition date for the purpose of accounting under Ind AS 103 Business Combinations. Consequently, financial information for the year ended March 31, 2020 included in these financial statements has been restated. Our opinion is not modified in respect of this matter.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone 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	**Evaluation of Provisions and Contingent Liabilities** 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. The management with the help of its expert, 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. 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.	Our procedures included, amongst others: 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"*. 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. In addition, we have reviewed: • the details of the proceedings before the relevant authorities including communication from the advocates / experts; • legal advises / opinions obtained by the management, as needed, from experts in the field of law on the legal cases; • minutes of board meetings, including the sub-committees; and • status of each of the material matters as on the date of the balance sheet. • 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.
2	**Impairment of investment in Property, plant and equipments** 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 "Impairment of Assets". A deficit in recoverable amount compared with the carrying amount would result in an impairment. 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. Considering significant degree of judgment in estimating value-in-use, we identified assessment of impairment of PPE as a key audit matter.	• We understood, evaluated and validated management's key controls over the impairment assessment process. • We compared the methodology used by the management with the market practice. • We 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. • We also 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. • We 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. • 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.

Sr. No.	Key Audit Matters	How our audit addressed the Key Audit Matters
3	**Business combination:** 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. The details of the Scheme are given in note no. 4.19 to the financial statements. The accounting treatment of the Scheme is in terms of appendix C to Ind AS 103 'Business Combinations' by applying the pooling of interest method. Given the complexity and magnitude of the acquisition made, this is considered as a key audit matter.	We read the Scheme, the NCLT Order and relevant documents to understand the key terms and conditions of the business combination. In addition: • We compared the accounting treatment specified in the Scheme with the one specified in Ind AS 103 – Business Combinations. • We verified the workings prepared in terms of Pooling of Interest method and the computation of Capital Reserve recognised in the books based on the carrying amount of assets, liabilities, reserves and surplus vested into the Company as of the Appointed Date. • We also inspected the disclosures made in the financial statements in respect of this Scheme.

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 Financial Statements and our auditor's report 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 do not and 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 appropriate actions in accordance with Standards on Auditing.

Responsibilities of Management and Those Charged with Governance 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 financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone 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.

Materiality is the magnitude of the misstatement in the Standalone Financial Statement that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statement may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and evaluating the results of our work; and (ii) to evaluate the effects of any identified misstatements in the Standalone Financial Statement.

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, 2016 ("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, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of section 164(2) of the Act;

   f) With respect to the adequacy of the internal financial controls with reference to 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 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; and

      iii. There has been no delay in transferring amounts, which are required to be transferred to the Investor Education and Protection Fund by the Company.

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

Rajen Ashar
Partner
Membership No. 048243
UDIN: 21048243AAAACQ2021

Place : Mumbai
Dated : May 19, 2021

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 the Company on the Standalone Financial Statements for the year ended March 31, 2021

(i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of its property, plant and equipment;

(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; and

(c) Based on audit procedures performed for the purpose of reporting the true and fair view of the standalone financial statements and according to information and explanations given by the management, the title deeds of immovable properties included in property, plant and equipment are held in the name of the Company except for following:

Particulars	Gross Block	Net Block	Remark
	As at March 31, 2021 (₹ in Crores)		
Freehold Land/ Leasehold Land/ Premises	31.23	26.83	In the year 2009-10, vide a scheme of amalgamation approved by the relevant high courts, H. & R. Johnson (India) Limited and RMC Readymix (India) Private Limited were amalgamated into the Company. These immovable properties are continued to be in the name of the above transferor companies and as represented by the Company, it is in the process of getting these properties transferred / registered in its name. The Company is in the possession of the relevant title deeds registered in the name of H. & R. Johnson (India) Limited or RMC Readymix (India) Private Limited, as the case may be.
Freehold Land/ Leasehold Land/ Premises	52.16	43.83	In the month of May 2021, vide a Composite Scheme of Arrangement and Amalgamation, immovable properties held by Milano Bathroom Fittings Private Limited (Milano) and Silica Ceramica Private Limited (Silica)got vested into the Company pursuant to approval granted to the Scheme by the NCLT. Since vesting of the immovable properties is as of the Appointed Date but have taken place post the date of the balance sheet, it continued to be in the name of the above companies on the date of the balance sheet. As represented by the Company, it will initiate the process of getting these properties transferred / registered in its name. The Company is in the possession of the relevant title deeds registered in the name of Milano or Silica as the case may be.

(ii) (a) Inventories have been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable; and

(b) The discrepancies noticed on physical verification as compared to the book records were not material and have been properly dealt with in the books of account;

(iii) The Company has granted unsecured loan to two body corporates covered in the register maintained under section 189 of the Act.

(a) In our opinion, the rate of interest and other terms and conditions on which the loans have been granted to the body corporates listed in the register maintained under section 189 of the Act were not, prima facie, prejudicial to the interest of the Company;

(b) According to the information and explanations given to us, no repayment schedules have been specified in respect of such loans granted and accordingly, the question of regularity in repayment of principal amount does not arise; and

(c) There are no overdue amounts in respect of loans granted to the body corporates listed in the register maintained under section 189 of the Act.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, in respect of investments made and loans, guarantees and securities granted, as applicable.

(v) The Company has complied with the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Act, and the rules framed there under, to the extent 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, 2021, for a period of more than six months from the date they became payable; and

(b) The details of dues of income tax, sales tax, service tax, duty of customs, duty of excise or value added tax or cess which have not been deposited with the concerned authorities on account of dispute are given below:

Nature of dues	Period to which the amount relates	Forum where dispute is pending	Amount involved (₹ in Crores)
Central Excise and Service Tax	2012-13 to April 14	Central Excise Service Tax Appellate Tribunal	5.11
	Apr-17 to Jun 17	Assistant / Deputy Commissioner	0.12
	Apr-17 to Jun 17	Joint Commissioner	0.11
	2008-17	Addl. Comm.	1.26
	2012-13 to 2016-17	Joint Commissioner, Indore	0.56
	Apr-14 to Jun 2017	Assistant commissioner, Dewas	0.03
	Apr-13 to Mar-2017	Custom, Excise & Service Tax, Tribunal, Chandigarh	0.49
	Mar-12 to Dec-13	Custom, Excise & Service Tax, Tribunal, Chandigarh	0.01
	2017-18	Central Tax Audit-II Commissionerate	0.01
	2015-16	Assistant Director (Cost), Audit	0.02
	2014-15 to 2017-18	Deputy Commissioner, Central Tax, Audit	0.01
	2014-15 to 2017-18	Assistant Commissioner, GST (Audit)	0.01
	Jan-2016 to Jun-2017	Commissioner of Central Excise (Appeals)	0.13
	2017-18	Superintendent, CGST Commissionerate	0.02
	2014-15 to 2017-18	Superintendent, GST & Central Excise, Audit	0.04
	2017-18	Deputy Commissioner of State Tax	0.44
	2010-11 to 2014-15	Assistant Commissioner Central Excise, Kolkata	0.01

Nature of dues	Period to which the amount relates	Forum where dispute is pending	Amount involved (₹ in Crores)
Sales Tax (Central & State)	2008-09 to 2013-14	The High Court, Madhya Pradesh	0.24
	2010-11 to 2011-12	Assessing officer, Delhi	0.19
	2014-15 to 2016-17	Joint Commissioner (Appeals), Maharashtra	1.69
	2009-10 to 2013-14	Additional Commissioner (Appeals), Madhya Pradesh	1.20
	2008-09	Tribunal, Madhya Pradesh	0.10
	2011-12	Commissioner (appeals), Punjab	0.19
	2000-01 to 2001-02, 2012-13 and 2013-14	Sales tax Appellate Tribunal, Hyderabad	0.20
	2009-10	Commercial Tax Officer, Bangalore	1.18
	2010-11	Deputy Commissioner of Commercial Tax, Gujarat	0.04
	2010-11	Joint Commissioner of Commercial Tax, Appeals Bangalore	1.00
	2016-17	Joint Commissioner (Appeals)	0.04
	2016-17	Joint Commissioner (Appeals)	0.84
	2013-14	Commissioner (Appeals)	0.04
	2010-11	The High Court, Kerala	0.04
	2016-17	Commissioner (Appeal)	0.21
	2014-15	Excise & Taxation Officer Cum Assessing Authority, Gurugram	0.06
	2015-16	Sales Tax Tribunal	0.02
	2005-06	Assessing authority (Bangalore)	0.36
	2011-12	Assessing authority (Kunigal)	0.66
	2016-17 & 2017-18	Excise & Taxation Officer Cum Assessing Authority, Gurugram	0.18
	2017-18	Deputy commissioner	0.73
	2007-08 & 2008-09	Tribunal, Maharashtra	0.07
Madhya Pradesh Commercial Tax Act, 1944	2012-13 to 2016-17	High Court, Madhya Pradesh	2.98
Madhya Pradesh Entry Tax Act, 1976	2006-07 to 2016-17	MP High Court, Madhya Pradesh	66.49
West Bengal Sales Tax Act, 1954	2013-14	Appellate authority	0.11
Energy Development Cess, 2001	2000-01 to 2005-06	Supreme Court	8.90
Income Tax Act, 1961	AY 2013-14	CIT (Appeals) National Faceless Appeal Centre, Delhi.	0.81
	2010-11 to 2017-18	Office of the Income Tax Officer (TDS)	0.10
Industrial Disputes Act	2007-08	Deputy Labour Commissioner (Labour), Bangalore	0.07
Demand of Service Tax on Mining Service	Oct 2014 to Jun 2017	Commissioner, Central Tax, Jabalpur	17.50
REC Certificate for Solar Power	2015-2020	REC Certificate for Solar Power	0.27
Royalty on Mining Minerals	2010-11 to 2011-12	Director of Mines & Geology, Hyderabad	0.09
Water Charges/ Tax	1998-99 to Dec 2019	High Court, Madhya Pradesh	8.92
Cross Subsidy on Power Purchase	2018-20	Cross Subsidy on Power Purchase Appelllate Tribunal for Electricity	89.72

Amount less than ₹ 50,000/-

(viii) The Company has not defaulted in repayment of dues to any financial institutions, banks, government or debenture holders.

(ix) The Company has raised term loans during the year which have been applied for the purpose for which they were raised.

(x) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

(xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197, read with Schedule V to the Act.

(xii) In our opinion and according to information and explanation given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) Based on our audit procedures performed for the purpose of reporting the true and fair view of the standalone financial statements and according to information and explanations given by the management, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable to the Company.

(xv) 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) The Company is not required to be registered under section 45IA of the Reserve Bank of India Act, 1934.

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

Rajen Ashar
Partner
Membership No. 048243
UDIN: 21048243AAAACQ2021

Place : Mumbai
Dated : May 19, 2021

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, 2021

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, 2021 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, 2021, 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 is 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, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI.

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 financial statements

A company's internal financial control with reference to 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 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
Membership No. 048243
UDIN: 21048243AAAACQ2021

Place : Mumbai
Dated : May 19, 2021

Standalone Balance Sheet as at March 31, 2021

₹ Crores

Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
I ASSETS			
1 **Non-current Assets**			
a) Property, plant and equipment	2.01	2,327.20	2,190.94
b) Right of Use Assets	4.03	202.31	178.70
c) Capital work-in-progress	4.06	121.58	256.98
d) Intangible assets	2.02	21.03	24.53
e) Financial assets			
i) Investments	2.03	280.45	187.88
ii) Loans	2.04	58.02	60.23
iii) Other financial assets	2.05	79.12	74.95
f) Other non-current assets	2.07	167.84	166.85
Total Non-current Assets		**3,257.55**	**3,141.06**
2 **Current Assets**			
a) Inventories	2.08	470.47	585.41
b) Financial assets			
i) Trade receivables	2.09	537.74	676.24
ii) Cash and cash equivalents	2.10	340.74	120.06
iii) Bank balances other than Cash and cash equivalents	2.11	148.22	258.06
iv) Loans	2.04	5.65	4.82
v) Other financial assets	2.05	6.40	7.48
c) Current tax assets (net)	2.12	55.43	54.50
d) Other current assets	2.07	114.83	133.60
e) Non-current assets classified as held for sale	4.18	1.81	1.65
Total Current Assets		**1,681.29**	**1,841.82**
TOTAL ASSETS		**4,938.84**	**4,982.88**
II EQUITY AND LIABILITIES			
1 **Equity**			
a) Equity share capital	2.13	503.36	503.36
b) Other equity	2.14	635.85	438.46
Total Equity		**1,139.21**	**941.82**
2 **Liabilities**			
A **Non-current Liabilities**			
a) Financial liabilities			
i) Borrowings	2.15	1,353.84	1,448.76
ii) Lease Liability	4.03	165.81	137.17
iii) Other financial liabilities	2.17	303.32	310.82
b) Provisions	2.18	24.56	25.53
c) Deferred tax liabilities (net)	2.06	29.15	27.46
d) Other non-current liabilities	2.19	27.09	28.57
Total Non-current Liabilities		**1,903.77**	**1,978.31**
B **Current Liabilities**			
a) Financial liabilities			
i) Borrowings	2.15	14.98	166.01
ii) Lease Liability	4.03	30.46	35.03
iii) Trade payables			
Total outstanding dues of Micro Enterprises & Small Enterprises	2.16	50.72	15.82
Total outstanding dues of Creditors other than Micro Enterprises & Small Enterprises	2.16	914.31	700.15
iv) Other financial liabilities	2.17	568.65	888.81
b) Current tax liabilities (net)	2.20	-	3.22
c) Provisions	2.18	45.12	44.10
d) Other current liabilities	2.19	271.62	209.61
Total Current Liabilities		**1,895.86**	**2,062.75**
TOTAL EQUITY AND LIABILITIES		**4,938.84**	**4,982.88**
Significant Accounting Policies	1		

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 : Mumbai
Date : May 19, 2021

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

Atul R. Desai
Executive Director & CEO (RMC) - DIN : 01918187

Sarat Chandak
Executive Director & CEO (HRJ) - DIN : 06406126

Manish Bhatia
Chief Financial Officer

Aneeta S. Kulkarni
Company Secretary

Standalone Statement of Profit and Loss for the year ended March 31, 2021

₹ Crores

Particulars	Note No.	Year ended March 31, 2021	Year ended March 31, 2020
I INCOME			
i) Revenue from operations	3.01	5,035.18	5,578.58
ii) Other income	3.02	36.20	27.00
Total Income		**5,071.38**	**5,605.58**
II EXPENSES			
i) Cost of materials consumed		1,052.73	1,387.00
ii) Purchase of stock-in-trade		805.89	832.12
iii) Changes in inventories	3.03	140.36	(43.56)
iv) Power and fuel expenses		741.72	860.17
v) Freight outward expenses		658.61	760.39
vi) Other manufacturing expenses	3.04	282.14	367.94
vii) Employee benefits expense	3.05	433.70	491.20
viii) Finance costs	3.06	191.18	229.00
ix) Depreciation, Amortisation and Impairment expense	3.07	252.58	213.78
x) Other expenses	3.08	303.91	403.96
Total Expenses		**4,862.82**	**5,502.00**
Profit before exceptional items and tax		**208.56**	**103.58**
Exceptional items	4.02	(4.78)	(10.32)
Profit before tax		**203.78**	**93.26**
Tax expenses			
i) Current tax	3.09	1.35	-
ii) Deferred tax	3.09	2.48	68.00
Total tax expenses		**3.83**	**68.00**
Profit for the year		**199.95**	**25.26**
Other Comprehensive Income / (Loss)			
Items that will not be reclassified to profit or loss			
i) Remeasurements of the defined benefit plans		(3.12)	2.25
ii) Equity instruments through other comprehensive income		(0.23)	(16.12)
iii) Income Tax relating to items that will not be reclassified to profit or loss	3.09	0.79	(0.57)
Total Other Comprehensive Income / (Loss)		**(2.56)**	**(14.44)**
Total Comprehensive Income for the year		**197.39**	**10.82**
Earnings per share (Face value of ₹ 10/- each) (Refer Note 4.01):			
i) Basic (in ₹)		3.97	0.50
ii) Diluted (in ₹)		3.97	0.50
Significant Accounting Policies	1		

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

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

Atul R. Desai
Executive Director & CEO (RMC) - DIN : 01918187

Sarat Chandak
Executive Director & CEO (HRJ) - DIN : 06406126

Place : Mumbai
Date : May 19, 2021

Manish Bhatia
Chief Financial Officer

Aneeta S. Kulkarni
Company Secretary

Standalone Statement of Changes in Equity for the year ended March 31, 2021

₹ Crores

A	EQUITY SHARE CAPITAL	Note No.	Amount
I	Balance as at April 1, 2019	2.13	503.36
	Changes in equity share capital during the year		-
II	Balance as at March 31, 2020	2.13	503.36
	Changes in equity share capital during the year		-
III	**Balance as at March 31, 2021**	**2.13**	**503.36**

₹ Crores

B	OTHER EQUITY	Reserves and Surplus (refer note 2.14)					
		Capital Redemption Reserve	Debenture Redemption Reserve	General Reserve	Retained Earnings	Capital Reserve	Total
I	**Balance as at April 1, 2019**	**10.75**	**96.25**	**155.67**	**350.74**	**(125.09)**	**488.32**
	a) Profit for the year	-	-	-	25.26	-	25.26
	b) Other Comprehensive Income / (loss)	-	-	-	(14.44)	-	(14.44)
II	**Total Comprehensive Income fo the year**	**10.75**	**96.25**	**155.67**	**361.56**	**(125.09)**	**499.14**
	a) Transferred to Retained Earnings	-	(96.25)	-	-	-	(96.25)
	b) Dividend and Dividend Distribution Tax	-	-	-	(60.68)	-	(60.68)
	c) Transferred from Debenture Redemption Reserve	-	-	-	96.25	-	96.25
III	**Balance as at March 31, 2020**	**10.75**	**-**	**155.67**	**397.13**	**(125.09)**	**438.46**
IV	**Balance as at April 1, 2020**	**10.75**	**-**	**155.67**	**397.13**	**(125.09)**	**438.46**
	a) Profit for the year	-	-	-	199.95	-	199.95
	b) Other Comprehensive Income / (loss)	-	-	-	(2.56)	-	(2.56)
V	**Total Comprehensive Income for the year**	**10.75**	**-**	**155.67**	**594.52**	**(125.09)**	**635.85**
VI	**Balance as at March 31, 2021**	**10.75**	**-**	**155.67**	**594.52**	**(125.09)**	**635.85**

Significant Accounting Policies Note - 1

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

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

Atul R. Desai
Executive Director & CEO (RMC) - DIN : 01918187

Sarat Chandak
Executive Director & CEO (HRJ) - DIN : 06406126

Place : Mumbai
Date : May 19, 2021

Manish Bhatia
Chief Financial Officer

Aneeta S. Kulkarni
Company Secretary

Standalone Cash Flow Statement for the year ended March 31, 2021

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
I CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	203.78	93.26
Non-cash Adjustment to Profit before tax:		
Depreciation, amortisation and impairment expense	252.58	213.78
Impairment on trade receivables	5.61	19.45
Impairment on financial assets	(0.64)	8.50
Impairment/write-off of non-current assets	(2.61)	2.63
Amortisation of processing fees	5.97	5.95
Bad debts written off	15.54	12.89
Unwinding of interests and discounts	(1.05)	(1.03)
(Gain)/Loss on disposal of Property, plant and equipment	(32.87)	1.11
Gain on sale of investments	(0.75)	(5.31)
Dividend and interest income	(18.87)	(16.88)
Finance costs	185.21	223.05
Balances written back	(6.05)	(0.74)
Exchange differences (net)	(6.44)	3.39
Impairment/write-off of Inventories	(0.21)	1.50
Gain on Lease Rental Waiver	(1.61)	-
Other non-cash Items	(2.47)	2.19
Operating profit before change in operating assets and liabilities	**595.12**	**563.74**
Change in operating assets and liabilities :		
Decrease/(increase) in trade receivables	117.32	(4.58)
Decrease/(increase) in inventories	115.15	(18.52)
Increase/(decrease) in trade payables	255.31	(52.71)
Decrease/(increase) in other financial assets	(0.82)	(3.42)
Decrease/(increase) in loans	3.24	(5.76)
Decrease/(increase) in other non-current and current assets	3.58	69.94
Increase/(decrease) in provisions	0.05	11.61
Increase/(decrease) in other current and non-current financial liabilities	67.39	58.81
Increase/(decrease) in other current and non-current liabilities	58.03	(63.35)
Cash generated from operations	**1,214.37**	**555.76**
Direct taxes paid (net of refunds)	5.50	36.29
Net cash flow from operating activities (A)	**1,208.87**	**519.47**
II CASH FLOW FROM INVESTING ACTIVITIES		
Payments for acquisition of Property, plant and equipment	(200.99)	(347.53)
Payments for purchase of investments	(96.66)	(11.98)
Proceeds from sale of investments	4.75	6.92
Proceeds from disposal of Property, plant and equipment	39.65	3.69
Investment in Fixed deposits (net)	107.77	(257.61)
Interest received	18.32	19.60
Net cash flow used in investing activities (B)	**(127.16)**	**(586.91)**

Standalone Cash Flow Statement for the year ended March 31, 2021 (contd...)

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
III CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from borrowings	657.02	1,050.68
Repayment of long term borrowings	(1,029.74)	(653.80)
Movement in short term borrowings (net)	(149.30)	(4.51)
Loan given to Subsidiary	(1.95)	-
Repayment of Loan given to Others	1.40	0.83
Interest received on Loan given to Subsidiary	0.41	0.60
Repayment of Lease Liability	(46.63)	(37.01)
Interest paid	(292.10)	(161.55)
Share issue expenses	-	(0.31)
Dividend and Dividend Distribution Tax paid	-	(60.68)
Net cash flow generated from/(used in) financing activities (C)	**(860.89)**	**134.25**
Net increase/(decrease) in cash and cash equivalents (A+B+C)	**220.82**	**66.81**
Effect of exchange differences on cash & cash equivalent held in foreign currency	(0.14)	(0.05)
Cash and cash equivalents at the beginning of the year	120.06	53.30
Cash and cash equivalents at the end of the year	**340.74**	**120.06**
Cash and cash equivalents comprise of :		
Balances with bank	304.40	118.99
Cheques/drafts on hand	35.43	0.09
Cash on hand	0.91	0.98
Total	**340.74**	**120.06**

Notes:

1. The Cash Flow Statement has been prepared using the Indirect Method set out in Ind AS 7- Statement of Cash Flows.
2. 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 : Mumbai
Date : May 19, 2021

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

Atul R. Desai
Executive Director & CEO (RMC) - DIN : 01918187

Sarat Chandak
Executive Director & CEO (HRJ) - DIN : 06406126

Manish Bhatia
Chief Financial Officer

Aneeta S. Kulkarni
Company Secretary

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2021

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 19, 2021.

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 Unit (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, Associate 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, Associate 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 recognizes 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's 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, 2020	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, 2021	As at March 31, 2020
Own Assets:										
Land - Freehold	688.38	10.53	2.78	696.13	29.26	8.73	-	37.99	658.14	659.12
Buildings	230.98	6.78	1.30	236.46	58.32	12.18	0.86	69.64	166.82	172.66
Plant and Machinery	1,711.43	286.40	11.53	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	1.18	0.37	17.43	8.34	2.01	0.34	10.01	7.42	8.28
Computers	17.06	1.25	0.62	17.69	11.40	2.21	0.47	13.14	4.55	5.66
Mines Development	226.80	40.72	-	267.52	140.31	28.86	-	169.17	98.35	86.49
Furniture & Fixtures	45.48	6.38	0.54	51.32	17.79	4.61	0.43	21.97	29.35	27.69
Vehicles	17.20	0.89	2.76	15.33	9.08	2.05	2.44	8.69	6.64	8.12
Truck Mixers, Loaders and Dumpers	10.67	1.84	0.49	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
Total (A)	**2,969.65**	**355.97**	**20.39**	**3,305.23**	**786.52**	**212.12**	**12.96**	**985.68**	**2,319.55**	**2,183.13**
Leased Assets										
Leasehold Land (Long term - refer note 1.5(g)) **(B)**	7.92	0.45	-	8.37	0.11	0.61	-	0.72	7.65	7.81
Total (A + B)	**2,977.57**	**356.42**	**20.39**	**3,313.60**	**786.63**	**212.73**	**12.96**	**986.40**	**2,327.20**	**2,190.94**

2.01 PROPERTY, PLANT AND EQUIPMENT : (Contd...)

₹ Crores

Particulars	Gross Carrying Amount				Depreciation/Impairment				Net Carrying Amount	
	As at April 1, 2019	Addition/ Adjustments	Disposal	As at March 31, 2020	As at April 1, 2019	For the Year	Elimination on disposal	As at March 31, 2020	As at March 31, 2020	As at March 31, 2019
Own Assets:										
Land - Freehold	634.18	54.21	0.01	688.38	20.96	8.30	-	29.26	659.12	613.22
Buildings	220.66	14.67	4.35	230.98	45.84	14.59	2.11	58.32	172.66	174.82
Plant and Machinery	1,634.17	103.82	26.56	1,711.43	415.13	110.74	23.24	502.63	1,208.80	1,219.04
Railway siding	4.46	-	-	4.46	0.76	0.29	-	1.05	3.41	3.70
Office Equipment	14.13	2.62	0.13	16.62	6.45	2.00	0.11	8.34	8.28	7.68
Computers	15.28	2.42	0.64	17.06	9.06	2.88	0.54	11.40	5.66	6.22
Mines Development	189.80	37.00	-	226.80	113.30	27.01	-	140.31	86.49	76.50
Furniture & Fixtures	41.42	7.06	3.00	45.48	15.81	4.90	2.92	17.79	27.69	25.61
Vehicles	18.04	1.78	2.62	17.20	8.50	2.52	1.94	9.08	8.12	9.54
Truck Mixers, Loaders and Dumpers	11.55	2.15	3.03	10.67	10.17	0.70	3.03	7.84	2.83	1.38
Leasehold improvement	0.57	-	-	0.57	0.49	0.01	-	0.50	0.07	0.08
Total (A)	**2,784.26**	**225.73**	**40.34**	**2,969.65**	**646.47**	**173.94**	**33.89**	**786.52**	**2,183.13**	**2,137.79**
Leased Assets										
Leasehold Land (Long term - refer note 1.5(g)) **(B)**	-	9.29	1.37	7.92	-	0.25	0.14	0.11	7.81	-
Assets taken on Finance Lease: (Under Ind AS 17)										
Land	10.53	-	10.53	-	1.24	-	1.24	-	-	9.29
Plant and Machinery	45.58	-	45.58	-	9.91	-	9.91	-	-	35.67
Vehicles	0.53	-	0.53	-	0.12	-	0.12	-	-	0.41
Total (C)	**56.64**	**-**	**56.64**	**-**	**11.27**	**-**	**11.27**	**-**	**-**	**45.37**
Total (A + B + C)	**2,840.90**	**235.02**	**98.35**	**2,977.57**	**657.74**	**174.19**	**45.30**	**786.63**	**2,190.94**	**2,183.16**

Notes :

a) Depreciation for the year includes ₹ 3.47 Crores (Previous year : ₹ 2.86 Crores) considered for capitalisation.

b) Amortisation in case of Freehold Land represent amortisation of mining reserve on extraction basis.

c) Additions to Plant & Machinery during the year includes Nil (Previous year : ₹ 0.89 Crores) on account of Research assets.

d) During the year, depreciation on Right of Use assets is ₹ 38.53 Crores (Previous year : ₹ 38.58 Crores) which is not forming part of the above schedule and disclosed in Note no. 4.03 on leases.

e) Other adjustments include reclassification of assets taken on Finance Lease in terms of Ind AS 17 to Right of Use assets on account of adoption of Ind AS 116 v (Refer Note no. 4.03)

f) Leasehold land of ₹ 0.46 Crores (Previous year : Nil) was classified earlier as Freehold land. The same was rectified during the current year. Further, depreciation of ₹ 0.42 Crores (Previous year : Nil) was charged during the year due to the said re-classification.

2.02 INTANGIBLE ASSETS :

₹ Crores

Particulars	Gross Carrying Amount				Amortisation				Net Carrying Amount	
	As at April 1, 2020	Addition	Disposal	As at March 31, 2021	As at April 1, 2020	For the Year	Elimination on disposal	As at March 31, 2021	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	14.21
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	9.08
Minerals Procurement Rights	2.28	-	-	2.28	2.26	-	-	2.26	0.02	0.02
Technical Know-how	1.77	0.05	-	1.82	0.55	0.28	-	0.83	0.99	1.22
Total	**43.97**	**1.29**	**-**	**45.26**	**19.44**	**4.79**	**-**	**24.23**	**21.03**	**24.53**

₹ Crores

Particulars	Gross Carrying Amount				Amortisation				Net Carrying Amount	
	As at April 1, 2019	Addition	Disposal	As at March 31, 2020	As at April 1, 2019	For the Year	Elimination on disposal	As at March 31, 2020	As at March 31, 2020	As at March 31, 2019
Software	20.86	6.46	0.39	26.93	9.98	3.13	0.39	12.72	14.21	10.88
Intellectual Property Rights	1.77	-	-	1.77	1.77	-	-	1.77	-	-
Mining Lease Rights	8.25	2.97	-	11.22	1.68	0.46	-	2.14	9.08	6.57
Minerals Procurement Rights	2.28	-	-	2.28	2.26	-	-	2.26	0.02	0.02
Technical Know-how	1.27	0.50	-	1.77	0.27	0.28	-	0.55	1.22	1.00
Total	**34.43**	**9.93**	**0.39**	**43.97**	**15.96**	**3.87**	**0.39**	**19.44**	**24.53**	**18.47**

Range of remaining period of amortisation as at March 31, 2021 of Intangible assets is as below:

₹ Crores

Assets	Range of remaining period of amortisation			Net Carrying Amount
	< 5 year	6 - 10 year	> 10 year	
Software	10.70	0.66	-	11.36
Mining Lease Rights	2.99	3.29	2.38	8.66
Minerals Procurement Rights	0.02	-	-	0.02
Technical Know-how	0.82	0.17	-	0.99
Total	**14.53**	**4.12**	**2.38**	**21.03**

2.03 INVESTMENTS

Particulars	Face Value ₹	As at March 31,			
		2021		2020	
		Qty	Amount	Qty	Amount
Investments in Equity Instruments (fully paid up) - Unquoted					
Investment in Subsidiaries - measured at cost					
- Raheja QBE General Insurance Company Limited	10	13,50,11,709	182.12	10,55,70,000	105.57
- 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	30,09,000	15.07
- Small Johnson Floor Tiles Private Limited *	10	20,00,000	13.30	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	10,000	0.01	10,000	0.01
- TBK Prathap Tile Bath Kitchen Private Limited	10	9,800	0.01	-	-
- TBK Samiyaz Tile Bath Kitchen Private Limited	10	83,000	0.58	58,000	0.58
- TBK Rangoli Tile Bath Kitchen Private Limited	10	10,000	0.01	10,000	0.01
- Sanskar Ceramics Private Limited $	10	50,00,000	18.23	15,00,000	5.25
- RMC Readymix Porselano (India) Limited	10	50,000	0.05	50,000	0.05
Investment in Joint Venture - measured at cost					
- 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
- TBK Unique Jalgaon Tile Bath Kitchen Private Limited (upto - 23.03.2021)	10	-	-	5,000	0.01
- TBK Sanitary Sales Private Limited (upto - 29.06.2020)	10	-	-	5,000	0.01
- TBK Prathap Tile Bath Kichen Private Limited (upto - 29.06.2020)	10	-	-	5,000	0.01
Investment in Associates - measured at cost					
- Prism Power and Infrastructure Private Limited	10	-	-	4,900	-
- CSE Solar Parks Satna Private Limited	10	99,80,000	9.98	55,00,000	5.50
- Sunspring Solar Private Limited	10	14,78,412	1.48	14,78,412	1.48
Other Investments designated at FVTOCI					
- B L A Power Private Limited (Refer note no. 4.08)	10	1,75,00,000	4.95	1,75,00,000	5.18
- 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	#	-	-
- TBK Sanitary Sales Private Limited	10	100	#	-	-
- TBK Shree Ganesh Traders Private Limited	10	100	#	100	#

2.03 INVESTMENTS (Contd...)

Particulars	Face Value ₹	As at March 31,			
		2021		2020	
		Qty	Amount	Qty	Amount
Investment in Debt securities - measured at FVTPL					
- 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 02-Sep-26	1000	4,000	0.41	-	-
Other Investment designated at FVTPL					
- Shivalik Solid Waste Management Limited	10	10,000	0.01	10,000	0.01
(A)			**278.26**		**185.62**

₹ Crores

Particulars	Face Value ₹	As at March 31,			
		2021		2020	
		Qty	Amount	Qty	Amount
Investments in Preference shares (fully paid up) - Unquoted					
Investment in Subsidiaries-measured at amortised cost					
- Small Johnson Floor Tiles Private Limited (0.01% Non-cumulative Optionally Convertible Preference Shares)	10	40,00,000	1.59	40,00,000	1.45
Others					
- TBK PB Shah Tile Bath Kitchen Private Limited (0% Redeemable Preference Shares)	100	-	-	25,000	0.21
- TBK Rishi Ceramics Private Limited (0% Redeemable Preference Shares)	100	12,500	0.10	12,500	0.10
- TBK Deziner's Home Private Limited (0% Redeemable Preference Shares)	100	60,000	0.50	60,000	0.50
(B)			**2.19**		**2.26**
Total non-current investments (A + B)			**280.45**		**187.88**
Aggregate book value of quoted investments			-		-
Aggregate market value of investments designated at FVTOCI			4.95		5.18
Aggregate market value of investments measured at FVTPL			2.63		-
Aggregate market value of investments designated at FVTPL			0.01		0.01
Aggregate value of investments measured at cost			270.67		180.43
Aggregate value of investments measured at amortised cost			2.19		2.26
Aggregate amount of unquoted investments			280.45		187.88

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 ₹ 3.30 Crores (Previous year : ₹ 3.30 Crores) with respect to the subsidiary.

$ During the year, the Company has purchased 35,00,000 (Previous year : 15,00,000) shares of Sanskar Ceramics Private Limited from Small Johnson Floor Tiles Private Limited.

2.04 LOANS

₹ Crores

Particulars	Non-current		Current	
	As at March 31,		As at March 31,	
	2021	2020	2021	2020
Security Deposits-Utility				
Unsecured, considered good	39.08	39.27	2.00	1.92
(a)	**39.08**	**39.27**	**2.00**	**1.92**
Security Deposits-Rental				
Unsecured, considered good	14.88	15.84	-	-
Unsecured, credit impaired	0.74	0.74	-	-
	15.62	16.58	-	-
Less : Provision for Impairment	0.74	0.74	-	-
(b)	**14.88**	**15.84**	**-**	**-**
Loans to related parties				
Loan to a subsidiary Company				
Unsecured, considered good	2.80	1.88	1.24	-
Doubtful	-	1.44	-	-
	2.80	3.32	1.24	-
Less : Provision for Impairment	-	1.44	-	-
(c)	**2.80**	**1.88**	**1.24**	**-**
Loans to employees				
Unsecured, considered good	1.04	1.21	1.84	2.90
(d)	**1.04**	**1.21**	**1.84**	**2.90**
Loans to Others				
Unsecured, considered good	0.22	2.03	0.57	-
Doubtful	-	0.31	1.30	-
	0.22	2.34	1.87	-
Less : Provision for Impairment	-	0.31	1.30	-
(e)	**0.22**	**2.03**	**0.57**	**-**
Total (a + b + c + d + e)	**58.02**	**60.23**	**5.65**	**4.82**

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

₹ Crores

Particulars	Non-current		Current	
	As at March 31,		As at March 31,	
	2021	2020	2021	2020
Insurance claim receivable (refer note 4.17)	58.94	58.94	4.51	2.56
Bank deposits with more than twelve months maturity (restricted use)	5.45	0.84	-	2.54
Accrued Interest	-	-	1.22	1.01
Balances in Escrow accounts with banks (restricted use)	0.32	0.05	-	-
Balances related to Coal Mine and Infrastructure (refer note 4.16)	13.93	13.93	-	-
Accrued Interest on loans given	0.48	1.19	0.64	-
Other receivables	-	-	0.03	1.37
Total	**79.12**	**74.95**	**6.40**	**7.48**

2.06 DEFERRED TAX LIABILITIES (NET)

Significant components of deferred tax (liabilities)/assets recognised in the financial statements are as follows:

₹ Crores

Particulars	As at March 31,	
	2021	2020
Deferred tax (liabilities)/assets in relation to :		
Unabsorbed depreciation/Business loss as per Income Tax	89.32	108.03
Provision for employees benefits	53.86	59.29
Other temporary differences/unutilised tax asset	(69.10)	(58.84)
Property, plant and equipment	(103.23)	(135.94)
Total	**(29.15)**	**(27.46)**

The movement in deffered tax (liabilities)/assets during the year ended March 31, 2021 and March 31, 2020:

₹ Crores

Particulars	As at March 31, 2021	Credited / (Charged) to Statement of P&L /OCI	As at March 31, 2020	Credited / (Charged) to Statement of P&L /OCI	As at March 31, 2019
Deferred tax (liabilities)/assets in relation to :					
Unabsorbed depreciation/Business loss as per Income Tax	89.32	(18.71)	108.03	42.03	66.00
Provision for employees benefits	53.86	(5.43)	59.29	(1.82)	61.11
Other temporary differences/unutilised tax asset	(69.10)	(10.26)	(58.84)	(129.16)	70.32
Property, plant and equipment	(103.23)	32.71	(135.94)	20.38	(156.32)
Total	**(29.15)**	**(1.69)**	**(27.46)**	**(68.57)**	**41.11**

2.07 OTHER ASSETS

₹ Crores

Particulars	Non-current		Current	
	As at March 31,		As at March 31,	
	2021	2020	2021	2020
Capital Advances				
Unsecured, considered good	42.39	56.33	0.01	0.03
Doubtful	0.34	0.34	-	-
	42.73	56.67	0.01	0.03
Less : Provision for Impairment	0.25	0.17	-	-
	42.48	**56.50**	**0.01**	**0.03**
Advances other than Capital Advances				
Balances with government authorities :				
CENVAT/VAT/GST receivables	0.38	0.38	17.58	31.18
Balances with statutory authorities	-	0.04	0.17	0.55
Excise/ VAT/ Service Tax/ Custom duty deposited under protest	47.18	31.16	0.23	0.19
Security Deposits	3.72	4.69	0.91	0.91
Advance to related parties	-	-	0.56	0.95
Advances to other parties (net of provision for impairment)	15.71	15.46	37.87	28.02
Prepaid expenses	3.00	2.74	14.37	17.38
Royalty refund receivable	-	-	14.00	17.12
Others	55.37	55.88	29.13	37.27
Total	**167.84**	**166.85**	**114.83**	**133.60**

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

₹ Crores

Particulars	As at March 31,	
	2021	2020
Raw materials	123.77	143.45
Goods-in-transit	0.53	0.39
Stores and spares	65.80	78.44
Goods-in-transit	0.01	0.17
Fuel Stock	87.71	53.61
Goods-in-transit	29.22	5.55
Work-in-progress	30.54	73.26
Finished goods	80.43	176.95
Goods-in-transit	22.44	12.54
Stock-in-trade	28.70	41.03
Goods-in-transit	1.32	0.02
Total	**470.47**	**585.41**

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 ₹ 11.77 Crores (Previous year : ₹ 20.90 Crores).

(b) Above inventory includes damaged stock of finished goods of cement amounting to ₹ 4.19 Crores (Previous year: ₹ 2.95 Crores) in respect of which insurance claims have been lodged. The management expects to recover the amount atleast equal to it's carrying value.

2.09 TRADE RECEIVABLES

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Secured, considered good	50.83	81.60
Unsecured, considered good	486.91	594.64
Unsecured, credit impaired	146.07	140.77
	683.81	**817.01**
Less: Provision for impairment	146.07	140.77
Total	**537.74**	**676.24**

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

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Balances with banks :		
In current accounts	52.81	6.47
Deposits with original maturity of less than three months	251.59	112.52
Cheques / drafts on hand	35.43	0.09
Cash on hand	0.91	0.98
Total	**340.74**	**120.06**

2.11 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Unclaimed Dividend	0.65	0.65
Term Deposits (original maturity for more than three months but less than twelve months)	140.39	256.68
Term Deposits (original maturity for more than three months but less than twelve months-restricted use)	7.18	0.73
Total	**148.22**	**258.06**

2.12 CURRENT TAX ASSETS (NET)

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Current Tax Assets		
Taxes paid (net of provision)	55.43	54.50
Total	**55.43**	**54.50**

2.13 EQUITY SHARE CAPITAL

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Authorised Share Capital :		
65,12,15,000 (Previous year : 65,12,15,000) Equity shares of ₹10/- each	651.22	651.22
Total	**651.22**	**651.22**
Issued, Subscribed and Paid up :		
50,33,56,580 (Previous year : 50,33,56,580) Equity shares of ₹10/- each	503.36	503.36
Total	**503.36**	**503.36**

a. Reconciliation of shares outstanding as at the beginning and at the end of the reporting period :

Equity shares	As at March 31, 2021	As at March 31, 2020
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	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	% of holding	No. of Shares	% of holding
Manali Investment & Finance Private Limited	6,78,17,992	13.47%	6,78,17,992	13.47%
Hathway Investments Private Limited	6,41,13,400	12.74%	6,41,13,400	12.74%
Coronet Investments Private Limited	5,79,49,394	11.51%	5,79,49,394	11.51%
Rajan B. Raheja	5,14,06,327	10.21%	5,14,06,327	10.21%
Bloomingdale Investment & Finance Private Limited	3,15,07,000	6.26%	3,15,07,000	6.26%

2.14 OTHER EQUITY

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
General reserve	155.67	155.67
Retained earnings	594.52	397.13
Capital redemption reserve	10.75	10.75
Capital reserve	(125.09)	(125.09)
Total	**635.85**	**438.46**

2.14 OTHER EQUITY (Contd...)

Description of the nature and purpose of each reserve within equity is as follows :

a. General Reserve :

The Company had 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.

b. 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.

c. Capital Redemption Reserve :

Capital redemption reserve was created pursuant to the scheme of amalgamation.

d. Capital Reserve :

Capital Reserve has been 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

₹ Crores

Particulars	Non-current	
	As at March 31,	
	2021	2020
Secured		
Bonds / Debentures		
- 10.40% Non-convertible Debentures (refer Sr. No. 1) {Nil (Previous year : 800 Nos.) debentures of ₹ 0.10 Crore each}	-	80.00
- 10.40% Non-convertible Debentures (refer Sr. No. 2) {Nil (Previous year : 1200 Nos.) debentures of ₹ 0.10 Crore each}	-	120.00
- 10.70% Non-convertible Debentures (refer Sr. No. 3) {Nil (Previous year : 1000 Nos.) debentures of ₹ 0.10 Crore each}	-	100.00
- 9.25% Non-convertible Debentures (refer Sr. No. 4) {Nil (Previous year : 1781 Nos.) debentures of ₹ 0.10 Crore each}	-	178.10
Term loans		
from banks (refer Sr. No. 5 to 18)	908.81	916.43
from others (refer Sr. No. 19 & 20)	218.98	24.86
Vehicle loans (refer Sr. No. 21 to 23)		
from banks	1.62	2.87

2.15 BORROWINGS (Contd...)

₹ Crores

Particulars	Non-current	
	As at March 31,	
	2021	2020
Unsecured		
- 10.70% Non-convertible Debentures (refer Sr. No. 31) {1150 Nos. (Previous year : 1150 Nos.) debentures of ₹ 0.10 Crore each}	115.00	115.00
- 10.00% Non-convertible Debentures (refer Sr. No. 32) {840 Nos. (Previous year : 840 Nos.) debentures of ₹ 0.10 Crore each}	84.00	84.00
- 10.40% Non-convertible Debentures (refer Sr. No. 33) {Nil (Previous year : 500 Nos.) debentures of ₹ 0.10 Crore each}	-	50.00
- 9.55% Non-convertible Debentures (refer Sr. No. 34) {Nil (Previous year : 750 Nos.) debentures of ₹ 0.10 Crore each}	-	75.00
- 10.65% Non-convertible Redeemable Debentures (refer Sr. No. 35) {500 Nos. (Previous year : 500 Nos.) debentures of ₹ 0.10 Crore each}	49.98	49.94
- 10.25% Non-convertible Debentures (refer Sr. No. 36) {500 Nos. (Previous year : Nil) debentures of ₹ 0.10 Crore each}	50.00	-
- 9.75% Non-convertible Debentures (refer Sr. No. 37) {750 Nos. (Previous year : Nil) debentures of ₹ 0.10 Crore each}	75.00	-
Term loans from banks (refer Sr. No. 38)	9.99	89.82
Fixed deposits from public (refer Sr. No. 39)	0.49	0.57
	1,513.87	**1,886.59**
Less: Disclosed under other Financial Liabilities		
Current maturities of Non-current borrowings	159.54	437.26
Unclaimed fixed deposits	0.49	0.57
Total	**1,353.84**	**1,448.76**

₹ Crores

Particulars	Current	
	As at March 31,	
	2021	2020
Secured		
Loans repayable to banks		
On Demand (refer Sr. No. 24 to 29)	5.52	40.06
Buyer's Credit (refer Sr. No. 30)	9.46	25.95
Unsecured		
Commercial Papers (refer Sr. No. 40)	-	100.00
{Maximum balance outstanding during the year ₹ 100 Crores (Previous year : ₹ 150 Crores)}		
Total	**14.98**	**166.01**

2.15 BORROWINGS (Contd...)

(a) Debentures (Secured) :

The Company has issued the following Secured Redeemable Non-convertible Debentures :

₹ Crores

Sl. No.	Nature of Security	Terms of Repayment	As at March 31, 2021	As at March 31, 2020
1	Secured by first pari passu charge on all the movable and immovable Tangible and Intangible assets of the Cement Division, both present and future, except leased assets.	Allotted on August 31, 2018 and repayable at 10.40 % pa XIRR basis redemption premium on September 27, 2021.	-	80.00
2	Secured by first pari passu charge on all the movable and immovable Tangible and Intangible assets of the Cement Division, both present and future, except leased assets.	Allotted on August 3, 2018 and repayable at 10.40 % pa XIRR basis redemption premium on June 22, 2021.	-	120.00
3	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of the Cement Division, except leased assets.	Allotted on November 10, 2017 and repayable on November 10, 2020 with Put / Call option at par on November 12, 2018 and November 11, 2019.	-	100.00
4	Secured by first pari passu charge on all the movable and immovable Tangible and Intangible assets of the Cement Division, except leased assets.	Allotted on December 13, 2016 and repayable at 9.25 % pa XIRR basis redemption premium on April 29, 2020. During the year, part prepayment was made for ₹ 21.90 Crores on March 23, 2020.	-	178.10
	Total (a)		**-**	**478.10**

(b) Nature of Security and terms of repayment for secured borrowings (other than debentures) :

₹ Crores

Sl. No.	Nature of Security	Terms of Repayment	As at March 31, 2021	As at March 31, 2020
5	Secured by first pari passu charge on all the movable and immovable Tangible and Intangible assets of the Cement Division, both present and future.	Quarterly in equal installments payable over a period of 6 years commencing after moratorium period of two years. Availed on March 16, 2016. During the year prepayment was made on March 12, 2021.	-	47.50
6	First exclusive charge on the office premises of HRJ division on units 1 to 4 on 7th Floor, Windsor.	Quarterly installments payable over a period of 54 Months; ₹ 4.16 Crores each per quarter from November 17, 2018. During the year prepayment was made on July 15, 2020.	-	25.00
7	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	-
8	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.	60.00	-
9	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.	36.84	57.89

2.15 BORROWINGS (Contd...)

₹ Crores

Sl. No.	Nature of Security	Terms of Repayment	As at March 31, 2021	As at March 31, 2020
10	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.	42.11	63.16
11	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.	122.00	200.00
12	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.	91.50	150.00
13	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.	45.75	75.00
14	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.	150.00	75.00
15	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.	76.25	125.00
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 in 17 structured installments payable from the last day of 9th month from date of first drawdown of facility availed on December 2, 2019.	68.25	75.00
17	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	25.00
18	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	6.25
19	Secured by first pari passu charge on all the movable and immovable fixed assets of Vijayawada plant of HRJ Division, both present and future.	Quarterly Installments over a period of 5 Years.	20.00	25.00

2.15 BORROWINGS (Contd...)

₹ Crores

Sl. No.	Nature of Security	Terms of Repayment	As at March 31, 2021	As at March 31, 2020
20	Secured by first pari passu charge on all the movable and immovable assets including plant, property and equipment of the Cement Division, both present and future, except land in Andhra Pradesh and Prayagraj. 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.	200.00	-
21	Secured by exclusive charge on vehicles of HRJ Division.	EMI over a period of 60 months from the respective date of disbursement.	1.27	2.07
22	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	0.34
23	Secured by exclusive charge on vehicles of Cement Division.	EMI over a period of 60 months from the respective date of disbursement.	0.29	0.46
24	Secured by first pari passu charge by way of hypothecation of stocks and book debts both present and future of Cement Division.	Payable within one year.	-	0.47
25	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.	-	12.75
26	Secured by first pari passu charge by way of hypothecation of Current Assets & Second pari passu charge on movable & immovable fixed assets of Vijayawada plant of HRJ Division, both present and future.	Payable within one year.	5.48	17.45
27	Secured by first and exclusive charge by way of hypothecation of Current Assets & Mortgage of Fixed Assets of Baddi and Samba plants of HRJ Division, both present and future	Payable within one year.	-	3.25
28	Secured by exclusive charge by way of hypothecation of Current Assets of H & R Johnson(India) TBK Unit of HRJ Division, both present and future	Payable within one year.	0.04	-
29	Secured by first pari passu charge over entire current assets both present and future of RMC Division.	Payable within one year.	-	6.14
30	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.	9.46	25.95
	Total		**1,153.05**	**1,018.68**
	Less: Unamortised borrowing costs		8.66	8.51
	Total (b)		**1,144.39**	**1,010.17**

2.15 BORROWINGS (Contd...)

(c) Nature of Security and terms of repayment for unsecured borrowings :

₹ Crores

Sl. No.	Nature of Security	Terms of Repayment	As at March 31, 2021	As at March 31, 2020
	Non-current Borrowings :			
31	Non-convertible Debentures	Allotted on July 26, 2019 and repayable on July 25, 2022.	115.00	115.00
32	Non-convertible Debentures	Allotted on January 31, 2020 and repayable on January 31 2023 with Put / Call option at par on January 31, 2022.	84.00	84.00
33	Non-convertible Debentures	Allotted on September 17, 2018 and repayable on September 17, 2021 with Put / Call option at par on September 17, 2020. During the year, prepayment was made July 02, 2020.	-	50.00
34	Non-convertible Debentures	Allotted on April 11, 2018 and repayable on April 9, 2021 with Put / Call option at par on April 11, 2019 and April 11, 2020. During the year prepayment was made on May 26, 2020.	-	75.00
35	Non-convertible Debentures	Allotted on September 14, 2018 and repayable at the end of 36 months from the date of allotment.	50.00	50.00
36	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	-
37	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	-
38	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	90.00
39	Fixed deposits from public	Payable over a period of one to two years from the respective date of disbursement.	0.49	0.57
40	Current Borrowings		-	100.00
	Total		**384.49**	**564.57**
	Less: Unamortised borrowing costs		0.03	0.24
	Total (c)		**384.46**	**564.33**
	Total Borrowings (a + b + c)		**1,528.85**	**2,052.60**

2.15 BORROWINGS (Contd...)

(d) Assets pledged as security :

₹ Crores

Particulars		As at March 31, 2021	As at March 31, 2020
Current			
Receivables		537.74	676.24
Inventories		470.47	585.41
Total	**(a)**	**1,008.21**	**1,261.65**
Non-current			
Freehold Land		624.30	622.59
Buildings		110.67	110.73
Plant and Machinery		1,268.78	1,025.39
Railway Siding		3.12	3.41
Office Equipments		4.18	4.27
Furniture and Fixtures		3.87	4.47
Computers		1.91	2.04
Electric installation		0.10	0.17
Mines Development		92.30	80.34
Vehicles		2.92	4.21
Movable Tangible assets at Pen, Dewas and Kunigal		145.93	188.50
Others		0.18	0.39
Total	**(b)**	**2,258.26**	**2,046.51**
Total	**(a+b)**	**3,266.47**	**3,308.16**

2.16 TRADE PAYABLES

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Total outstanding dues of Micro Enterprises & Small Enterprises (refer note 4.20)	50.72	15.82
Total outstanding dues of Creditors other than Micro Enterprises & Small Enterprises	914.31	700.15
Total	**965.03**	**715.97**

2.17 OTHER FINANCIAL LIABILITIES

₹ Crores

Particulars	Non-current		Current	
	As at March 31,		As at March 31,	
	2021	2020	2021	2020
Current maturities of non-current borrowings	-	-	159.54	437.26
Finance lease obligations	2.04	2.07	-	-
Payables for acquisition of Property, plant and equipment	-	-	33.48	32.08
Interest accrued	-	37.53	22.47	99.77
Unclaimed dividends*	-	-	0.67	0.65
Unpaid matured deposits and interest accrued thereon	-	-	0.65	0.78
Security deposits from customers / others	301.28	264.43	22.45	18.53
Payable to employees	-	-	5.21	7.97
Liability for expenses	-	6.79	322.40	290.40
Others	-	-	1.78	1.37
Total	**303.32**	**310.82**	**568.65**	**888.81**

* There is no amount due and outstanding to be credited to the Investor Education and Protection Fund as at March 31, 2021 (Previous year : Nil).

2.17 OTHER FINANCIAL LIABILITIES (Contd...)

Details of current maturities of non-current borrowings :

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Secured Loans :		
Non-convertible debentures	-	278.10
Term loans	58.82	118.05
Vehicle loans	0.74	1.11
Unsecured Loans :		
Non-convertible debentures	99.98	-
Term loans	-	40.00
Total	**159.54**	**437.26**

2.18 PROVISIONS

₹ Crores

Particulars		Non-current		Current	
		As at March 31,		As at March 31,	
		2021	2020	2021	2020
Employee benefits :					
Provision for Gratuity		1.12	1.41	0.16	0.21
Provision for Bonus		-	-	10.25	14.04
Provision for Leave Encashment		17.10	17.99	17.79	15.60
Others		-	-	16.67	14.06
	(a)	**18.22**	**19.40**	**44.87**	**43.91**
Others :					
Provision for claims under litigations		0.07	0.07	-	-
Others		6.27	6.06	0.25	0.19
	(b)	**6.34**	**6.13**	**0.25**	**0.19**
Total	**(a+b)**	**24.56**	**25.53**	**45.12**	**44.10**

2.19 OTHER LIABILITIES

₹ Crores

Particulars	Non-current		Current	
	As at March 31,		As at March 31,	
	2021	2020	2021	2020
Advance from customers	0.05	0.19	82.07	74.46
Statutory liabilities	25.78	26.19	96.50	56.15
Other employee benefit expenses	-	-	24.99	20.07
Others	1.26	2.19	68.06	58.93
Total	**27.09**	**28.57**	**271.62**	**209.61**

2.20 CURRENT TAX LIABILITIES (NET)

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Provision for Taxation (net of taxes paid/adjusted)	-	3.22
Total	**-**	**3.22**

3.01 REVENUE FROM OPERATIONS

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Revenue from operations		
Sale of products	4,943.34	5,514.10
Sale of services	70.04	45.14
Other operating revenue		
Scrap sales	10.09	8.92
Claims and recoveries	7.04	3.18
Export incentive	0.62	1.04
Others	4.05	6.20
Total	**5,035.18**	**5,578.58**

Revenue from Contracts with Customers :

I. Revenue from contracts with customers disaggregated based on geography :

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Home market	4,970.49	5,513.35
Exports	64.69	65.23
Total	**5,035.18**	**5,578.58**

II. Reconciliation of gross revenue with the revenue from Contracts with Customers :

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Gross Revenue	5,362.16	5,915.31
Less: Discounts and incentives	326.98	336.73
Net Revenue recognised from Contracts with Customers	**5,035.18**	**5,578.58**

III. Revenue recognised from Contract liability (Advances from Customers) :

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Closing Contract liability	82.12	74.65

The contract liability outstanding at the beginning of the year was ₹ 74.65 Crores, of which ₹ 70.08 Crores has been recognised as revenue during the year ended March 31, 2021.

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

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Interest income earned on financial assets		
Bank deposits (at amortised cost)	13.67	10.01
Corporate guarantee / unwinding interest	0.36	0.35
Dividend on preference shares	0.14	0.12
Preference shares/ unwinding interest	0.03	0.02
Others	5.73	7.41
Other non-operating income		
Liabilities no longer considered as payable	6.05	0.60
Government assistance- Tax Subsidy / Exemption	1.56	1.52
Miscellaneous income	3.45	1.66
Other gains and losses		
Profit on Sale of property, plant and equipment (net)	0.30	-
Net gain on buyback of investments	0.75	5.31
Net gain on foreign exchange fluctuation	4.16	-
Total	**36.20**	**27.00**

3.03 CHANGES IN INVENTORIES

₹ Crores

Particulars		Year ended March 31, 2021	Year ended March 31, 2020
Inventories at the end of the year (including in-transit)			
Stock-in-trade		30.02	41.04
Work-in-progress		30.54	73.26
Finished goods		102.87	189.49
	(a)	**163.43**	**303.79**
Inventories at the beginning of the year (including in-transit)			
Stock-in-trade		41.04	34.10
Work-in-progress		73.26	68.80
Finished goods		189.49	157.33
	(b)	**303.79**	**260.23**
Total	**(a - b)**	**(140.36)**	**43.56**

3.04 OTHER MANUFACTURING EXPENSES

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Stores and spares consumed	104.57	107.14
Plant and equipment hire charges	20.28	36.71
Repairs to plant and equipment	18.80	22.39
Royalty for minerals	57.03	61.52
Sub-contract charges	43.73	67.88
Plant upkeep expenses	29.22	52.23
Quarry expenses	3.41	13.72
Dies and punches consumed	2.60	3.07
Other manufacturing expenses	2.50	3.28
Total	**282.14**	**367.94**

3.05 EMPLOYEE BENEFITS EXPENSE

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Salaries, wages and bonus	384.38	430.21
Contribution to provident and other funds	35.14	38.54
Staff welfare expenses	14.18	22.45
Total	**433.70**	**491.20**

3.06 FINANCE COSTS

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Interest and Finance charges on financial liabilities		
Interest on overdraft / cash credit	3.77	7.95
Interest on borrowings	149.14	190.01
Interest on security deposits	14.03	11.14
Interest on lease obligation	18.27	13.90
Other borrowing costs	5.97	6.00
Total	**191.18**	**229.00**

3.07 DEPRECIATION, AMORTISATION AND IMPAIRMENT EXPENSE

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Depreciation of Property, plant and equipment	209.26	169.34
Depreciation on Right of Use Assets	38.53	38.58
Impairment of Property, plant and equipment	-	2.01
Amortisation of intangible assets	4.79	3.85
Total	**252.58**	**213.78**

3.08 OTHER EXPENSES

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Rent expenses	18.81	25.18
Rates and taxes	16.48	20.27
Travelling and communication expenses	29.46	55.03
Commission on sales	30.40	25.57
Advertisement, sales promotion and other marketing expenses	59.48	78.42
Legal and professional fees	24.89	35.06
Insurance	19.88	13.62
Impairment of trade receivables	5.30	19.45
Bad debts written off	15.85	12.89
Loss on sale of assets	-	1.11
Concrete pumping expenses	9.04	14.80
Research expenses *	4.12	4.66
Repairs to buildings	1.06	3.11
Repairs others	7.57	6.33
Bank charges	5.56	5.29
Net loss on foreign exchange fluctuation	-	2.29
Impairment of non-current assets	2.59	11.13
Impairment/write-off of Inventories	-	1.50

3.08 OTHER EXPENSES (Contd...)

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
CSR expenses	3.48	2.80
Miscellaneous expenses	49.94	65.45
Total	**303.91**	**403.96**
* Research expenses comprises of :		
Salaries and wages	2.61	2.29
Travelling and Communication	0.24	0.44
Others	1.27	1.93
Total	**4.12**	**4.66**

3.09 TAX EXPENSES

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
(a) Income tax expenses		
Current tax In respect of the current year	1.35	-
Deferred tax In respect of the current year	2.48	68.00
Total	**3.83**	**68.00**
(b) Income tax recognised in Other Comprehensive Income		
Remeasurements of the defined benefit plans	(0.79)	0.57
Total income tax expenses recognised in the year (a + b)	**3.04**	**68.57**
(c) A reconciliation between the Statutory income tax rate applicable to the Company and the effective income tax rate is as follows		
Net profit before tax	203.78	93.26
Effective tax rate applicable to the Company	25.17%	25.17%
Tax amount at the enacted income tax rate	52.64	23.47
Add: Expenses not deductible in determining taxable profits	81.03	77.15
Less: Allowances/Deductibles	(70.63)	(64.75)
Minimum Alternative Tax	-	110.88
Incremental Deferred Tax assets on account of unused tax losses and unused tax credits	(75.68)	(98.28)
Incremental Deferred Tax liability on account of other temporary differences	15.68	20.10
Tax expense as per the Statement of Profit and Loss	**3.04**	**68.57**

4.01 EARNINGS PER SHARE (EPS)

Particulars	Year ended March 31,	
	2021	2020
Basic earnings per share		
Attributable to equity holders of the Company (₹)	3.97	0.50
Diluted earnings per share		
Attributable to equity holders of the Company (₹)	3.97	0.50
Reconciliation of earnings used in calculating earnings per share :		
Basic earnings per share		
Profit attributable to equity holders of the Company used in calculating basic earnings per share (₹ Crores)	199.95	25.26
Diluted earnings per share		
Profit attributable to equity holders of the Company used in calculating diluted earnings per share (₹ Crores)	199.95	25.26
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 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 has 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.

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 has 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.

FY 2019-20 :

a) Road Infrastructure Tax is levied by Madhya Pradesh (MP) Government upon various companies having mining operation. Aggregate demand on the Company for the period 2005-06 to 2018-19 is to the tune of ₹ 14.20 Crores. In earlier years, the said tax was paid under protest as per the demand from the Assessing authority. However, in recent years, the Company is made to deposit the tax in full based on self-assessment and the same is charged to Statement of Profit and Loss. The decision of the High Court in the matter was against the Company. The Company's appeal is pending before the apex court.

b) The Cement division of the Company was denied Cenvat Credit pertaining to outward freight under Goods and Transport Agency (GTA) services aggregating to ₹ 11.44 Crores for the years 2004-05 to 2017-18. The matter of a Unit of the Cement division was decided in favour of the Company. Accordingly, provision recognised earlier has been reversed.

c) Unit I of Cement division of the Company had been exempted from payment of Sales Tax on purchases made within the State of MP. After Re-organisation of State of MP and Chhattisgarh, the Chhattisgarh Government refused to extend such benefit to the Company. South Eastern Coal Fields Limited (SECL) imposed 4% CST on Coal supply made from Chhattisgarh which was earlier at NIL rate. The Company had obtained the stay from the Chhattisgarh High Court at that time and accordingly, SECL had not charged the Tax on supply. Amount involved was ₹ 7.56 Crores for the years 2000-01 to 2008-09. The decision of the Honourable Supreme Court is in favour of revenue, accordingly, provision was considered necessary.

4.03 LEASES

1. The Company's lease asset primarily consist of leases for Land, Office Space, Furniture, Vehicle and Plant & Machinery having various lease terms.

Transition : Effective April 1, 2019, the Company has adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on April 1, 2019 using the modified retrospective method. Consequently, the Company recorded the lease liability at the present value of the remaining lease payments discounted at the incremental borrowing rate as on the date of transition and has measured right of use asset an amount equal to lease liability adjusted for any related prepaid and accrued lease payments previously recognised.

2. The effect of this adoption is insignificant on the profit before tax, profit for the year and earnings per share. Ind AS 116 has resulted in an increase in cash inflows from operating activities and an increase in cash outflows from financing activities on account of lease payments.

3. The following is the summary of practical expedients elected on initial application :

a) Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.

b) Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application.

c) Applied the practical expedient by not reassessing whether a contract is, or contains, a lease at the date of initial application. Instead applied the standards only to contracts that were previously identified as leases under Ind AS 17.

d) Used hindsight in determining the lease term where the contract contained options to extend or terminate the lease.

e) The Company has elected, by class of underlying asset, not to separate non-lease components from lease components, and instead account for each lease component and any associated non-lease components as a single lease component.

4.03 LEASES (Contd...)

4. The following is carrying value of right of use assets :

₹ Crores

Particulars	Category of ROU					
	Leasehold Land	Plant & Machinery	Leasehold Building	Vehicle	Furniture	Total
Transition impact on account of Ind AS 116 "Leases"	48.66	7.47	34.51	-	18.88	109.52
Reclassified from property, plant and equipment on account of adoption of Ind AS 116 "Leases" (Refer note no. 2.01)	-	35.68	-	0.41	-	36.09
Reclassified from Earnest money, Security Deposits and Advance Rentals	2.24	0.37	0.15	-	0.85	3.61
Total Right of Use as on date of Transition i.e. April 01, 2019	**50.90**	**43.52**	**34.66**	**0.41**	**19.73**	**149.22**
Additions during the previous year	16.33	34.15	12.99	-	5.85	69.32
Deletion during the previous year	-	0.95	0.31	-	-	1.26
Depreciation of Right of use assets	11.86	11.49	7.34	0.07	7.82	38.58
Balance as at March 31, 2020	**55.37**	**65.23**	**40.00**	**0.34**	**17.76**	**178.70**
Additions during the year	8.90	68.08	0.33	-	1.34	78.65
Deletion during the 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
Balance as at March 31, 2021	**36.46**	**122.12**	**32.19**	**0.28**	**11.26**	**202.31**

5. The following is the carrying value of lease liability :

₹ Crores

Particulars	Year Ended March 31,	
	2021	**2020**
Opening Balance of Lease liability	172.20	-
Transition impact on account of Ind AS 116 "Leases"	-	109.51
Reclassified finance lease obligation under Ind AS 17 to lease liabilities on account of adoption of Ind AS 116 "Leases" (Refer note no. 2.15)	-	28.75
Additions during the year	78.40	68.69
Finance cost accrued during the year	17.96	15.93
Payment/Deletion/Waiver of lease liabilities during the year	72.29	50.68
Closing Balance of Lease liability	**196.27**	**172.20**
Current portion of Lease Liability	30.46	35.03
Non-current portion of Lease Liability	165.81	137.17
Total	**196.27**	**172.20**

6. Amounts recognised in the statement of cash flows :

₹ Crores

Particulars	2020-21	2019-20
Total cash outflow for Leases	50.87	49.14

7. Rental expense recorded for short-term leases was ₹ 27.59 Crores for the year ended March 31, 2021 (Previous year: ₹ 35.15 Crores)

8. 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.

9. Future lease payments which will start from April 1, 2021 is ₹ 28.61 Crores (Previous year: ₹ 90.62 Crores).

10. 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 ₹ 19.73 Crores (Previous year : ₹ 22.95 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, 2021	**March 31, 2020**
Discount Rate	6.49% to 6.99%	6.59%
Expected Rate(s) of salary increase	5%	3%
Average longevity at retirement age for current beneficiaries of plans (years)	38 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%	12% to 15%

4. (a) Amounts recognised in Statement of Profit and Loss in respect of defined benefit plans

₹ Crores

Particulars	Leave Encashment		Gratuity	
	March 31, 2021	**March 31, 2020**	**March 31, 2021**	**March 31, 2020**
Service cost :				
Current service cost	2.29	2.08	6.20	6.15
Net interest expense	1.93	1.84	2.49	2.67
Actuarial(Gain) / Loss	6.01	7.07	2.30	(2.01)
Component of defined benefit costs recognised in Statement of profit and loss	**10.23**	**10.99**	**10.99**	**6.81**

4.04 EMPLOYEE BENEFIT PLANS (Contd...)

4. (b) Amounts recognised in Other Comprehensive Income in respect of defined benefit plans

₹ Crores

Particulars	Gratuity	
	March 31, 2021	March 31, 2020
Remeasurement of net defined benefit liability		
Return on plan assets (excluding amount included in net interest expense)	(1.13)	1.20
Actuarial (gains) / losses arising from changes in demographic assumptions	(0.38)	1.18
Actuarial (gains) / losses arising from changes in financial assumptions	4.45	(2.43)
Actuarial (gains) / losses arising from experience adjustments	0.18	(2.20)
Components of defined benefits cost recognised in Other Comprehensive Income	**3.12**	**(2.25)**

5. (a) Movements in present value of defined benefit obligation

₹ Crores

Particulars	Leave Encashment		Gratuity	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Opening defined benefit obligations	33.60	26.35	54.34	51.95
Current service cost	2.29	2.08	6.20	6.15
Interest cost	1.93	1.84	3.21	3.71
Remeasurement (Gains) / losses				
Actuarial (gains) / losses arising from changes in demographic assumptions	(0.02)	0.28	(0.38)	1.18
Actuarial (gains) / losses arising from changes in financial assumptions	1.38	(0.74)	4.45	(2.42)
Actuarial (gains) / losses arising from experience adjustments	4.65	7.53	0.18	(2.20)
Benefits paid	(8.95)	(3.74)	(11.69)	(4.03)
Closing defined benefit obligation	**34.88**	**33.60**	**56.31**	**54.34**

5. (b) Movements in present value in planned assets

₹ Crores

Particulars	Gratuity	
	March 31, 2021	March 31, 2020
Fair value of plan assets at beginning of year	32.72	34.99
Interest Income	2.06	2.55
Contributions	5.59	0.31
Return on plan Assets	1.13	(1.20)
Benefits paid	(11.46)	(3.93)
Fair value of plan assets at end of year	**30.04**	**32.72**

6. The category of plan assets as a percentage of total plan are as follows:

Particulars	Percentage	
	March 31, 2021	March 31, 2020
Equity Shares	10.42%	14.49%
Central and State Government Securities	74.61%	66.91%
Other Fixed Income Securities / Deposits	14.97%	18.60%
Total	**100%**	**100%**

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.

₹ Crores

Particulars	Leave Encashment		Gratuity	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Discount Rate +100 basis points	33.24	31.88	53.79	52.07
Discount Rate -100 basis points	35.16	33.78	59.10	56.82
Salary Increase Rate +1 %	35.01	33.64	58.84	56.61
Salary Increase Rate -1 %	33.38	31.99	53.98	52.23
Attrition Rate +1%	34.12	32.86	56.44	54.74
Attrition Rate -1%	34.21	32.72	56.19	53.92

4.05 (a) Contingent Liabilities

(i) Guarantees given by the Company's bankers and counter guaranteed by the Company : ₹ 67.36 Crores (Previous year : ₹ 89.30 Crores).

(ii) Prepayment charges claimed by banks 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) In respect of exemption of Central Sales Tax on coal purchases : Nil (Previous year : Nil). Against this matter, bank guarantee of ₹ 7.70 Crores (Previous year : ₹ 7.70 Crores) has been provided by the Company.

b) Energy Development Cess ₹ 9.89 Crores (Previous year : ₹ 9.89 Crores).

c) Other Claims in respect to Income Tax, Sales Tax, Entry Tax, Excise Duty, Service Tax and other claims ₹ 250.00 Crores. (Previous year : ₹ 236.81 Crores).

(b) Capital and other Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) ₹ 97.26 Crores (Previous year : ₹ 110.01 Crores) and other commitments includes Outstanding Letters of Credit ₹ 46.74 Crores (Previous year : ₹ 118.74 Crores).

(c) Disclosure of provisions made as per the requirements of Ind AS 37 on "Provisions, Contingent Liabilities and Contingent Assets" are as follows :

₹ Crores

Particulars	As at April 1, 2020	Provisions made during the year	Amounts utilised or reversed during the year	As at March 31, 2021
MPEB Cess on Generation of Electricity	8.33	-	-	8.33
MP Entry Tax / VAT	10.05	-	-	10.05
VAT on Inter Unit transfer	0.68	-	0.68	-
Appeal with AP, Kerala, Punjab, Tamil Nadu, Karnataka and Maharashtra Commercial Tax Department	1.47	0.96	0.40	2.03
Mines Restoration Expenses	5.33	0.94	-	6.27
Sales Rebate	0.73	-	0.73	-
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 ₹ 1.04 Crores (Previous year : ₹ 0.84 Crores) and in the event, these are settled against the Company there would be cash outflow of ₹ 25.71 Crores (Previous year : ₹ 25.82 Crores).

4.05 (Contd...)

(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.

The Ongoing Covid-19 pandemic situation has severely affected the businesses throughout India in the financial year 2020-21. In calendar year (CY20), operations of the Company including its plants had also been adversely impacted due to the ongoing Covid-19 global pandemic.

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 CY20 also, GAIL has waived of TOP obligation in spite of the fact that gas consumption in the country reduced to a significant extent due to onset of Covid-19 pandemic.

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 has also initiated discussions with GAIL for similar reduction for its plant at Pen.

The estimated amount committed under TOP for the underdrawn quantities of RLNG for the quarter ended March 31, 2021, which would be due in December 2021, if it remains undrawn or not waived, is approximately ₹ 10.81 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, in view of the management, this contract is not 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 ₹ 89.09 Crores (Previous year : ₹ 82.43 Crores), the details of which are as under :

₹ Crores

Particulars	As at March 31,	
	2021	**2020**
Indirect expenditure incurred during the year and considered as pre-operative expenses		
Salary, Wages and Bonus	1.29	1.60
Contribution to Provident and other funds	0.03	0.06
Rent, Rates and Taxes	0.27	0.26
Travelling and Communication	0.11	0.13
Professional fees	0.28	0.17
Depreciation	3.47	2.86
Miscellaneous expenses	1.21	0.75
Total	**6.66**	**5.83**
Add : Expenditure upto previous year	82.43	76.60
Balance Carried forward	**89.09**	**82.43**
Cost relating to acquisition of assets and related direct expenses	32.49	174.55
Total Capital Work-in-progress	**121.58**	**256.98**

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).

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,	
	2021	2020
Net Debt (₹ Crores)	1,039.89	1, 674.48
Total Equity (₹ Crores)	1,139.21	941.82
Net Debt to Equity Ratio	0.91	1.78

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:

a) 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.

b) 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.

c) 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.

d) For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

4.08 FINANCIAL INSTRUMENTS (Contd...)

(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.

₹ Crores

Particulars	As at March 31, 2021		As at March 31, 2020	
	Carrying values	Fair value	Carrying values	Fair value
Financial assets				
Measured at amortised cost :				
Trade receivables	537.74	537.74	676.24	676.24
Loans	63.67	63.67	65.05	65.05
Cash and Bank balances	495.49	495.49	379.28	379.28
Other financial assets	78.99	78.99	81.27	81.27
Measured at FVTPL :				
Investments in other companies	0.01	0.01	0.01	0.01
Derivative Instruments	#	#	-	-
Debt Instruments	2.63	2.63	-	-
Designated at FVTOCI :				
Investment in other companies	4.95	4.95	5.18	5.18
Total Financial assets	**1,183.48**	**1,183.48**	**1,207.03**	**1,207.03**
Financial liabilities				
Measured at amortised cost :				
Borrowings	1,528.85	1,528.85	2,052.60	2,052.60
Lease Liabilities	196.27	196.27	172.20	172.20
Trade payables	965.03	965.03	715.97	715.97
Other financial liabilities	711.94	711.94	761.80	761.80
Total Financial liabilities	**3,402.09**	**3,402.09**	**3,702.57**	**3,702.57**

(iii) Level wise disclosure of financial instruments

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020	Level	Valuation techniques and key inputs
Investment in equity instruments of other companies (B L A Power Private Limited)	4.95	5.18	3	Independent Valuer Certificate
Investment in Debt instruments	2.63	-	1	Quotes from Markets
Foreign currency forward contracts - Assets	#	#	2	Quotes from banks or dealers

Amount less than ₹ 50,000/-

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, 2020	5.18
Less: Adjustment due to Fair valuation	0.23
Balance as on March 31, 2021	**4.95**

(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 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 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 :

₹ Crores

Age of receivables	As at March 31,	
	2021	**2020**
Within the credit period	207.19	151.21
1-90 days past due	264.98	398.29
91-180 days past due	34.15	67.79
181-270 days past due	13.91	28.38
More than 270 days past due	163.58	171.34
Total	**683.81**	**817.01**

4.08 FINANCIAL INSTRUMENTS (Contd...)

₹ Crores

Movement in the expected credit loss allowance	As at March 31, 2021	As at March 31, 2020
Balance at the beginning of the year	140.77	121.32
Net movement in expected credit loss allowance on trade receivables calculated at lifetime expected credit losses	5.30	19.45
Balance at the end of the year	146.07	140.77

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.

Maturities of financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities :

₹ Crores

As at March 31, 2021	< 1 Year	1 - 5 year	> 5 year	Total
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	0.08	303.24	711.94
As at March 31, 2020	**< 1 Year**	**1 - 5 year**	**> 5 year**	**Total**
Non-Current borrowings	437.26	1,422.68	26.08	1,886.02
Current borrowings	166.01	-	-	166.01
Lease Liability	47.95	121.71	99.13	268.79
Fixed Deposits payable	0.57	-	-	0.57
Trade Payables	715.97	-	-	715.97
Other Financial Liabilities	450.98	44.44	266.38	761.80

Financing arrangements

The Company has sufficient sanctioned line of credit from its bankers / financers; 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.

4.08 FINANCIAL INSTRUMENTS (Contd...)

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 polices set by Management.

The Company is also exposed to the foreign currency loans availed from various banks to reduce the overall interest cost.

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 :

In Crores

Currencies	Liabilities		Assets	
	As at March 31,		As at March 31,	
	2021	2020	2021	2020
US Dollar (USD)	1.71	7.09	0.15	0.08
EURO	0.40	0.15	#	0.01
Japanese Yen (JPY)	0.01	0.01	-	-
British Pound (GBP)	-	-	-	#
Srilankan Rupee (LKR)	0.03	0.29	4.28	7.97

Foreign Currency Exposure

In Crores

Foreign currency exposure as at March 31, 2021	USD	EURO	JPY	LKR	GBP
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	-
Forward contracts for payables	-	-	-	-	-

In Crores

Foreign currency exposure as at March 31, 2020	USD	EURO	JPY	LKR	GBP
Trade receivables	0.08	0.01	-	6.53	#
Loans and other receivables	-	-	-	1.44	-
Borrowings	7.00	0.01	-	-	-
Trade payables	0.09	0.14	0.01	0.29	-
Forward contracts for payables	6.66	-	-	-	-

Amount less than 50,000/-

4.08 FINANCIAL INSTRUMENTS (Contd...)

Particulars of un-hedged foreign currency asset / liability as at Balance Sheet date

In Crores

Currency	Nature	As at March 31, 2021		As at March 31, 2020	
		Amount in Foreign Currency	Amount (₹)	Amount in Foreign Currency	Amount (₹)
EURO	Asset	#	0.27	0.01	0.82
GBP	Asset	-	-	#	0.35
LKR	Asset	4.28	1.57	7.97	3.19
USD	Asset	0.15	10.85	0.08	6.34
EURO	Liability	0.40	33.94	0.15	12.73
LKR	Liability	0.03	0.01	0.29	0.12
USD	Liability	1.71	125.17	0.43	32.19
JPY	Liability	0.01	#	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 impact on Equity

₹ Crores

Currency	Impact on profit after Tax and Equity			
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
	1 % increase	1 % increase	1 % decrease	1 % decrease
USD	(1.14)	(0.26)	1.14	0.26
Euro	(0.34)	(0.12)	0.34	0.12
LKR	0.02	0.03	(0.02)	(0.03)
Total	**(1.46)**	**(0.35)**	**1.46**	**0.35**

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.

In order to mitigate the interest rate risk the Company has borrowed funds in USD.

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Variable rate borrowings	1,152.76	1,097.12
Fixed rate borrowings	376.09	955.48

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.

₹ Crores

Particulars	Impact on Profit / Loss and Equity	
	March 31, 2021	March 31, 2020
Interest rates - increase by 100 basis points *	(11.53)	(10.97)
Interest rates - decrease by 100 basis points *	11.53	10.97

* Assuming all other variables as constant

4.09 RELATED PARTY DISCLOSURES

Relationships

Particulars	Ownership interest As at March 31, 2021	Ownership interest As at March 31, 2020
Subsidiaries :		
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%	32.50%
TBK Prathap Tile Bath Kitchen Private Limited (w.e.f 29.06.2020)	98%	-
Joint Ventures :		
Ardex Endura (India) Private Limited	50%	50%
TBK Deepgiri Tile Bath Kitchen Private Limited	50%	50%
TBK Florance Ceramics Private Limited	50%	50%
TBK Unique Jalgaon Tile Bath Kitchen Private Limited (upto 23.03.2021)	-	50%
TBK Prathap Tile Bath Kitchen Private Limited (upto 29.06.2020)	-	50%
TBK Sanitary Sales Private Limited (upto 29.06.2020)	-	50%
Associates :		
Prism Power & Infrastructure Private Limited	-	49%
CSE Solar Parks Satna Private Limited	27.95%	27%
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

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

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 trans-action in 2020-21	Amount out-standing as on March 31, 2021 (Payable)/ Receivable	Amount of trans-action in 2019-20	Amount out-standing as on March 31, 2020 (Payable)/ Receivable
Peninsula Estates Private Limited	Companies in which Directors and / or their relatives have significant influence	Rent expense	0.15	-	0.15	0.15
		Deposit given	-	0.03	-	-
Varahagiri Investments & Finance Private Limited	Companies in which Directors and / or their relatives have significant influence	Rent expense	0.60	-	0.60	0.60
		Deposit given	-	0.11	-	-
CSE Solar Parks Satna Private Limited	Associate	Investment made	4.48	NA	5.23	5.23
		Purchase	6.52	(2.28)	2.22	2.22
		Access Fees received	0.11	0.05	-	-
		Incentive paid	0.19	(0.89)	1.00	1.00
Sunspring Solar Private Limited	Associate	Investment made	-	-	1.48	1.48
		Purchase	0.90	(0.28)	0.31	0.31
		Access Fees received	0.04	0.04	-	-
		Incentive paid	0.38	(0.68)	0.63	0.63
Payable on account of Managerial Remuneration	KMPs	Refer table below (*)	15.51	(2.55)	17.50	17.50
Mr. Atul R. Desai	Executive Director & CEO-RMC	Deposit given	-	0.06	-	-
		Rent expense	0.11	-	0.13	0.13
Antique Marbonite Private Limited	Subsidiary	Purchase and services	219.63	(65.90)	234.80	(36.65)
		Reimbur-sement of services received	0.41	-	0.32	-

4.09 RELATED PARTY DISCLOSURES (Contd...)

₹ Crores

Name	Relationship	Nature of transaction	Amount of transaction in 2020-21	Amount outstanding as on March 31, 2021 (Payable)/ Receivable	Amount of transaction in 2019-20	Amount outstanding as on March 31, 2020 (Payable)/ Receivable
Sanskar Ceramics Private Limited	Subsidiary	Purchase and services	102.06	(42.71)	82.79	(14.60)
		Reimbursement of services received	0.21	-	0.18	-
Small Johnson Floor Tiles Private Limited	Subsidiary	Investment Purchased	12.95	NA	5.25	NA
		Interest income	0.35	-	1.26	-
Sentini Cermica Private Limited	Subsidiary	Buy back of shares	-	-	6.76	-
		Sales	4.55	1.71	5.40	0.83
		Reimbursement of services received	0.49	-	0.20	-
		Purchase and services	82.31	(25.20)	86.74	(16.66)
Spectrum Johnson Tiles Private Limited	Subsidiary	Purchase and services	76.19	(18.03)	96.19	(3.10)
		Interest income	1.47	-	1.61	-
		Reimbursement of services paid	0.29	-	0.48	-
		Sales	3.39	1.57	2.96	1.22
		Rent expense	0.04	-	0.04	-
TBK Florance Ceramics Private Limited	Joint Venture	Sales	8.00	0.24	12.39	0.32
		Selling and Distribution expenses	0.61	-	0.68	-

4.09 RELATED PARTY DISCLOSURES (Contd...)

₹ Crores

Name	Relationship	Nature of transaction	Amount of transaction in 2020-21	Amount outstanding as on March 31, 2021 (Payable)/ Receivable	Amount of transaction in 2019-20	Amount outstanding as on March 31, 2020 (Payable)/ Receivable
TBK Prathap Tile Bath Kitchen Private Limited	Subsidiary	Loan given	1.95	2.80	-	0.85
		Purchase of shares	#	NA	-	-
		Selling and Distribution expenses	0.41	-	0.02	-
TBK Deepgiri Tile Bath Kitchen Private Limited	Joint Venture	Selling and Distribution expenses	0.15	-	0.42	-
		Sales	3.11	0.04	4.40	0.10
		Loan given	-	1.24	-	1.24
Coral Gold Tiles Private Limited	Subsidiary	Reimbursement of services paid	0.16	-	0.12	-
		Reimbursement of services received	0.15	-	0.16	-
		Purchase and services	76.35	(24.89)	67.62	(12.88)
RMC Readymix Porselano (India) Limited	Subsidiary	Rent received	0.01	-	-	-
		Royalty income	0.01	-	-	-
Countrywide Exports Private Limited	Significant influence	Rent expense	0.03	-	0.07	-
Raheja QBE General Insurance Company Limited	Subsidiary	Insurance premium	0.38	-	0.27	-
		Investment made	76.55	NA	-	-
		Rent received	0.01	-	-	-
		Security deposit	0.02	-	-	(0.02)

4.09 RELATED PARTY DISCLOSURES (Contd...)

₹ Crores

Name	Relationship	Nature of transaction	Amount of trans-action in 2020-21	Amount out-standing as on March 31, 2021 (Payable)/ Receivable	Amount of trans-action in 2019-20	Amount out-standing as on March 31, 2020 (Payable)/ Receivable
Prism Johnson Limited Staff Provident Fund	Post-retirement Benefit Plan	Purchase of securities	2.57	NA	-	-
Others		Interest income / (waived-off)	0.55	1.09	0.43	2.11
		Rent received	-	-	0.02	-
		Purchase and services	44.85	(20.50)	48.15	1.76
		Sales	6.60	2.29	35.71	4.45
		Selling and Distri-bution expenses	0.05	-	2.62	-
		Reimbur-sement of services received	0.23	-	0.40	-
		Reimbur-sement of services paid	0.23	-	0.39	-
		Loan Given	-	-	-	1.23
		Sale of shares	0.01	-	-	-
		Rent expense	#	-	#	-
		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 ₹ 4.00 Crores (Previous year : ₹ 4.00 Crores).

4.09 RELATED PARTY DISCLOSURES (Contd...)

*** Compensation to KMP :**

₹ Crores

Particulars	Amount of transaction	
	2020-21	**2019-20**
Short-term employee benefits	14.81	16.75
Post-employment benefits	-	-
Other long-term benefits	-	-
Commission to Independent Directors	0.45	0.45
Sitting Fees	0.25	0.30
Total	**15.51**	**17.50**

Notes :

a) 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.

b) The value of related party transaction & balances reported are based on actual transaction and without giving effect to notional Ind AS adjustment entries.

c) 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 Industrial promotion policy 2010 of Madhya Pradesh, HRJ Dewas unit is entitled for subsidy of VAT / CST paid on sales above the normal production capacity achieved. Subsidy recognised in the Statement of Profit and Loss receivable for the year is Nil (Previous year : ₹ 0.16 Crores).

b) 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 ₹ 0.78 Crores (Previous year : ₹ 0.45 Crores).

c) 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 ₹ 0.01 Crores (Previous year : ₹ 0.43 Crores) in the Statement of Profit and Loss.

d) 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 2012-13 and lodged claim for capital subsidy. During the 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 2020-21 as per Section 186 (4) of the Companies Act, 2013

₹ Crores

Nature of transaction	Name of the recipient	Amount of loan/security/ acquisition/guarantee		Purpose of loan/ security/ acquisition/ guarantee
		2020 - 2021	2019 - 2020	
Security acquisition	Sunspring Solar Private Limited (unlisted) - Mumbai	-	1.48	Investment in Equity shares
Security acquisition	Raheja QBE General Insurance Company Limited (unlisted) - Mumbai	76.55	-	Investment in Equity shares
Security acquisition	CSE Solar Parks Satna Private Limited (unlisted) - Mumbai	4.48	5.23	Investment in Equity shares
Security acquisition	Sanskar Ceramics Private Limited (unlisted) - Rajkot	12.98	5.25	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

₹ Crores

Name of Subsidiary	Amount outstanding		Maximum Balance outstanding during the Year	
	As at March 31,		As at March 31,	
	2021	2020	2021	2020
TBK Prathap Tile Bath Kitchen Private Limited	2.80	-	2.80	-

4.14 CORPORATE SOCIAL RESPONSIBILITY

₹ Crores

a) Particulars	2020-2021	2019-2020
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	3.48	2.80
ii) Amount spent during the year	3.48	2.80
iii) Excess spent/unspent amount	-	-

b) Details of amount spent by the Company during the year 2020-2021 are as follows :

₹ Crores

Particulars	In cash	Yet to be paid in cash	Total
Construction/acquisition of any asset	-	-	-
On purposes other than above	3.48	-	3.48
Total	**3.48**	**-**	**3.48**

4.15 PAYMENT TO STATUTORY AUDITORS

₹ Crores

Particulars	2020-2021	2019-2020
For Statutory Audit	1.09	1.04
For Tax Audit	0.10	0.10
For Company law matters and Taxation Services	-	0.14
For Certification	0.01	0.01
For Reimbursement of Expenses	-	0.01
Total	**1.20**	**1.30**

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 same is pending before the District Judge and Special 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 (a) 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. The balance of impairment loss provision against the said properties as on March 31, 2021 is ₹ 0.92 Crores (March 31, 2020: ₹ 1.10 Crores) which was recognised to write down the value of such properties to its fair value. During the current financial year, the Management has decided to dispose off Leasehold Land and Building located at Sinner, Nasik. The Company is in the process of discussion with potential buyers and expects the same to be disposed off in near future. The reportable segment, in which the Non-current Assets held for sale is presented, is RMC in accordance with Ind AS 108.

(b) In 2018-19, the Company had decided to discontinue its operations at its Cement packing unit and dispose off certain assets located there such as buildings, land, plant & machinery, etc. During the previous year, the Company has disposed of all assets other than land and building thereon. The Company is in the process of discussion with potential buyers and expects the same to be disposed off in near future. The reportable segment, in which the Non-current Asset held for sale is presented, is Cement 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. 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. This Ind AS requires the comparative accounting periods presented in the financial statements of the Company to be restated from the beginning of the preceding period in the financial statements. 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 required to be issued, the difference between the book value of investments and the net assets transferred is recognised as Capital Reserve. The Management has assessed the status of unrecognised deferred tax assets related to transferred companies and undertakings on preparation of the first balance sheet post giving effect to the Scheme i.e. as on March 31, 2021 and has recognised Deferred tax assets to the extent there is reasonable certainty of its realisation. The expenses relating to the Scheme have been charged to Statement of Profit & Loss.

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 as at March 31, 2021 as follows :

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
a) Principal amount due	50.72	15.82
b) Interest due on above	-	-
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	-	-
e) Amount of interest accrued and remaining unpaid as at year end	-	-
f) Amount of further remaining due and payable in the succeeding year		

4.21 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 : Mumbai
Date : May 19, 2021

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

Atul R. Desai
Executive Director & CEO (RMC) - DIN : 01918187

Sarat Chandak
Executive Director & CEO (HRJ) - DIN : 06406126

Manish Bhatia
Chief Financial Officer

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, 2021, 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, 2021 and their consolidated profit (including other 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	**Evaluation of Provisions and Contingent Liabilities** 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.	Our procedures included, amongst others 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".*

Sr. No.	Key Audit Matters	How our audit addressed the Key Audit Matters
	The management with the help of its expert, 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. 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.	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. In addition, we have reviewed : ● the details of the proceedings before the relevant authorities including communication from the advocates / experts; ● legal advises / opinions obtained by the management, as needed, from experts in the field of law on the legal cases; ● minutes of board meetings, including the sub-committees; and ● status of each of the material matters as on the date of the balance sheet. ● 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.
2	**Impairment of investment in Property, plant and equipments** 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. 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. Considering significant degree of judgment in estimating value-in-use, we identified assessment of impairment of PPE as a key audit matter.	● We understood, evaluated and validated management's key controls over the impairment assessment process. ● We compared the methodology used by the management with the market practice. ● We 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. ● We also 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. ● We 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. ● 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.

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 financial statements and our auditor's report 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 do not and 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 appropriate actions in accordance with Standards on Auditing.

Responsibilities of Management and Those Charged with Governance 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 joint ventures and associates 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 management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its joint ventures 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 ventures 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 joint ventures and associates 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.

Materiality is the magnitude of the misstatement in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and evaluating the results of our work; and (ii) to evaluate the effects of any identified misstatements in the Consolidated Financial Statements.

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 statement reflect total assets of ₹ 1,636.99 Crores as at March 31, 2021, total revenues of ₹ 1,081.22 Crores and net cash flows amounting to ₹ 12.97 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 ₹ 3.84 Crores for the year ended March 31, 2021, as considered in the preparation of Consolidated Financial Statements, in respect of standalone financial statements of two joint ventures 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 ₹ (0.01) crores for the year ended March 31, 2021, 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

As required by section 143(3) of the Act, we report, to the extent applicable, that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements;

b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept 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, 2021 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, 2021 from being appointed as a director in terms of section 164 (2) of the Act;

f. With respect to the adequacy of the internal financial controls 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 A". 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 delay in transferring amounts, which are required to be transferred to the Investor Education and Protection Fund by the Group, its joint ventures and its associates.

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

Rajen Ashar
Partner
Membership No. 048243
UDIN: 21048243AAAACS4745

Place : Mumbai
Dated : May 19, 2021

Annexure A 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, 2021

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, 2021, 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, 2021 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 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 Financial Statements

A company's internal financial controls with reference to 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 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 joint ventures, consolidated financial statements of two joint ventures and standalone financial statements of two associates, 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
Membership No. 048243
UDIN: 21048243AAAACS4745

Place : Mumbai
Dated : May 19, 2021

Consolidated Balance Sheet as at March 31, 2021

₹ Crores

Particulars	Note No.	As at March 31, 2021	As at March 31, 2020
I ASSETS			
1 **Non-current Assets**			
a) Property, plant and equipmentw	2.01	2,691.60	2,587.66
b) Right of Use Assets	4.03	208.25	186.47
c) Capital work-in-progress	4.06	132.44	258.97
d) Goodwill	2.02	22.73	21.41
e) Other intangible assets	2.03	23.90	25.23
f) Investments in Joint Ventures and Associates	2.04	73.41	65.03
g) Financial assets			
i) Investments	2.05	497.32	308.16
ii) Loans	2.06	58.84	62.34
iii) Other financial assets	2.07	81.82	76.67
h) Deferred tax assets (net)	2.08	5.76	4.28
i) Other non-current assets	2.09	190.64	189.44
Total Non-current Assets		**3,986.71**	**3,785.66**
2 **Current Assets**			
a) Inventories	2.10	580.50	741.66
b) Financial assets			
i) Investments	2.05	160.24	149.79
ii) Trade receivables	2.11	625.45	714.70
iii) Cash and cash equivalents	2.12	346.37	137.04
iv) Bank balances other than Cash and cash equivalents	2.13	198.39	280.82
v) Loans	2.06	5.75	5.48
vi) Other financial assets	2.07	21.92	21.41
c) Current tax assets (net)	2.14	57.64	57.58
d) Other current assets	2.09	180.04	179.32
e) Non-current assets classified as held for sale	4.16	2.08	3.85
Total Current Assets		**2,178.38**	**2,291.65**
TOTAL ASSETS		**6,165.09**	**6,077.31**
II EQUITY AND LIABILITIES			
1 **Equity**			
a) Equity share capital	2.15	503.36	503.36
b) Other equity	2.16	738.18	575.59
c) Non-controlling interests		282.40	245.04
Total Equity		**1,523.94**	**1,323.99**
2 **Liabilities**			
A **Non-current Liabilities**			
a) Financial liabilities			
i) Borrowings	2.17	1,429.81	1,504.37
ii) Lease liability	4.03	170.72	144.00
iii) Other financial liabilities	2.19	302.93	310.84
b) Provisions	2.20	32.64	32.21
c) Deferred tax liabilities (net)	2.21	61.18	55.85
d) Other non-current liabilities	2.22	225.22	178.86
Total Non-current Liabilities		**2,222.50**	**2,226.13**
B **Current Liabilities**			
a) Financial liabilities			
i) Borrowings	2.17	117.45	282.43
ii) Lease liability	4.03	32.30	36.64
iii) Trade payables			
Total outstanding dues of Micro Enterprises & Small Enterprises	2.18	56.77	18.61
Total outstanding dues of Creditors other than Micro Enterprises & Small Enterprises	2.18	880.25	752.11
iv) Other financial liabilities	2.19	624.65	935.85
b) Current tax liabilities (net)	2.23	0.73	4.08
c) Provisions	2.20	63.11	54.75
d) Other current liabilities	2.22	643.39	442.72
TOTAL CURRENT LIABILITIES		**2,418.65**	**2,527.19**
TOTAL EQUITY AND LIABILITIES		**6,165.09**	**6,077.31**
Significant Accounting Policies	1		

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 : Mumbai
Date : May 19, 2021

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

Atul R. Desai
Executive Director & CEO (RMC) - DIN : 01918187

Sarat Chandak
Executive Director & CEO (HRJ) - DIN : 06406126

Manish Bhatia
Chief Financial Officer

Aneeta S. Kulkarni
Company Secretary

Consolidated Statement of Profit and Loss for the year ended March 31, 2021

₹ Crores

Particulars	Note No.	Year ended March 31, 2021	Year ended March 31, 2020
I INCOME			
i) Revenue from operations	3.01	5,587.14	5,956.20
ii) Other income	3.02	38.15	28.74
Total Income		**5,625.29**	**5,984.94**
II EXPENSES			
i) Cost of materials consumed		1,392.74	1,728.83
ii) Purchase of stock-in-trade		306.82	316.30
iii) Changes in inventories	3.03	187.07	(71.29)
iv) Power and fuel expenses		917.16	1,059.85
v) Freight outward expenses		658.86	760.76
vi) Other manufacturing expenses	3.04	306.57	391.47
vii) Employee benefits expense	3.05	549.89	595.73
viii) Finance costs	3.06	210.38	251.67
ix) Depreciation, amortisation and impairment expense	3.07	292.52	250.56
x) Other expenses	3.08	646.21	635.92
Total Expenses		**5,468.22**	**5,919.80**
Profit before share of profit of Joint Ventures, Associates and Exceptional tems		157.07	65.14
Share of profit of Joint Ventures & Associates		4.25	7.27
Profit before Exceptional items and Tax		**161.32**	**72.41**
Exceptional items	4.02	(4.78)	(10.32)
Profit before tax		**156.54**	**62.09**
Tax expenses	3.09		
i) Current tax		10.37	7.57
ii) Deferred tax		5.83	66.47
Total tax expenses		**16.20**	**74.04**
Profit for the year		**140.34**	**(11.95)**
Other Comprehensive Income / (Loss)			
Items that will not be reclassified to profit or loss			
i) Remeasurements of the defined benefit plans		(2.88)	2.53
ii) Equity instruments through other comprehensive income		(0.23)	(16.12)
iii) Share of other comprehensive income in Joint Ventures, to the extent not to be reclassified to profit or loss		0.01	(0.07)
iv) Income tax relating to items that will not be reclassified to profit or loss	3.09	0.72	(0.68)
Total (A)		**(2.38)**	**(14.34)**
Items that will be reclassified to profit or loss			
i) Net gain/(loss) arising on financial assets measured at FVTOCI		(4.81)	5.75
ii) Income tax relating to items that will be reclassified to profit or loss	3.09	1.25	(1.49)
Total (B)		**(3.56)**	**4.26**
Total Other Comprehensive Income / (Loss) (A+B)		**(5.94)**	**(10.08)**
Total Comprehensive Income for the year		**134.40**	**(22.03)**
Profit / (Loss) for the year attributable to :			
i) Owners of the Parent		171.23	10.04
ii) Non-controlling interests		(30.89)	(21.99)
		140.34	**(11.95)**
Other Comprehensive Income / (Loss) for the year attributable to :			
i) Owners of the Parent		(4.28)	(12.25)
ii) Non-controlling interests		(1.66)	2.17
		(5.94)	**(10.08)**
Total Comprehensive Income / (Loss) for the year attributable to :			
i) Owners of the Parent		166.95	(2.21)
ii) Non-controlling interests		(32.55)	(19.82)
		134.40	**(22.03)**
Earnings per share (Face value of ₹ 10/- each) (Refer Note 4.01) :			
i) Basic (in ₹)		3.40	0.20
ii) Diluted (in ₹)		3.40	0.20
Significant Accounting Policies	**1**		

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 : Mumbai
Date : May 19, 2021

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

Atul R. Desai
Executive Director & CEO (RMC) - DIN : 01918187

Sarat Chandak
Executive Director & CEO (HRJ) - DIN : 06406126

Manish Bhatia
Chief Financial Officer

Aneeta S. Kulkarni
Company Secretary

Consolidated Statement of Changes in Equity for the year ended March 31, 2021

₹ Crores

A EQUITY SHARE CAPITAL	Note No.	Amount
I Balance as at April 1, 2019	2.15	503.36
Changes in equity share capital during the year		-
II Balance as at March 31, 2020	2.15	503.36
Changes in equity share capital during the year		-
III Balance as at March 31, 2021	**2.15**	**503.36**

₹ 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	Debenture Redemption Reserve	General Reserve	Capital Reserve	Retained Earnings	Net Gain arising of financial assets measured as at FVTOCI			
I Balance as at April 1, 2019	**11.65**	**96.25**	**192.63**	**(174.53)**	**517.48**	**0.42**	**643.90**	**266.10**	**910.00**
a) Profit/(Loss) for the year	-	-	-	-	10.04	-	10.04	(21.99)	(11.95)
b) Items of Other Comprehensive Income :									
i Remeasurements of the defined benefit plans	-	-	-	-	(14.35)	-	(14.35)	0.08	(14.27)
ii Share in Joint Ventures and Associates	-	-	-	-	(0.07)	-	(0.07)	-	(0.07)
iii Net Gain arising of financial assets measured at FVTOCI	-	-	-	-	-	2.17	2.17	2.09	4.26
II Total Comprehensive Income for the year	**11.65**	**96.25**	**192.63**	**(174.53)**	**513.10**	**2.59**	**641.69**	**246.28**	**887.97**
a) Non-controlling interests arising on the acquisition of a Subsidiary	-	-	-	-	-	-	-	2.57	2.57
b) Reduction of non-controlling interests due to buy back of shares of a Subsidiary	-	-	-	-	-	-	-	(7.99)	(7.99)
c) Capital reserve due to business combination within the group	-	-	-	(4.18)	-	-	(4.18)	-	(4.18)
d) Transferred from General Reserve	0.29	-	-	-	-	-	0.29	-	0.29
e) Transferred to Capital Redemption Reserve	-	-	(0.29)	-	-	-	(0.29)	-	(0.29)
f) Transferred to Retained Earnings	-	(96.25)	-	-	-	-	(96.25)	-	(96.25)
g) Transferred from Debenture Redemption Reserve	-	-	-	-	96.25	-	96.25	-	96.25
h) Dividend and Dividend Distribution tax					(60.68)		(60.68)	-	(60.68)
i) Others	-	-	-	-	(1.24)	-	(1.24)	4.18	2.94
III Balance as at March 31, 2020	**11.94**	**-**	**192.34**	**(178.71)**	**547.43**	**2.59**	**575.59**	**245.04**	**820.63**

Consolidated Statement of Changes in Equity for the year ended March 31, 2021 (Contd...)

₹ Crores

B OTHER EQUITY Particulars	Reserves and Surplus (refer note 2.16) Capital Redemption Reserve	Debenture Redemption Reserve	General Reserve	Capital Reserve	Retained Earnings	Net Gain arising of financial assets measured as at FVTOCI	Amount attributable to Owners of the parent	Non-controlling interests	Total
I Balance as at April 1, 2020	**11.94**	**-**	**192.34**	**(178.71)**	**547.43**	**2.59**	**575.59**	**245.04**	**820.63**
a) Profit/(Loss) for the year	-	-	-	-	171.23	-	171.23	(30.89)	140.34
b) Items of Other Comprehensive Income:									
i Remeasurements of the defined benefit plans	-	-	-	-	(2.47)	-	(2.47)	0.08	(2.39)
ii Share in Joint Ventures and Associates	-	-	-	-	0.01	-	0.01	-	0.01
iii Net Gain arising of financial assets measured at FVTOCI	-	-	-	-	-	(1.82)	(1.82)	(1.74)	(3.56)
II Total Comprehensive Income for the year	**11.94**	**-**	**192.34**	**(178.71)**	**716.20**	**0.77**	**742.54**	**212.49**	**955.03**
i Non-controlling interests arising on the acquisition of a Subsidiary	-	-	-	-	-	-	-	(0.05)	(0.05)
ii Profit from sale of stake	-	-	-	-	-	-	-	4.74	4.74
iii Non-controlling interests arising due to issue of shares	-	-	-	-	-	-	-	73.54	73.54
iv Reduction of non-controlling interests due to buy back of shares of a Subsidiary	-	-	-	-	-	-	-	(8.32)	(8.32)
v Capital reserve due to business combination within the group	-	-	-	(2.45)	-	-	(2.45)	-	(2.45)
vi Transferred from Retained Earnings	0.75	-	-	-	-	-	0.75	-	0.75
vii Transferred to Capital Redemption Reserve	-	-	(1.28)	-	-	-	(1.28)	-	(1.28)
viii Others	-	-	-	-	(1.38)	-	(1.38)	-	(1.38)
III Balance as at March 31, 2021	**12.69**	**-**	**191.06**	**(181.16)**	**714.82**	**0.77**	**738.18**	**282.40**	**1,020.58**
Significant Accounting Policies Note - 1									

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

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

Atul R. Desai
Executive Director & CEO (RMC) - DIN : 01918187

Sarat Chandak
Executive Director & CEO (HRJ) - DIN : 06406126

Place : Mumbai
Date : May 19, 2021

Manish Bhatia
Chief Financial Officer

Aneeta S. Kulkarni
Company Secretary

Consolidated Cash Flow Statement for the year ended March 31, 2021

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
I CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	156.54	62.09
Non-cash Adjustment to Profit Before Tax :		
Share of (Profit) / Loss of Joint Ventures and Associates	(4.25)	(7.27)
Depreciation, amortisation and impairment expense	292.52	250.56
Impairment on trade receivables	8.52	19.45
Impairment on non-current assets	2.43	23.98
Amortisation of processing fees	6.21	6.21
Bad debts written off	15.68	12.89
Unwinding of interest and discounts	(0.91)	(0.91)
(Gain) / Loss on disposal of Property, plant and equipment	(31.84)	1.16
Gain on disposal of investments	(2.88)	(0.59)
Dividend and interest income	(55.40)	(44.93)
Finance costs	209.87	250.28
Exchange differences (net)	(6.54)	4.01
Impairment on financial assets	(1.22)	1.40
Balances written back	(6.05)	(0.74)
Impairment/write-off of Inventories	(0.21)	1.50
Gain on Lease Rental Waiver	(1.61)	-
Other non-cash Items	(4.80)	1.42
Operating profit before change in operating assets and liabilities	**576.06**	**580.51**
Change in operating assets and liabilities :		
Decrease/(increase) in trade receivables	65.11	(24.78)
Decrease/(increase) in inventories	161.37	(33.88)
Increase/(decrease) in trade payables	172.55	4.92
Decrease/(increase) in other financial assets	(1.36)	(17.57)
Decrease/(increase) in loans	2.81	2.85
Decrease/(increase) in other non-current and current assets	(15.73)	70.50
Increase/(decrease) in provisions	9.31	18.50
Increase/(decrease) in other current and non-current financial liabilities	70.98	60.05
Increase/(decrease) in other current and non-current liabilities	252.54	52.56
Cash generated from operations	**1,293.64**	**713.66**
Direct taxes paid (net of refunds)	13.05	46.78
Net cash flow from operating activities (A)	**1,280.59**	**666.88**
II CASH FLOW FROM INVESTING ACTIVITIES		
Payments for acquisition of Property, plant and equipment	(229.53)	(373.97)
Payments for purchase of investments	(597.91)	(321.52)
Proceeds from sale of investments	355.60	243.06
Proceeds from disposal of Property, plant and equipment	42.59	5.05
Investment in Fixed deposit (net)	106.41	(254.49)
Acquisition in Investee	-	0.29
Payment for Repurchase of Shares from Investee	(4.51)	(5.48)
Interest received	62.33	50.28
Net cash flow used in investing activities (B)	**(265.02)**	**(656.78)**

Consolidated Cash Flow Statement for the year ended March 31, 2021 (Contd...)

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
III CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from Issue of Share Capital to Non-controlling Interest	73.54	-
Proceeds from borrowings	681.69	1040.63
Repayment of long term borrowings	(1033.69)	(666.73)
Repayment of short term borrowings (net)	(163.25)	(21.44)
Repayment of loan given to others	1.40	0.83
Repayment of Lease Liability	(47.05)	(37.60)
Share issue expenses	(0.40)	(0.31)
Tax paid on buyback	(1.06)	(1.24)
Interest paid	(317.28)	(188.69)
Dividend and Dividend Distribution Tax paid	-	(60.68)
Net cash flow (used in)/generated from financing activities (C)	**(806.10)**	**64.77**
Net increase/(decrease) in cash and cash equivalents (A+B+C)	**209.47**	**74.87**
Effect of exchange differences on cash & cash equivalent held in foreign currency	(0.14)	(0.05)
Cash and cash equivalents at the beginning of the year	137.04	62.22
Cash and cash equivalents at the end of the year	**346.37**	**137.04**
Cash and cash equivalents comprises of :		
Balances with bank	309.67	135.66
Cheques/drafts on hand	35.43	0.09
Cash on hand	1.27	1.29
Total	**346.37**	**137.04**

Notes :

1. The Cash Flow Statement has been prepared using the Indirect Method set out in Ind AS 7- Statement of Cash Flows.
2. 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 : Mumbai
Date : May 19, 2021

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

Atul R. Desai
Executive Director & CEO (RMC) - DIN : 01918187

Sarat Chandak
Executive Director & CEO (HRJ) - DIN : 06406126

Manish Bhatia
Chief Financial Officer

Aneeta S. Kulkarni
Company Secretary

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
For the year ended March 31, 2021

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, 2021. 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 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 19, 2021.

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 :

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 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 interalia 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 Unit (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 Venture

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 :

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 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 :

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 Group 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.

1.9 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) Recognize 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’s 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

₹ Crores

Particulars	Gross Carrying Amount					Depreciation/Impairment					Net Carrying Amount	
	As at April 1, 2020	Addition/ Adjustments	Disposal / Adjust-ments	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, 2021	As at March 31, 2020
Own Assets:												
Land - Freehold	710.03	10.74	3.69	-	717.08	29.26	-	8.73	-	37.99	679.09	680.77
Buildings	300.44	6.85	1.52	-	305.77	68.49	-	15.11	1.08	82.52	223.25	231.95
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	1,516.90
Railway siding	4.46	-	-	-	4.46	1.05	-	0.29	-	1.34	3.12	3.41
Office Equipment	17.43	1.53	0.40	0.05	18.61	8.81	0.04	2.27	0.36	10.76	7.85	8.62
Computers	20.62	2.07	0.66	0.01	22.04	13.51	0.01	3.05	0.49	16.08	5.96	7.11
Mines Development	228.20	40.72	-	-	268.92	140.31	-	28.86	-	169.17	99.75	87.89
Furniture & Fixtures	47.98	6.80	0.79	0.11	54.10	18.98	0.09	4.96	0.60	23.43	30.67	29.00
Vehicles	23.06	1.39	3.12	0.65	21.98	11.74	0.18	2.98	2.77	12.13	9.85	11.32
Truck Mixers, Loaders and Dumpers	10.67	1.84	0.49	-	12.02	7.84	-	0.58	0.49	7.93	4.09	2.83
Leasehold improvement	0.57	-	-	0.36	0.93	0.50	0.33	0.03	-	0.86	0.07	0.07
Total (A)	**3,473.98**	**364.56**	**34.45**	**1.37**	**3,805.46**	**894.11**	**0.68**	**248.99**	**22.29**	**1,121.49**	**2,683.97**	**2,579.87**
Leased Assets												
Leasehold Land (Long term - refer note 1.7(g)) **(B)**	7.90	0.45	-	-	8.35	0.11	-	0.61	-	0.72	7.63	7.79
Total (A + B)	**3,481.88**	**365.01**	**34.45**	**1.37**	**3,813.81**	**894.22**	**0.68**	**249.60**	**22.29**	**1,122.21**	**2,691.60**	**2,587.66**

2.01 PROPERTY, PLANT AND EQUIPMENT (Contd...)

₹ Crores

Particulars	Gross Carrying Amount					Depreciation/Impairment					Net Carrying Amount	
	As at April 1, 2019	Addition/ Adjustments	Disposal / Adjust-ments	Acquisition through business combinations	As at March 31, 2020	As at April 1, 2019	Acquisition through business combinations	For the Year	Elimination on disposal/ Adjustments	As at March 31, 2020	As at March 31, 2020	As at March 31, 2019
Own Assets:												
Land - Freehold	655.83	54.21	0.01	-	710.03	20.96	-	8.30	-	29.26	680.77	634.87
Buildings	291.73	16.77	8.06	-	300.44	54.72	-	17.53	3.76	68.49	231.95	237.01
Plant and Machinery	2,026.81	121.12	37.41	-	2,110.52	486.25	-	140.25	32.88	593.62	1,516.90	1,540.56
Railway siding	4.46	-	-	-	4.46	0.76	-	0.29	-	1.05	3.41	3.70
Office Equipment	15.09	2.71	0.37	-	17.43	7.00	-	2.15	0.34	8.81	8.62	8.09
Computers	17.91	3.36	0.65	-	20.62	10.50	-	3.56	0.55	13.51	7.11	7.41
Mines Development	191.20	37.00	-	-	228.20	113.30	-	27.01	-	140.31	87.89	77.90
Furniture & Fixtures	43.73	7.65	3.40	-	47.98	17.10	-	5.18	3.30	18.98	29.00	26.63
Vehicles	23.79	2.39	3.12	-	23.06	10.64	-	3.32	2.22	11.74	11.32	13.15
Truck Mixers, Loaders and Dumpers	11.55	2.15	3.03	-	10.67	10.17	-	0.70	3.03	7.84	2.83	1.38
Leasehold improvement	0.57	-	-	-	0.57	0.49	-	0.01	-	0.50	0.07	0.08
Total (A)	**3,282.67**	**247.36**	**56.05**	**-**	**3,473.98**	**731.89**	**-**	**208.30**	**46.08**	**894.11**	**2,579.87**	**2,550.78**
Leased Assets												
Leasehold Land (Long term - refer note 1.7(g)) **(B)**	-	9.27	1.37	-	7.90	-	-	0.25	0.14	0.11	7.79	-

2.01 PROPERTY, PLANT AND EQUIPMENT (Contd...)

₹ Crores

Particulars	Gross Carrying Amount					Depreciation/Impairment					Net Carrying Amount	
	As at April 1, 2019	Addition/ Adjustments	Disposal	Acquisition through business combinations	As at March 31, 2020	As at April 1, 2019	Acquisition through business combinations	For the Year	Elimination on disposal/ Adjustments	As at March 31, 2020	As at March 31, 2020	As at March 31, 2019
Assets taken on Finance Lease: Under Ind AS 17)												
Land	10.52	-	10.52	-	-	1.25	-	-	1.25	-	-	9.27
Plant and Machinery	45.58	-	45.58	-	-	9.91	-	-	9.91	-	-	35.67
Vehicle	0.53	-	0.53	-	-	0.12	-	-	0.12	-	-	0.41
Total (C)	**56.63**	**-**	**56.63**	**-**	**-**	**11.28**	**-**	**-**	**11.28**	**-**	**-**	**45.35**
Total (A + B + C)	**3,339.30**	**256.63**	**114.05**	**-**	**3,481.88**	**743.17**	**-**	**208.55**	**57.50**	**894.22**	**2,587.66**	**2,596.13**

Notes :

a) Depreciation for the year includes ₹ 3.47 Crores (Previous year : ₹ 2.86 Crores) considered for capitalisation.

b) Amortisation in case of Freehold Land represent amortisation of mining reserve on extraction basis.

c) Additions to Plant & Machinery during the year includes Nil (Previous year : ₹ 0.89 Crores) on account of Research assets.

d) During the year, depreciation on Right of Use assets is ₹ 40.57 Crores (Previous year : ₹ 40.36 Crores) which is not forming part of the above schedule and disclosed in Note no. 4.03 on leases.

e) Other adjustments include reclassification of assets taken on Finance Lease in terms of Ind AS 17 to Right of Use assets on account of adoption of Ind AS 116 (Refer Note no. 4.03).

f) Leasehold land of ₹ 0.46 Crores (Previous year : Nil) was classified earlier as Freehold land. The same was rectified during the current year. Further, depreciation of ₹ 0.42 Crores (Previous year : Nil) was charged during the year due to the said re-classification.

2.02 GOODWILL

₹ Crores

Particulars	Gross Carrying Amount					Impairment					Net Carrying Amount	
	As at April 1, 2020	Addition	Disposal	Acquisition through business combinations	As at March 31, 2021	As at April 1, 2020	Acquisition through business combinations	For the Year	Other Adjustments	As at March 31, 2021	As at March 31, 2021	As at March 31, 2020
Goodwill	21.41	1.32	-	-	22.73	-	-	-	-	-	22.73	21.41
Total	**21.41**	**1.32**	**-**	**-**	**22.73**	**-**	**-**	**-**	**-**	**-**	**22.73**	**21.41**

₹ Crores

Particulars	Gross Carrying Amount					Impairment					Net Carrying Amount	
	As at April 1, 2019	Addition	Disposal	Acquisition through business combinations	As at March 31, 2020	As at April 1, 2019	Acquisition through business combinations	For the Year	Other Adjustments	As at March 31, 2020	As at March 31, 2020	As at March 31, 2019
Goodwill	21.41	-	-	-	21.41	-	-	-	-	-	21.41	21.41
Total	**21.41**	**-**	**-**	**-**	**21.41**	**-**	**-**	**-**	**-**	**-**	**21.41**	**21.41**

2.03 OTHER INTANGIBLE ASSETS

₹ Crores

Particulars	Gross Carrying Amount					Amortisation					Net Carrying Amount	
	As at April 1, 2020	Addition/ Adjustments	Disposal	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, 2021	As at March 31, 2020
Software	28.95	4.34	-	-	33.29	14.04	-	5.02	-	19.06	14.23	14.91
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	9.08
Minerals Procurement Rights	2.28	-	-	-	2.28	2.26	-	-	-	2.26	0.02	0.02
Technical Know-how	1.77	0.05	-	-	1.82	0.55	-	0.28	-	0.83	0.99	1.22
Total	**45.99**	**4.49**	**-**	**-**	**50.48**	**20.76**	**-**	**5.82**	**-**	**26.58**	**23.90**	**25.23**

2.03 OTHER INTANGIBLE ASSETS (Contd...)

₹ Crores

Particulars	Gross Carrying Amount					Amortisation					Net Carrying Amount	
	As at April 1, 2019	Addition / Adjustments	Disposal	Acquisition through business combinations	As at March 31, 2020	As at April 1, 2019	Acquisition through business combinations	For the Year	Elimination on disposal/ Adjustments	As at March 31, 2020	As at March 31, 2020	As at March 31, 2019
Software	22.47	6.87	0.39	-	28.95	10.66	-	3.77	0.39	14.04	14.91	11.81
Intellectual Property Rights	1.77	-	-	-	1.77	1.77	-	-	-	1.77	-	-
Mining Lease Rights	8.25	2.97	-	-	11.22	1.68	-	0.46	-	2.14	9.08	6.57
Minerals Procurement Rights	2.28	-	-	-	2.28	2.26	-	-	-	2.26	0.02	0.02
Technical Know-how	1.27	0.50	-	-	1.77	0.27	-	0.28	-	0.55	1.22	1.00
Total	**36.04**	**10.34**	**0.39**	**-**	**45.99**	**16.64**	**-**	**4.51**	**0.39**	**20.76**	**25.23**	**19.40**

Range of remaining period of amortisation as at March 31, 2021 of Intangible assets is as below :

₹ Crores

Assets	Range of remaining period of amortisation			
	< 5 year	6 - 10 year	> 10 year	Net Carrying Amount
Software	13.57	0.66	-	14.23
Mining Lease Rights	2.99	3.29	2.38	8.66
Minerals Procurement Rights	0.02	-	-	0.02
Technical Know-how	0.82	0.17	-	0.99
Total	**17.40**	**4.12**	**2.38**	**23.90**

2.04 INVESTMENTS IN JOINT VENTURES AND ASSOCIATES

₹ Crores

Particulars	As at March 31,			
	2021		2020	
	Qty	Amount	Qty	Amount
Investments in Equity Instruments accounted for using equity method :				
Investment in Joint Ventures - Unquoted				
TBK Deepgiri Tile Bath Kitchen Private Limited	50,000	1.76	50,000	1.68
TBK Florance Ceramics Private Limited	1,55,000	2.04	1,55,000	2.31
Ardex Endura (India) Private Limited	65,00,000	57.89	65,00,000	53.73
TBK Unique Jalgaon Tile Bath Kitchen Private Limited (upto - 23.03.2021)	-	-	5,000	-
TBK Sanitary Sales Private Limited (upto - 29.06.2020)	-	-	5,000	-
TBK Prathap Tile Bath Kichen Private Limited (upto - 29.06.2020)	-	-	5,000	-
Investment in Associates - Unquoted				
Prism Power and Infrastructure Private Limited	-	-	4,900	-
Sunspring Solar Private Limited	14,78,412	1.56	14,78,412	1.55
CSE Solar Parks Satna Private Limited	99,80,000	9.94	55,00,000	5.47
Investments in Preference shares - measured at amortised cost - Unquoted				
TBK PB Shah Tile Bath Kitchen Private Limited	-	-	25,000	0.09
(0% Redeemable Preference Shares)				
TBK Rishi Ceramics Private Limited	12,500	0.04	12,500	0.04
(0% Redeemable Preference Shares)				
TBK Deziner's Home Private Limited	60,000	0.18	60,000	0.16
(0% Redeemable Preference Shares)				
Total investments		**73.41**		**65.03**

2.05 INVESTMENTS

₹ Crores

Particulars	As at March 31,	
	2021	2020
Non-current		
Investments- unquoted (fully paid-up)		
(a) Investments in Equity Instruments - measured at FVTPL	0.02	0.02
(b) Investments in Equity Instruments - designated at FVTOCI		
B L A Power Private Limited {No. of Shares 1,75,00,000 (Previous year : 1,75,00,000)}	4.95	5.18
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)}	#	#

2.05 INVESTMENTS (Contd...)

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
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 : Nil)}	#	-
TBK Sanitary Sales Private Limited {No. of Shares 100 (Previous year : Nil)}	#	-
TBK Shree Ganesh Traders Private Limited {No. of Shares 100 (Previous year : 100)}	#	#
(c) Investment in debenture or bonds - measured at FVTOCI		
Government Securities and Government Bonds	257.73	127.78
Debentures / Bonds	167.68	102.74
Investment in Infrastructure and Social sectors	64.31	72.44
(d) Investment in Debt securities - measured at FVTPL		
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 02-Sep-26	0.41	-
Total aggregate unquoted investments	**497.32**	**308.16**

* During the year, the Group decided to divest it's stake in Joint Ventures known as TBK Sanitary Sales Private Limited and TBK Unique Jalgaon Tile Bath Kitchen Private Limited, which are engaged in retail activity of TBK segment.

Amount less than ₹ 50,000/-

Aggregate fair value of quoted investments	-	-
Aggregate fair value of unquoted investments	497.32	308.16
Aggregate fair value of investments measured at FVTPL	2.65	0.02
Aggregate fair value of investments designated at FVTOCI	4.95	5.18
Aggregate fair value of investments measured at FVTOCI	489.72	302.96
Current Investments - unquoted		
(a) Investments in debentures or bonds - measured at FVTOCI		
Government Securities and Government Bonds	40.52	81.24
Other Debentures / Bonds	46.03	35.19
Investment in Infrastructure and Social sectors	61.86	15.15
(b) Investments in Mutual Funds - measured at FVTPL	11.83	18.21
Total aggregate unquoted investments	**160.24**	**149.79**
Aggregate fair value of quoted investments	-	-
Aggregate fair value of unquoted investments	160.24	149.79
Aggregate fair value of investment measured at FVTOCI	148.41	131.58
Aggregate fair value of investment measured at FVTPL	11.83	18.21

2.06 LOANS

₹ Crores

Particulars		Non-current		Current	
		As at March 31,		As at March 31,	
		2021	2020	2021	2020
Security Deposits-Utility					
Secured, considered good		-	0.41	-	-
Unsecured, considered good		42.17	41.23	2.00	2.14
	(a)	**42.17**	**41.64**	**2.00**	**2.14**
Security Deposits-Rental					
Unsecured, considered good		15.63	16.52	-	-
Unsecured, credit impaired		0.74	0.74	-	-
		16.37	17.26	-	-
Less : Provision for Impairment		0.74	0.74	-	-
	(b)	**15.63**	**16.52**	**-**	**-**
Loans to related parties					
Unsecured, considered good		-	1.23	1.24	-
Unsecured, credit impaired		-	0.24	-	-
		-	1.47	1.24	-
Less : Provision for Impairment		-	0.24		-
	(c)	**-**	**1.23**	**1.24**	**-**
Loans to employees					
Unsecured, considered good	**(d)**	**1.04**	**1.21**	**2.19**	**3.34**
Loans to others					
Unsecured, considered good		-	1.74	0.32	-
Unsecured, credit impaired		-	0.31	1.30	-
		-	2.05	1.62	-
Less : Provision for Impairment		-	0.31	1.30	-
	(e)	**-**	**1.74**	**0.32**	**-**
Total	**(a + b + c + d + e)**	**58.84**	**62.34**	**5.75**	**5.48**

These financial assets are carried at amortised cost.

2.07 OTHER FINANCIAL ASSETS

₹ Crores

Particulars	Non-current		Current	
	As at March 31,		As at March 31,	
	2021	2020	2021	2020
Insurance claim receivable (refer note 4.15)	58.94	58.94	4.51	2.56
Bank deposits with more than twelve months maturity (restricted use)	8.60	2.53	-	2.54
Balances in Escrow accounts with banks (restricted use)	0.32	0.05	-	-
Accrued interest	-	1.19	17.34	14.84
Balances related to Coal Mine and Infrastructure (refer note 4.14)	13.93	13.93	-	-
Other receivables	0.03	0.03	0.07	1.47
Total	**81.82**	**76.67**	**21.92**	**21.41**

2.08 DEFERRED TAX ASSETS (NET)

Significant components of deferred tax assets/(liabilities) recognised in the financial statements are as follows :

₹ Crores

Particulars	As at March 31,	
	2021	2020
Deferred tax assets / (liabilities) in relation to :		
Unabsorbed depreciation / Business losses as per Income Tax	(0.44)	(0.43)
Provision for employee benefits	(1.51)	(1.53)
Other temporary differences / unutilised tax asset	7.80	6.44
Property, plant and equipment	(0.09)	(0.20)
Total	**5.76**	**4.28**

The movement in deferred tax assets/(liabilities) during the year ended March 31, 2021 and March 31, 2020 :

₹ Crores

Particulars	As at March 31, 2021	Credited / (Charged) to Statement of P&L/ OCI	As at March 31, 2020	Credited / (Charged) to Statement of P&L/ OCI	As at March 31, 2019
Deferred tax assets / (liabilities) in relation to :					
Unabsorbed depreciation / Business losses as per Income Tax	(0.44)	(0.01)	(0.43)	(60.22)	59.79
Provision for employee benefits	(1.51)	0.02	(1.53)	(64.38)	62.85
Other temporary differences / unutilised tax asset	7.80	1.36	6.44	(71.28)	77.72
Property, plant and equipment	(0.09)	0.11	(0.20)	156.10	(156.30)
Total	**5.76**	**1.48**	**4.28**	**(39.78)**	**44.06**

2.09 OTHER ASSETS

₹ Crores

Particulars	Non-current		Current	
	As at March 31,		As at March 31,	
	2021	2020	2021	2020
Capital Advances				
Unsecured, considered good	45.78	56.92	0.01	0.03
Doubtful	0.34	0.34	-	-
	46.12	57.26	0.01	0.03
Less : Provision for Impairment	0.25	0.17	-	-
	45.87	**57.09**	**0.01**	**0.03**
Advances other than Capital Advances				
Balances with government authorities :				
CENVAT/ VAT/GST receivables	0.85	2.47	20.90	36.90
Balances with statutory authorities	-	0.04	0.20	1.38
Excise/ VAT/ Service Tax/ Custom duty deposited under protest	47.23	33.51	0.24	0.19
Security Deposits	3.72	4.69	0.91	0.95
Advance to related parties	-	-	0.56	0.95
Advances to other parties (net of provision for impairment)	15.71	15.46	38.90	29.03
Prepaid expenses	3.04	2.78	16.64	19.22
Royalty refund receivable	-	-	14.00	17.12
Others	74.22	73.40	87.68	73.55
Total	**190.64**	**189.44**	**180.04**	**179.32**

2.10 INVENTORIES

₹ Crores

Particulars	As at March 31,	
	2021	2020
Raw materials	152.16	171.86
Goods-in-transit	0.58	0.39
Stores and spares	79.28	91.99
Goods-in-transit	0.21	0.17
Fuel Stock	87.80	53.65
Goods-in-transit	29.22	5.55
Work-in-progress	40.00	78.36
Finished goods	138.17	285.19
Goods-in-transit	22.44	12.54
Stock-in-trade	29.32	41.94
Goods-in-transit	1.32	0.02
Total	**580.50**	**741.66**

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 ₹ 11.77 Crores (Previous year : ₹ 20.90 Crores).

b) Above inventory includes damaged stock of finished goods of cement amounting to ₹ 4.19 Crores (Previous year: ₹ 2.95 Crores) in respect of which insurance claims have been lodged. The management expects to recover the amount atleast equal to it's carrying value.

2.11 TRADE RECEIVABLES

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Secured, considered good	69.43	81.60
Unsecured, considered good	556.02	633.10
Unsecured, credit impaired	149.65	141.43
	775.10	**856.13**
Less : Provision for Impairment	149.65	141.43
Total	**625.45**	**714.70**

2.12 CASH AND CASH EQUIVALENTS

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Balances with banks :		
In current accounts	58.08	23.14
Deposits with original maturity of less than three months	251.59	112.52
Cheques / drafts on hand	35.43	0.09
Cash on hand	1.27	1.29
Total	**346.37**	**137.04**

2.13 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Unclaimed Dividend	0.65	0.65
Term deposits (original maturity for more than three months but less than twelve months) (restricted use)	187.27	277.33
Term deposits (original maturity for more than three months but less than twelve months)	10.47	2.84
Total	**198.39**	**280.82**

2.14 CURRENT TAX ASSETS (NET)

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Current tax assets		
Taxes paid	93.19	94.56
Others	1.21	0.28
(a)	**94.40**	**94.84**
Current tax liabilities		
Provision for taxation	36.76	37.26
(b)	**36.76**	**37.26**
Total (a - b)	**57.64**	**57.58**

2.15 EQUITY SHARE CAPITAL

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Paid up Share Capital :		
50,33,56,580 (Previous year : 50,33,56,580) Equity shares of ₹ 10/- each	503.36	503.36
Total	**503.36**	**503.36**

a. Reconciliation of shares outstanding as at the beginning and at the end of the reporting period :

Equity shares	As at March 31, 2021	As at March 31, 2020
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	As at March 31,			
	2021		2020	
	No. of Shares	% of holding	No. of Shares	% of holding
Manali Investment & Finance Private Limited	6,78,17,992	13.47%	6,78,17,992	13.47%
Hathway Investments Private Limited	6,41,13,400	12.74%	6,41,13,400	12.74%
Coronet Investments Private Limited	5,79,49,394	11.51%	5,79,49,394	11.51%
Rajan B. Raheja	5,14,06,327	10.21%	5,14,06,327	10.21%
Bloomingdale Investment & Finance Private Limited	3,15,07,000	6.26%	3,15,07,000	6.26%

2.16 OTHER EQUITY

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
General reserve	191.06	192.34
Retained earnings	714.82	547.43
Other Comprehensive Income (Financial assets measured as at FVTOCI)	0.77	2.59
Capital reserve	(181.16)	(178.71)
Capital redemption reserve	12.69	11.94
Total	**738.18**	**575.59**

2.16 OTHER EQUITY (Contd...)

Description of the nature and purpose of each reserve within equity is as follows :

a) General Reserve

The Group had 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.

b) 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.

c) Capital Redemption Reserve

Capital redemption reserve was created pursuant to the scheme of amalgamation.

d) 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 has also been 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.

2.17 BORROWINGS

Particulars	Non-current	
	As at March 31,	
	2021	2020
Secured		
Bonds / debentures		
- 10.40% Non-convertible Debentures (refer Sr. No. 1) {Nil (Previous year : 800 Nos.) debentures of ₹ 0.10 Crore each}	-	80.00
- 10.40% Non-convertible Debentures (refer Sr. No. 2) {Nil (Previous year : 1200 Nos.) debentures of ₹ 0.10 Crore each}	-	120.00
- 10.70% Non-convertible Debentures (refer Sr. No. 3) {Nil (Previous year : 1000 Nos.) debentures of ₹ 0.10 Crore each}	-	100.00
- 9.25% Non-convertible Debentures (refer Sr. No.4) {Nil (Previous year : 1781 Nos.) debentures of ₹ 0.10 Crore each}	-	178.10
Term loans		
from banks (refer Sr. No. 5 to 34)	998.95	987.26
from others (refer Sr. No. 35 & 36)	218.98	24.86
Vehicle loans		
from banks (refer Sr. No. 37 to 45)	2.48	3.44

2.17 BORROWINGS (Contd...)

₹ Crores

Particulars	Non-current	
	As at March 31,	
	2021	2020
Unsecured		
- 10.70% Non-convertible Debentures (refer Sr. No. 62) {1150 Nos. (Previous year : 1150 Nos.) debentures of ₹ 0.10 Crore each}	115.00	115.00
- 10.00% Non-convertible Debentures (refer Sr. No. 63) {840 Nos. (Previous year : 840 Nos.) debentures of ₹ 0.10 Crore each}	84.00	84.00
- 10.40% Non-convertible Debentures (refer Sr. No. 64) {Nil (Previous year : 500 Nos.) debentures of ₹ 0.10 Crore each}	-	50.00
- 9.55% Non-convertible Debentures (refer Sr. No. 65) {Nil (Previous year : 750 Nos.) debentures of ₹ 0.10 Crore each}	-	75.00
- 10.65% Non-convertible Redeemable Debentures (refer Sr. No. 66) {500 Nos. (Previous year : 500 Nos.) debentures of ₹ 0.10 Crore each}	49.98	49.94
- 10.25% Non-convertible Debentures (refer Sr. No. 67) {500 Nos. (Previous year : Nil) debentures of ₹ 0.10 Crore each}	50.00	-
- 9.75% Non-convertible Debentures (refer Sr. No. 68) {750 Nos. (Previous year : Nil) debentures of ₹ 0.10 Crore each}	75.00	-
0.01% Non-cumulative Redeemable Preference Shares (refer Sr. No. 71)	2.20	2.00
0.02% Non-cumulative Redeemable Preference Shares (refer Sr. No. 72)	2.72	2.50
Term Loan from banks (refer Sr. No. 69)	9.99	89.82
Loan from related party (refer Sr. No. 73)	0.70	-
Fixed Deposits from Public (refer Sr. No. 70)	0.49	0.57
	1,610.49	**1,962.49**
Less : Disclosed under other financial liabilities		
Current maturities of non-current borrowings	180.19	457.55
Unclaimed fixed deposits	0.49	0.57
Total	**1,429.81**	**1,504.37**

₹ Crores

Particulars	Current	
	As at March 31,	
	2021	2020
Secured		
Loans repayable to banks		
On Demand (refer Sr. No. 46 to 58)	44.58	116.09
Bank overdrafts and cash credits (refer Sr. No. 59 & 60)	63.41	35.39
Buyer's Credit (refer Sr. No. 61)	9.46	25.95
Unsecured (refer Sr. No. 74)		
Working Capital Demand Loans from banks	-	5.00
Commercial Paper {Maximum balance outstanding during the year ₹ 100 Crores (Previous year : ₹ 150 Crores)}	-	100.00
Total	**117.45**	**282.43**

2.17 BORROWINGS (Contd...)

(a) Debentures (Secured) :

The Group has issued the following secured redeemable Non-convertible debentures :

₹ Crores

Sl. No.	Nature of Security	Terms of Repayment	As at March 31,	
			2021	2020
1	Secured by first pari passu charge on all the movable and immovable Tangible and Intangible assets of the Cement Division, both present and future, except leased assets.	Allotted on August 31, 2018 and repayable at 10.40 % pa XIRR basis redemption premium on September 27, 2021.	-	80.00
2	Secured by first pari passu charge on all the movable and immovable Tangible and Intangible assets of the Cement Division, both present and future, except leased assets.	Allotted on August 3, 2018 and repayable at 10.40 % pa XIRR basis redemption premium on June 22, 2021.	-	120.00
3	Secured by first pari passu charge on all the movable and immovable Property, plant and equipment of the Cement Division, except leased assets.	Allotted on November 10, 2017 and repayable on November 10, 2020 with Put / Call option at par on November 12, 2018 and November 11, 2019.	-	100.00
4	Secured by first pari passu charge on all the movable and immovable Tangible and Intangible assets of the Cement Division, both present and future except leased assets.	Allotted on December 13, 2016 and repayable at 9.25 % pa XIRR basis redemption premium on April 29, 2020. During the previous year, part prepayment was made for ₹ 21.90 Crores on March 23, 2020.	-	178.10
	Total (a)		**-**	**478.10**

(b) Nature of Security and terms of repayment for secured borrowings (other than debentures) :

₹ Crores

Sl. No.	Nature of Security	Terms of Repayment	As at March 31,	
			2021	2020
5	Secured by first pari passu charge on all the movable and immovable Tangible and Intangible assets of the Cement Division, both present and future.	Quarterly in equal installments payable over a period of 6 years commencing after moratorium period of two years. Availed on March 16, 2016. During the year prepayment was made on March 12, 2021.	-	47.50
6	First exclusive charge on the office premises of HRJ division on units 1 to 4 on 7th Floor, Windsor.	Quarterly installments payable over a period of Five years. ₹ 4.17 Crores each per quarter from November 17, 2018. During the year prepayment was made on July 15, 2020.	-	25.00
7	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	-
8	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.	60.00	-
9	Secured by first pari passu charge on all the movable and immovable fixed assets 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.	36.84	57.89
10	Secured by first pari passu charge on all the movable and immovable fixed assets 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.	42.11	63.16

2.17 BORROWINGS (Contd...)

₹ Crores

Sl. No.	Nature of Security	Terms of Repayment	As at March 31, 2021	As at March 31, 2020
11	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.	122.00	200.00
12	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.	91.50	150.00
13	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.	45.75	75.00
14	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.	150.00	75.00
15	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.	76.25	125.00
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 in 17 structured installments payable from the last day of 9th month from date of first drawdown of facility availed on December 2, 2019.	68.25	75.00
17	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	25.00
18	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	6.25
19	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.	5.08	5.29
20	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	-
21	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 Fixed assets inclusive of all plant and machinery.	Repayable in 57 EMI.	9.85	-
22	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 Fixed assets inclusive of all plant and machinery.	Repayable in 58 EMI.	21.01	32.03

2.17 BORROWINGS (Contd...)

₹ Crores

Sl. No.	Nature of Security	Terms of Repayment	As at March 31, 2021	As at March 31, 2020
23	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 hypothetication charge to be shared with IOB along with Axis Bank on all existing and future movable fixed assets. Second pari passu mortagage charge on all Immovable properties of the borrower being land & building.	Repayable in 48 EMI.	2.00	-
24	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.	2.10	-
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 the property situated at Morbi.	Repayable in 30 EMI.	1.98	2.37
26	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.	2.47	-
27	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	0.47
28	Hypothecation of Stock, Book Debts and all other current assets of the unit. Hypothecation of entire plant and Machinery and all other fixed assets 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.	2.18	-
29	Hypothecation of Stock, Book Debts and all other current assets of the unit. Hypothecation of entire plant and Machinery and all other fixed assets 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.	0.93	-
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.	21.67	23.92
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.	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.	8.82	-

2.17 BORROWINGS (Contd...)

₹ Crores

Sl. No.	Nature of Security	Terms of Repayment	As at March 31, 2021	As at March 31, 2020
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.	EMI over a period of 72 months starting from October 2014.	-	0.75
34	Secured against hypothecation of First Charge of existing Land, Building and Plant & Machinery. Exclusive charge of Plant & Machinery acquired out of Loan.	Repayable in 10 equal quarterly installments starting from April 2018.	-	6.00
35	Secured by first pari passu charge on all the movable and immovable fixed assets of Vijayawada plant of HRJ Division, both present and future.	Quarterly Installments over a period of 5 Years.	20.00	25.00
36	Secured by first pari passu charge on all the movable and immovable assets including plant, property and equipment of the Cement Division, both present and future, except land in Andhra Pradesh and Prayagraj. 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.	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.	1.27	2.07
38	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	0.34
39	Secured by exclusive charge on vehicles of Cement Division.	EMI over a period of 60 months from the respective date of disbursement.	0.29	0.46
40	Secured by hypothecation of vehicle of the Subsidiary Company.	Repayable in 48 equal quarterly installments.	0.06	0.10
41	Secured by hypothecation of vehicle of the Subsidiary Company.	Repayable in 60 equal quarterly installments.	0.31	-
42	Secured by hypothecation of vehicle of the Subsidiary Company.	Repayable in 47 equal quarterly installments.	0.11	0.16
43	Secured by hypothecation of vehicle of the Subsidiary Company.	Repayable in 60 equal quarterly installments.	0.02	0.07
44	Secured by first pari passu charge on vehicles of the Subsidiary Company.	Repayable in 36 EMI.	0.29	-
45	Secured by first pari passu charge on vehicles of the Subsidiary Company.	Repayable in 36 EMI.	0.07	0.24
46	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.	-	12.75
47	Secured by first pari passu charge by way of hypothecation of stocks and book debts both present and future of Cement Division.	Repayable within one year.	-	0.47
48	Secured by first pari passu charge by way of hypothecation of Current Assets & Second pari passu charge on movable & immovable fixed assets of Vijayawada plant of HRJ Division, both present and future.	Repayable within one year.	5.48	17.45
49	Secured by first and exclusive charge by way of hypothecation of Current Assets & Mortgage of Fixed Assets of Baddi and Samba plants of HRJ Division, both present and future.	Repayable within one year.	-	3.25
50	Secured by exclusive charge by way of hypothecation of Current Assets of H & R Johnson(India) TBK Unit of HRJ Division, both present and future.	Repayable within one year.	0.04	-

2.17 BORROWINGS (Contd...)

₹ Crores

Sl. No.	Nature of Security	Terms of Repayment	As at March 31, 2021	As at March 31, 2020
51	Secured by first pari passu charge over entire current assets both present and future of RMC Division.	Repayable within one year.	-	6.14
52	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.	1.76	4.24
53	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	0.02
54	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.	5.00	-
55	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.	0.08	10.07
56	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.	11.53	34.05
57	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.	11.93	19.15
58	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.	8.64	8.50
59	Secured by first pari passu charge by way of hypothecation of entire plant & machinery and other fixed assets of the subsidiary company (present and future). Secured by second pari passu charge of 2 lands belogning to Subsidiary Company situated at Morbi and equitable mortagege of residential properties of four shareholders situated at Tankara and Morbi.	Repayable on demand.	20.96	-
60	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.	42.45	35.39
61	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.	9.46	25.95
	Total		**1,346.52**	**1,201.50**
	Less: Unamortised borrowing costs		8.66	8.51
	Total (b)		**1,337.86**	**1,192.99**

2.17 BORROWINGS (Contd...)

(c) Nature of Security and terms of repayment for unsecured borrowings :

₹ Crores

Sl. No.	Nature of Security	Terms of Repayment	As at March 31, 2021	As at March 31, 2020
	Non-current Borrowings:			
62	Non-convertible Debentures	Allotted on July 26, 2019 and repayable on July 25, 2022.	115.00	115.00
63	Non-convertible Debentures	Allotted on January 31, 2020 and repayable on January 31 2023 with Put / Call option at par on January 31, 2022.	84.00	84.00
64	Non-convertible Debentures	Allotted on September 17, 2018 and repayable on September 17, 2021 with Put / Call option at par on September 17, 2020. During the year, prepayment was made July 02, 2020.	-	50.00
65	Non-convertible Debentures	Allotted on April 11, 2018 and repayable on April 9, 2021 with Put / Call option at par on April 11, 2019 and April 11, 2020. During the year prepayment was made on May 26, 2020.	-	75.00
66	Non-convertible Debentures	Allotted on September 14, 2018 and repayable at the end of 36 months from the date of allotment.	50.00	50.00
67	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	-
68	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	-
69	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	90.00
70	Fixed Deposits from Public	Payable over a period of one to two years from the respective date of disbursement.	0.49	0.57
71	Non-cumulative Redeemable Preference Shares	Redemption on or before March 31, 2027.	2.20	2.00
72	Non-cumulative Redeemable Preference Shares	Redemption on or before March 31, 2028.	2.72	2.50
73	Loan from Related party		0.70	-
74	Current Borrowings		-	105.00
	Total		**390.11**	**574.07**
	Less : Unamortised borrowing costs		0.03	0.24
	Total (c)		**390.08**	**573.83**
	Total Borrowings (a + b + c)		**1,727.94**	**2,244.92**

2.17 BORROWINGS (Contd...)

(d) Aggregate value of non-current borrowings guaranteed by others :

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Bonds / Debentures		
Principal	-	50.00
Interest	-	2.89
Cash Credit from Banks	20.96	-
Term loans from banks		
Principal	32.44	137.25
Interest	-	0.03

(e) Assets pledged as security :

₹ Crores

Particulars		As at March 31, 2021	As at March 31, 2020
Current			
Cash and cash equivalents		0.40	0.44
Other Bank Balance		2.91	2.05
Receivables		797.19	789.38
Inventories		580.39	741.84
Other current assets		1.52	2.10
Total	**(a)**	**1,382.41**	**1,535.81**
Non-current			
Freehold Land		644.52	643.09
Buildings		165.67	168.94
Plant and Machinery		1,545.61	1,333.45
Railway Siding		3.12	3.41
Office Equipments		4.49	4.53
Furniture and Fixtures		5.68	5.37
Computers		2.21	2.38
Mines Development		93.72	81.76
Vehicles		5.90	7.33
Movable fixed assets at Pen, Dewas and Kunigal		145.93	188.50
Others		0.77	0.55
Total	**(b)**	**2,617.62**	**2,439.31**
Total	**(a + b)**	**4,000.03**	**3,975.12**

2.18 TRADE PAYABLES

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Total outstanding dues of Micro Enterprises & Small Enterprises	56.77	18.61
Total outstanding dues of Creditors other than Micro Enterprises & Small Enterprises	880.25	752.11
Total	**937.02**	**770.72**

2.19 OTHER FINANCIAL LIABILITIES

₹ Crores

Particulars	Non-current		Current	
	As at March 31,		As at March 31,	
	2021	2020	2021	2020
Current maturities of non-current borrowings	-	-	180.19	457.55
Payables for acquisition of Property, plant and equipment	-	-	34.07	33.75
Interest accrued	-	37.53	23.05	100.78
Unclaimed dividends*	-	-	0.68	0.65
Unpaid matured deposits and interest accrued thereon	-	-	0.65	0.78
Security deposits from customers / others	300.88	264.45	22.45	18.53
Payable to employees	-	-	13.59	14.19
Financial lease obligations	2.05	2.07	-	-
Liability for expenses	-	6.79	347.39	307.84
Proportionate share in Joint Venture losses	-	-	-	0.25
Others	-	-	2.58	1.53
Total	**302.93**	**310.84**	**624.65**	**935.85**

* There is no amount due and outstanding to be credited to the Investor Education and Protection Fund as at March 31, 2021 (Previous year : Nil).

Detail of Current Maturities of Non-current Borrowings :

₹ Crores

Particulars	As at March 31,	
	2021	2020
Secured Loans :		
Non-convertible debentures	-	278.10
Term loans	79.02	138.02
Vehicle loans	1.19	1.43
Unsecured Loans :		
Non-convertible debentures	99.98	-
Term loans	-	40.00
Total	**180.19**	**457.55**

2.20 PROVISIONS

₹ Crores

Particulars		Non-current		Current	
		As at March 31,		As at March 31,	
		2021	2020	2021	2020
Employee benefits :					
Provision for Gratuity		7.27	6.28	1.88	2.18
Provision for Bonus		-	-	26.18	22.47
Provision for Leave Encashment		19.03	19.80	17.97	15.71
Others		-	-	16.83	14.20
	(a)	**26.30**	**26.08**	**62.86**	**54.56**
Others :					
Provision for claims under litigations		0.07	0.07	-	-
Others		6.27	6.06	0.25	0.19
	(b)	**6.34**	**6.13**	**0.25**	**0.19**
Total	**(a + b)**	**32.64**	**32.21**	**63.11**	**54.75**

2.21 DEFERRED TAX LIABILITIES (NET)

Significant components of deferred tax liabilities/(assets) recognised in the financial statements are as follows :

₹ Crores

Particulars	As at March 31,	
	2021	**2020**
Deferred tax liabilities/(assets) in relation to :		
Unabsorbed Depreciation / Business Loss as per Income Tax	(84.97)	(102.09)
Provision for employee benefits	(55.66)	(60.81)
Other temporary differences	68.25	51.02
Property, plant and equipment	133.56	167.73
Total	**61.18**	**55.85**

The movement in deferred tax liabilities/(assets) during the year ended March 31, 2021 :

₹ Crores

Particulars	As at March 31, 2021	Credited / (Charged) to Statement of P&L / OCI	As at March 31, 2020	Credited / (Charged) to Statement of P&L / OCI	As at March 31, 2019
Deferred tax liabilities / (assets) in relation to :					
Unabsorbed Depreciation / Business Loss as per Income Tax	(84.97)	17.12	(102.09)	(103.28)	1.19
Provision for employee benefits	(55.66)	5.15	(60.81)	(59.87)	(0.94)
Other temporary differences	68.25	17.23	51.02	60.84	(9.82)
Property, plant and equipment	133.56	(34.17)	167.73	131.16	36.57
Total	**61.18**	**5.33**	**55.85**	**28.85**	**27.00**

2.22 OTHER LIABILITIES

₹ Crores

Particulars	Non-current		Current	
	As at March 31,		As at March 31,	
	2021	**2020**	**2021**	**2020**
Advance from customers	0.05	0.19	94.21	83.32
Statutory liabilities	25.78	26.19	104.64	62.27
Other employee benefit expenses	-	-	24.99	20.07
Others	199.39	152.48	419.55	277.06
Total	**225.22**	**178.86**	**643.39**	**442.72**

2.23 CURRENT TAX LIABILITIES (NET)

₹ Crores

Particulars		As at March 31,	
		2021	**2020**
Current tax liabilities			
Provision for taxation		61.06	58.64
	(a)	**61.06**	**58.64**
Current tax assets			
Taxes paid		60.33	54.56
	(b)	**60.33**	**54.56**
Total	**(a-b)**	**0.73**	**4.08**

3.01 REVENUE FROM OPERATIONS

₹ Crores

Particulars	Year ended March 31,	
	2021	2020
Revenue from operations :		
Sale of products	5,424.88	5,844.93
Sale of services	70.04	45.14
Other operating revenue :		
Scrap sales	11.19	9.38
Claims and recoveries	29.78	13.57
Export incentive	1.55	1.98
Investment Income of Insurance Business	37.60	30.03
Net Gain arising of financial assets designated as at FVTPL	2.87	1.69
Commission	5.17	3.28
Others	4.06	6.20
Total	**5,587.14**	**5,956.20**

Revenue from contracts with customers :

I. Revenue from contracts with customers disaggregated based on geography :

₹ Crores

Particulars	Year ended March 31,	
	2021	2020
Home market	5,275.23	5,663.87
Exports	311.91	292.33
Total	**5,587.14**	**5,956.20**

II. Reconciliation of gross revenue with the revenue from contracts with customers :

₹ Crores

Particulars	Year ended March 31,	
	2021	2020
Gross Revenue	5,914.12	6,292.93
Less: Discounts and incentives	326.98	336.73
Net Revenue recognised from Contracts with Customers	**5,587.14**	**5,956.20**

III. Revenue recognised from Contract liability (Advances from Customers) :

₹ Crores

Particulars	As at March 31,	
	2021	2020
Closing Contract liability	94.26	83.51

The contact liability outstanding at the beginning of the year was ₹ 83.51 Crores, of which, ₹ 78.94 Crores has been recognised as revenue during the year ended March 31, 2021.

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

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Interest income earned on financial assets :		
Bank deposits (at amortised cost)	13.93	10.35
Unwinding Interest on financial assets	0.36	0.35
Dividend on preference shares	0.43	0.25
Others	4.40	5.46
Other non-operating income :		
Liabilities no longer considered as payable	6.05	0.60
Government assistance-Tax subsidy / Exemption	4.05	8.32
Miscellaneous income	4.07	3.17
Other gains and losses :		
Net gain on sale of investment	0.01	-
Net gain on foreign exchange fluctuation	4.85	0.24
Total	**38.15**	**28.74**

3.03 CHANGES IN INVENTORIES

₹ Crores

Particulars		Year ended March 31, 2021	Year ended March 31, 2020
Inventories at the end of the year (including in-transit)			
Stock-in-trade		30.64	41.96
Work-in-progress		40.00	78.36
Finished goods		160.61	297.73
	(a)	**231.25**	**418.05**
On Acquisition			
Stock-in-trade		0.27	-
	(b)	**0.27**	**-**
Inventories at the beginning of the year (including in-transit)			
Stock-in-trade		41.96	32.53
Work-in-progress		78.36	79.54
Finished goods		297.73	234.69
	(c)	**418.05**	**346.76**
Total	**(a - b - c)**	**(187.07)**	**71.29**

3.04 OTHER MANUFACTURING EXPENSES

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Stores and spares consumed	121.74	122.78
Plant and equipment hire charges	20.28	36.71
Repairs to plant and equipment	22.16	26.21
Royalty for minerals	57.03	61.52
Sub-contract charges	43.91	68.12
Plant upkeep expenses	29.22	52.23
Quarry expenses	3.41	13.72
Dies and punches consumed	3.18	3.74
Other manufacturing expenses	5.64	6.44
Total	**306.57**	**391.47**

3.05 EMPLOYEE BENEFITS EXPENSE

₹ Crores

Particulars	Year ended March 31, 2021	2020
Salaries, wages and bonus	492.93	524.31
Contribution to provident and other funds	40.28	44.53
Staff welfare expenses	16.68	26.89
Total	**549.89**	**595.73**

3.06 FINANCE COSTS

₹ Crores

Particulars	Year ended March 31, 2021	2020
Interest and Finance charges on financial liabilities :		
Interest on overdraft / cash credit	12.49	17.20
Interest on borrowings	157.12	200.93
Preference Share Dividend including Corporate Tax	0.45	0.24
Interest on finance lease obligation	18.61	13.87
Interest on security deposits	14.03	11.14
Other borrowing costs	7.68	8.29
Total	**210.38**	**251.67**

3.07 DEPRECIATION, AMORTISATION AND IMPAIRMENT EXPENSE

₹ Crores

Particulars	Year ended March 31, 2021	2020
Depreciation of Property, plant and equipment	246.13	199.24
Depreciation on Right of Use Assets	40.57	40.36
Impairment of Property, plant and equipment	-	6.47
Amortisation of intangible assets	5.82	4.49
Total	**292.52**	**250.56**

3.08 OTHER EXPENSES

₹ Crores

Particulars	Year ended March 31, 2021	2020
Rent expenses	20.00	26.65
Rates and taxes	16.98	19.91
Travelling and communication expenses	32.16	57.93
Commission on sales	30.02	25.57
Advertisement, sales promotion and other marketing expenses	100.12	132.19
Legal and professional fees	33.47	40.22
Re-insurance expenses	41.69	36.73
Insurance	20.84	14.20
Impairment loss/allowance/(reversal) on other financial assets carried at amortised cost	(1.22)	1.40
Impairment of trade receivables	8.22	19.45
Bad debts written off	15.98	12.89
Concrete pumping expenses	9.04	14.80
Research expenses *	4.12	4.66
Repairs to buildings	1.76	4.06
Repairs others	11.74	8.48
Bank charges	6.70	6.39
Impairment on non-current assets	3.23	23.98

3.08 OTHER EXPENSES (Contd...)

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Impairment/write-off of Inventories	-	1.50
Claims paid- Insurance Business	181.83	89.28
Commission- Insurance Business	38.63	14.35
Net loss on sale of investments	-	1.10
Net loss on disposal of Property, plant and equipment	0.73	1.16
CSR expenses	4.29	4.08
Miscellaneous expenses	65.88	74.94
Total	**646.21**	**635.92**
*** Research expenses comprise of :**		
Salaries and wages	2.61	2.29
Travelling and Communication	0.24	0.44
Others	1.27	1.93
Total	**4.12**	**4.66**

3.09 TAX EXPENSES

₹ Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
a) Income tax expenses :		
Current tax In respect of the current year	10.37	7.57
Deferred tax In respect of the current year	5.83	66.47
Total	**16.20**	**74.04**
b) Income tax recognised in Other Comprehensive Income :		
Remeasurements of the defined benefit plans	0.79	(0.57)
Share in joint ventures, to the extent not to be reclassified to profit or loss	(0.07)	(0.11)
Net Gain arising of financial assets designated as at FVTOCI	1.25	(1.49)
Total	**1.97**	**(2.17)**
Total income tax expense recognised in the current year (a - b)	**14.23**	**76.21**
(c) A reconciliation between the Statutory income tax rate applicable to the Company and the effective income tax rate is as follows :		
Net profit before tax	156.54	62.09
Effective tax rate applicable to the Company	25.17%	25.17%
Tax amount at the enacted income tax rate	40.75	15.63
Share of profit / (loss) in joint venture not taxable	1.09	1.89
Difference in tax rates of certain entities of the group	0.80	(3.10)
Add: Expenses not deductible in determining taxable profits	82.69	88.99
Less: Allowances/deductible	(70.63)	(64.75)
Minimum Alternative Tax	2.51	113.40
Tax relating to earlier years	(0.39)	-
Others	20.00	10.74
Incremental Deferred Tax assets on account of unused tax losses and unused tax credits	(77.09)	(108.29)
Incremental Deferred Tax liability on account of other temporary differences	14.50	21.70
Tax expense as per the Statement of Profit and Loss	**14.23**	**76.21**

4.01 EARNINGS PER SHARE (EPS)

	Year ended March 31,	
	2021	**2020**
Basic earnings per share :		
Attributable to equity holders of the Group (₹)	3.40	0.20
Diluted earnings per share :		
Attributable to equity holders of the Group (₹)	3.40	0.20
Reconciliation of earnings used in calculating earnings per share :		
Basic earnings per share		
Profit attributable to equity holders of the Group used in calculating basic earnings per share (₹ Crores)	171.23	10.04
Diluted earnings per share		
Profit attributable to equity holders of the Group used in calculating diluted earnings per share (₹ Crores)	171.23	10.04
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 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 has 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.

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 has 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.

4.02 EXCEPTIONAL ITEMS (Contd...)

FY 2019-20 :

a) Road Infrastructure Tax is levied by Madhya Pradesh (MP) Government upon various companies having mining operation. Aggregate demand on the Company for the period 2005-06 to 2018-19 is to the tune of ₹ 14.20 Crores. In earlier years, the said tax was paid under protest as per the demand from the Assessing authority. However, in recent years, the Company is made to deposit the tax in full based on self-assessment and the same is charged to Statement of Profit and Loss. The decision of the High Court in the matter was against the Company. The Company's appeal is pending before the apex court.

b) The Cement division of the Company was denied Cenvat Credit pertaining to outward freight under Goods and Transport Agency (GTA) services aggregating to ₹ 11.44 Crores for the years 2004-05 to 2017-18. The matter of a Unit of the Cement Division was decided in in favour of the Company. Accordingly, provision recognised earlier has been reversed.

c) Unit I of Cement division of the Company had been exempted from payment of Sales Tax on purchases made within the State of MP. After Re-organisation of State of MP and Chhattisgarh, the Chhattisgarh Government refused to extend such benefit to the Company. South Eastern Coal Fields Limited (SECL) imposed 4% CST on Coal supply made from Chhattisgarh which was earlier at NIL rate. The Company had obtained the stay from the Chhattisgarh High Court at that time and accordingly, SECL had not charged the Tax on supply. Amount involved was ₹ 7.56 Crores for the years 2000-01 to 2008-09. The decision of the Honourable Supreme Court is in favour of revenue, accordingly, provision was considered necessary.

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.

Transition : Effective April 1, 2019, the Group has adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on April 1, 2019 using the modified retrospective method. Consequently, the Group recorded the lease liability at the present value of the remaining lease payments discounted at the incremental borrowing rate as on the date of transition and has measured right of use asset an amount equal to lease liability adjusted for any related prepaid and accrued lease payments previously recognised.

2. The effect of this adoption is insignificant on the profit before tax, profit for the year and earnings per share. Ind AS 116 has resulted in an increase in cash inflows from operating activities and an increase in cash outflows from financing activities on account of lease payments.

3. The following is the summary of practical expedients elected on initial application :

a) Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.

b) Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application.

c) Applied the practical expedient by not reassessing whether a contract is, or contains, a lease at the date of initial application. Instead applied the standards only to contracts that were previously identified as leases under Ind AS 17.

d) Used hindsight in determining the lease term where the contract contained options to extend or terminate the lease.

e) The Group has elected, by class of underlying asset, not to separate non-lease components from lease components, and instead account for each lease component and any associated non-lease components as a single lease component.

4.03 LEASES (Contd...)

4. Following is carrying value of right of use assets :

₹ Crores

Particulars	Category of ROU					
	Leasehold Land	Plant & Machinery	Leasehold Building	Vehicle	Furniture	Total
Transition impact on account of Ind AS 116 "Leases"	48.66	7.47	35.44	-	18.88	110.45
Reclassified from property, plant and equipment on account of adoption of Ind AS 116 "Leases" (Refer note no. 2.01)	-	36.84	-	0.41	-	37.25
Reclassified from Earnest money, Security Deposits and Advance Rentals	2.24	0.38	0.15	-	0.85	3.62
Total Right of Use as on date of Transition i.e. April 01, 2019	**50.90**	**44.69**	**35.59**	**0.41**	**19.73**	**151.32**
Additions during the previous year	16.33	34.14	20.45	-	5.85	76.77
Deletion during the previous year	-	0.95	0.31	-	-	1.26
Depreciation of Right of use assets	11.87	11.91	8.69	0.07	7.82	40.36
Balance as at March 31, 2020	**55.36**	**65.97**	**47.04**	**0.34**	**17.76**	**186.47**
Additions during the year	8.90	68.08	0.54	-	1.34	78.86
Deletion during the 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
Balance as at March 31, 2021	**36.45**	**122.56**	**37.70**	**0.28**	**11.26**	**208.25**

5. The following is the carrying value of lease liability :

₹ Crores

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Opening Balance of Lease liability	180.64	-
Transition impact on account of Ind AS 116 "Leases"	-	110.44
Reclassified finance lease obligation under Ind AS 17 to lease liabilities on account of adoption of Ind AS 116 "Leases" (Refer note no. 2.15)	-	29.91
Additions during the year	78.93	76.15
Finance cost accrued during the year	17.92	16.66
Payment/Deletion/Waiver of lease liabilities during the year	74.47	52.52
Closing Balance of Lease liability	**203.02**	**180.64**
Current portion of Lease Liability	32.30	36.64
Non-current portion of Lease Liability	170.72	144.00
Total	**203.02**	**180.64**

6. Amounts recognised in the statement of cash flows :

₹ Crores

Particulars	2020-21	2019-20
Total cash outflow for Leases	53.59	51.50

7. Rental expense recorded for short-term leases was ₹ 27.95 Crores for the year ended March 31, 2021 (Previous year : ₹ 35.36 Crores)

8. 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.

9. Future lease payments which will start from April 1, 2021 is ₹ 34.91 Crores (Previous year: ₹ 93.31 Crores).

10. 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 ₹ 22.09 Crores (Previous year : ₹ 24.95 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, longetivity 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.

Longetivity 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, 2021	March 31, 2020
Discount Rate	5.18% to 6.99%	5.45% to 6.99%
Expected Rate(s) of salary increase	3% to 10%	3% to 10%
Average longetivity at retirement age for current beneficiaries of plans (years)	38 to 58	38 to 58
Average longetivity at retirement age for current employees (future beneficiaries of the plan)	58 & 60	58 & 60
Attrition Rate	2% to 20%	2% to 15%

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,	
	2021	2020	2021	2020
Service cost:				
Current service cost	2.69	2.23	8.17	7.84
Net interest expense	2.02	1.90	2.92	2.98
Actuarial(Gain) / Loss	5.72	7.55	2.30	(1.89)
Component of defined benefit costs recognised in Statement of Profit and Loss	**10.43**	**11.68**	**13.39**	**8.93**

4.04 EMPLOYEE BENEFITS (Contd...)

4. (b) Amounts recognised in consolidated Other Comprehensive Income in respect of defined benefit plans

₹ Crores

Particulars	Gratuity	
	For the year ended March 31,	
	2021	2020
Remeasurement of net defined benefit liability		
Return on plan assets (excluding amount included in net interest expense)	(1.11)	1.23
Actuarial (gains) / losses arising from changes in demographic assumptions	(0.32)	1.07
Actuarial (gains) / losses arising from changes in financial assumptions	4.46	(1.95)
Actuarial (gains) / losses arising from experience adjustments	(0.15)	(2.88)
Components of defined benefits cost recognised in Other Comprehensive Income	**2.88**	**(2.53)**

5. (a) Movements in present value of defined benefit obligation and planned asset

₹ Crores

Particulars	Leave Encashment		Gratuity	
	For the year ended March 31,		For the year ended March 31,	
	2021	2020	2021	2020
Opening defined benefit obligations	34.96	27.14	55.25	51.88
Acquisition through business combination	-	-	-	-
Current service cost	2.69	2.23	8.17	7.84
Interest cost	2.02	1.90	3.73	4.00
Remeasurement (Gains)/ Losses				
Actuarial (gains) / losses arising from changes in demographic assumptions	0.02	0.71	(0.32)	1.14
Actuarial (gains) / losses arising from changes in financial assumptions	1.37	(0.66)	4.46	(2.01)
Actuarial (gains) / losses arising from experience adjustments	4.34	7.49	(0.15)	(2.88)
Benefits paid	(9.03)	(3.85)	(12.16)	(4.72)
Closing Defined Benefit Obligation	**36.37**	**34.96**	**58.98**	**55.25**

5. (b) Movements in fair value of the plan assets

₹ Crores

Particulars	Gratuity	
	For the year ended March 31,	
	2021	2020
Opening fair value of plan assets	33.70	36.13
Interest income	2.09	2.55
Contributions	6.33	0.55
Return on plan assets	1.17	(1.16)
Benefits paid	(11.53)	(4.37)
Closing fair value of plan assets	**31.76**	**33.70**

6. The category of plan assets as a percentage of total plan are as follows

Particulars	Gratuity	
	For the year ended March 31,	
	2021	2020
Equity Shares	11.05%	15.08%
Central and State Government Securities	73.72%	66.05%
Other Fixed Income Securities/Deposits	15.23%	18.87%
Total	**100%**	**100%**

4.04 EMPLOYEE BENEFITS (Contd...)

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.

₹ Crores

Particulars	Leave Encashment		Gratuity	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Discount Rate +100 basis points	34.48	32.98	62.92	59.58
Discount Rate -100 basis points	36.63	35.08	69.53	65.35
Salary Increase Rate +1 %	36.47	34.93	69.27	65.13
Salary Increase Rate -1 %	34.62	33.10	63.09	59.73
Attrition Rate +1%	35.39	33.99	66.08	62.65
Attrition Rate -1%	35.66	34.01	66.05	61.99

4.05 (a) Contingent Liabilities

i) Guarantees given by the Group's bankers and counter guaranteed by the Group: ₹ 86.15 Crores (Previous year : ₹ 108.31 Crores).

ii) Prepayment charges claimed by banks 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) In respect of exemption of Central Sales Tax on coal purchases : Nil (Previous year : Nil). Against this matter, bank guarantee of ₹ 7.70 Crores (Previous year : ₹ 7.70 Crores) has been provided by the Company.

b) Energy Development Cess ₹ 9.89 Crores (Previous year : ₹ 9.89 Crores).

c) Other Claims in respect to Income Tax, Sales Tax, Entry Tax, Excise Duty, Service Tax and other claims ₹ 283.40 Crores. (Previous year : ₹ 246.86 Crores)

(b) Capital and other Commitments

i) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) ₹ 104.97 Crores (Previous year : ₹ 112.04 Crores) and other commitments include outstanding letter of credit ₹ 48.02 Crores (Previous year : ₹ 123.49 Crores)

ii) The Group has imported capital goods without payment of duty under EPCG Scheme. The Group has been granted waiver for Duty of Nil (Previous Year: ₹ 4.84 Crores) and against this waiver, the Group is committed to Export the Goods of ₹ 78.56 Crores in the Block of 6 Years from the date of authorisation of EPCG License. Till March 2021, the Group has exported goods manufactured from the Imported Capital Goods of ₹ 78.56 Crores (Previous Year: ₹ 66.28 Crores). The outstanding Export Obligation as on March 31, 2021 is Nil (Previous Year: ₹ 12.28 Crores).

4.05 (Contd...)

(c) Disclosure of provisions made as per the requirements of Ind AS - 37 on "Provisions, Contingent Liabilities and Contingent Assets" are as follows :

₹ Crores

Particulars	As at April 1, 2020	Provisions made during the year	Amounts utilised or reversed during the year	As at March 31, 2021
MPEB Cess on Generation of Electricity	8.33	-	-	8.33
MP Entry Tax / VAT	10.05	-	-	10.05
VAT on Inter Unit Transfer	0.68	-	0.68	-
Appeal with AP, Kerala, Punjab, Tamil Nadu, Karnataka and Maharashtra Commercial Tax Department	1.47	0.96	0.40	2.03
Mines Restoration Expenses	5.33	0.94	-	6.27
Sales Rebate	0.73	-	0.73	-
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 ₹ 1.04 Crores (Previous year : ₹ 0.84 Crores) and in the event, these are settled against the Company there would be cash outflow of ₹ 25.71 Crores (Previous year : ₹ 25.82 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.

The Ongoing Covid-19 pandemic situation has severely affected the businesses throughout India in the financial year 2020-21. In calendar year (CY20), operations of the Company including its plants had also been adversely impacted due to the ongoing Covid-19 global pandemic.

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 CY20 also, GAIL has waived of TOP obligation in spite of the fact that gas consumption in the country reduced to a significant extent due to onset of Covid-19 pandemic.

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 has also initiated discussions with GAIL for similar reduction for its plant at Pen.

The estimated amount committed under TOP for the underdrawn quantities of RLNG for the quarter ended March 31, 2021, which would be due in December 2021, if it remains undrawn or not waived, is approximately ₹ 10.81 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, in view of the management, this contract is not 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 ₹ 89.09 Crores (Previous year : ₹ 82.43 Crores), the details of which are as under :

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Indirect expenditure incurred during the year and considered as pre-operative expenses		
Salary, Wages and Bonus	1.29	1.60
Contribution to Provident and other funds	0.03	0.06
Rent, Rates and Taxes	0.27	0.26
Travelling and Communication	0.11	0.13
Professional fees	0.28	0.17
Depreciation	3.47	2.86
Miscellaneous expenses	1.21	0.75

4.06 CAPITAL WORK-IN-PROGRESS (Contd...)

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Total	**6.66**	**5.83**
Add : Expenditure up to Previous year	82.43	76.60
Balance Carried forward	**89.09**	**82.43**
Cost relating to acquisition of assets and related direct expenses	43.35	176.54
Total Capital Work-in-progress	**132.44**	**258.97**

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 shareholder. 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).

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,	
	2021	**2020**
Net Debt (₹ Crores)	1,183.18	1,827.06
Total Equity (₹ Crores)	1,523.94	1,323.99
Net Debt to Equity Ratio	0.78	1.38

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:

a) 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.

b) 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.

c) 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.

d) For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

4.08 FINANCIAL INSTRUMENTS (Contd...)

(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

₹ Crores

Particulars	As at March 31, 2021		As at March 31, 2020	
	Carrying values	Fair value	Carrying values	Fair value
Financial assets				
Measured at amortised cost				
Trade receivables	625.45	625.45	714.70	714.70
Loans	64.59	64.59	67.82	67.82
Cash and Bank balances	554.57	554.57	420.86	420.86
Other financial assets	93.93	93.93	95.08	95.08
Measured at FVTPL				
Investments	11.85	11.85	18.23	18.23
Derivative Instruments	#	#	-	-
Debt Instruments	2.63	2.63	-	-
Measured at FVTOCI				
Investment in other companies	643.08	643.08	439.72	439.72
Total Financial assets	**1,996.10**	**1,996.10**	**1,756.41**	**1,756.41**
Financial liabilities				
Measured at amortised cost				
Borrowings	1,727.94	1,727.94	2,244.92	2,244.92
Lease Liabilities	203.02	203.02	180.64	180.64
Trade payables	937.02	937.02	770.72	770.72
Other financial liabilities	746.90	746.90	788.57	788.57
Total Financial liabilities	**3,614.88**	**3,614.88**	**3,984.85**	**3,984.85**

(iii) Level wise disclosure of financial instruments

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020	Level	Valuation techniques and key inputs
Investment in equity instruments of other companies (B L A Power Private Limited)	4.95	5.18	3	Inde-pendent Valuer Certificate
Investments in mutual funds	11.83	18.21	1	Quotes from market
Investment in debt instruments	2.63	-	1	Quotes from market
Investment in debenture/bonds	638.13	434.54	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, 2020	5.18
Less: Adjustment due to Fair valuation	0.23
Balance as on March 31, 2021	**4.95**

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 :

₹ Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Within the credit period	247.46	179.44
1-90 days past due	294.11	406.08
91-180 days past due	38.42	70.09
181-270 days past due	24.59	28.85
More than 270 days past due	170.52	171.67
Total	**775.10**	**856.13**

₹ Crores

Movement in the expected credit loss allowance	As at March 31, 2021	As at March 31, 2020
Balance at the beginning of the year	141.43	121.98
Net movement in expected credit loss allowance on trade receivables calculated at lifetime expected credit losses	8.22	19.45
Balance at the end of the year	**149.65**	**141.43**

4.08 FINANCIAL INSTRUMENTS (Contd...)

(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 :

₹ Crores

As at March 31, 2021	< 1 Year	1 - 5 year	> 5 year	Total
Non-current borrowings	180.20	1,305.94	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	930.18	6.08	0.76	**937.02**
Other Financial Liabilities	443.99	0.10	302.81	**746.90**

₹ Crores

As at March 31, 2020	< 1 Year	1 - 5 year	> 5 year	Total
Non-current borrowings	457.55	1,474.64	29.73	**1,961.92**
Current borrowings	282.43	-	-	**282.43**
Lease Liability	50.90	129.29	99.77	**279.96**
Fixed Deposits payable	0.57	-	-	**0.57**
Trade Payables	770.72	-	-	**770.72**
Other Financial Liabilities	477.73	44.46	266.38	**788.57**

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.

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 polices set by the management.

The Group 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 Group's foreign currency denominated monetary assets and liabilities as at the end of the reporting period are as follows :

In Crores

Currencies	Liabilities		Assets	
	As at March 31,		As at March 31,	
	2021	2020	2021	2020
US Dollar (USD)	1.74	7.11	0.53	0.23
EURO	0.42	0.15	#	0.01
British Pound (GBP)	-	-	-	#
Japanese Yen (JPY)	0.01	0.01	-	-
Srilankan Rupee (LKR)	0.03	0.29	4.28	7.97

Amount less than 50,000/-

Foreign Currency Exposure

In Crores

Foreign currency exposure as at March 31, 2021	USD	EURO	JPY	LKR	GBP
Trade receivables	0.53	#	-	1.62	-
Borrowings	-	-	-	2.66	-
Trade payables	0.13	-	-	-	-
Forward contracts for payables	1.61	0.42	0.01	0.03	-

In Crores

Foreign currency exposure as at March 31, 2020	USD	EURO	JPY	LKR	GBP
Trade receivables	0.23	0.01	-	6.53	#
Loans and other receivables	-	-	-	1.44	-
Borrowings	7.00	0.01	-	-	-
Trade payables	0.11	0.14	0.01	0.29	-
Forward contracts for payables	6.66	-	-	-	-

Amount less than 50,000/-

Particulars of un-hedged foreign currency asset / liability as at Balance Sheet date

In Crores

Currency	Nature	As at March 31, 2021		As at March 31, 2020	
		Amount in Foreign Currency	Amount (₹)	Amount in Foreign Currency	Amount (₹)
EURO	Asset	#	0.27	0.01	0.82
GBP	Asset	-	-	#	0.35
LKR	Asset	4.28	1.57	7.97	3.19
USD	Asset	0.53	38.76	0.23	17.63
EURO	Liability	0.42	35.63	0.15	12.73
LKR	Liability	0.03	0.01	0.29	0.12
USD	Liability	1.74	127.07	0.45	33.74
JPY	Liability	0.01	#	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

₹ Crores

Currencies	Impact on Profit after Tax and Equity		Impact on Profit after Tax and Equity	
	As at March 31,		As at March 31,	
	2021	2020	2021	2020
	1 % increase	1 % increase	1 % decrease	1 % decrease
USD	(0.88)	(0.16)	0.88	0.16
EURO	(0.35)	(0.12)	0.35	0.12
LKR	0.02	0.03	(0.02)	(0.03)
Total	**(1.21)**	**(0.25)**	**1.21**	**0.25**

4.08 FINANCIAL INSTRUMENTS (Contd...)

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.

₹ Crores

Particulars	March 31, 2021	March 31, 2020
Variable rate borrowings	1,346.08	1,279.36
Fixed rate borrowings	381.86	965.56

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.

₹ Crores

Particulars	Impact on Profit / Loss and Equity	
	As at March 31,	
	2021	2020
Interest rates - increase by 100 basis points *	(13.46)	(12.79)
Interest rates - decrease by 100 basis points *	13.46	12.79

* Assuming all other variables as constant

4.09 RELATED PARTY DISCLOSURES

Relationships

Particulars	Ownership interest	
	As at March 31,	
	2021	2020
Joint Venture		
Ardex Endura (India) Private Limited	50%	50%
TBK Deepgiri Tile Bath Kitchen Private Limited	50%	50%
TBK Florance Ceramics Private Limited	50%	50%
TBK Unique Jalgaon Tile Bath Kitchen Private Limited (upto 23.03.2021)	-	50%
TBK Prathap Tile Bath Kitchen Private Limited (upto 29.06.2020)	-	50%
TBK Sanitary Sales Private Limited (upto 29.06.2020)	-	50%
Associates		
CSE Solar Parks Satna Private Limited	27.95%	27%
Sunspring Solar Private Limited	27%	27%
Prism Power & Infrastructure Private Limited	-	49%

4.09 RELATED PARTY DISCLOSURES (Contd...)

Companies in which Directors and/or their relatives have significant influence

Peninsula Estates Private Limited

Varahagiri Investments & Finance Private 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

Independent

Mr. Shobhan M. Thakore, Chairman

Ms. Ameeta A. Parpia, Director

Dr. Raveendra Chittoor, Director

₹ Crores

Name	Relationship	Nature of transaction	Amount of transaction in FY 2020-21	Amount outstanding as on March 31, 2021 (Payable)/ Receivable	Amount of transaction in FY 2019-20	Amount outstanding as on March 31, 2020 (Payable)/ Receivable
Peninsula Estates Private Limited	Companies in which Directors and/or their relatives have significant influence	Rent expense	0.15	-	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	0.60	-	0.60	-
		Deposit given	-	0.11	-	0.11
CSE Solar Parks Satna Private Limited	Associate	Investment made	4.48	NA	5.23	NA
		Access Fees received	0.11	0.05	-	-
		Purchase	6.52	(2.28)	2.22	(0.29)
		Incentive paid	0.19	(0.89)	1.00	(0.70)

4.09 RELATED PARTY DISCLOSURES (Contd...)

₹ Crores

Name	Relationship	Nature of transaction	Amount of transaction in FY 2020-21	Amount outstanding as on March 31, 2021 (Payable)/ Receivable	Amount of transaction in FY 2019-20	Amount outstanding as on March 31, 2020 (Payable)/ Receivable
Sunspring Solar Private Limited	Associate	Investment made	-	-	1.48	N.A.
		Access Fees received	0.04	0.04	-	-
		Purchase	0.90	(0.28)	0.31	(0.27)
		Incentive paid	0.38	(0.68)	0.63	(0.63)
Mr. Atul R. Desai	Executive Director & CEO-RMC	Deposit given	-	0.06	-	0.06
		Rent expense	0.11	-	0.13	-
Payable on account of Managerial Remuneration	KMPs	Refer table below (*)	15.51	(2.55)	17.50	(1.28)
TBK Florance Ceramics Private Limited	Joint Venture	Sales	8.00	0.24	12.39	0.32
		Selling and Distribution Expenses	0.61	-	0.68	-
		Reimbursement of Services Paid	0.05	-	0.07	-
TBK Rathi Sales Agencies Private Limited	Joint Venture	Selling and Distribution Expenses	-	-	0.55	-
		Reimbursement of services received	-	-	0.12	-
TBK P B Shah Tile Bath Kitchen Private Limited	Joint Venture	Purchases and Services	-	-	0.01	-
		Interest Income	-	-	0.06	-
		Sales	-	-	8.72	-

4.09 RELATED PARTY DISCLOSURES (Contd...)

₹ Crores

Name	Relationship	Nature of transaction	Amount of transaction in FY 2020-21	Amount outstanding as on March 31, 2021 (Payable)/ Receivable	Amount of transaction in FY 2019-20	Amount outstanding as on March 31, 2020 (Payable)/ Receivable
TBK Sanitary Sales Private Limited	Joint Venture	Reimbursement of services paid	-	-	0.03	-
		Sales	-	-	6.98	1.13
		Selling and Distribution Expenses	-	-	0.99	-
		Amount written-off / loan balance	-	-	0.01	0.24
TBK Deepgiri Tile Bath Kitchen Private Limited	Joint Venture	Reimbursement of services received	0.08	-	0.11	0.01
		Sales	3.11	0.04	4.40	0.11
		Amount written off / loan balance	-	1.24	-	1.24
		Selling and Distribution Expenses	0.15	-	0.42	-
		Interest Income	0.15	0.61	0.17	0.71
TBK Shree Ganesh Traders Private Limited	Joint Venture	Reimbursement of services paid	-	-	0.02	-
TBK Prathap Tile Bath Kitchen Private Limited	Subsidiary	Reimbursement for service paid	-	-	0.02	-
		Purchase	0.13	-	#	-
		Interest receivable written-off/ Balance receivable	-	-	0.08	-
		Sales	-	-	5.02	1.59
		Interest Income	-	-	0.09	-
Countrywide Exports Private Limited	Significant Influence	Rent expense	0.03	-	0.07	-

4.09 RELATED PARTY DISCLOSURES (Contd...)

₹ Crores

Name	Relationship	Nature of transaction	Amount of transaction in FY 2020-21	Amount outstanding as on March 31, 2021 (Payable)/ Receivable	Amount of transaction in FY 2019-20	Amount outstanding as on March 31, 2020 (Payable)/ Receivable
TBK Rishi Ceramics Private Limited	Joint Venture	Selling and Distribution Expenses	-	-	0.55	-
Ardex Endura (India) Private Limited	Joint Venture	Deposits given	-	#	#	#
		Purchase and services	0.14	(0.02)	0.10	(0.01)
Prism Johnson Limited Staff Provident Fund	Post-retirement Benefit Plan	Purchase of securities	2.57	N.A.	-	-
Others		Interest Income	0.02	-	0.21	0.44
		Interest receivable written-off	0.05	-	-	-
		Sales	1.36	-	11.80	0.02
		Selling and Distribution Expenses	0.07	-	0.55	-
		Amount written-off / loan balance	-	-	0.14	0.03
		Sale of investments	0.01	-	0.11	-
		Reimbursement of services received	#	-	0.03	0.37
		Reimbursement of services paid	#	-	0.01	-

Amount less than ₹ 50,000/-

4.09 RELATED PARTY DISCLOSURES (Contd...)

*** Compensation to KMP :**

₹ Crores

Particulars	Amount of transaction	
	2020-21	**2019-20**
Short-term employee benefits	14.81	16.75
Post-employment benefits	-	-
Other long-term benefits	-	-
Commission to Independent Directors	0.45	0.45
Sitting Fees	0.25	0.30
Total	**15.51**	**17.50**

Notes:

a) 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.

b) The value of related party transaction & balances reported are based on actual transaction and without giving effect to notional Ind AS adjustment entries.

c) 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 :

₹ Crores

Particulars		Segment Revenue		Segment Results	
		Year ended March 31,		Year ended March 31,	
		2021	2020	2021	2020
Cement	(a)	2,585.74	2,584.04	424.51	385.02
HRJ		1,832.50	1,822.55	(7.13)	(28.78)
Share of Profit / (loss) of Joint Ventures and Associate		-	-	4.26	7.24
Total HRJ	(b)	1,832.50	1,822.55	(2.87)	(21.54)
RMC	(c)	907.86	1,413.87	(14.89)	(13.93)
Insurance	(d)	292.98	189.46	(43.04)	(34.22)
	(a + b + c + d)	**5,619.08**	**6,009.92**	**363.71**	**315.33**
Less: Inter Segment Revenue		31.94	53.72	-	-
Total		**5,587.14**	**5,956.20**	**363.71**	**315.33**
Add : Other un-allocable income net of un-allocable expenditure				34.10	20.42
Less : Finance costs				210.38	251.67
Profit Before Tax				**187.43**	**84.08**

Segment Assets and Liabilities :

₹ Crores

Particulars		As at March 31, 2021	As at March 31, 2020
Segment Assets			
Cement		2,707.28	2,615.50
Investment in Associate accounted under Equity Method		9.94	5.47
Total Cement	(a)	2,717.22	2,620.97
HRJ		1,572.34	1,822.66
Investment in Joint Ventures accounted under Equity Method		63.47	59.56
Total HRJ	(b)	1,635.81	1,882.22
RMC	(c)	521.58	578.49
Insurance	(d)	841.18	578.60
Total Segment Assets	(a + b + c + d)	5,715.79	5,660.28
Unallocated		454.00	424.01
Consolidated Total Assets		**6,169.79**	**6,084.29**
Segment Liabilities			
Cement		1,189.08	1,000.89
HRJ		861.77	766.56
RMC		351.12	428.36
Insurance		736.43	504.68
Total Segment Liabilities		3,138.40	2,700.49
Unallocated		1,789.85	2,304.85
Consolidated Total Liabilities		**4,928.25**	**5,005.34**

4.10 SEGMENT INFORMATION (Contd...)

For the purposes of monitoring segment performance and allocating resources between segments :

i. 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.

ii. All liabilities are allocated to reportable segments other than borrowings, other financial liabilities, current and deferred tax liabilities.

₹ Crores

Particulars	Depreciation, amortisation and impairment		Additions to Non-current Assets	
	For the year ended March 31,		For the year ended March 31,	
	2021	2020	2021	2020
Cement	122.35	113.60	333.06	168.18
HRJ	135.92	97.50	25.44	64.25
RMC	30.66	36.82	7.93	22.39
Insurance	3.59	2.64	3.94	2.88
Total	**292.52**	**250.56**	**370.37**	**257.70**

4.11 GOVERNMENT GRANTS BY WAY OF TAX SUBSIDY / EXEMPTION SCHEMES

a) As per Industrial promotion policy 2010 of Madhya Pradesh, HRJ Dewas unit is entitled for subsidy of VAT / CST paid on sales above the normal production capacity achieved. Subsidy recognised in the Statement of Profit and Loss receivable for the year is Nil (Previous year : ₹ 0.16 Crores).

b) 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 ₹ 0.78 Crores (Previous year : ₹ 0.45 Crores).

c) 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 ₹ 0.01 Crores (Previous year : ₹ 0.43 Crores) in the Statement of Profit and Loss.

d) Antique Marbonite Private Limited, Coral Gold Tiles Private Limited, Sanskar Ceramics Private Limited and Spectrum Johnson Tiles Private Limited has received grant in the nature of exemption of Importy duty such as custom duty, CVD and other duties on capital goods with certain condition related to Export of Goods under EPCG Scheme of Goverment of India aggregating to ₹ 0.54 Crores (Previous year: Nil)

e) 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 of ₹ 2.05 Crores. (Previous year: ₹ 6.64 Crores)

f) 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, 2021 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, 2021	March 31, 2020	March 31, 2021	March 31, 2020	
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%	32.50%	50%	67.50%	
TBK Prathap Tile Bath Kitchen Private Limited	India	98%	-	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%	25.50%	74.50%	74.50%	Conversion of seldsper and quartz lumps to powder

4.12 INTERESTS IN OTHER ENTITIES (Contd...)

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.

₹ Crores

Particulars		Raheja QBE General Insurance Company Limited		Antique Marbonite Private Limited (*)	
		March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Summarised Balance Sheet :					
Current assets		319.13	251.65	136.81	100.07
Current liabilities		427.40	277.91	110.49	89.94
Net current assets	**(a)**	**(108.27)**	**(26.26)**	**26.32**	**10.13**
Non-current assets		528.29	331.99	149.76	166.88
Non-current liabilities		202.83	151.35	21.39	20.25
Net non-current assets	**(b)**	**325.46**	**180.64**	**128.37**	**146.63**
Net assets	**(a + b)**	**217.19**	**154.38**	**154.69**	**156.76**
Accumulated NCI		**106.20**	**75.42**	**77.68**	**78.72**

₹ Crores

Summarised Statement of Profit and Loss	Raheja QBE General Insurance Company Limited		Antique Marbonite Private Limited (*)	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Revenue	293.41	189.93	303.31	313.44
Profit for the year	(83.70)	(62.40)	7.90	17.80
Other Comprehensive Income/ (Loss)	(3.59)	4.24	0.10	0.27
Total Comprehensive Income/ (Loss)	**(87.29)**	**(58.16)**	**8.00**	**18.07**
Profit/(Loss) allocated to NCI	**(42.77)**	**(28.50)**	**4.00**	**9.04**

₹ Crores

Summarised cash flows	Raheja QBE General Insurance Company Limited		Antique Marbonite Private Limited (*)	
	March 31, 2021	March 31, 2020	March 31, 2021	March 31, 2020
Cash flows from operating activities	33.02	50.01	12.97	37.98
Cash flows from investing activities	(194.98)	(40.54)	(10.48)	(1.25)
Cash flows from financing activities	149.69	-	(2.46)	(38.22)
Net increase/(decrease) in cash and cash equivalents	**(12.27)**	**9.47**	**0.03**	**(1.49)**

(*) Based on consolidated financial statements

4.13 INTERESTS IN JOINT VENTURE AND ASSOCIATE

Set out below is information on the Joint Venture of the Group as at March 31, 2021 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.

₹ Crores

Summarised Statement of Profit and Loss	Relationship	Place of business	% of Owner-ship	Carrying amount	
				March 31, 2021	March 31, 2020
Ardex Endura (India) Private Limited	Joint Venture	India	50%	57.89	53.73

₹ Crores

Commitments and contingent liabilities	Ardex Endura (India) Private Limited (*)	
	March 31, 2021	March 31, 2020
Share in Joint Venture's contingent liability in respect of VAT / CST, excise and service tax claims not acknowledge as debt	0.47	0.31
Share of capital commitment in Joint Venture	0.27	-

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.

₹ Crores

Particulars		Ardex Endura (India) Private Limited (*)	
		March 31, 2021	March 31, 2020
Summarised Balance Sheet			
Current assets			
Cash and cash equivalents		0.76	0.35
Other assets		103.31	95.96
Total current assets	**(a)**	**104.07**	**96.31**
Total non-current assets	**(b)**	**50.50**	**47.37**
Current liabilities			
Financial liabilities (excluding trade payables)		4.11	5.43
Other liabilities		32.79	27.72
Total current liabilities	**(c)**	**36.90**	**33.15**
Non-current liabilities			
Financial liabilities (excluding trade payables)		5.72	4.61
Other liabilities		2.06	4.34
Total non-current liabilities	**(d)**	**7.78**	**8.95**
Net assets	**(a + b - c - d)**	**109.89**	**101.58**

4.13 INTERESTS IN JOINT VENTURE AND ASSOCIATE (Contd...)

₹ Crores

Reconciliation to carrying amounts	Ardex Endura (India) Private Limited (*)	
	March 31, 2021	March 31, 2020
Opening net assets	101.58	88.41
Profit for the year	8.30	13.28
Other Comprehensive Income	0.01	(0.11)
Closing net assets	**109.89**	**101.58**
Group's share in %	50%	50%
Group's share in INR	54.95	50.79
Goodwill	2.94	2.94
Carrying amount	**57.89**	**53.73**

₹ Crores

Summarised Statement of Profit and Loss	Ardex Endura (India) Private Limited (*)	
	March 31, 2021	March 31, 2020
Revenue from operations	133.19	155.77
Other Income	2.86	2.32
Depreciation and amortisation	4.55	4.36
Interest expense	0.77	0.83
Income tax expense	3.01	4.67
Other expenses	119.42	134.95
Profit for the year	**8.30**	**13.28**
Other comprehensive income	0.01	(0.11)
Total Comprehensive Income	**8.31**	**13.17**

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.

₹ Crores

Particulars	March 31, 2021	March 31, 2020
Aggregate carrying amount of individually immaterial Joint Ventures and Associates	15.30	11.01
Aggregate amount of the Group's share of :		
Profit / (Loss) from operations	0.11	0.53
Total Comprehensive Income/(Loss)	**0.11**	**0.53**

₹ Crores

Particulars	March 31, 2021	March 31, 2020
Total share of profit / (loss) from Joint Ventures / Associates	4.25	7.27

(*) 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 same is pending before the District Judge and Special 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 (a) 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. The balance of impairment loss provision against the said properties as on March 31, 2021 is ₹ 0.92 Crores (March 31, 2020: ₹ 1.10 Crores) which was recognised to write down the value of such properties to its fair value. During the current financial year, the Management has decided to dispose off Leasehold Land and Building located at Sinner, Nasik. The Company is in the process of discussion with potential buyers and expects the same to be disposed off in near future. The reportable segment, in which the Non-current Assets held for sale is presented, is RMC in accordance with Ind AS 108.

(b) In the year 2018-19, the Company has decided to discontinue its operations at its Cement packing unit and dispose off certain assets located there such as buildings, land, plant & machinery, etc. During the year, the Company has disposed of all assets other than land and building thereon. The Company is in the process of discussion with potential buyers and expects the same to be disposed off in near future. The reportable segment, in which the Non-Current Asset held for sale is presented, is Cement 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. 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. 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 ADDITIONAL INFORMATION REQUIRED BY SCHEDULE III

March 31, 2021 :

₹ Crores

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 consoli-dated net assets	Amount	% of consoli-dated profit or loss	Amount	% of consoli-dated Other Compre-hensive Income	Amount	% of consoli-dated Total Compre-hensive Income	Amount
Parent	58.98%	898.80	139.13%	195.27	42.91%	(2.55)	143.38%	192.72
Subsidiaries (Group's share)								
Indian								
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 Venkataramiah 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 Cermica 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 QBE General Insurance Company Limited	7.27%	110.77	-30.42%	(42.69)	30.82%	(1.83)	-33.12%	(44.52)
Non-controlling interests in all subsidiaries								
Indian	18.53%	282.40	-22.01%	(30.89)	27.95%	(1.66)	-24.22%	(32.55)
Joint ventures (Investment as per equity method)								
Ardex Endura (India) Private Limited *	3.60%	54.81	2.96%	4.15	-0.17%	0.01	3.10%	4.16
Total	**100%**	**1,523.94**	**100%**	**140.34**	**100%**	**(5.94)**	**100%**	**134.40**

4.18 ADDITIONAL INFORMATION REQUIRED BY SCHEDULE III (Contd...)

March 31, 2020 :

₹ Crores

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 Total Comprehensive Income	Amount
Parent	60.01%	794.47	-228.82%	27.34	143.48%	(14.46)	-58.47%	12.88
Subsidiaries (Group's share)								
Indian								
TBK Rangoli Tile Bath Kitchen Private Limited	-	0.01	-	-	-	-	-	-
TBK Samiyaz Tile Bath Kitchen Private Limited	-	0.02	0.17%	(0.02)	-	-	0.09%	(0.02)
TBK Venkataramiah Tile Bath Kitchen Private Limited	-	0.02	-	-	-	-	-	-
H. & R. Johnson (India) TBK Limited	0.11%	1.46	-3.43%	0.41	-0.20%	0.02	-1.95%	0.43
RMC Readymix Porselano (India) Limited	-	0.04	-	-	-	-	-	-
Antique Marbonite Private Limited *	5.89%	78.04	-74.39%	8.89	-1.29%	0.13	-40.94%	9.02
Small Johnson Floor Tiles Private Limited *	1.35%	17.93	2.85%	(0.34)	0.79%	(0.08)	1.91%	(0.42)
Spectrum Johnson Tiles Private Limited	1.28%	16.92	22.59%	(2.70)	-0.89%	0.09	11.85%	(2.61)
Sentini Cermica Private Limited	2.40%	31.79	-11.46%	1.37	0.10%	(0.01)	-6.17%	1.36
Coral Gold Tiles Private Limited	0.67%	8.86	-2.26%	0.27	0.40%	(0.04)	-1.04%	0.23
Raheja QBE General Insurance Company Limited	5.95%	78.73	266.31%	(31.82)	-21.45%	2.16	134.64%	(29.66)
Non-controlling interests in all subsidiaries								
Indian	18.51%	245.04	184.02%	(21.99)	-21.53%	2.17	89.97%	(19.82)
Joint ventures (Investment as per equity method)								
Ardex Endura (India) Private Limited *	3.83%	50.66	-55.56%	6.64	0.60%	(0.06)	-29.87%	6.58
Total	**100%**	**1,323.99**	**100%**	**(11.95)**	**100%**	**(10.08)**	**100%**	**(22.03)**

* Based on consolidated financial statement of the respective entities

4.19 Figures for the previous year have been regrouped / reclassified / reinstated, wherever considered necessary.

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

Atul R. Desai
Executive Director & CEO (RMC) - DIN : 01918187

Sarat Chandak
Executive Director & CEO (HRJ) - DIN : 06406126

Manish Bhatia
Chief Financial Officer

Aneeta S. Kulkarni
Company Secretary

Place : Mumbai
Date : May 19, 2021

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

₹ Crores

Sr. No.	Particulars	Name of the Subsidiaries						
		TBK Rangoli Tile Bath Kitchen Private Limited	TBK Venkata-ramiah 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 Porselano (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	0.01	0.01	0.08	0.01	1.61	0.05	264.73
4	Reserves & Surplus	#	0.01	(0.06)	(3.35)	0.17	(0.03)	(47.54)
5	Total Assets	0.01	0.02	0.02	1.18	2.43	1.92	847.42
6	Total Liabilities	#	#	#	4.52	0.65	1.90	630.23
7	Investments	-	-	-	-	-	-	649.96
8	Turnover	-	-	-	2.78	2.16	1.61	292.98
9	Profit/(Loss) before Taxation	#	#	#	(0.60)	0.35	(0.02)	(84.30)
10	Provision for taxation	-	-	-	#	0.03	-	(0.60)
11	Profit/(Loss) after taxation (Before OCI)	#	#	#	(0.60)	0.32	(0.02)	(83.70)
12	Other Comprehensive Income and Minority share	-	-	-	-	#	-	(3.59)
13	Profit/(Loss) for the year (after OCI) - Total Comprehensive Income attributable to the owners of the company	#	#	#	(0.60)	0.32	(0.02)	(87.29)
14	Proposed Dividend	Nil	Nil	Nil	Nil	Nil	Nil	Nil
15	% of shareholding	100%	100%	100%	98%	100%	100%	51%

Part "B" : Joint Ventures and Associates

₹ Crores

Sr. No.	Particulars	Name of Joint Ventures/Associates										
		Sentini Cermica Private Limited	Spectrum Johnson Tiles Private Limited	Antique Marbo-nite Private Limited *	Sanskar Ceramics Private Limited	Small Johnson Floor Tiles Private Limited	Coral Gold Tiles Private Limited	Ardex Endura (India) Private Limited*	TBK Deepgiri Tile Bath Kitchen Private Limited	TBK Florance Ceramics Private Limited	CSE Solar Parks Satna Private Limited	Sun-spring Solar Private Limited
1	Latest audited Balance Sheet date	31.03.2021	31.03.2021	31.03.2021	31.03.2021	31.03.2021	31.03.2021	31.03.2021	31.03.2021	31.03.2021	31.03.2021	31.03.2021
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 on the year end											
	- Number	17,10,000	21,65,388	22,56,750	50,00,000	20,00,000	26,00,000	65,00,000	50,000	1,55,000	99,80,000	14,78,412
	- Amount of investment in Joint Ventures/Associates	8.55	8.03	11.32	18.23	14.89	5.46	6.50	0.05	3.38	9.98	1.48

₹ Crores

Sr. No.	Particulars	Name of Joint Ventures/Associates										
		Sentini Cermica Private Limited	**Spectrum Johnson Tiles Private Limited**	**Antique Marbo-nite Private Limited ***	**Sanskar Ceramics Private Limited**	**Small Johnson Floor Tiles Private Limited**	**Coral Gold Tiles Private Limited**	**Ardex Endura (India) Private Limited***	**TBK Deepgiri Tile Bath Kitchen Private Limited**	**TBK Florance Ceramics Private Limited**	**CSE Solar Parks Satna Private Limited**	**Sun-spring Solar Private Limited**
	- Extend of Holding %	50%	50%	50%	50%	50%	50%	50%	50%	50%	27.95%	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	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
6	Networth attributable to Shareholding as per latest audited Balance Sheet	33.16	19.74	77.00	17.25	21.95	9.49	54.81	2.04	1.28	35.54	1.54
7	Profit/Loss for the year (after OCI) - Total Comprehensive Income attributable to the owners of the company											
	i. Considered in Consolidation	2.73	5.64	8.00	4.98	7.16	1.25	4.16	0.07	(0.25)	(0.01)	0.02
	ii. Not Considered in Consolidation	Refer Note no. 5						4.16	0.07	(0.25)	(0.02)	0.04

* 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, 2021.

(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

Atul R. Desai
Executive Director & CEO (RMC) - DIN : 01918187

Sarat Chandak
Executive Director & CEO (HRJ) - DIN : 06406126

Manish Bhatia
Chief Financial Officer

Aneeta S. Kulkarni
Company Secretary

Place : Mumbai
Date : May 19, 2021

NOTICE

NOTICE IS HEREBY GIVEN that the Twenty-ninth Annual General Meeting of the Company will be held on Friday, July 30, 2021 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 Statement of the Company for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors and the Statutory Auditors thereon; and

b. the Audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2021, together with the Report of the Statutory Auditors thereon.

2. To appoint a Director in place of Mr. Vivek K. Agnihotri (DIN : 02986266), who retires by rotation and being eligible, offers himself for re-appointment as Director.

3. To appoint a Director in place of Mr. Atul Desai (DIN : 01918187), who retires by rotation and being eligible, offers himself for re-appointment as Director.

Special Business :

4. Re-appointment of Mr. Vivek K. Agnihotri (DIN : 02986266) as Executive Director & CEO (Cement)

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

"RESOLVED THAT subject to the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 as may be amended from time to time and the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee, approval of the Company be and is hereby accorded to the re-appointment of Mr. Vivek K. Agnihotri (DIN : 02986266) as Executive Director & CEO (Cement) of the Company, for the period, terms as to remuneration and conditions as set out hereunder and in the Agreement to be entered into by the Company with him, submitted to this Meeting and initialed by the Chairman for the purpose of identification, with full liberty to the Board of Directors of the Company (hereinafter referred to as the 'Board' which term shall be deemed to include the Nomination & Remuneration Committee of the Board), to revise/alter/modify/amend/change the terms and conditions of the Agreement, from time to time, as may be agreed to by the Board and Mr. Agnihotri.

1. **Period :**

   Three years with effect from August 17, 2021.

2. **Remuneration :**

   (i) Remuneration, by way of salary, perquisites, incentives and allowances, and commission, which together shall not, in any financial year, exceed ₹ 6 Crores (Rupees Six Crores only), as may be decided by the Board from time to time.

   (ii) In addition, Mr. Vivek Agnihotri shall be entitled to the following :

   (a) Company's contribution to provident fund, superannuation fund or annuity fund to the extent that these either singly or put together are not taxable under the Income Tax Act, 1961;

   (b) gratuity/ex-gratia at a rate not exceeding half a month's salary for each completed year of service; and

   (c) encashment of leave at the end of the tenure, payable as per the rules of the Company."

"RESOLVED FURTHER THAT notwithstanding anything hereinabove, in the event of loss or inadequacy of profits or in the event that the limits set out in Section 197 and/or Schedule V to the Companies Act, 2013 are exceeded in any financial year(s) during the currency of tenure of Mr. Vivek Agnihotri as Executive Director & CEO (Cement) of the Company, he shall be paid the above mentioned remuneration."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things as may be considered necessary to give effect to the aforesaid resolutions in its absolute discretion, deem necessary, proper or desirable 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 and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

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, 2022, 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 28th Annual General Meeting of the Company held on August 14, 2020 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, as amended, Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, as amended, 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."

7. Commission to Non-executive Directors in case of no or inadequate profits

To consider and if thought fit, to pass with or without

modification(s), the following resolution as an Ordinary Resolution :

"RESOLVED THAT pursuant to the provisions of Section 197 and 198 read with Part II of Schedule V to the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014 ('the Rules'), as ammended, provisions of Regulation 17(6) and all other applicable Regulations of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, (including any statutory modifications or amendments or re-enactment thereof for the time being in force), and Articles of Association of the Company, the consent of shareholders, be and is hereby accorded to the payment of remuneration by way of commission, in addition to sitting fees and reimbursement of expenses incurred for attending meetings of the Board of Directors of the Company and its Committees thereof, to Non-executive Director(s) ('NEDs') including Independent Director(s) of the Company (other than any Non-executive Director as may not desire to participate) when the Company has no profits or its profits are inadequate in any financial year(s) up to an amount not exceeding the limits set out in Section II (A) of Part II of Schedule V to the Act from time to time, but subject to such ceiling, if any, per annum, as the Board of Directors (hereinafter referred to as 'the Board' which term shall be deemed to include the Nomination & Remuneration Committee of the Board) may from time to time fix in that behalf and in the manner as the Board may decide from time to time"

"RESOLVED FURTHER THAT if currency of the tenure of any such director in any financial year is for a period less than one year, the payment of commission shall be pro-rated."

"RESOLVED FURTHER THAT the consent granted herein for payment of commission to NEDs as aforesaid shall be valid for a period of three financial years or such other period as may be statutorily permitted from time to time, commencing from April 1, 2021."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution without being required to seek any further 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."

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 - 7 above, is annexed hereto. The Board of Directors have considered and decided to include the Item Nos. 4 - 7 given above as Special Business in the forthcoming 29th 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 applicable 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 Private 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. 16 below and is also available on the website of the Company at www.prismjohnson.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. with a copy marked to mohsin.mohd@kfintech.com.
5. **Despatch of Annual Report through Electronic Mode** In accordance with the applicable Circulars and other relevant provision of the Act and Circular dated May 12, 2020 read with Circular dated January 15, 2021 issued by SEBI, Notice of the AGM along with the Annual Report 2020-21 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 2020-21, will also be available on the website of the Company at www.prismjohnson.in, on the website of Stock Exchanges - www.bseindia.com & www.nseindia.com and on the website of KFin at https://evoting.kfintech.com.

6. **Details 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 Private 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.

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 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.

11. **Transfer of securities :** SEBI has amended the Regulation 40 of the SEBI LODR pursuant to which with effect from April 1, 2019, transfer of securities cannot be processed unless the securities are held in the dematerialised form with a depository except in case of request received for transmission or transposition of securities.

    Members holding shares in physical form are requested to dematerialise their holdings at the earliest as it will not be possible to transfer shares held in physical mode.

12. **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 (onetime) 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.

13. **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.

    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.

14. **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 Tuesday, July 27, 2021, 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 Friday, July 23, 2021, i.e. the 'cut-off' date for e-voting.

15. **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 help us serve 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 nos., 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.

16. **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. 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 resolution.

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.pjltd@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 Sunday, July 25, 2021 (9.00 a.m.) till Thursday, July 29, 2021 (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 in 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.

National Securities Depository Limited ('NSDL')	Central Depository Services (India) Limited ('CDSL')
1. User already registered for IDeAS facility i. URL: https ://eservices.nsdl.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.	***1. Existing user who have opted for Easi/Easiest*** i. URL: https://web.cdslindia.com/myeasi/home/login or URL: 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 IDeAS e-Services i. To register click on link : https://eservices.nsdl.com ii. Select "Register Online for IDeAS" iii. Proceed with completing the required fields.	***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. User not registered for IDeAS e-Services i. To register click on link : https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp ii. Proceed with completing the required fields.	***3. By visiting the e-voting website of CDSL*** i. URL: www.cdslindia.com ii. Provide demat Account Number and PAN No. 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.
4. By visiting the e-Voting website of NSDL i. URL: https://www.evoting.nsdl.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. v. 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.	

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 redirected to NSDL/CDSL Depository site after successful authentication. 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.

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 evoting@nsdl.co.in 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 helpdesk.evoting@cdslindia.com or contact at 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 and 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 July 25, 2021 (9.00 a.m.) upto July 27, 2021 (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 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 and on KFin's website www.evoting.kfintech.com and shall also be communicated to BSE Limited and the National Stock Exchange of India Limited.

By Order of the Board

Place : Mumbai
Dated : May 19, 2021

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 - 7 mentioned in the accompanying Notice.

Item No. 2 & 4

The Board of Directors of the Company, on the recommendation of the Nomination & Remuneration Committee, at its meeting held on May 19, 2021 has re-appointed Mr. Vivek K. Agnihotri (DIN : 02986266) as the Executive Director & CEO (Cement) of the Company for a period of three years with effect from August 17, 2021.

The information as per Part (B) of Section II of Part II of Schedule V to the Companies Act, 2013 and information pursuant to Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is given hereunder :

General Information :

1. **Nature of Industry**

   Manufacture of Cement, Tiles, Bath Fittings and Ready Mixed Concrete.

2. **Date or expected date of commencement of commercial production**

   The Company was incorporated on March 26, 1992 and commenced production in September 1997.

3. **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus**

   Not applicable

4. **Financial performance based on given indicators**

₹ Crores

Particulars	2020-21	2019-20	2018-19
Total Revenue	5,071.38	5,605.58	5,985.17
Total Expenses	4,862.82	5,502.00	5,772.76
Exceptional Items	(4.78)	(10.32)	(11.26)
Profit Before Tax	203.78	93.26	201.15
Profit After Tax	199.95	25.26	126.59
Dividend Rate	-	10%	5%

Foreign investments or collaborators, if any

- There are no foreign collaborators.
- The Company is listed on BSE Limited and the National Stock Exchange of India Limited. The foreign holding in the Company as on March 31, 2021 is 3.62%.

Information about the Appointee :

1. **Background details**

   Mr. Vivek K. Agnihotri, 61 years, was appointed as Executive Director & CEO (Cement) on the Board of Directors since August 17, 2015. Mr. Agnihotri has a good and varied experience in the cement industry of over 33 years.

   Mr. Agnihotri was the Chief Corporate Services Officer at Ambuja Cement Limited, Mumbai in charge of corporate strategy, business risk management, M&A, CSR, land, environment, sustainability, alignment with group companies ACC/Lafarge/Holcim and special projects (coal, greenfield, etc.) prior to joining the Company.

   He joined ACC in 1987 and held a series of assignments in sales, marketing and commercial services and as Business Head before holding position of Chief Corporate Services Officer since January 2015.

   Prior to his joining ACC, Mr. Agnihotri has worked with DCM Limited. Mr. Agnihotri has done B.A. - Economics (Hons) and MBA - Marketing from University of Delhi.

2. **Past Remuneration**

   The remuneration paid to Mr. Agnihotri for 2020-21 was ₹ 3.41 Crores.

3. **Job profile and his suitability**

   Mr. Agnihotri, as the Executive Director & CEO (Cement) of the Company, functions with special focus on the Cement Division under the overall superintendence and guidance of the Board of Directors and the Managing Director of the Company. In view of his qualifications and varied experience, the Board has bestowed the above responsibilities on Mr. Agnihotri.

4. **Remuneration proposed**

   To be decided by the Nomination & Remuneration Committee/Board from time to time within the overall limits as approved by the shareholders.

5. **Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person**

   Considering the general industry practices, the specific Company profile, knowledge, skills, insights, vast business experience and responsibilities shouldered by Mr. Agnihotri, the remuneration decided by the Nomination & Remuneration Committee/Board is in line with industry standards and is fair and reasonable.

6. **Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any**

   Except for the remuneration payable to him, Mr. Agnihotri has no direct or indirect pecuniary relationship with the Company or with any of the Directors or managerial personnel of the Company.

Other Information :

Basis the last audited balance sheet i.e. as of March 31, 2021, the information with regards to the following is not applicable as the Company has adequate profits :

i. Reasons of loss or inadequate profits;

ii. Steps taken or proposed to be taken for improvement;

iii. Expected increase in productivity and profits in measurable terms, etc.

Disclosures :

i. The Company does not pay any bonus, severance fee and no stock options have been granted to the Executive Director & CEO.

ii. The appointment may be terminated at any time by either party giving six months' notice of such termination to the other party.

iii. Mr. Agnihotri does not hold any securities of the Company.

iv. Mr. Agnihotri 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 related to the directors or promoters of the Company or any of its subsidiaries at any time during the last two years before or on the date of appointment.

v. Mr. Agnihotri possesses post-graduate level qualification with expertise and specialised knowledge in the field in which the Company operates.

vi. Board Meeting Attendance for 2020-21 : Seven Meetings

The draft Agreement to be entered into with Mr. Agnihotri shall be available for inspection by the Members through electronic mode, basis the request being sent on investor@prismjohnson.in.

The Directors are of the view that the Company would benefit/ continue to be benefited by the experience and guidance of Mr. Agnihotri and therefore recommend adoption of the Ordinary/Special Resolutions at Item Nos. 2 & 4.

Mr. Agnihotri 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.

Except for Mr. Agnihotri 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.

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, 2022 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, 2022.

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, 2021, borrowed ₹ 374 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 August 14, 2020, 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.

Item No. 7

At the 26th Annual General Meeting of the Company held on August 8, 2018, the Members had accorded their consent to the Board of Directors of the Company to pay commission to the Non-Executive Directors ('NEDs') not exceeding 1% of the annual net profit of the Company, computed in accordance with the provisions of Sections 197, 198 of the Companies Act, 2013 ('the Act').

The Ministry of Corporate Affairs vide its Notification dated March 18, 2021, has amended provisions in the Act relating to the payment of remuneration to NEDs, including Independent Directors. As per the amendment, now the companies having inadequate profit or no profit are allowed to pay remuneration to NEDs including Independent Directors, subject to limits specified in Schedule V to the Companies Act, 2013 and with the approval of Nomination & Remuneration Committee, Board and Shareholders. Earlier, payment of remuneration to NEDs was allowed only subject to availability of net profit calculated in the prescribed manner.

The NEDs, while on the Board and its Committees, shoulder the responsibilities cast by the Act and applicable regulatory provisions, and act in good faith in order to promote the objects of the Company for the benefit of its stakeholders, and in the best interest of the Company, its employees, the shareholders, the community and for protection of environment. The guidance from NEDs ensures that the Company achieves its objectives without compromising with highest governance principles embraced by the Company. Their experience is of immense help for the Company while navigating through difficult times such as the on-going pandemic situation.

Keeping in view, the enhanced role, responsibilities and duties of NEDs, and in appreciation of their contribution and services that they have rendered / will be rendering to the Company during their tenure and in the long term interest of the Company and its stakeholders, the Board, at its meeting held on May 19, 2021 and pursuant to the recommendation of the Nomination & Remuneration Committee, approved payment of commission, in addition to sitting fees paid and reimbursement of expenses incurred for attending meetings of the Board of Directors of the Company and its Committees, within the limits prescribed under the Act in accordance with the amended provisions of Schedule V to the Act, to NEDs, even in the financial year(s) in which the Company has no profits or its profits are inadequate.

The resolution passed by the shareholders shall be valid for a period not exceeding 3 (three) years or such other period as may be statutorily permitted. If the currency of the tenure of any such director in any financial year is for a period less than one year, the payment of commission shall be pro-rated.

The information pursuant to provisions of Part (B) of Section II of Part II of Schedule V to the Companies Act, 2013 is given hereunder :

General Information :

The general information is given under Item Nos. 2-4 of the Explanatory Statement.

Information about the Appointee :

Not Applicable

Other Information :

Basis the last audited balance sheet i.e. as of March 31, 2021, the information w.r.t. to the following is not applicable as the Company has adequate profits :

i. Reasons of loss or inadequate profits;

ii. Steps taken or proposed to be taken for improvement;

iii. Expected increase in productivity and profits in measurable terms, etc.

Disclosures :

i. Except for the remuneration payable to them, Mr. Shobhan Thakore and Dr. Raveendra Chittoor have no direct or indirect pecuniary relationship with the Company or with any of the Directors or managerial personnel of the Company.

ii. Mr. Rajan Raheja holds 5,14,06,327 and Ms. Ameeta Parpia holds 76,000 equity shares of the Company. Except for the remuneration payable to them and the aforesaid equity shares held by them, Mr. Rajan Raheja and Ms. Ameeta Parpia have no other direct or indirect pecuniary relationship with the Company or with any of the Directors or managerial personnel of the Company.

iii. Except for the sitting fees and the Commission to Non-Executive Independent Directors, the Company does not pay any bonus, severance fee and no stock options have been granted to the NEDs.

iv. The Board, at its meeting held on May 19, 2021, has approved Commission for 2020-21 to be paid to the Non-executive Independent Directors as under :

- Mr. Shobhan Thakore : ₹ 0.25 Crores
- Ms. Ameeta Parpia : ₹ 0.20 Crores
- Dr. Raveendra Chittoor : ₹ 0.15 Crores

v. Board Meeting attendance for 2020-21 :

- Mr. Shobhan Thakore : 7
- Mr. Rajan Raheja : 6
- Ms. Ameeta Parpia : 7
- Dr. Raveendra Chittoor : 6

Mr. Shobhan M. Thakore, Mr. Rajan B. Raheja, Ms. Ameeta A. Parpia and Dr. Raveendra Chittoor being NEDs may be deemed to be concerned or interested in this resolution to the extent of commission that may be payable to them from time to time. No other Director 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.

The Directors recommend the passing of the Resolution at Item No. 7 as an Ordinary Resolution.

By Order of the Board

Place : Mumbai
Dated : May 19, 2021

Aneeta S. Kulkarni
Company Secretary

Registered Office :

305, Laxmi Niwas Apartments,
Ameerpet, Hyderabad - 500 016
Phone : +91-40-23400218
Fax No.: +91-40-23402249
email : investor@prismjohnson.in
website: www.prismjohnson.in
CIN : L26942TG1992PLC014033

Details of Director seeking re-appointment as required under the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 :

Mr. Atul Desai (DIN : 01918187), 59 years, has a rich experience of 33 years. He was the Whole-time Director and Chief Marketing Officer at Reliance Cement Company Private Limited (‘RCC’) prior to joining the Company. He joined RCC in 2013. He led the marketing, logistics and sales operations, product management, partnership marketing, customer service and customer retention. As a part of the marketing operations, he also took care of RCC’s media and industry relations, advertising, interactive programmes, communications as well as market and customer research.

He started his career as a GET with Gujarat State Fertilizer Corporation and subsequently served other leading companies including Star Cement Limited and Ambuja Cement Limited as Head of Operations & Marketing.

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 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. Desai has attended seven Board meetings during the year ended March 31, 2021.

NOTES

Our Presence

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 in connection to its accuracy or completeness.

it's an SGA adsvita creation | adsvita.com

PRISM JOHNSON LIMITED

Registered Office

305 Laxmi Niwas Apartments, Ameerpet, Hyderabad 500016

CIN: L26942TG1992PLC014033 | Tel: +91-40-23400218 | Fax: +91-40-23402249