

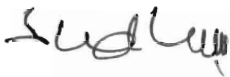
FORM A

(Pursuant to Clause 31(a) of the Listing Agreement)


Format of covering letter of the annual audit report to be filed with the stock exchanges

1.	Name of the Company	Shree Cement Limited
2.	Annual financial statements for the year ended	30 th June 2015 (Standalone and Consolidated)
3.	Type of Audit Observation	Un-qualified
4.	Frequency of observation	Not Applicable

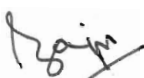
For **B. R. Maheswari & Co.**
Chartered Accountants
Firm's registration No. 001035N


(Sudhir Maheshwari)
Partner
Membership No.081075


For **Shree Cement Limited**


(H.M. Bangur)
Managing Director

For **Shree Cement Limited**


(Subhash Jajoo)
Chief Finance Officer

For **Shree Cement Limited**


(O.P. Setia)
Chairman of Audit Committee

Place : Kolkata
Date : 5th August, 2015



SHREE CEMENT LIMITED

Regd. Office: Bangur Nagar, Beawar-305 901, Distt. Ajmer (Rajasthan)

Phone: EPABX 01462 228101-6, Fax: 01462 228117/119

E-Mail: shreebwr@shreecementltd.com Website: www.shreecement.in

CIN: L26943RJ1979PLC001935

NOTICE

NOTICE is hereby given that the Thirty Sixth Annual General Meeting of the Members of **SHREE CEMENT LIMITED** will be held at the Registered Office of the Company at "Satkar", Bangur Nagar, Beawar – 305 901, District Ajmer (Rajasthan) on Saturday, 14th November, 2015 at 11.30 A.M. to transact the following business: -

Ordinary Business

1. To receive, consider and adopt:
 - a. the Audited Financial Statements of the Company for the financial year ended 30th June, 2015 and the reports of the Board of Directors and Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the financial year ended 30th June, 2015.
2. To confirm the payment of Interim Dividend on equity shares for the financial year ended 30th June, 2015.
3. To declare final dividend on equity shares for the financial year ended 30th June, 2015.
4. To appoint a Director in place of Shri H. M. Bangur (DIN: 00244329), who retires by rotation and being eligible, offers himself for re-appointment.
5. 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 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. B. R. Maheswari & Company, Chartered Accountants, New Delhi (Firm Registration No.: 001035N) be and are hereby appointed as Statutory Auditors of the Company, to hold office from the conclusion of the Thirty Sixth Annual General Meeting until the conclusion of the next Annual General Meeting at such remuneration plus service tax as applicable and reimbursement of out-of-pocket expenses in connection with the audit as the Board of Directors may fix in this behalf."

Special Business

6. 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 Sections 149,

150 and 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with Schedule IV of the said Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Shri Sanjiv Krishnaji Shelgikar (DIN: 00094311), who was appointed as an Additional Director of the Company with effect from 5th August, 2015 under Section 161 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years commencing from 5th August, 2015."

7. To consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolutions**:

"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 thereof, for the time being in force), the Cost Auditors viz. M/s. K. G. Goyal and Associates, Cost Accountants appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year 2015-16, be paid the remuneration of ₹3,00,000/- (Rupees three lac only) plus service tax as applicable and reimbursement of out of pocket expenses."

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

8. To consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Special Resolutions**:

"RESOLVED THAT pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, approval of the members be and is hereby accorded to the Board of Directors of the Company to offer or invite subscriptions for secured / unsecured redeemable non-convertible debentures, in one or more series / tranches during a period of one year from the

date of passing of the resolution upto an amount not exceeding overall borrowing limits of the Company as approved from time to time by the members of the Company on private placement basis to bank(s)/financial institution(s)/Trust(s)/other eligible investor(s) and on such terms and conditions as the Board of Directors of the Company may, from time to time, determine and consider proper."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof formed for the purpose), be and

is hereby authorised to do all such acts, deeds and things and give such directions as may be deemed necessary or expedient to give effect to the above Resolution including determining the terms and conditions of the non-convertible Debentures."

By order of Board of Directors
for SHREE CEMENT LIMITED

Place: Kolkata
Date: 5th August, 2015

S. S. KHANDELWAL
Company Secretary

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
3. A Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Businesses to be transacted at the Meeting is annexed hereto.
4. Members are requested to bring their attendance slip along with their copy of annual report at the Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. (a) The Register of Members and Share Transfer Books of the Company will remain closed from 7th November, 2015 to 14th November, 2015 (both days inclusive) for determining the names of members eligible for dividend on Equity Shares, if declared at the Meeting.
(b) The dividend on Equity Shares, if declared at the Meeting, will be credited / dispatched from 18th November, 2015 to those members whose names shall appear on the Company's Register of Members on 14th November, 2015. In respect of

the shares held in dematerialised form, the dividend will be paid to members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date.

7. (A) The Company has transferred all unclaimed dividend declared upto the Accounting year 1994-95 to the General Revenue Account of the Central Govt. as required under Companies (Transfer to the General Revenue Account of the Central Government) Rules, 1978. Members who have so far not claimed or collected their dividends declared up to the aforesaid year are requested to claim such dividends from the Registrar of Companies, G/6-7, Second Floor, Residency Area, Civil Lines, Jaipur, Rajasthan by making an application in Form II of the said Rules.
(B) Under Section 205A of the Companies Act, 1956, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to unpaid dividend account of the Company shall be transferred to the Investor Education and Protection Fund (IEPF) set up by the Government of India. Accordingly, the Company has transferred the unpaid or unclaimed dividends for the financial years 1995-96 to 2007-08 (dividend for 2007-08 to be transferred on 23.08.2015) from time to time on due dates, to the Investor Education and Protection Fund (the IEPF) established by the Central Government. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 10th November, 2014 (date of last Annual General Meeting) on the website of the Company (www.shreecement.in), as well as on the website of the Ministry of Corporate Affairs.
(C) The members who have not yet encashed the dividend warrant(s) for the year 2008-09 and onwards are requested to approach to the Company with their warrants for revalidation. Dividends for these years, which remain unclaimed for a period of 7 years, will be transferred by the Company to Investor Education and Protection Fund (IEPF).

The details of unpaid dividend and last date of transfer in IEPF are given hereunder:

Year	Type of Dividend	Dividend per share (₹)	Date of declaration of Dividend	Dividend Amount unpaid as on 30.06.2015 (₹ Lac)	Last date for transfer of unpaid dividend in Investor Education and Protection Fund
2008-09	Interim	5	28.04.2009	6.60	03.06.2016
	Final	5	24.07.2009	6.14	29.08.2016
2009-10	Interim	5	21.01.2010	6.16	26.02.2017
	Final	8	14.08.2010	10.08	19.09.2017
2010-11	Interim	6	31.01.2011	7.37	06.03.2018
	Final	8	01.08.2011	10.27	06.09.2018
2011-12	First Interim	6	23.01.2012	8.16	28.02.2019
	Second Interim	6	15.05.2012	8.41	20.06.2019
	Final	8	16.10.2012	11.93	21.11.2019
2012-13	Interim	8	29.04.2013	12.61	04.06.2020
	Final	12	25.10.2013	19.63	30.11.2020
2013-14	First Interim	10	27.01.2014	17.83	04.03.2021
	Second Interim	12	25.08.2014	20.91	30.09.2021
2014-15	Interim	10	25.08.2014	17.39	30.09.2021

8. National Electronic Clearing Service (NECS):

To avoid loss of dividend warrants in transit and undue delay in receipt of dividend warrants, the Company has provided National Electronic Clearing Service (NECS) facility to the Members for remittance of dividend. NECS facility is available at locations identified by Reserve Bank of India from time to time. Members holding shares in physical form and desirous of availing this facility are requested to provide their latest bank account details (Core Banking Solutions Enabled Account Number, 9 digit MICR and 11 digit IFS Code), along with their Folio Number, to the Company's Registrar and Share Transfer Agents, M/s. Karvy Computershare Pvt. Ltd. Members holding shares in electronic form are requested to provide the details to their respective Depository Participants.

Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members.

9. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, during

business hours up to the date of the Meeting.

10. Karvy Computershare Pvt. Ltd. is acting as Share Transfer Agent (RTA) for both physical and electronic form of shareholdings. All communications relating to shares should be addressed to:-

Karvy Computershare Pvt. Ltd

Unit: **SHREE CEMENT LIMITED**

Karvy Selenium Tower B, Plot No 31 & 32,

Gachibowli, Financial District,

Nanakramguda, Serilingampally,

Hyderabad – 500 032

Attn: Mr. K. S. Reddy, Asst. General Manager

11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Registrar viz. Karvy Computershare Pvt. Ltd./Company.

12. As per the provisions of Section 72 of the Companies Act 2013, facility for making nominations is available to individuals holding shares in the Company. Members holding shares in physical form, may obtain the Nomination Form from the Registered Office of the Company or RTA or can download from the Company's

website viz. www.shreecement.in under the section 'Investor Center'. Members holding shares in electronic form (demat mode) shall approach their DPs for completing the nomination formalities.

13. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Karvy, for consolidation into a single folio.

14. Non-Resident Indian Members are requested to inform Karvy, immediately of:

- (a) Change in their residential status on return to India for permanent settlement.
- (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with Pin Code number, if not furnished earlier.

15. Companies Act, 2013 in line with the measures undertaken by the Ministry of Corporate Affairs for promotion of Green Initiative has introduced enabling provisions for sending notice of the meeting and other shareholders correspondences through electronic mode. Members holding shares in physical mode are requested to register their e-mail ID's with the Company or its RTA and Members holding shares in demat mode are requested to register their e-mail ID's with their respective Depository Participants (DPs). If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Company or its RTA in respect of shares held in physical form and to DPs in respect of shares held in electronic form.

16. Instructions for E-Voting and other instructions relating thereto are as under:

- (i) In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').
- (ii) The facility for voting, through polling paper shall also be made available at the venue of the AGM. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting through polling paper. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their

vote again at the AGM.

(iii) The Company has engaged the services of Karvy Computershare Private Limited ("Karvy") as the Agency to provide remote e-voting facility.

(iv) The Board of Directors of the Company has appointed Dr. Sanjiv Agarwal, Practicing Chartered Accountant, as Scrutinizer to scrutinize the remote e-voting in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for said purpose.

(v) Voting rights of the shareholders (for voting through remote e-voting or through polling papers at the meeting) shall be in proportion to share of the paid-up equity share capital of the Company as on the cut-off date i.e. 7th November, 2015. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the meeting.

(vi) Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. 7th November, 2015, may obtain the User ID and password in the manner as mentioned below:

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

Example for NSDL:

MYEPWD<SPACE>IN12345612345678

Example for CDSL:

MYEPWD<SPACE>1402345612345678

Example for Physical:

MYEPWD<SPACE>XXXXSCL123456

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

- (c) Member may call Karvy's toll free number 1-800-3454-001

- (d) Member may send an e-mail request to evoting@karvy.com

If the member is already registered with Karvy e-voting platform then he can use his existing User ID and password for casting the vote through remote e-voting.

(vii) Instructions and other information relating to remote e-voting:

A. In case a member receives an e-mail from Karvy [for members whose e-mail addresses are registered with the R & T/ Depository Participant(s)]:

- (a) Launch internet browser by typing the URL: <https://evoting.karvy.com>
- (b) Enter the login credentials (i.e. User ID and password) which will be sent separately. The E-Voting Event Number+ Folio No. or DP ID Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote. If required, please visit <https://evoting.karvy.com> or contact toll free number 1-800-3454-001 for your existing password.
- (c) After entering these details appropriately, click on "LOGIN".
- (d) You will now reach password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (az), one numeric (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email address etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- (e) You need to login again with the new credentials.
- (f) On successful login, the system will prompt you to select the E-Voting Event Number for Shree Cement Limited.
- (g) On the voting page enter the number of shares (which represents the number of votes) as on the cut-off date under "FOR/ AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/ AGAINST" taken together should not exceed your total shareholding as on the cut off date. You may also choose the option "ABSTAIN" and the shares held will not be counted under either head.
- (h) Members holding shares under multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.
- (i) Voting has to be done for each item of the Notice

separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

- (j) You may then cast your vote by selecting an appropriate option and click on "Submit".
- (k) A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, members can login any number of times till they have voted on the Resolution(s).
- (l) Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution / Power of Attorney / Authority Letter etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at e-mail ID: asandco@gmail.com. They may also upload the same in the e-voting module in their login. The scanned image of the above mentioned documents should be in the naming format "Corporate Name_EVENT NO."

B. In case a member receives physical copy of the Notice by Post:

- (a) User ID and initial password is provided at the bottom of the Attendance Slip.
 - (b) Please follow all steps from Sr. No. (a) to (l) as mentioned in (A) above, to cast your vote.
- (viii) The remote e-voting facility will be available during the following period:
- (a) Commencement of remote e-voting: From 9.00 a.m. on 9th November, 2015
 - (b) End of remote e-voting: Up to 5.00 p.m. on 13th November, 2015
 - (c) The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by Karvy upon expiry of aforesaid period.
 - (d) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. 14th November, 2015.
- (ix) Once the vote on a resolution is casted by a member, the member shall not be allowed to change it subsequently or cast the vote again.
 - (x) In case of any query pertaining to e-voting, please visit Help & FAQ's section available at Karvy's website <https://evoting.karvy.com>.

17. As required under Clause 49 of the Listing Agreement, the particulars of Directors who are proposed to be appointed/ re-appointed are given below and form part of Notice.

Sr. No.	Nature of Information	Item No. 4 of Notice	Item No. 6 of Notice
1	Name	Shri H. M. Bangur	Shri Sanjiv Krishnaji Shelgikar
2	Age	62 Years	60 Years
3	Nationality	Indian	Indian
4	Qualification	B.E. (Chemical)	B. Com., Chartered Accountant
5	Expertise in specific functional area	Business Planning and Corporate Management	Finance and Taxation
6	Director of Company since (date)	31.7.1992	5.8.2015
7	Directorship in other Companies	NIL	1. Joy Holdings Private Limited 2. Dhanapur Investments Private Ltd 3. Magrolia Leasing and Infotech Private Limited 4. Archangel Leasing and Infotech Private Limited 5. Yunus Social Business Fund Mumbai Private Limited 6. Slum Dwellers Development India Private Limited 7. Liberty Videocon General Insurance Company Limited 8. Microcredit Initiative of Grameen
8	Member of Committees of Board	Shree Cement Ltd. - Business Operations Committee - Share Transfer Committee	Liberty Videocon General Insurance Company Limited - Remuneration Committee
9	Number of shares held in the Company	4,42,438 equity shares	Nil

ANNEXURE TO THE NOTICE
EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 6

The Board of Directors of the Company had appointed Shri Sanjiv Krishnaji Shelgikar as an Additional Director of the Company with effect from 5th August, 2015. In accordance with the provisions of Section 161 of Companies Act, 2013, Shri Sanjiv Krishnaji Shelgikar shall hold office up to the date of the forthcoming Annual General Meeting and is eligible to be appointed as an Independent Director for a term of five years. The Company has received notice under Section 160 of the Companies Act, 2013 from a Member of the Company signifying his candidature as an Independent Director of the Company.

Shri Shelgikar is a veteran Chartered Accountant and practicing his profession since 1978. He has also contributed as special editor to the book "The Companies Act" written by A. Ramaiya. He has worked with Finance department of Videocon Group handling all local IPO's, International mobilisation of debt and equity, global and local merger and acquisition, domestic and International Structured financial products for the Group's finances.

The Company has received a declaration of independence from Shri Sanjiv Krishnaji Shelgikar. In the opinion of the Board, Shri Sanjiv Krishnaji Shelgikar fulfills the conditions specified in the Companies Act, 2013 and Listing Agreement for appointment as Independent Director of the Company. A copy of the draft Letter of Appointment for Independent Director, setting out terms and conditions of appointment is available for inspection at the Registered Office of the Company during business hours on any working day and is also available on the website of the Company www.shreecement.in.

None of the Directors or Key Managerial Personnel of the Company or their relatives, except Shri Sanjiv Krishnaji Shelgikar, being appointee, is concerned or interested, financial or otherwise, in the said Resolution.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the Members.

Item No. 7

The Board of Directors of your Company on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. K. G. Goyal and Associates, Cost Accountants, Jaipur to conduct the audit of the cost records of the Company for the financial year 2015-16.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company. Accordingly, consent of the Members is sought for passing the resolution(s) for ratification of the remuneration payable to the Cost Auditors for the financial year 2015-16.

None of the Directors or Key Managerial Personnel of the Company

or their relatives is concerned or interested, financial or otherwise, in the said Resolution.

The Board of Directors recommends the Ordinary Resolutions set out at Item No. 7 of the Notice for approval by the Members.

Item No. 8

Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 prescribed under Section 42 of the Act deals with private placement of securities by a company. Sub-rule (2) of the said Rule 14 states that in case of an offer or invitation to subscribe for non-convertible debentures on private placement, the Company is required to obtain prior approval of its shareholders by way of special resolution only once in a year for all the offers or invitations for such debentures during the year. Rule 18 of the Companies (Share Capital and Debentures) Rules, 2014 deals with issue of secured debentures. The Board of Directors will decide whether to issue debentures as secured or unsecured.

Keeping in view the above provisions of the Companies Act, 2013, the members of the Company, at the 35th Annual General Meeting held on 10th November, 2014, had authorised the Board of Directors of the Company to offer or invite subscription for non-convertible debentures, in one or more tranches, upto an amount not exceeding overall borrowing limits of the Company. The members may note that the Company has not made any private placement of non-convertible debentures pursuant to the said authorisation.

To augment the financial resources, the Board may, at an appropriate time, offer or invite subscription for secured / unsecured redeemable non-convertible debentures, in one or more series / tranches on private placement basis. Accordingly, consent of the members is sought for passing the Special Resolutions as set out at Item No. 8 of the Notice. This resolution is an enabling resolution and authorises the Board of Directors of the Company to offer or invite subscription for non-convertible debentures, as may be required by the Company, from time to time for a year from the date of passing of this resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financial or otherwise, in the said Resolution.

The Board of Directors recommends the Special Resolutions set out at Item No. 8 of the Notice for approval by the Members.

By order of Board of Directors
for **SHREE CEMENT LIMITED**

Place: Kolkata
Date: 5th August, 2015

S. S. KHANDELWAL
Company Secretary

Route Map to the Venue of the 36th AGM of the Company





SHREE CEMENT LIMITED

Regd. Office: Bangur Nagar, Beawar-305 901, Distt. Ajmer (Rajasthan)

Phone: EPABX 01462 228101-6, Fax: 01462 228117/119

E-Mail: shreebwr@shreecementltd.com Website: www.shreecement.in

CIN: L26943RJ1979PLC001935

FORM NO. MGT-11

PROXY FORM

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

Name of the Member(s):

1.

2.

3.

Registered address:

.....

E-mail ID:

Folio No. / DP ID and Client ID:

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

1. Name: E-mail ID:

Address:

.....

Signature:, or failing him/her

2. Name: E-mail ID:

Address:

Signature:, or failing him/her

3. Name: E-mail ID:

Address:

Signature:, as my/our proxy to attend and vote
(on a poll) for me/us and on my/our behalf at the 36th Annual General Meeting, to be held on Saturday, the 14th November, 2015 at
11.30 A.M. at the Registered Office of the Company at 'Satkar', Bangur Nagar, Beawar – 305 901, District Ajmer (Rajasthan) and at any
adjournment thereof in respect of such resolutions and in such manner as are indicated below:

P.T.O.

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

Resolution No.	Description	For	Against
1	Adoption of Audited financial statements of the Company for the financial year ended 30th June, 2015, the reports of the Board of Directors' and Auditors thereon.		
2	Confirmation of payment of Interim Dividend on equity shares.		
3	Declaration of final dividend on equity shares.		
4	Re-appointment of Shri H. M. Bangur, Managing Director, retiring by rotation.		
5	Appointment of M/s. B.R. Maheswari & Company, Chartered Accountants, New Delhi as Statutory Auditors of the Company.		
6	Appointment of Shri Sanjiv Krishnaji Shelgikar as an Independent Director of the Company for five years w.e.f. 5th August, 2015.		
7	Approval of the remuneration of the M/s K.G. Goyal and Associates, Cost Accountants as Cost Auditors of the Company for the financial year 2015-16.		
8	Authorization to Board of Directors for issue of Non-convertible Debentures (NCDs) through Private Placement pursuant to Section 42 & 71 of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014.		

Signed this..... day of..... 2015

Affix
Revenue
Stamp

Signature of shareholder

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder

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

Notes:

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



SHREE CEMENT LIMITED

Regd. Office: Bangur Nagar, Beawar-305 901, Distt. Ajmer (Rajasthan)

Phone: EPABX 01462 228101-6, Fax: 01462 228117/119

E-Mail: shreebwr@shreecementltd.com Website: www.shreecement.in

CIN: L26943RJ1979PLC001935

SUB: USAGE OF ELECTRONIC PAYMENT MODES FOR MAKING PAYMENTS TO INVESTORS

Dear Shareholder,

Securities and Exchange Board of India (SEBI) has issued circulars to all Companies whose securities are listed on Stock Exchanges, all Registrars to an Issue and Share Transfer Agents (RTI & STA), all Depositories and all Stock Exchanges specifying that for making payments to the investors, Companies shall use approved electronic mode of payment viz., NECS, NEFT, RTGS etc.

In this context, you might be aware that Company had provided the facility to directly receive dividend payments to your bank account through National Electronic Clearing Service (NECS) mechanism. National Electronic Clearing Service (NECS) is a facility which works on the centralized accounting system implemented in banks. Under this mechanism, the account of a bank that is submitting or receiving payment instructions is debited or credited centrally at Mumbai. The branches participating in NECS can, however, be located anywhere across the length and breadth of the country.

In order to register for receiving dividend amount directly through NECS mode as envisaged in aforesaid SEBI circular, shareholders holding shares in physical form may send the enclosed NECS mandate form duly filled up and signed to Company's Registrar and Share Transfer Agents M/s Karvy Computershare Pvt. Ltd. at Karvy Selenium Tower B, Plot No 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad 500 032. In case of shares held in electronic form, NECS mandate has to be sent to concerned Depository Participant (DP) with whom the demat account is maintained in the format prescribed by the DP.

The form is also available for download on Company's website www.shreecement.in under the 'investor centre' section.

The information should be accurate and complete in all respect so that you get the credit of dividend in time. Please note that NECS operates on the new and unique bank account number allotted by banks post implementation of Core Banking Solution (CBS) for centralized processing. Thus you are requested to furnish the new bank account number allotted by the banks post implementation of CBS, along with a copy of cheque pertaining to the concerned account. Please further note that in case shareholders do not provide their new account number allotted after implementation of CBS, NECS to the shareholders' old account may either be rejected or returned. Similarly it is advised that all changes pertaining to recorded bank mandate are promptly informed and updated to R&TA or DP, as the case may be.

We seek your co-operation to update your Bank Account details immediately by following the above process.

Yours faithfully,

S. S. KHANDELWAL

COMPANY SECRETARY



SHREE CEMENT LIMITED

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Phone: EPABX 01462 228101-6, Fax: 01462 228117/119

E-Mail: shreebwr@shreecementltd.com Website: www.shreecement.in

CIN: L26943RJ1979PLC001935

NATIONAL ELECTRONIC CLEARING SERVICE (CREDIT CLEARING) MANDATE FORM

Karvy Computershare Pvt Ltd
Unit - Shree Cement Limited
Karvy Selenium Tower B, Plot No 31 & 32
Gachibowli, Financial District, Nanakramguda, Serilingampally
Hyderabad 500 032



For SHARES HELD IN PHYSICAL MODE
Please complete the form and mail to

For SHARES HELD IN ELECTRONIC MODE
Please inform respective DPs

Dear Sir(s),

Sub: Request for recording NECS mandate for receiving payments

I hereby consent to have the amount of dividend on my equity share(s) credited through National Electronic Clearing Service (NECS) facility. The Particulars are:

1. Folio No. / DP ID No. & Client ID No.:

(Folio No. given in Equity Share certificate(s) / Client ID no. given by your DP)

2. Shareholder's Name:

3. Shareholder's Address:

4. Particulars of the Bank:

- Bank Name :
- Branch and Address :
- Telephone No. of Bank:.....
- IFSC Code of the branch:
- Mention the 9 digit-code number of the bank and branch appearing on the MICR Cheque issued by the Bank

(Please attached the photocopy of a cheque or a cancelled bank cheque issued by your bank for accuracy of your code number)

- Account type (Please v) Saving ☐ Current ☐ Cash Credit ☐
- Account number (as appeared on the cheque book)

5. Permanent Account Number (PAN).....

(Please attached a self attested copy of PAN card for verification)

6. Date from which mandate should be effective

I hereby, declare that particulars given above are correct and complete. If the transaction is delayed or not effected at all for reasons of incomplete or incorrect information, I would not hold Company/ Registrar and Share Transfer agents of the Company responsible. I also undertake to advise any change in the particulars of my account to facilitate updation of records for purpose of credit of dividend amount through NECS.

Signature of the First / Sole shareholder



SHREE CEMENT LIMITED

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CIN: L26943RJ1979PLC001935

FORM NO. SH-13

NOMINATION FORM

[Pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014]

To,

SHREE CEMENT LIMITED,

C/o. Karvy Computershare Pvt Ltd,

Attn: Mr. K. S. Reddy

Karvy Selenium Tower B, Plot No 31 & 32

Gachibowli, Financial District,

Nanakramguda, Serilingampally

Hyderabad – 500 032

I/We.....the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of securities	Folio No.	No. of Securities	Certificate No.	Distinctive No.

(2) (a) PARTICULARS OF THE NOMINEE/S —

a)	Name:	
b)	Date of Birth:	
c)	Father's/Mother's/Spouse's name:	
d)	Occupation:	
e)	Nationality:	
f)	Address:	
g)	E-mail id:	
h)	Relationship with the Security holder:	

(3) IN CASE NOMINEE IS A MINOR —

a)	Date of Birth:	
b)	Date of attaining majority:	
c)	Name of guardian:	
d)	Address of Guardian:	

(4) PARTICULARS OF NOMINEE IN CASE MINOR NOMINEE DIES BEFORE ATTAINING AGE OF MAJORITY —

a)	Name:	
b)	Date of Birth:	
c)	Father's/Mother's/Spouse's name:	
d)	Occupation:	
e)	Nationality:	
f)	Address:	
g)	E-mail id:	
h)	Relationship with the Security holder: (i) Relationship with the minor nominee	

Name and address of Guardian (to be furnished only in the case the nominee is minor)

.....
.....

Specimen signature of Nominee / Guardian (in case of nominee is minor) (Optional)

--

Signature of Security Holder:				
Name and address of the Security Holders:				
Signature of witness:				
Name & Address of the Witness:				

INSTRUCTIONS:

1. Please read the instructions given below very carefully and follow the same. If the form is not filed as per instructions, the same will be rejected.
2. The cancellation or variation of nomination can be made by Individuals holding shares on their own behalf singly or jointly. Non-individuals including Society, Trust, Body Corporte, Partnership Firm, Karta or Hindu Undivided Family, Holders of Power of Attorney cannot nominate.
3. If in any case a Minor is nominated by way of variation in nomination, the name and address of the Guardian should be provided.
4. Details of all holders in a folio need to be filled. Else the request will be rejected.
5. The cancellation or variation of nomination will be registered only when it is complete in all respects including the signature of all registered holders (as per the specimen lodged with the company).
6. The cancellation or variation of Nomination form shall be filed in duplicate with the Share Transfer Agents M/s. Karvy Computershare Pvt Ltd, Unit: Shree Cement Limited, Karvy Selenium Tower B, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500032, who will return one copy thereof to the Shareholders. Along with the form, proof of identity (eg. PAN card, Passport etc.) and address proof (eg. Telephone bill, Electricity Bill etc.) of security holder is also required.
7. Upon receipt of a duly executed nomination form, the Company/Share Transfer Agent of the Company will register the form and allot a registration number. The registration number and Folio No. should be quoted by the nominee in all future correspondence.
8. This form is meant for shareholders holding shares in physical mode.
9. Shareholders holding shares in dematerialized mode, cancellation/variation in nomination is required to be filled with the Depository Participants (DPs) in their prescribed form.

FOR OFFICE USE ONLY

Nomination Registration Number and Date

Share Registrar/Company Seal



SHREE CEMENT LIMITED

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E-Mail: shreebwr@shreecementltd.com Website: www.shreecement.in

CIN: L26943RJ1979PLC001935

Dear Shareholder,

Subject: Registration of your email id with the Depository Participant / Company

The Companies Act, 2013 allows the companies to send annual report /notices/documents and other communication to shareholders through electronic mode and also provides that an advance opportunity atleast once in a Financial year to be given to the members to register his / her e-mail address and changes therein.

Your company, accordingly, proposes to effect delivery of annual report/notices/documents and other communication, from time to time, in electronic mode through e-mail, to those members who have provided their e-mail address. Your Company therefore requests you to register your e-mail address with your depository participant/Company to receive annual report /notices/documents and other communication in electronic form.

The members are further requested to notify the change, from time to time, in their e-mail address to the concerned depository (in case of dematerialized shares) or to the Company / R & T Agent (in case of physical shares), as the case may be.

Thanking you,

Yours faithfully,

S. S. KHANDELWAL

COMPANY SECRETARY

Encl: E-Mail Registration Form

E-Mail Registration Form

(For members holding shares in physical form only)

To,

M/s Karvy Computershare Private Ltd.

Unit: Shree Cement Limited

Karvy Selenium Tower B,

Plot No 31 & 32, Gachibowli,

Financial District, Nanakramguda,

Serilingampally, Hyderabad - 500 032

Phone No.: +91-40-67161526

M/s. Shree Cement Limited,

Secretarial Department,

Bangur Nagar,

Beawar-305 901,

Distt. Ajmer (Rajasthan)

Folio No.:

Name of the 1st Registered Holder:.....

E-Mail address:

Contact No.:

I/We, member(s) of Shree Cement Limited hereby give my /our consent to receive the annual report / notices / documents and other communications, from time to time, in electronic mode through my/our above e-mail address.

Signature 1st Registered Holder

Date:

Place:



SHREE CEMENT LIMITED

Regd. Office: Bangur Nagar, Beawar-305 901, Distt. Ajmer (Rajasthan)

Phone: EPABX 01462 228101-6, **Fax:** 01462 228117/119

E-Mail: shreebwr@shreecementltd.com **Website:** www.shreecement.in

CIN: L26943RJ1979PLC001935

ATTENDANCE SLIP

(to be surrendered at the time of entry)

THIRTY SIXTH ANNUAL GENERAL MEETING

Ref No.

Serial No. :

Name and Registered Address :

Name of Joint Holders :

DP & Client ID / Folio No. :

No. of Shares held :

Name of Proxy/Representative, :

if any

I/We hereby record my/our presence at the 36th ANNUAL GENERAL MEETING of the Company to be held on Saturday, 14th November, 2015 at 11.30 A.M. at "Satkar", Bangur Nagar, Beawar – 305 901 Distt. Ajmer (Rajasthan).

Signature of Member/Proxy/Representative

Note:

Shareholders/Proxies/Representatives are requested to produce this Attendance Slip duly signed for admission to meeting venue. The admission may, however, be subject to further verification/checks, as may be deemed necessary.



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E-Mail: shreebwr@shreecementltd.com **Website:** www.shreecement.in

CIN: L26943RJ1979PLC001935

ELECTRONIC VOTING PARTICULARS

THIRTY SIXTH ANNUAL GENERAL MEETING

EVEN (Electronic Voting Event Number)	User ID	Password / PIN

Note:

Please read the instructions printed under the note No. 16 to the Notice of the 36th Annual General Meeting. The facility of e-voting shall commence at 9.00 a.m. on 9th November, 2015 and shall remain open upto 5.00 p.m. on 13th November, 2015. The Voting module shall be disabled by Karvy Computershare Private Limited for voting after 5.00 p.m. on 13th November, 2015.



running
On the track!



Shree Cement Limited
Annual Report 2014-15

I don't think

**Caution regarding
forward-looking
statements**

This document contains statements about expected future events and financial and operating results of Shree Cement 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 significant risk that the assumptions, predictions and other forward-looking statements will 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's discussion and analysis of the Shree Cement Limited Annual Report 2014-15.

imits.

- Quotation ascribed to *Usain Bolt*, the fastest ever man on earth

OUR 'NO
LIMITS'
APPROACH
COMPELS
US TO THINK
LATERALLY
BUT **MOVE
FORWARDS.**

*H. M. Bangur, Managing Director
Shree Cement*

Your comments and feedback are of great importance to us. We would be glad to address any queries or observations that you may have with regard to our various future-aligned initiatives, our performance or this report. You are most welcome to email us at: sclbwr@shreecementltd.com & investor@shreecementltd.com



A feedback form is also attached with this Report. The readers may use the form to express their views on this report.

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***running** On the track!*



The Olympic motto is made up of three Latin words: Citius - Altius - Fortius, meaning, Faster - Higher - Stronger. These three words very well describe the driving force of the greatest athletes who have time and again created records that have left the world in awe and left all of us to wonder if there are any limits to human ability.



Is there a winning formula that can help one understand the fiber these outstanding record setting athletes are made of? If yes, can these traits find similarity in the business world where some companies make all round standards setting a habit! Can we draw similarity in traits of successful human athletes and successful companies?

When a champion athlete completes 100 metres in less than 10 seconds, the whole world sees and celebrates his success. Most people, however, fail to see his practice, his sweat and 'Running on the Track' for several years to attain the sub 10 second record.

Same is the case with a winning and benchmark setting company. People see its current stage of success and shower it with accolades and rewards it with high valuations. Most of the people still fail to see the long challenges filled journey covered by the Company to reach its current stage of success.

For successful companies, like successful athletes, a commitment towards 'Running on the Track' is like a pledge to always aim higher, work harder, turn stronger. Commitment to the pledge of 'Running on

the Track' is what helps create the 'Extra' difference between 'Ordinary' and 'Extra-ordinary'.

At Shree, we believe that to be successful and attain results which inspire others, we need to ensure that we stick to our pledge of 'Running on the Track'. For us our 'Running on the Track' is a continuous process. Each 'Finish Line' is an opportunity to create high standards in performance. Each 'Finish Line' is also a new 'Start Line' in our endeavour to raise the bar of performance further and attain all round sustainable excellence in everything we do.

We at Shree are thus perpetually 'Running on the Track' to be 'Faster, Higher, and Stronger', creating new benchmarks, even if the previous ones were set by us only!

Cement
portfolioIntroducing **Shree**

Shree is a rapidly growing Company focused on its core business of Cement & Power. Currently its manufacturing operations are spread over North and Eastern India across five states. It is recognised as one of the most efficient and environment friendly Company in the global cement industry. The Company's high corporate governance and social performance together with consistent financial performance makes it a truly Sustainable Company.

Cement Production Capacity

23.6 million tons per annum

Multiple Locations

State	Locations
Rajasthan	Beawar, Ras, Khushkhera, Suratgarh and Jobner (Jaipur)
Uttarakhand	Laksar (Roorkee)
Bihar	Aurangabad
Haryana	Panipat
Chhattisgarh	Baloda Bazar

Upcoming Facilities

Cement grinding unit in Bulandshahar district of Uttar Pradesh

Brand Showcase



Shree JungRodhak



Bangur



Rockstrong

Power
portfolio

Total Power Generation capacity:

597 MW

Includes Waste Heat Recovery Plants (WHRP) of

96 MW

(largest such capacity in the global cement industry excluding China)

Category I Power Trading Licensee - Granted by CERC, a separate trading division catering to third party buyers and sellers

Financial Strength



Total Turnover for FY 2014-15

₹ 6,453.57 crores



Operating Profit for FY 2014-15

₹ 1,481.70 crores



Net Profit for FY 2014-15

₹ 426.33 crores



Net worth as on 30th June, 2015

₹ 5,276.40 crores

Growing strength to strength Growth on 10 years' horizon

Parameter	UOM	2014-15	2004-05	CAGR
Cement capacity	MPTA	23.6	2.6	24.68%
Power capacity	MW	597	36	32.42%
Gross block of fixed assets	₹ in Crore	9,480	1,140	23.60%
Turnover	₹ in Crore	6,454	602	26.77%
Operating profit	₹ in Crore	1,482	174	23.89%
Net profit	₹ in Crore	426	29	30.81%
Net worth	₹ in Crore	5,276	289	33.68%

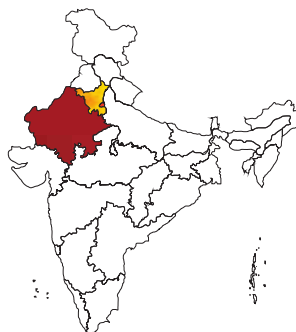
Milestones



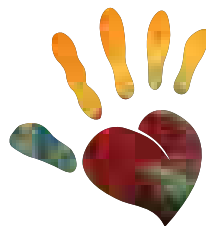
Among the **top five**
cement groups in India



Among the **top 100**
companies in India
in terms of market
capitalisation



Market leader in the
states of Rajasthan,
Delhi and Haryana

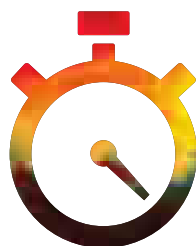


First Cement Company
and one of the three
Indian companies
identified as **New
Sustainability
Champion** by World
Economic Forum in
September, 2011





First Indian Cement Company to issue a Corporate Sustainability Report



Created **world record** in fastest completion of 1.0 MPTA clinker capacity in 330 days against an industry standard of 630 days



Company's Ras site has been recognised by FICCI as

Best CSR Company

for the work done on CSR front (in the category of companies whose turnover is more than ₹3,000 crores)

Highest 4-star rating

for cement plants for 15th consecutive year by International Benchmarking firm Whitehopleman, UK (No cement company has been assigned 5-star rating yet!)

Philosophy, Vision, Values, Guiding **Principles**

The Shree **Philosophy**

“Aah No Bhadra: Kratavo Yantu Vishwatah” - Rigveda

“Let noble thoughts come to us from all over the World.”

At Shree, we believe in imbibing and extending these noble thoughts across all our functions.

- Quality and Energy Conscious
- Socially Responsive
- Customer Responsive

We call it The
**SHREE
PHILOSOPHY,**
which makes us
an organisation
that is

- Employee and Environment Friendly
- Investor Rewarding
- Sustainable Organisation

Our **Vision**

Lead in creating prosperity & happiness for all stakeholders through innovation & sustainable practices.

As an organisation, we spread happiness amongst everyone connected with our ecosystem and create wealth for investors, employees, business associates and communities where we operate by experimenting and implementing new ideas for improving efficiencies and maximising the ratio of output product to input resources.

Our Guiding **Principles**



- Enforce good corporate governance practices
- Encourage integrity of conduct
- Ensure clarity and unambiguity in communication
- Remain accountable to all stakeholders
- Encourage socially responsible behaviour

Our Values, Our Operating **Strengths**

Passion for Efficiency



- Ensuring optimum outcomes in everything we do at work
- Achieve our targets consistently with minimal costs

Dynamism



- Prioritising opportunities and challenges to enable swift decision making
- Being flexible in our approach to find effective business solutions

Creativity & Innovation



- Experimenting with new ideas to improve continuously
- Striving to take risk for adding value to the business

Simplify



- Extracting the essence and keep communication simple

Care



- Being compassionate towards our communities and our environment
- Working together as one family, connect personally with each other
- Demonstrating humane touch in the way we work

Trust and Support



- Believing in each other with mutual respect
- Promoting honest and open communication
- Building an environment of freedom with responsibility

Chairman's Words

Running on the track has to be fast and at the same time within the track. The two are seemingly contrarian as focusing to remain within track slows down speed. But a Champion effectively combines both.

Our growth strategy is also a combination of two seemingly contradictory approaches of caution and risk. We have grown rapidly yet have always remained conservative in never growing beyond our means. Like a brick and mortar structure where each line of bricks is started once the previous level is completed, we have grown incrementally with new capacity not disturbing existing structure.

Our balanced growth model has, on one hand, generated rapid growth through faster project implementation completely avoiding high operating or financial leverage and on

the other hand, ensured to never over grow to the point of disruptive growth which might crack the underlying structure of business.

This unique model comes from our sense of trusteeship where the management believes and makes itself responsible for taking care of the interests of all the stakeholders. It has kept us on the right track of sustainable growth balancing seemingly contradictory aspirations of profits with environment and social responsibility to pursue sustainable growth. We are running fast but we are not to venture out of our track. We are truly 'Running on the Track'.





Shri B. G. Bangur,
Chairman

Managing Director's
Outlook



Shri H. M. Bangur,
Managing Director



Leadership and learning are indispensable to each other

– John F Kennedy

The theme of this year's annual report is **Running on the Track**.

Usain Bolt is possibly the fastest man the world has produced and, on record, the fastest runner on the track.

However, the story of Usain Bolt is not only about 9.58 seconds and his world or Olympic records. It is about his pluck and perseverance.

This also holds true of the success stories of sportspeople like Mary Kom and Milkha Singh. What the world knows about them are their visible achievements; few would be aware of the sweat behind the skill.

This Iceberg Effect – what you see is 10%, what you don't is 90% – is what also characterises Shree Cement.

What people appraise are the financial results for a particular financial year; what they overlook is the team working and benchmarking.

At Shree Cement, the competition within is our most potent driver. We need to perform better than what we previously achieved. This internal competition and 'best' are never good enough. The 'best' is always a moving goalpost. The result is that new standards are created all the time; quite like the one-time perception that a 100 metres race could not be completed in less than 10 seconds, until someone broke the 10-second barrier as a result of which the new world record is less than 9.6 seconds today. Similarly, it was once considered that a

mile could not be run in less than 4 minutes. Since 1954, when the mile was actually run in less than four minutes by Roger Bannister, there have been more than ten instances of the mile being run in less than that mental block. Till 1953, conquering Everest, the world's tallest mountain, was considered impossible; there have been 4042 instances of people climbing Everest including those visually challenged and those going down to as young as 13 years old.

At Shree Cement, we have been able to draw extensively from these ethos. We have been able to extract machine productivity once considered impossible (even by equipment

suppliers!). We have been able to minimise energy consumption to the point where this is a global benchmark. We have been able to replace a conventional fuel that was previously considered impossible. We have been able to enhance per person productivity that was once only a dream. The magic is that we did not just achieve high standards; we exceeded these benchmarks time and again, creating a culture of outperformance.

At Shree Cement, we are not just focused on doing well; we are focused on doing better than what we previously achieved. We are not just driven by mere success; we are driven by the Olympian ethos of 'Citius', 'Altius' and 'Fortius' - faster, higher and stronger - which when translated into business stands for 'speed', 'efficiency' and 'sustainability'.

At Shree Cement, we believe that doing better is doing what is required in less time. The result is that our project completion tenures have been better than the global norm; our projects teams have constantly sought ways to implement projects earlier than tight targets. For instance, we achieved the world record in grinding unit installation in less than 12 months, completing clinkerization



unit in less than 11 months and completing the power plant in a record tenure.

At Shree Cement, we also believe that business success is dependent on minimal resource utilisation in exchange for maximised output. The higher the ratio of output to input, the more efficient we become. Shree Cement is the only Four Star Company in the cement sector in the international benchmarking done by Whitehoppleman, UK with the lowest energy consumption of heat and electricity per ton of production resulting in the lowest carbon footprint per ton of cement in the

world. We are also focusing on achieving globally best standards in the area of water consumption, safe working environment, people engagement and corporate social responsibility completing our personality as a responsible organisation.

This higher benchmark can be achieved through team-working, commitment and dedication. Normally, the standard operating procedure (SOP) would be considered a safe insurance; however, an SOP obsession can breed sameness and stagnation. So, a system has to be created where we practice the SOP for

We are driven by the Olympian ethos of 'Citius', 'Altius' and 'Fortius' - faster, higher and stronger - which when translated into business stands for 'speed', 'efficiency' and 'sustainability'.



some time, see the results and if results are successful, sustain with it and prove that it is not by fluke. Similarly a system also has to be adopted for new ways to success. As the efficiency level increases, a new SOP needs to be written to reflect the improved efficiencies. Important is that the re-written SOP should not dry and in case it is drying, something new has to be attempted to increase the standard still further. The goal must be continually improving the efficiencies and continually writing new SOPs for increased efficiencies. In the team game of business, the

leader is equivalent to the conductor of an orchestra who does not play a single instrument. Eventually, the success of the orchestra depends on the talent of each member and the leader ensures that each member performs to potential within the overall rhythm. This is also akin to the Kerala boat race where a boat may have 100 people but eventually it is the boat with just 8 or 10 members rowing with the maximum rhythm and conserving the most energy ultimately winning the race.

The same applies to Shree Cement in its pursuit of excellence.

At Shree Cement, we also believe that business success is dependent on minimal resource utilisation in exchange for maximised output.

Whole Time Director's
Communication



Shri Prashant Bangur,
Whole-Time Director



To be Better than the Best.

Sports bring out the best in people because it is always very competitive. Sportspersons keep trying incessantly to excel in their field of specialisation. The secret behind this continuous chasing of superiority is their own motivation to be better than the rest. It would be interesting to understand what motivates them.

Motivation is the foundation for all accomplishment. Without the desire and determination to improve performance, all other psychological factors, confidence, intensity, focus and emotion are meaningless. To become better, you must be motivated to do what it takes to maximise your ability and achieve your goals.

Oxford dictionary defines motivation as a desire or willingness to do something. It is the ability to negotiate and persist at a task. Motivation in sports and business is similar. In both cases, you should be willing to work hard in the face of fatigue, boredom, pain and the desire to do other things.

The reason why motivation is so important is that it is the only factor on which you have control. There are three things that affect how well you perform. First is your ability, which includes your physical, technical, tactical, and mental capabilities.

Secondly, difficulty of competition influences performance and thirdly, the level of your motivation. The first & second factors are not unique to you. Your competition will also have access to the best physical, technical and tactical training facilities.

In sports, a part of your training is physical, but good part of it is also psychological. When athletes train, it is their mental conditioning which makes the fine difference between the winner and the second. Our aim is to be better than the best because we firmly believe that there is nothing called the best. At Shree, it is not just a technical training and performance scan, it is as much a culture set up, where technical training and psychological support makes each of the team members a winner.

Motivation is always related to a goal. Infact, it is the goal that creates motivation. Athletes are motivated to win gold medal at Olympics. So are other sportspersons motivated to win championships in their fields. But what motivates those champions who have achieved these heights. I would reckon it is their desire to keep improving and keep going for higher performance levels. Shree sets lofty goals. The more challenging the goal is, more motivated we are and eventually, the better we

perform. The psychological conditioning which is important to note is that setting a lofty goal must motivate and not subdue the level of excitement about the purpose. For any goal, knowledge, efforts and culture is to be aligned in it to be achievable.

At Shree Cement, our cumulative work experience is at 50,000 man-years. This would be more than any of the consultancy firm that provides technical services and for that matter, our equipment suppliers.

This experience is a result of constant drive for continual improvement in any activity one is engaged in. Our team is always curious and motivated to find better ways of doing an activity, to know more about the machine or technology or marketing or financial or whichever field they are involved in. This has given them the knowledge and the confidence to be innovative and dynamically change course when faced with any challenge. Every new challenge, at the least, has helped us build up our cumulative experience and make us better.

Our continued growth bears testimony to the motivation of our team to continue pursuing newer and higher goals.

In this endeavor of continuous improvement, there are, indeed, no limits.

Message from
**President
(Marketing)**



Shri Diwakar Payal,
President (Marketing)

Marketing, at Shree, revolves around customer value creation. Communicating with customers to understand their varying needs and aspirations and meeting them to their satisfaction in the best manner possible defines our efforts across the marketing team.

Just like a batsman has to play differently in different formats of cricket, cement marketing also requires continually

adjusting offerings and delivery network in line with varying consumer requirements.

We have been a forerunner in formulating contrarian strategies to keep adjusting to diverse consumer requirements. We sailed against prevalent market opinion and multiplied our brands. Today our highly recognised brands of Shree JungRodhak, Bangur cement and Rockstrong cement mark our presence across

We continue to remain the market leaders in the large markets of Rajasthan, Delhi and Haryana. Continuously developing our ability to keep innovating and delivering products that offers best value proposition to our consumers is the only way to sustain our trust with consumers.

all consumer segments be it a quality conscious or a price sensitive buyer. Each occupies distinct customer segment and deep market penetration with a strength of more than 10,000 dealers serviced by experienced and creditable team.

Consumers today, small or large, expect on time delivery with prompt services. We have created a coordinated customer supply and delivery network. We have made arrangements for different sizes of trucks which enable us to deliver orders of any size, 50 or 5,000 tons, in the same time including on call delivery facility. We have built flexibility in our operations to swiftly shift from OPC to PPC cement depending upon the marketing situation in the field. Even in non-trade segment, we have a significant supply which is served in bulkers to avoid packaging and seepage.

Around a year ago, we commissioned our cement unit in Bihar. The marketing team moved swiftly to build marketing networks in advance and established presence at strategic points so by the time the plant was commissioned we had created a strong platform for approval of our product by the new customers. We adjusted quickly to change in consumer preferences and started offering slag

based cement to cater to the demand of the consumers in the eastern region. To build our bonds with customers in this new market, we took a unique initiative and raised the level of consumer servicing to the next level. We created a special cell of about 50 odd people to visit and understand specific construction requirements of our customers and then make them aware of methods to better utilise cement and improve their construction. Our relentless focus on providing customer oriented solutions has made us one of the top sellers in Bihar in little over a year's time. We continue to remain the market leaders in the large markets of Rajasthan, Delhi and Haryana.

Continuously developing our ability to keep innovating and delivering products that offers best value proposition to our consumers is the only way to sustain our trust with consumers. We will continue to strengthen our customer oriented activities with focus on superior product and on time delivery.

In the continuously moving market place of today with fast changing customer preferences, we need to continuously be on our toes to respond to changing preferences. We can't afford to walk. We have to keep running.

We have been a forerunner in formulating contrarian strategies to keep adjusting to diverse consumer requirements. We sailed against prevalent market opinion and multiplied our brands.

Message from
President (Works)



Shri P. N. Chhangani,
President (Works)

The year 2014-15 represented yet another milestone for the organisation witnessing big capacity ramp-up with higher sales volumes driven by a diversified product range.

The Company launched its presence in Chhattisgarh following the commissioning of an integrated clinker and cement unit for the first time outside Rajasthan.

Besides, a new chapter related to inorganic growth was opened following the acquisition of a clinker grinding unit in Panipat.

The passion, motivation, hard work and synergy of our team is reflected in the sustainability of our organisation. Like life, business is not static and hence, we are not guided by fixed norms. Idea is to move out of complacency orbit, revisit and innovate. In the

At our Company, records are made to be broken – with a difference. We would like to be the one breaking our own records for a change.

The passion, motivation, hard work and synergy of our team is reflected in the sustainability of our organisation.

process, there are also some failures that we face. What we do with these failures is that we acknowledge, analyse reasons and apply the learning in the next attempt.

This originates from the realisation that highs and lows are part of life. Important is that in each attempt there is an opportunity to learn. With an objective to excel further, our team keeps identifying opportunities to learn more, observe and apply out of box ideas each time. We also learn by regular interactions and sharing best practices and experiences. In our daily operations, every activity, however big or small, is being challenged to escalate its efficiency and productivity. Each process, related to material handling, resource utilisation, equipment operation, commercial or any other, must deliver continuous optimisation.

The one area where this optimisation has been most visibly showcased is project execution. After creating benchmarks in establishing 1 MTPA capacity cement manufacturing units, we introduced even better

technology for larger units. Not only were these new units commissioned within cost and time schedules, these were stabilised faster than industry standards and performing seamlessly thereafter.

Shree's pride is its Ras site marked by eight kilns, four cement mills and several power plants including waste heat recovery-based power plants. While people admire us for managing this complex infrastructure, this breadth provides the team with the opportunity to work on a range of modern technologies and replicate success story across all others to reap multi-fold benefits.

At Shree, we lay as much of a priority on resource conservation and environment protection as we do on throughput. A dedicated research team works to identify alternate materials and fuels to replace natural resources. The team invests in best-in-class environment-friendly equipment.

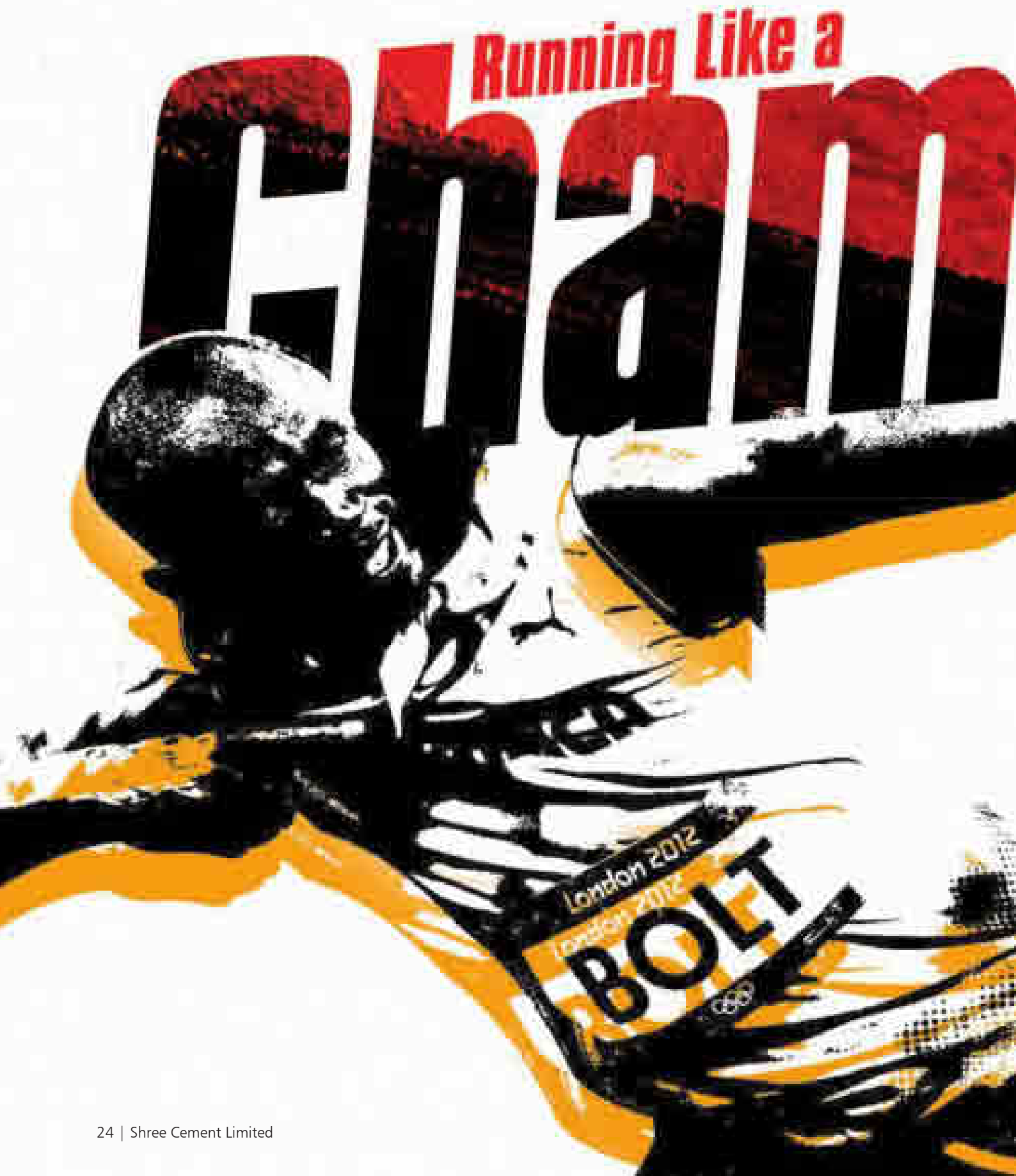
The Company possesses the largest capacity of waste heat recovery-based power plants in India coupled with one of the best global

efficiency standards. These plants conserve natural resources such as fuel & water and being located at the consumption point, minimise transmission losses and hence, contribute significantly in reducing our carbon footprint.

As an outcome of all these efforts, some successful and others not, we remain committed to be an efficient, quality cement producer and an environment friendly organisation with quickest project execution abilities.

At Shree, we recognise that no person or team becomes better in a day; the key lies in continually extending the orbit of learning and knowledge. Our team is continuously working and learning. Like the champion Usain Bolt who having set a new record, focuses on setting another, we too keep stretching to explore latent potential and set new benchmarks.

At our Company, records are made to be broken – with a difference. We would like to be the one breaking our own records for a change.





Running is perhaps the most common human endeavour undertaken for health and fitness. But running on a competitive track is a different ballgame altogether. Those who run at that level are professional athletes having specific skill sets. People admire and enjoy watching exceptional accomplishments by performers competing on track. It is because people appreciate the difference between running and running on track.

So what is it that elevates an ordinary activity like running into a higher pedestal of human accomplishments? Surely there is no magic involved. When champion athlete performs what is on display is the cumulative result of intense efforts over many years by an earlier ordinary person. The success accruing to him is the result of several aptitudes that are developed, nurtured, improved and consistently applied to properly harness their potential and which makes him a champion sportsman.



So what are these aptitudes driving extraordinary success? Can these be tracked down to a few essential ingredients that are necessary for all successes across sports? Again whether these aptitudes can be replicated for successful results across all human efforts including in a corporate environment?

A single achievement is hardly the benchmark for someone to be crowned a Champion.

A sports person is called Champion when he repeats his winning feats again and again propelled by his motivation to continually seek bigger challenges and raise the bar of his performance. Records keep getting created as a natural outcome. Shree has repeatedly created higher benchmarks by questioning existing barriers and has consistently redefined seemingly impossible notions as possible and keeps redefining it again and again. Appropriately Shree was crowned the "New Sustainability Champion".

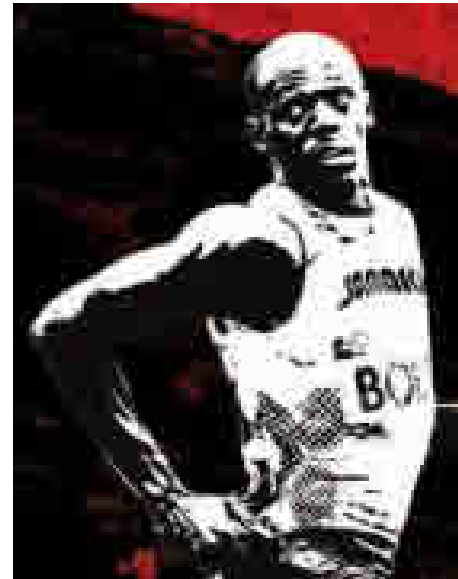
We sought to discover the answer by looking at what makes someone a champion sports person. While dissecting the success factors of a sports person, we take a look at our Company to check out whether we can and whether we have applied such attributes in our own Company.

Perseverance: Sports persons regularly encounter challenges and obstacles, physical or mental, which sometimes may be overwhelming. Only those who keep persevering and never give up emerge victorious. A sports person perseveres by strong dedication to his daily practice and a will to continual betterment. This helps him in gradually building his strength to perform and to take setbacks in his stride. Again what enables him to keep practicing is the clarity of goals he sets for himself. For people at Shree,

challenges and difficulties are an everyday life. It is however their commitment to the achievement of their goals and "never give up" attitude that enables the Company realise its larger goals. They keep making every single effort in pursuing their targets till the desired outcome is achieved. After all, the success of the Company, like a sports person, is a direct consequence of continuous and determined effort with a focus on realisation of the goals.

Innovation: Graduation to a champion sportsman requires developing competitive edge to move past competitors. True, a champion is one who realises that there is no limit to achievement. Propelled by his desire for boundless growth, he continually seeks higher levels of performance by constantly reinventing himself and keeps raising the bar once a target is achieved. Shree encourages its people to always remain conscious of the unlimited scope in everything they do to ensure that they come out with better ways of doing things than it was earlier done and to keep raising the bar of performance higher and higher.

Dynamism: In a constantly changing and competitive



scenario of today things move at a scintillating pace and guaranteed success formulas may come faltering down in no time. A champion sportsman is aware of such eventualities and prepares himself to be ever ready to preempt challenges and shift gears should his existing plans prove inadequate. Shree has always adopted a flexible approach which is not fixated to static plans. Shree has been operating in a challenging environment where it is always stretched from all sides, be it inputs, demand growth or over capacity in industry, all to be tackled on a regular basis. Shree has created an environment where people remain aware of challenges thrown by a dynamic business landscape so as



he repeats his winning feats again and again propelled by his motivation to continually seek bigger challenges and raise the bar of his performance. Records keep getting created as a natural outcome. Shree has repeatedly created higher benchmarks by questioning existing barriers and redefined the limits to performance to pursue sustainable growth. Appropriately, Shree was crowned the “New Sustainability Champion”.

The underlying idea that emanates from the above phrase is that the elements contributing to our success are common across performance, whether in sports or corporates. This in no way is self-aggrandising but an honest appraisal of our abilities and performance. We have tried to make an independent assessment of the critical factors that has shaped our performance and brought us sustained growth. This we feel is essential for our stakeholders to know to get a deeper understanding of the Company.

What follows further up the pages of this report is a detailed presentation of our application of these attributes in our performance during the year gone by.

to not only adjust to the altered dynamics but to also create opportunities out of these vicissitudes.

Strategy: A champion sports person always has a strategy which covers threats from rivals, development in his fields and all other aspects concerning his performance. Keeping a close eye on the competitor’s performances, strengths and weaknesses and other developments in his field, he prepares himself to leverage his own strengths. Shree considers strategy to be a vibrant instrument needing constant upgradation to comprehensively capture developments in the marketplace. It has geared its people to actively respond to peer driven changes in the market place

while leveraging its own strengths. It also keeps coming up with contrarian string of ideas which takes other players by surprise.

Teamwork: Any successful team always performs as a united force. Lack of teamwork can fail even the most talented formations. Even in single person sports, a sports person hires an able team of coaches and support staff to help him iron out his flaws, pinpoint areas he could build his strength in and to make him succeed in his endeavours. Shree is endowed with good top leadership which has built a team of highly skilled professionals with optimum mix of experience and credentials.

Discipline: A sports person is always disciplined towards

his health, nutrition, training and all other aspects which effects his performance to remain fit and to perform up to his potential. Shree has maintained good financial health with optimal debt to equity proportion without giving in to temptation of over leveraging as well as not giving up opportunities through self-denial.

Fairness: An athlete has to compete fairly within set rules. Shree believes in operating in a fair, transparent and ethical manner keeping in mind interests of all its stakeholders.

A single achievement is hardly the benchmark for someone to be crowned a champion. A sports person is called champion when

Perseverance



Never say

*Don't give up as there is always
a next time – Mary Kom*

A woman wearing a white helmet and a red jacket is looking upwards with an open mouth, as if shouting or calling out. She is holding a black and white mask in her hands. The background is a snowy, outdoor setting with trees and a path.

Never

The surest way to achieve something is to try to achieve it. Many a careers have been made because the sports person tried one more time. Had it not been for that single act of perseverance in the face of seemingly insurmountable despair, various superlative performances could never have been displayed to humanity. The ultimate winner is the one who when defeated does not stop getting up.

Perseverance is the source of sustainable winning and it was the perseverance of the tortoise that made him win against the rabbit. There have been occasions when a sports person, overcome by an adverse event, comes to the brink of giving up but some source of energy, external or internal, spurs him on to give it a try one more time. The next try becomes the performance he always looked for and a career is born or reborn.

Challenges have a daily attendance in everyone's life, be it an individual or a corporate and this is

At Shree, the underlying value system is "Never say 'Yes' to 'No'". Shree has strived to create an environment where people persistently pursue their goals and keep working diligently and optimistically every day.



irrespective of what activity one is engaged in. Some are able to face them successfully while others just surrender. Important is how one has been able to succeed. It is not that those who succeed had greater capability or higher intelligence. In fact, they are the people, as Einstein said, "Who stay longer with the problem, without giving up." Successful organisations are those where people take the bull by the horns and never surrender to situations until each and every fibre of the taproot of the problem is unearthed.

At Shree, the underlying value system is "Never say 'Yes' to 'No'". Shree has strived to create an environment where people persistently pursue their goals and keep working diligently and optimistically every day. The inherent belief is that challenges and obstacles are inevitable. Important is that one must continue with his efforts and keep going without ever giving up. There is another dimension to this. We have learnt that when we keep moving forward in our journey, if there are difficulties on the way, there will always be opportunities as well in



terms of unearthing better alternatives, exploring new areas and understanding the existing even better. This is why we believe in the saying "Nothing Ventured, Nothing Gained".

Perseverance, at Shree, is not merely sticking to an activity blindly. It is rather about pursuing goals set up based on rational and logical analysis considering the overall objectives of the Company. The approach is to keep things simple, small and objective oriented. Shree understands that people fail to persevere because of lack of clarity on their goals. Clarity of

purpose makes it easier to address actions towards the same and helps in dealing with setbacks on the way. Once the goal is set, to make it workable, it is logically broken into smaller targets and appropriated to internal teams in a manner that everyone associated across all levels can comprehend and relate their activities to the achievement of the larger goal.

Use of alternative conveyor belt

A conveyor belt used in the power plant was being imported from an Original Equipment Manufacturer (OEM) based in USA. The

same belt was arranged from a local vendor on a trial basis. The belt performance was, however, not found to be satisfactory as it was swaying on head and tail drums and hence it was rejected initially. The difference in cost of belt from OEM and from local vendor was significant. As such, our team set out to analyse the technicalities of the belt so as to use it in the plant. It held discussions with the vendor and decided to again put the belt on trial. It also requested the vendor to send a technical team for consultation and advice. Our team along with the technical team of the vendor kept analysing the performance and sorting out the issues involved.

Ultimately, with persistent efforts, the belt was again put into operation. The results were so satisfactory that subsequently six more belts were also purchased from the same vendor resulting in significant financial benefits for the Company.

At Shree, people believe that every time a new idea is tried, we learn something and this continuous and gradual improvement keeps making us better than earlier. It enables us to execute the next idea better or to see the previous one in a new light and if we keep trying newer ideas, ultimately some ideas would definitely click. Trying, failing, learning, reworking and trying again is the only way to make something that works.

We have learnt that when we keep moving forward on our journey, if there are difficulties on the way, there will always be opportunities as well in terms of unearthing better alternatives, exploring new areas and understanding the existing even better. This is why we strongly believe in the saying "Nothing Ventured, Nothing Gained".

Captive development of coupling

A clutch coupling being used in coal mill had worn out and had to be replaced. The replacement price of a new coupling was significantly higher. The team persuaded the vendor but negotiations could not succeed. The Company tried to source it from local suppliers but local suppliers cited their inability to supply the material owing to complexities involved in manufacturing the material. Our team decided to explore alternate means. They undertook detailed

evaluation of the mechanics of the item and roped in a local supplier. The team developed detailed drawings of the coupling and shared with the manufacturing team. Initially the results did not live up to expectations. The team, however, kept working on it and came up with an output which met our requirement. The item was, eventually, completed based on captively developed drawings and the team even made several modifications to suit captive requirements. The effort not only provided financial benefits to us but also

immensely boosted the confidence of our team.

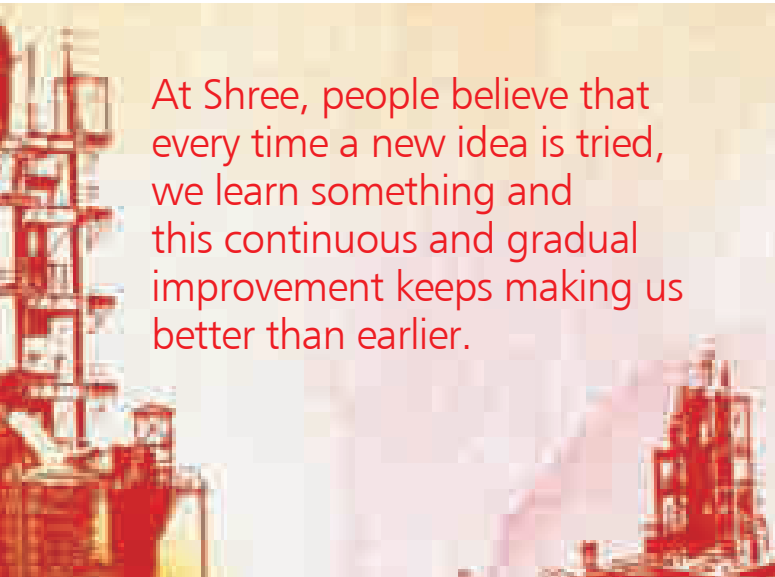
Turning tables in negotiation

The supplier of a key input to produce synthetic gypsum, which is one of our key materials, was the only party we could source the material from. Necessity of the raw material coupled with a singular source had put us at a disproportionately weaker position in bargaining with the supplier. The contract was approaching due date for its renewal. Knowing this well, we started negotiations in advance for renewal of existing contract at terms favourable than existing. Initially, the supplier agreed for additional discount on incremental lifting. We then highlighted the need for supplies through the Railways to bring down logistics cost which too was accepted by the supplier. The team then convinced the supplier about a change in scenario going forward which would end singular status of supplier which brought us on a better pedestal in the negotiations. The team then highlighted the benefits of price sustainability of material

and other advantages which may accrue to him from long term association with Shree. Continuous persuasion kept us getting little extra at each stage of negotiations so that when the final contract was executed, the terms were much favourable than expectations we had at the start of the negotiations. Securing better terms in a negotiation where we stood at a disproportionately weaker position served the team well in further negotiations.

Generation from WHRP

Initially, the generation from waste heat recovery based power plants (WHRP) was quite low and uncertain with high fluctuations. There were not many precedents to learn from. The team, however, realised the potential benefits of the idea and persevered in face of challenges. Continuous efforts over a period of time resulted in increasing generation to a little higher level. We kept on making further efforts and finally could reach a generation level which was much higher than even our expectations. Persistent efforts have led to further improvement in



At Shree, people believe that every time a new idea is tried, we learn something and this continuous and gradual improvement keeps making us better than earlier.

its performance which has encouraged us to install more WHRPs in our plant. At present, the Company has a significant capacity of WHRPs which is almost 40% of the total capacity of such power plants in India and the largest capacity in world cement industry except China.

An instance of large scale economies from perseverance is our usage of petcoke. Our initial attempts to use petcoke as fuel in cement and power plants resulted in several issues. The team, however, kept on working on the issues and their persistent efforts ultimately resulted in success and we could run our plants on petcoke. Today we are seamlessly running all our plants on petcoke. Every hindrance is like a bump on the road and having sights on the destination will lead us to do the right things. We had to force serendipity and push ourselves beyond the limit.

Each time we have overcome a challenge, it has strengthened our belief that nothing is beyond persistent and continuous efforts.

Having experienced that overcoming challenges helps us grow, the team now seeks challenges and has acquired an attitude where challenges are considered as an opportunity that makes one better once he has dealt with it. In the process, we have created a team of entrepreneurs in the company.

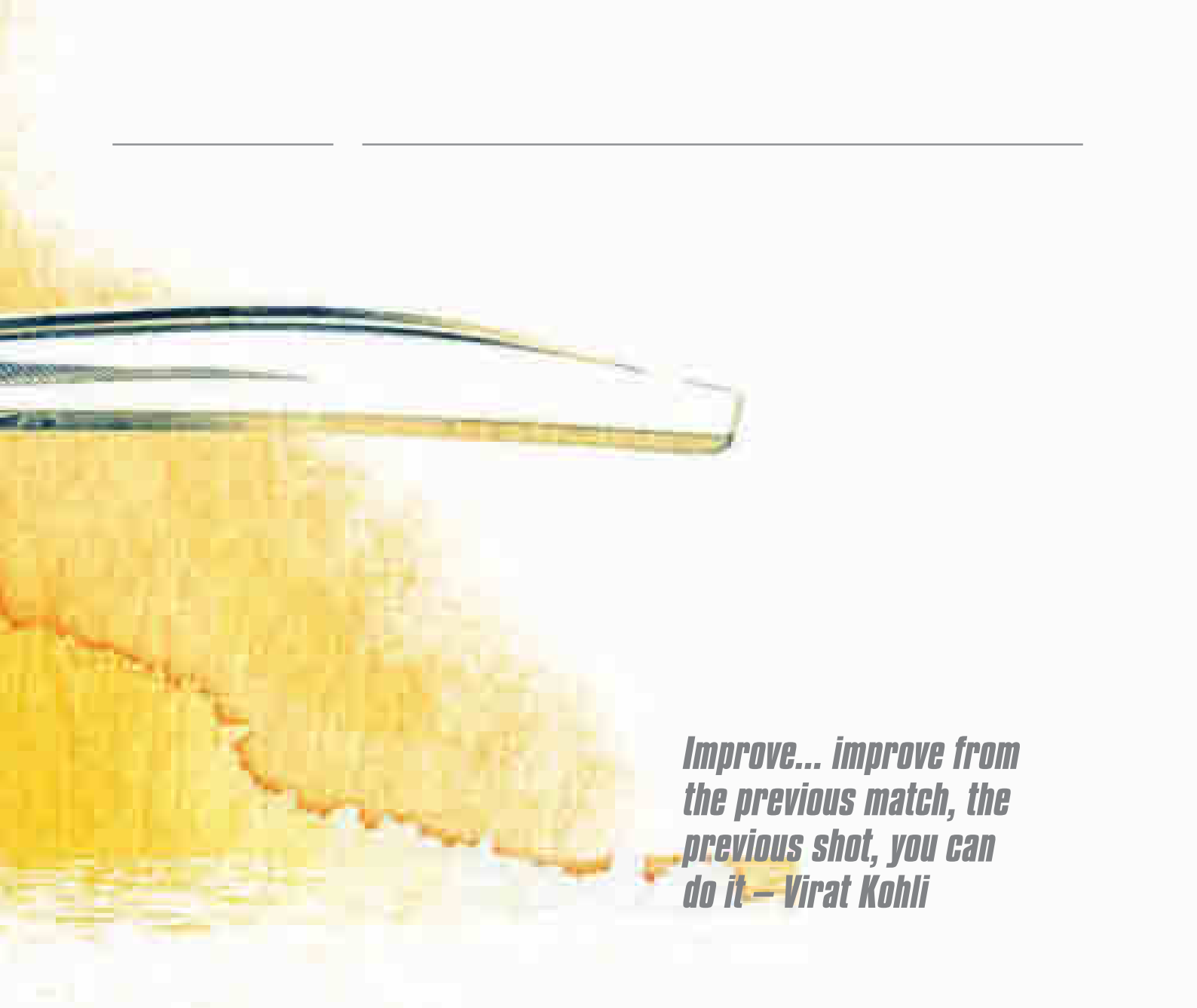
In sports as in life, never giving up and always looking for newer targets is the surest way to sustained success. This has worked for Shree in the past and our sustained performance bears testimony to the perseverance of our team.

In sports as in life, never giving up and always looking for newer targets is the surest way to sustained success. This has worked for Shree in the past and our sustained performance bears testimony to the perseverance of our team.

Innovation

THERE'S ALWAYS

A NEW



*Improve... improve from
the previous match, the
previous shot, you can
do it – Virat Kohli*

WAY OUT

Continual reinvention driven by constant impatience with the existing is the key competitive edge that a champion sports person needs in order to outclass his competitors. In the highly competitive world of sports today, the margin between the winner and others is wafer thin. To sustain supremacy and repel unrelenting threat from competitors, a champion has to continue to do better than the existing and keep unsettling the settled existence.

To sustain his dominance, a champion sports person keeps blazing the trail to identify elements which can give him an edge over others and which are hitherto unexplored. This requires him to venture out of his comfort zone and experiment with things he had not done before. He seeks innovative ways to improve upon the attributes that goes into making him perform at the top level, be it his training methodology, body structure, metabolism, nutrition, inspiration and ultimately his overall mindset to emerge as the best. He identifies barriers which stifle maximum delivery and works to improve on them. He keeps reviewing the next laggard area to improvise on it to keep getting maximum performance again and again and outdo his earlier accomplishments.

Likewise in the business

world also, sustained superior performance and results demand continuous innovation to develop as a source of long term competitiveness. Innovation is not to keep looking for a game changing idea or a breakthrough initiative but to let people seek opportunities in anything and everything that they do, from trivial and routine activities to strategic initiatives.

Shree believes that sustained growth is achieved through continuous improvement by looking for ways to use a resource or a process or any other activity more efficiently than previously done. Also, Shree realises that in order to create a workplace structure capable of sustained innovation, it is imperative to build a framework across the organisation which can be embraced as a culture by everyone involved. At Shree, innovation is fostered by outlining the competitive edge and nurtured by letting each individual know that he relates to the growth of the Company by doing things he has to do in a manner better than the existing or to say playing his part innovatively. This is implemented through utilising the twin combination of “what if” and “why not” questions in its processes to seek better and efficient ways of doing things.

This continual sense of innovation permeates across the Company and keeps it on track of sustained performance. In fact it is best manifested when people start coming up with innovative ideas in areas which, traditionally, are not considered hotbeds for innovation. We have time and again demonstrated this trait in our functioning over the years.

Turning challenges into opportunities

Innovation at Shree is to not only to make the most of all opportunities but to also convert challenges into opportunities. The belief is that opportunities are hidden in all spheres of operations and the same needs to be unlocked through logical analysis and out of the box thinking.

Road dispatches to distant areas from our new unit in Bihar were hindered due to high freight and unfavourable road conditions. As such, the railway delivery mode became essential for logistical efficiency as well as to increase sales in such distant areas. The nearest railway siding, however, had several bottlenecks. The railways followed a weekly quota system which restricted the quantum of loading. As this siding was a major rail port, it witnessed frequent congestion also.

Innovation at Shree is to not only to make the most of all opportunities but to also convert challenges into opportunities. The belief is that opportunities are hidden in all spheres of its operations and the same needs to be unlocked through logical analysis and out of the box thinking.



Open goods shed and loading priority to other items further complicated matters. The team logically analysed the situation and it came out that we could help setup a railway siding at a nearby railway station which did not have infrastructure for cement loading but was located at less than half the distance of existing siding. Company approached the railways and offered a win-win situation for both the railways and the Company. The railway was getting a platform built without incurring any cost while the Company could utilise rail delivery mode to increase its sales at a decent payback. This innovative solution helped us in not only driving

additional sales but also building up the brand trust with our customers who were now ensured of timely delivery.

Stepping into uncharted territories

Team Shree enjoys stepping into uncharted territories where uncertainty is high and success appears challenging.

Replacing Dozer engine with Excavator engine: In one instance, the engine of an imported Dozer in our mines developed some faults and required overhauling. The quote received from the repairing agency was not just expensive but it also involved repairing time of 3-4 months. The team

was not satisfied with the situation and looked for alternate solution. The team studied the measurements of the engine and its makeup. Detailed analysis brought it to the possibility of running with a spare engine available with the company in place of sending the same for overhauling. The team retrieved the spare engine from an old excavator. It studied the structure of the engine and found it fit to be worked upon. The measurements of the engine were compared with the original one. Carefully observing the difference, the team set out to make modifications in the excavator engine. After each modification, the team compared both

the engines and tried to fit the old engine in the dozer. Sustained trial and modifications finally brought success to the team and ultimately the old engine could be fixed in the dozer. It was a significant achievement for the team which not only resulted in significant financial savings as well as savings of critical three month required for getting the overhauling of original one.

Captive burner trolley: In yet another instance, a burner trolley was required to install burner pipe in the kiln. The team, instead of acquiring trolley from outside, ventured to make it by themselves and ultimately succeeded in

doing it in house resulting in significant savings.

Innovation as continuous improvement

Innovation to be effective as an organisational edge has to have a widespread and structural presence across the organisation. Systematic involvement of everyone in questioning the status quo on a continuous basis has led the Company to tap into an infinite resource pool of alternative ways of doing things continuously.

Automating cement dispatches: The manual system of logistics involving truck incoming, loading

and outward movement was consuming significant time which was proving out of place in our fast paced scheme of quick vehicle movement and fast delivery to consumers. A cross functional team involving logistics, IT, commercial and others got involved to build an innovative edge in this activity. The entire loading activity involved registration of vehicle by security guards at incoming gate, truck waiting time to get dispatch instructions and corresponding traffic congestion, manual process of taking tare weight at weighbridge, registration

of truck at packing plant and subsequent loading through manual interaction, weighing of filled truck again at weighbridge, preparation of Excise Gate Pass and final manual checking at the Out-gate. Logical analysis revealed that nearly 95% of the trucks entering the system were same vehicles.

Detailed study of each sub activity was carried out to systematically optimise the same through automation. RFID was installed on truck windshields to make registration a one time process eliminating repeated manual checking at In-gate. Further display system was used to regulate vehicular movement, automating the tare and final weighing process at weighbridge to save on time. With these optimisations, the turnaround time has now reduced to less than half of earlier time. It has significant benefits in terms of eliminating chances of manual errors, real time checking of truck movement, online data for MIS generation, manpower optimisation and improving logistical efficiency resulting in faster supply and satisfied consumers. The entire operation was in line with our motto of continuously improving existing processes to bring competitive edge in


our practices.

Addressing fly ash

availability: When the cement plants were facing fly ash availability crunch due to shut down of some of the power plants in the area of our operation, the team came out with innovative idea of using reject limestone in the company's own power plants to generate additional flyash and mitigate the issue to some extent. In the process, it extracted a productive utilisation out of reject limestone which otherwise would be dumped for landfills. Use of reject limestone for power generation is now a regular activity helping the company meet its fly ash requirement on a regular basis as also generating savings in costs as well.

Using extra steam from

WHRP: In another instance, the steam generation in its waste heat recovery power plants (WHRPs) was found to be in excess of turbine capacity. The steam was going waste and hence normal solution was to install additional turbine of adequate size. The team, instead, searched for alternative solutions. It came out with an innovative solution to utilise the excess steam in one of its



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existing thermal power plants (CPPs). There was a concern, however, as the WHRP steam is of high pressure and hence it could not be directly used in CPP. The team further analysed alternatives. It assessed the possibility of replacing a turbine from CPP and utilising the same gearbox, generator, stator, electrical system, DCS system, air cooled condenser and civil foundation for use in the WHRP. This way additional capacity of WHRS 15 MW was added with minimum capital. The idea clicked and team could create required additional turbine capacity for WHRPs. The unique solution left no room for any requirement of new capex. It not only saved on the additional cost of buying new turbine as well as additional cost of ancillary parts, it also optimised the performance of CPPs.

Innovation as a culture

In order to build Innovation as a competitive edge, its presence has to be widespread and structural across the organisation. Shree has created a structure where people across the hierarchical level are motivated to come up with new ideas and keep finding new and alternative ways of performing any

activity be it a routine activity or new project.

While outsourcing certain activities, normally one agency is awarded contract for a single project. Shree realised that many times the work is delayed due to issues such as labour and material availability, inadequate resource or any other factors associated with the contractor. Normal way out for ensuring on-time performance was to incentivise them. The company went a step further. It awarded contracts for a single project to multiple contractors. This seemed a weird idea as it involved relatively higher costs and overlapping of responsibilities between multiple contractors. Our contrarian approach, however, revealed that having multiple contractors will ensure faster delivery as it will create competition among contractors, eliminate project delays associated with issues related to a single contractor and make resources available from one contractor to other. Obviously it resulted in a little higher project cost but the same was more than set off by faster project completion, saving of interest costs as well as augmented

revenue generation from the project. It also helped analyse performance of each contractor against other thereby enabling competition amongst them.

Innovations at Shree refer to a continuous process of doing things in a more efficient manner and keep creating new benchmarks, the difference being that breaking a benchmark is not taken as a celebratory point but a pointer towards setting new targets. Shree has always strived to promote continuous innovation in a free and fair manner among its people

which encourages them to come out with ideas that makes a process faster, a resource more efficient and an output more sustainable than it previously was.

Shree also keeps raising the bar in every sphere of its operations and, in the process, has turned itself into a fertile ground of innovation and creativity. Innovation in Shree, is thus seen as a way of life, making it a more efficient, more admired and a more sustainable organisation which continually looks to keep becoming better than present.

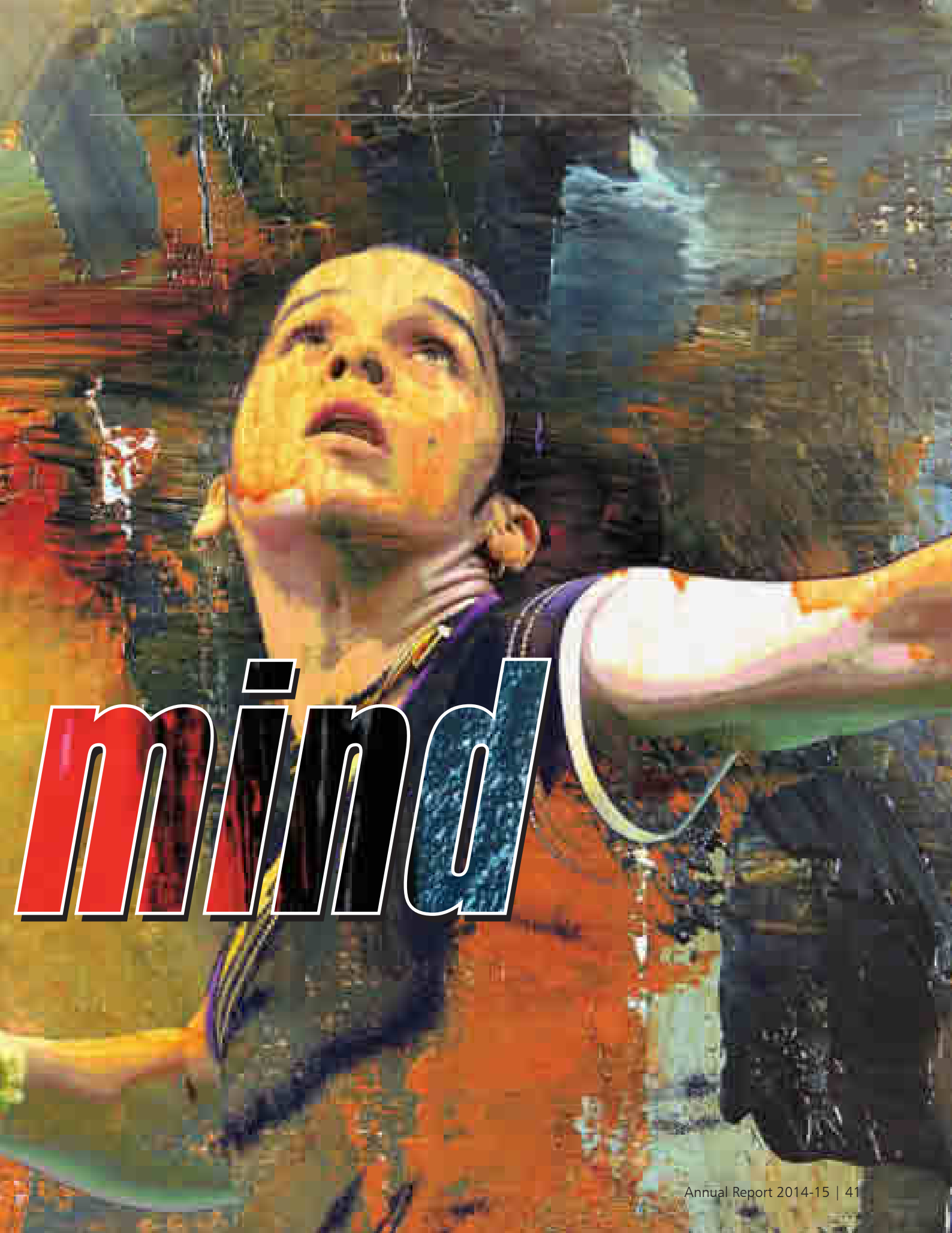
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Dynamism



AN AGILE MIND IS A
Winning

If I play well, great; if I don't, I learn from the match and move on – Saina Nehwal



mind

Any achievement, in sports or life, looks easy in hindsight. People normally put it down to precise planning and vision. Success, however, is never a function of merely planning but is shaped by actual performance. In the dynamic world that a sports person inhabit, the rules of winning keep changing quickly. Ability to envisage early and quickly adapt to change is what sets apart the eventual winners.

A champion sports person is always willing to make a midway course correction should the need arise. He expects plans to fail, situations to change and advantages to disappear and prepares himself to be equipped to respond to these surprises. Those who fail to adjust to the situation surrender their chance of victory.

Corporates today also operate in a dynamic and fast changing environment. In this ever evolving world, every recipe of success gets lapped up and worked upon quickly by competitors.

Static Planning in today's environment would be like clinging to an expired medicine which though looks like a medicine but does not yield the same results. Companies which are nimble footed to quickly adapt to the changed scenario are the one who ultimately emerge victorious.

Shree is symbolised by active and dynamic adjustments to respond to any change in its accompanying environment. Instead of being surprised by situation, the team keeps changing decisions by constantly reviewing it in light of developments in the external world. Dynamically adjusting to situations is evident across the organisation from trivial and routine activities to strategic initiatives.

At Shree, a plan once made no more remains sacrosanct and inconvertible. It is just a starting point to embark on the journey and the further journey is to be done on our terms. Shree believes in harnessing the present and allow people to work for immediate results, fumble and change track and remain on it till its logical end. The small accomplishments, one by

one, keep building the long term sustainability.

Reviewing decisions continuously

The cement unit at Bihar was planned to be supplied clinker from upcoming integrated unit in Chattisgarh. Existing environment, however, warranted faster commissioning of Bihar unit and accordingly it was commissioned earlier than the integrated unit. Clinker supply was now a concern as the existing clinker sources at Beawar and Ras were at a distant place resulting in high freight cost. The team turned to purchase clinker from nearby sources. It also scouted for cement plants who were sourcing clinker from their distantly located clinker units and offered clinker swapping to them. This involved supplying clinker from our Beawar unit to their cement unit nearer to Beawar and buying clinker at our Bihar unit from their clinker plants located at a less distance to our Beawar unit. In effect, we significantly reduced the freight cost. The team further assessed that the railways had a policy to provide a discount based on incremental traffic;

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higher incremental traffic fetched higher discounts. The existing rail despatches to our other units were low due to these units mostly utilising road mode, Company sensed opportunity in this low traffic as it meant low base case for incremental traffic calculation. It started sending clinker to Bihar from its own clinker plants at Beawar and fetched higher discounts which reduced the effective rail freight significantly. It kept on changing its source of supply from local purchase to swap partners to captive sourcing based on whichever was

most beneficial reaping in maximum gains.

In doing so, the Company constantly kept reviewing its decision from a strategic initiative of faster commissioning of cement unit to routine activity of utilising railway discounts to optimise freight rates again to a tactical decision to buy clinker from peers. No one decision was sacrosanct and the team constantly kept evaluating and adapting to changing events with nimble-footedness. Needless to say these short term decisions kept making the unit more and more sustainable on a long term basis.

Good quicker response is better than late perfect response

Shree believes that a quicker response is better than a perfect response. In the dynamic environment it operates in, waiting for perfect response may result

in missing the opportunity and hence it encourages its people to quickly gauge and respond to any given situation.

The company is involved in selling surplus power in the short-term market. There

The Company constantly kept reviewing its decision from a strategic initiative of faster commissioning of cement unit to routine activity of utilising railway discounts to optimise freight rates again to a tactical decision to buy clinker from peers.

were times when power plants were generating less power due to poor demand conditions. Team however, kept its eye on the movement on the prices in Power Exchanges. The team observed sudden upward movement in prices and started evaluating possibility of restarting power plant. As considerable cost is involved in starting-stopping of plants, normally such decision is taken considering all the factors involved like analysing chances of how the rates will play out, prices in bilateral market, position of transmission congestion, fuel cost, operational impact and several other factors. The team did not, however,

have so much time to do detailed and thorough analysis as it would have meant loss of opportunity. While there was prospect of making gains to the tune of ₹20-30 lacs daily, it was fraught with risk of making loss as well if rates did not sustain. The Company did a quick analysis of past trends, market situation and other influencing factors and decided to restart the plant. As it analysed, the rates did persist for a fairly longer duration helping the company generate good profits.

Working around the problems

As per standard Waste

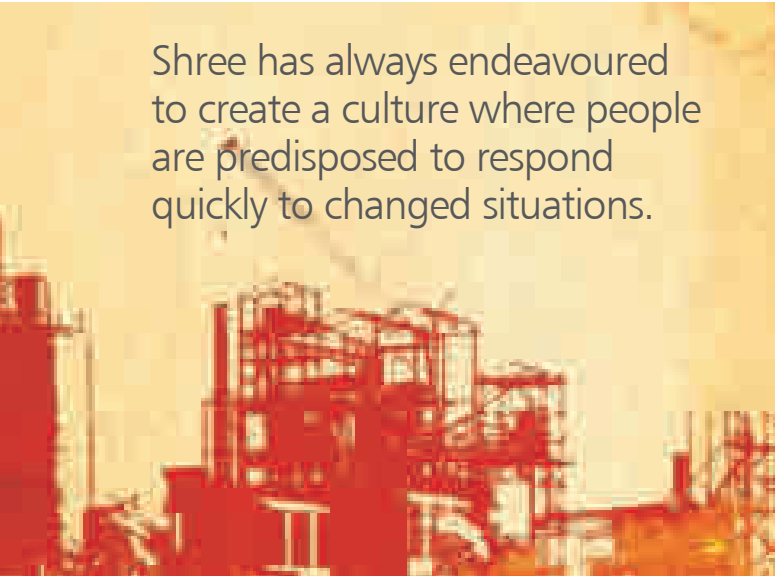
Heat Recovery (WHR) boiler configuration, each WHR unit has two boilers; one at cooler downstream called AQC boiler and another at pre-heater downstream called PH boiler. Being a six stage pre-heater, flue gas temperature at PH boiler of <300°C is not enough for super heating of steam required for steam turbine operation. As such, common super heating of AQC and PH steam was being done at AQC boiler only. The team was however, facing a big constraint in this system. If the AQC boiler was stopped for any reason like a breakdown, kiln disturbance, low kiln feed etc, we were forced to stop the PH boiler also. The team wanted maximum utilisation of WHR steam. It started analysing cases when PH boilers were shut down due to non-running of AQC boilers and exploring feasible alternatives. Our having multiple WHR units at a single location, normally considered a complex infrastructure, became the solution. Required modification was done which enabled the team to utilise the PH boiler steam for power generation even when AQC boiler of respective unit is not in

service due to any reason. Further, it also enabled the team to take PH boiler into service even at a low kiln feed when earlier it had to wait till kiln feed reached normal operating condition.

Every day dynamism

Shree has always endeavoured to create a culture where people are predisposed to respond quickly to changed situations. Apart from carving out detailed plans, people expect plans to go wrong and expect themselves to be in situations where they are faced with issues which they do not have prior experience of as well as not enough time to chalk out a detailed course of action.

In the procurement of fly ash, the company needs to deal with multiple sourcing options of fly ash as well as multiple consuming units. There are other considerations such as quality, price, freight, minimum off take commitment etc, which also need to be optimised. The procurement team dynamically keeps evaluating these elements to arrive at optimum procurement solution i.e., continuous availability at minimum cost on a



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daily basis. It also keeps developing alternate sources so that when an existing source of procurement gets costly, the team could use an alternate source. In one such instance, initially an alternate source looked costly. But, as the company kept applying its negotiating skills to secure better terms, created efficiency improvement and monitored turnaround time, the new source not only became less expensive, it also became a permanent source and helped obtain better negotiation from initial supplier. In another instance, when a supplier came out with strict tender conditions, it dynamically adjusted its procurement pattern and ultimately forced the supplier to revise tender conditions. Dynamically crafting optimum combination of various related elements has enabled us to significantly optimise fly ash procurement which has now become a competitive edge for the company.

Such dynamism is evident across all operational levels. The logistics team continuously reviews and keeps dynamically shifting its road transport options considering order position, availability of

trucks, inventory position and market conditions to optimise logistical efficiency. The company's fuel sourcing is also quite dynamic and it keeps evaluating various supply sources on a continuous basis. As against established belief of tying up fuel on a long-term basis, the company does its tie up with a 3-6 months horizon as this allows it to explore all options and thereby optimise its fuel cost. In power sale, the company sells on a short-term basis which is quite volatile and requires sale decisions to keep dynamically changing depending upon continuously changing external situations. On a macro level, the spirit of dynamism helps the company decide as to which cement or power plant to shut amongst its available options, keeping in view market conditions

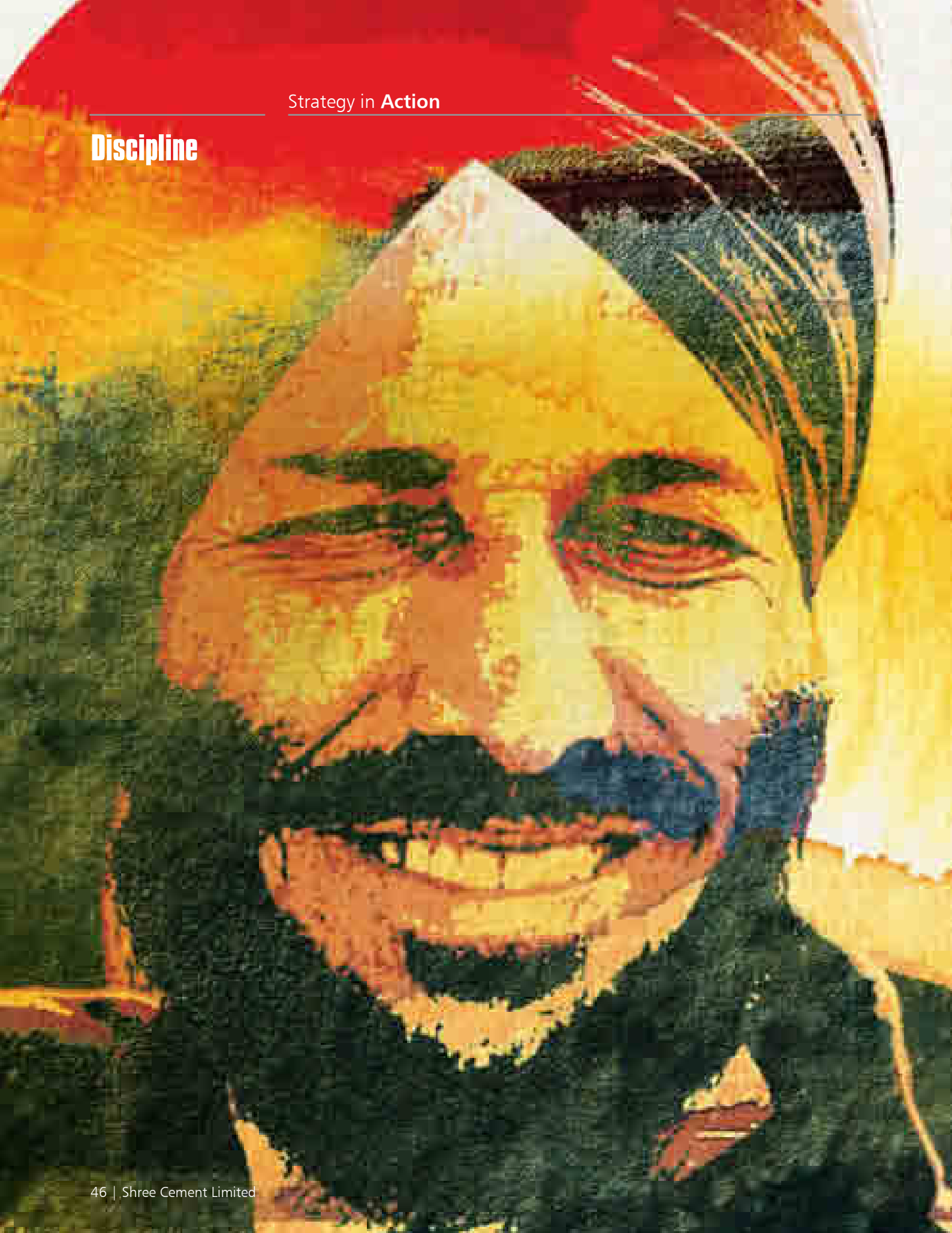
and operational needs. As a result, the company has never been in a situation of stock-out.

Our habit of reasoning the present on an ongoing basis has emerged as a constantly evolving instrument for us that emphasises not only on what is but also on what can be. This focused approach of dynamism has kept shaping our performances for the better. Our ability of creating dynamism as a daily routine and making it all-pervasive across the organisation keeps everyone on their toes in a rapidly-changing and challenging external environment.

That we have been able to establish this as a culture defines our sustained success and assures us that we are on the right track of dynamism.

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Discipline



The only route to **SUCCESS**

*A sportsman's life is all about
discipline – Milkha Singh*

Discipline is, perhaps, the most evident characteristic of nature. Discipline is at the genesis of any level of success be it in sports or business and requires dedicated efforts with positive spirit and attitude. For a sports person, observing discipline is indispensable in everything from training and nutrition to physical and mental toughness in order to fully harness their potential and become the best they can be.

A champion sports person is an appropriate amalgam of several attributes and abilities. Discipline is the super glue that enables systematised refining and application of these attributes. While a sports person may be endowed with inherent talent, it is when he strictly follows his training schedules and maintain timelines that he becomes a champion. His outstanding results are a direct consequence of the discipline with which he has sweated it out.

Shree's consistently rising net worth and profitability track record is a testimony to its high standards of discipline and good governance.

Similarly, discipline is also at the core of the organisation's existence. Lack of discipline may be a threat to the very survival of the organisation. Discipline works in different ways. Financial discipline is essential as an organisation may be in deep trouble if it stretches itself beyond its financial capabilities. Operational discipline may again act as a source of motivation to achieve results within targeted timelines and budgets. In people, discipline helps bring about positive behaviour and improved performance. Discipline helps build good conduct which is reflected in the performance of the organisation on various parameters of corporate governance. Investors and lenders, while appraising performance of the company, consider its progress report on corporate governance as an important parameter and assign valuation accordingly. Discipline, hence, binds and refines the several essential organisational attributes like competitiveness, innovation, dynamism and others in a structured manner to attain its goals and objectives.

Shree's consistently rising net worth and profitability track record is a testimony

to its high standards of discipline and good governance. Our sustained success is a result of strict adherence to discipline across the organisation be it in finances or operations or people or any other aspects.

Financial discipline

An organisation has to follow financial discipline in order to sustain its existing operations as also to grow further. While a high leverage to attain rapid growth may look very tempting, it poses a serious threat to the existence of the organisation. At the same time, a low risk appetite may not allow the company to harness growth opportunities. Therefore, a judicious mix of the debt equity ratio, optimal use of funds and tight leash on costs is essential to maintain financial discipline. Shree has undertaken aggressive capacity augmentation in the last decade. There was always a new cement or power plant under execution. While aggressively building up capacity, it never stretched its finances by borrowing indiscriminately even though the lenders were willingly to extend credit on favourable terms. Instead it managed the same primarily from internal accruals along with



required debt in a balanced and controlled manner. This helped it maintain a healthy debt to equity situation and negotiate competitive terms from lenders. Even in day to day operations the team seeks to ensure optimum fund utilisation. Any idle funds lying in accounts even for a day is also considered financial indiscipline.

Therefore proper monitoring system is in place to ensure that funds are deployed to their intended use and if not needed they are invested.

Not giving in to tempting opportunities

Company has, over the years, built strong financials as reflected in its net worth,

debt equity ratio and consistent profits. Impressed by these, offers for various acquisition opportunities, both related to its business and otherwise, kept coming in with the proposition of helping Company grow its business in no time. On the face of it, these were indeed quite tempting and Company had all the means to jump and grab such opportunities. Our disciplined management, however, helped us to make judicious assessment of each proposal and allowed us to not opt for them unless it met our disciplinary criteria and strategic fit. In retrospect, we find our

judgment was right. We did not get lured by predicted high returns which were eventually found to be non-existent.


Earning investor trust

Investors, while judging a company on various factors such as healthy financials, growing business, consistent profits, sector outlook etc., consider trustworthiness of the Company and its management as the premium parameter above all others. On its part, Shree has always considered investors' trust as supreme and has continually worked to earn and strengthen it. Accordingly it has always

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Shree has over the years created sustained value for its stakeholders. Its return on investment is greater than the market.

sought to be realistic in its communication to investor community. This has enabled it to always deliver on its assurances and earning it the epithet of "Walked the Talk". Consistently meeting expectations have made the investor community trust the announcements that Shree makes. As a natural outcome, Shree's performance on Corporate Governance standards are rated very high which has enabled it to enjoy premium vis a vis its peer group in market capitalisation.



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Creating sustained returns for investors

Shree has over the years created sustained value for its stakeholders. Its return on investment is greater than the market. As such it follows a policy of reinvesting its surplus profits back into business rather than distributing large dividends. The average annual return that an investor has earned over last 30 years if he had invested ₹100 in the company at the time of its IPO works out to 28.74%. This is far greater than the return available from the market. The higher returns generated by the Company are visible in its growing market capitalisation. This long term value creation is a result of sustained adherence to disciplined management practices of the Company. The fact that the gains have been consistent and for a fairly longer time period makes it that much more rewarding for our stakeholders.

The Company does however, pay dividend as a matter of sharing some of its earnings with its investors. There has been a consistent increase in dividend payout to the investors. The dividend

payment for 2014-15 is 240% showing a 9% increase over dividend of 220% in 2013-14.

High credit ratings

Our strong financial performance, strict financial discipline, growing business with low leverage has earned us high credit ratings from Rating Agencies. Earlier CARE, one of the reputed Credit Rating Agency had accorded highest A+ rating for short term borrowings and AAA for long term borrowings. This year, CRISIL, another reputed Credit Rating Agency, also upgraded its rating accorded to the Company from AA+ to highest AAA for its long term Non-Convertible Debentures of ₹200 crore.

Negotiating competitive credit terms

An important feature of Shree's financial discipline is that all its financial commitments with regard to interest payment or principle repayment or other debt obligations have been made on time. In fact, Company has never defaulted in its financial commitments since its inception i.e. 1985. The high credit ratings, outstanding debt repayment record and investor

confidence has helped the company enjoy significant bargaining power in its borrowing negotiations with lenders. Efficient financial management has helped it raise long term as well as operational finance such as working capital and buyers' credit etc. at low costs. This is well reflected in its average borrowing cost of 9.07% for FY 2014-15. In the non-fund credits, Company has been able to avail Bank Guarantee facility to the tune of ₹100 Crore from a renowned bank at a commission of 0.10% per annum which is substantially lower than prevailing market rates.

Disciplined growth

Any entity when it makes disciplined efforts is bound to succeed. Shree is known for its cost leadership and timely capacity addition. The timely project completion not only helped it manage finances by keeping capex under control and thereby giving a competitive advantage in costs but also enabled it to reap benefits of cyclical upturns and downturns in the cement industry. As the fruits of successful timely completion came to fore, practicing discipline developed into

a source of motivation for the team. The team was driven by the belief of being disciplined in its thoughts and efforts. Irrespective of the task at hand, be it a 1 million ton or a 2 million ton capacity cement plant or a grinding unit or a small sized 10-25 MW power plant, the team kept coming up with more and more inspired performances. Even in uncharted areas of setting up large sized 300 MW capacity power plant the inspired performance repeated itself in the form of commissioning of the power plant within the stipulated timeline.

People discipline

Discipline in an organisation, when it is self-ingrained, is a source of motivation. It enables positive behaviour and builds inclusive personality by enhancing other qualities in a structured manner. People at Shree, being aware of the beneficial aspects have absorbed the right management discipline and reaped rewards from it. Reimbursement claims of travelling submitted by employees is accepted by the Company without extensive verification as

the team passing claims is ensured of the discipline practiced by the claimant.

Our disciplined practices has found endorsement not just in our performance, efficiencies and numbers but in the ratings and rankings

that we are credited with and the confidence that the investors have consistently reposed in our organisation. This has earned us the repute for being fair, transparent and an accountable organisation.

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Strategy

Competition energises
not erodes

*Competitive spirit has played a huge role in
making me what I am – Sachin Tendulkar*



les

Competition is the only thing inherent in the career of any sports person. Someone or the other is always ready to challenge his domination and overthrow him from ascendancy. Competition is a broad word and it includes all the intermittent constituents of the environment that the sports person performs in. Naturally in order to be winnable he needs to expand the scope of his activities and qualities through continuous endeavour to develop newer ways of winning.

Beating competition continuously requires qualities which are not developed overnight but is a function of continuous practice and development. It involves understanding the competitor by doing thorough analysis of the competitor as well as doing a complete analysis of himself. He has to be ready to understand his and his competitor's qualities to arrive at a winning situation.

Competition, a necessity for corporates, becomes a source of joy for those who enjoy marketing. Marketing is the antidote which allows corporates to navigate through competition. Marketing actually can be considered as an all-rounder in the corporate arena. Instead of a single competency, marketing competency is determined by the overall strength of several skills developed over a period of time. Like an all-rounder who is proficient in all aspects of the game, successful marketing

involves proficiencies across a wide spectrum. It is the balanced outcome of a quality product, its successful communication, effective delivery, right price point and after sales services resulting in customer satisfaction.

Shree has strived to create a culture where people enjoy competition. Infact the team at Shree not just enjoys competition but actually takes it a bit higher by creating benchmarks for competitors. As it still moves up, it then competes with itself to keep creating newer benchmarks. A prominent exhibition of this strategy was creating internal competition among its own brands of Shree JungRodhak, Bangur Cement and Rockstrong Cement which looked perplexing to most analysts but has turned out to be very successful for the Company. A combination of these has given it the leadership position in the highly competitive markets of Rajasthan, Delhi and Haryana.

Running ahead and staying ahead

Preplanning is an essential component which defines the end result. A good start is job half done. The management analysed the situation in Bihar to enter the Eastern Market and decided to setup clinker grinding unit in Bihar. The marketing and brand building activities in the new market, however, were planned and executed much prior to the actual commissioning of the unit. The team started with selling small quantity of 15,000-20,000 tons a month which was not providing sufficient margin to sustain. The team, however, stuck to build the presence in the new market and increase its consumer profile. Impact of this sustained marketing has now bore result as within a year of starting operations in Bihar, the Company is now among the top sellers in the state. This is achieved in the presence of established players with strong brand communication over the years. The job is yet incomplete and the team intends to be the top seller in not only the state but the entire region.

Reinventing to remain on track with consumers

A sports person or a company has to keep reinventing what he is offering to remain in shape. Marketing is all about being

better prepared and better responding in a dynamic manner. For Shree, Bihar and the eastern market was a new frontier where customer requirements were different than other markets. The team realised that it has to reinvent itself to come and run on track with the consumer aspirations. Accordingly it reinvented its product offering and introduced a new type of cement – Portland Slag Cement, as a new offering in the eastern region. This cement was not being offered elsewhere so far by the Company. The entire team shifted gears to bring itself up to the needs of the new market by creating competencies to manufacture and deliver slag cement in Bihar. The new product, even though offered first time by the Company anywhere, received tremendous response from the consumers. In fact it has helped the Company in garnering greater market share in the new markets of eastern region.

In another reinvention of its offerings, the Company changed the packaging of packed cement bags. The new market was delivered cement in laminated packing bags instead of normal plastic bags in which cement is delivered in other markets of the Company. The idea was again to remain on track with the requirements of the new customers.

Successful delivery management

On time delivery is of critical importance to keep consumers happy and manage customer satisfaction. Shree has accordingly taken steps to continuously grow its truck fleet along with ensuring coordination amongst logistics, truckers, marketing and customers for timely delivery and faster unloading. It has also been maintaining a floating stock of trucks for unscheduled demands. All these measures collectively has helped the Company increase truckers' engagement for these areas to drive volume growth. As of today, the Company has the capability to deliver to a small consumer of 20 tons at the same time as a large consumer of 5,000 tons.

Finding new ways for branding

The Company has been continually adopting different ways to promote branding and maximise product reach. It has adopted an appropriate mixture of all channels of brand promotion to create a brand standing for its products. One such way of effective brand promotion it identified was advertising on trucks. This has been taken up as a cost-effective mass media mode. It has been a challenging endeavour as it involves painting on trucks while they are on the

job of cement and clinker transportation. The team, however, has been able to effectively utilise it to optimise brand reach.

Customer service

The marketing team has always focused relentlessly on customer service as an essential area of overall marketing success. The central theme of customer management is to serve the need of each and every consumer without discriminating based on the size of the order. The focus of customer service team is the same for a consumer needing 20 tons as it is for a 5,000 ton customer. Company has meticulously planned its supply and distribution network to create strength in customer service delivery. It has created a closely coordinated customer satisfaction team which works with the logistics, delivery and other constituents to provide an effective service to consumers. Infact the plants are all set up near to large consumer hubs to enable it be present among large consumer points.

Competition, how much one may want, cannot be wished away. As in sports or anywhere, it is the competition, however, that defines the champion. Stiffer the competition, greater the appreciation of the winner and more the people enjoy watching



it. Shree never seeks to undermine competition. Infact it tries to improve it as it realises that higher

competition is prerequisite for it to keep stretching its limit to its farthest potential.

Shree never seeks to undermine competition. Infact it tries to improve it as it realises that higher competition is prerequisite for it to keep stretching its limit to its farthest potential.

Teamwork

The whole is
greater
than the sum of parts

*No dream is ever chased
alone – Rahul Dravid*



Every sport involves individuals and their behaviours which need proper caring and patronage for ensuring success. Players, whichever sport they are in, can perform up to their potential only if provided with proper facilities for training and development coupled with constant dose of encouragement and motivation. Additionally, the caring and support from managers is also essential to create a sense of happiness and contentment to the players. This is true as a happy sports person filled with joy and feeling of contentment will have greater chances of showing up a resounding performance.

In team sports, teamwork and coordination between players is essential for effective performance of any team, big or small. A team filled with good players may fail to win against a motivated and better coordinated unit. Therefore, whether in solo sports or in team games, a well-trained, motivated and synchronised outfit can ensure winning streak.

A corporate is nothing but a congregation of people working together to achieve common goals. The attainment of goals by the corporate is dependent primarily on its ability to align its vision with all-round development of its team. The more the people associate with the goal, the greater will be their efforts towards achieving the same. Teams which fail to put aspirations of its members at the forefront are more likely to fall short of achieving its own aspirations.

The underlying belief at Shree is that machines are replaceable but people are not. Shree has always

considered people as its key resource and has moulded its policies towards their holistic development. Company continually takes initiative to promote a belief of belongingness and ownership into its people towards the Company and seeks to accomplish this by focusing on their happiness.

Teamwork and co-ordination

Shree has built an environment which promotes a strong sense of teamwork and co-ordination among its people. This has helped the team sort out issues on a conciliatory basis with the involvement of maximum people. It is a familiar scene to see cross departmental functional heads sitting together to discuss issues. For example, a decision of carrying out maintenance job of cement plant is not just a singular decision by the plant maintenance team but a joint effort of both technical as well as several non-technical people. Again, the daily running of plants and the pattern of production is

a joint decision consisting of both plant technical and commercial groups. Similarly, the sale function or material procurement and handling jobs are carried out in close coordination with the relevant people in plant operations, costing and logistics. People across department form groups and committees to work in a totally unrelated area to organise the annual anniversary of Lord Hanuman temple. This sense of joint efforts has developed a sense of team spirit among the people which has enabled the Company to perform in an organised manner. The results are definitely better for everyone to see.

Spirit of entrepreneurship

Shree has always sought to provide an environment where people consider themselves as entrepreneurs. This has enabled development of an atmosphere where the team is predisposed to consider a problem from the view of solving it like an owner takes up his business. People are encouraged to develop a spirit of entrepreneurship and consider every problem as an opportunity to learn more from it rather than being directed. This spirit is generated from the confidence reposed continually in the team by the management which has allowed them to grow into an engaged team. The spirit is evident across the hierarchical level of the company. The engagement levels of the people at Shree

is one of the highest across the corporate world.

To encourage and enhance engagement levels of people, a unique scheme "Jo Soche Wo Pave" has been running for the past many years to encourage employees to suggest innovative ideas for improving performance ranging from matters concerning cost reduction and increasing sales to process improvement, energy and environment conservation and house-keeping etc. The scheme is open for all rungs of employees and good ideas, irrespective of where it has come from, are recognised and rewarded at the Company gatherings.

People development

The human resource policies at Shree are directed towards enhancing knowledge, skill and capability of its people. Various multi-skills development training programs are arranged to help the employees acquire cross functional expertise. These are put to use through job enlargement and increased responsibilities with the overall objective of ensuring an all round development of the employees. During the year, our people participated in various internal and external training sessions to help them gain insight into latest and alternative method of working and remain updated with current happenings in the industry. Such programmes benefit the Company through cost reduction, improved processes and overall



enhanced productivity. Employee also gains through knowledge enrichment and career progression.

Giving responsibility at a young age

Normal practice in the industry is to elevate and provide responsibilities to people with a certain level of age and experience. Shree has, however, sought to differ and be pragmatic in its approach towards its people. It seeks to repose faith in its people and their potential irrespective of their age or experience and has, more often than not, given responsibilities to people at young age. The management has realised that whenever youngsters have been given higher responsibilities, they have always risen to the occasion and performed at the highest level. The average age in the Company as of end of the year is 36 years which makes the Company indeed a young Company.

Talent management

Management of good talent is a prerequisite in the business environment that the Company operates in. Shree has an optimum combination of professional competencies in its workforce. A majority of its workforce is comprised of professionals be it managerial, technical or commercial. The right mix of talent is essential to reap benefits of the business opportunities presented by current pace of business environment.

Healthy employees, healthy company

Shree provides one of the best recreational facilities to its people to maintain work life balance. A state of the art gym equipped with all up to date facilities is provided within the plant premises along with facilities for several sports (both indoors and outdoors). The company regularly organises intra-company sports competitions like

cricket, soccer, badminton, carom and chess tournaments. Company recently organised an IPL like cricket tournament which was widely enjoyed across the Company with active participation from everyone including the top management. Company regularly organises "Yoga" camp for distressing and meditation of its people and their family. Annual health checkup is mandatory for each and every employee to ensure proper attention to their fitness. In an unique initiative, the company has started a "Wellness Reward" wherein those attaining 40 years of age and not having made any insurance claims in the last two years were rewarded by an increment of 10% in their existing sum insured limit.

Happiness centre


The company has created a happiness center for its people. The company has a designated "Chief Happiness Officer" in its ranks. All the employees, when they arrive at work, are greeted with a message of happiness which is an inspiring message on how to be happy. A daily dose of these messages reflects in the performance of the company.

Development of people and team spirit has kept on pushing the company to further roads of success. As we move further in our journey, we remain confident that our chief resource, our people, are firmly standing together to meet the upcoming challenges and meritoriously march ahead.

Shree has built an environment which promotes a strong sense of teamwork and co-ordination among its people.

Fairness

Supporting the
Support



system

As a sportsman, my aim was to help sports persons grow. The idea is to see what is good for sport rather than what's good for individuals
– Kapil Dev

Sports person often become a mascot of the aspirations of their people as they have distinctive ability to inspire diverse group of individuals. Such ability of sports person is mainly because of the connect that he is able to establish with people in the society and in whose triumph the society senses its own victory.

As people look up to them and aspire to be like them, it is fair and just that sports persons utilise their pre-eminence in society to bring a difference to it. This is because, it is the society which provides supporting infrastructure and environment within which the sports persons develop and nurture their talent and attain glorification. As such it is natural that they work towards returning back to society and help creating and nurturing talent of other aspirants in the society.

A corporate also draws resources from the people and gains support from the social infrastructure. It also comprises of various constituents of the society and includes everyone that effects its operations and growth be it the employees or local community or consumers or anyone which has a stake in its existence and growth. In that sense, it can be called as a mini society. Any corporate which fails to harmonise the aspirations of stakeholders with its own growth surely does not stand a chance to remain sustainable in the long run.

Shree has always remained conscious of the fact that its sustainable growth is directly linked to the development of the society it operates in. Shree realises

that embracing sustainability is in its long term interest. Since its inception, it has therefore built an organisation that seeks to promote sustainability in all its practices. By creating a framework which encompasses the interests of all stakeholders in its growth strategy, it continues to strengthen the foundation of its own growth and keep making it more and more sustainable.

Environment sustainability

The team at Shree remains aware of its responsibility towards the planet and accordingly takes steps to address issues concerning resource conservation, environment protection and greenhouse gas emission. Such measures range from implementing best in class pollution control equipment and latest technology in its plants to specific attention to water and resource conservation and implementing best practices across the industry.

Sustainable use of waste heat

The company has identified the use of waste heat available from its cement kilns in the waste heat recovery power plants (WHRPs) as an important part of its sustainability agenda. These WHRPs contribute towards

sustainability in multiple ways. Firstly, they help in conservation of natural resources i.e. fuel in power generation thereby acting as a key source of renewable energy generation in the Company. Secondly, they eliminate waste heat emission which would have impacted the atmosphere. Thirdly, they are installed on the same premises where cement plants exists thereby eliminating requirement of land for setting up new power plant. Next, the WHRP being located at the consumption point itself thereby reducing transmission losses in wheeling of power. Again they help conserve water also as the requirement for cooling the waste hot gases in conditioning tower also gets reduced. Lastly, the power generated helps in fuel security and creates a reliable and economic source of energy for the company. Realising these multitude gains and the meaningful positive impact that WHRPs have on the society, the company took the lead even though these are capital intensive projects. Today, the company's installed capacity of WHRPs of 96 MW is the largest such capacity in the world cement industry (outside China).

Alternative fuel and raw materials

The Company has always focused on conservation of limited natural resources through use of alternate materials. Company has a dedicated cell which continuously keeps looking for alternate materials that can be used to replace

natural resources. The company utilised diverse alternate materials and fuels in its plants. The company also used synthetic gypsum captively produced at its own plants and has installed a Flue Gas Desulphurization (FGD) plant at its CPPs at Beawar for capturing sulphur from the flue gases discharged from the power plants and using it to make synthetic gypsum.

The Company had been utilising diesel as fuel to light up kilns and power plants. The team, hence, started looking for alternate material to replace diesel. It zeroed upon alternate oil which is manufactured from scrap material which is used for land filling purpose. Initially, though there were challenges in using this as fuel as it had not been done earlier by any cement player, the Company persisted with this fuel. After several attempts, ultimately the Company has now been successful in using alternate oil. As of today, the Company has been able to achieve almost 100% kiln light up and 70% of light up of power plants through consumption of alternate oil.

Training construction workers for efficient use of resources

The Company has been conducting training of construction workers to improve their knowledge and efficiency. Such training are conducted primarily to make them aware of better techniques to ensure longevity of their construction structures, higher safety standards and improving their overall efficiency in



usage of resources. It has formed team for conducting training of masons and other associated people involved at the lower layer of the construction activity. Such trainings, both classroom and on field, are undertaken across different parts of the marketing areas of the Company. Typical training modules spread over 2-3 days involve classroom coaching supported with on-site training on basics of the construction material, how to increase life of construction, appropriate mix of construction materials, safe construction practices etc. At the end of training, the workers are provided with a certificate of having gone through the training which is helpful in creating and enhancing their employability as well as improve the overall lineage of the workers. Sometimes the training also involves the family members to create familial atmosphere.

Women and girl empowerment

The Company has always considered it a duty to ensure that the people living in its vicinity are able to grow in tandem with the growth of the Company. Towards this, it keeps on taking a host of activities to achieve its aim. It has undertaken several activities in the field of literacy and education, livelihood generation, healthcare & sanitation programs, women empowerment and community infrastructure development.

The Company gives special emphasis on supporting girl child and women. The Company started a "Save the girl child" campaign under which it puts ₹5,000 in Fixed Deposit at the time of the birth of a girl child in the vicinity of its operations which she receives after attaining the age of 18 years. The Company provides help during marriage of girls which have attained 18 years of age to discourage girl

marriages at a lower age. The Company also provides training on sewing and cutting, bag making, food processing, beauty parlour etc. to women in the local community to help them generate sustainable sources of income.

A continuous focus on harmonising interests of all stakeholders have brought the Company to the forefront of sustainable organisations. The Company realises it to be a continuous activity and accordingly has

been further strengthening its focus on social and environmental aspects of its operations. Being aware of its responsibilities towards society enables the Company to remain on track of social development and sustainable growth.

The Company has been issuing a Corporate Sustainability Report (CSR), documenting its sustainability efforts continuously for the last ten years. Our 11th CSR report is also being issued this year.

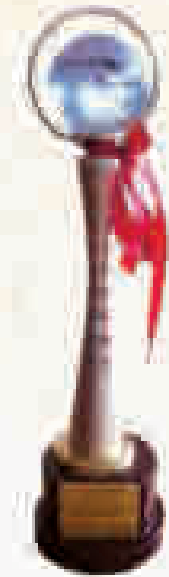
The Company has been issuing a Corporate Sustainability Report (CSR), documenting its sustainability efforts continuously for the last ten years. Our 11th CSR report is also being issued this year.

For more details on our sustainability and CSR activities, please refer to our Business Responsibility Report on page 113 of this report and Corporate Sustainability Report on our website www.shreecement.in.

AWARDS AND ACCOLADES

As a responsible corporate, we live interestingly dual existences. Even as we live in the present, we must be continuously obsessed with the future. Even as our challenges may be for the moment, our responses must be future-relevant.

At Shree Cement, our constant endeavour to move towards future-direction has been for ages, however there were challenges and obstacles on our track, but as a confident organisation we moved forward overcoming one after the another and these awards represents the foundation of our sustainability.



Fastest Growing Company Award 2014 hosted by Business Rankers Group



Corporate Governance and Sustainability Vision Award 2015 by the Indian Chamber of Commerce



International CSR Excellence Award 2015 by The Green Organisation, London



Bhamashah Award, 2015 by the Government of Rajasthan for CSR practices



Skoch Group Platinum
Award for creating value for
stakeholders by Skoch Group



Best Environmental Sustainability
Performance Award 2015 by
World CSR Congress



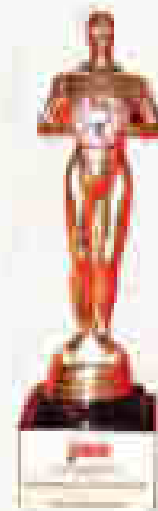
International Green Apple Awards
for Environmental Best Practices
2015 by The Green Organisation



Best Financial Performance
Award 2015 by The
Economic Times



Award for Process
Automation Through
Innovation by BSE –
CIO Klub, Mumbai



Enterprise
CIOL C-Change
2015 Award by
CyberMedia



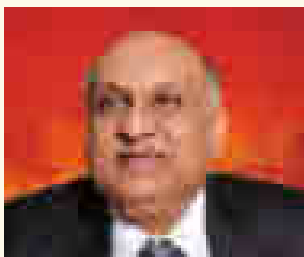
PROFILE OF DIRECTORS



Shri B. G. Bangur
Chairman

Shri B. G. Bangur is a B.Com (Hons) from Calcutta University and he brings to Shree Cement an extensive experience in the industry. He is a Director in The

Marwar Textiles (Agency) Pvt. Ltd. He has also been actively associated with various philanthropic and charitable institutions and trusts.



Shri H. M. Bangur
Managing Director

Shri H. M. Bangur is a chemical engineer from IIT, Mumbai. He brings to the Board technical insights which are a driving force of the technical excellence achieved by the Company. Shri Bangur

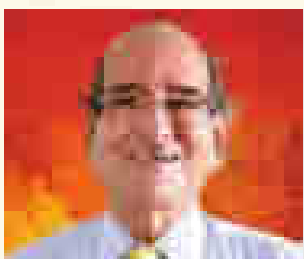
is President of Rajasthan Foundation Kolkata Chapter. He is also Executive Member of FICCI. Shri Bangur was the President of the Cement Manufacturing Association (CMA) during 2007-2009.



Shri Prashant Bangur
Whole Time Director

Shri Prashant Bangur is a graduate from the Indian School of Business, Hyderabad. He joined Shree Cement in 2004 and since then has been involved in all strategic, policy and operational matters of the Company. He has been providing critical insight and direction in all management decisions in the Company. Shri Bangur is a Member of Indian Chamber of Commerce, Kolkata. Shri Bangur joined the Board of

Shree Cement on 23rd August, 2012. He is a member of the Managing Committee of Bharat Chamber of Commerce & Industry and Cement Manufacturers' Association (CMA). He is also a member of the Managing Committee of Indian School of Business, Hyderabad. He is a Member on the Board of Management of TERI University and also Director in Khemka Properties Pvt. Ltd.

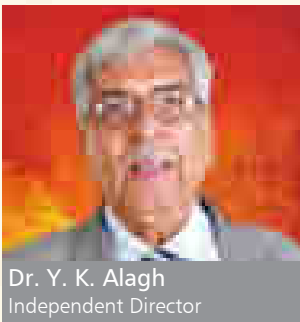


Shri R. L. Gagar
Independent Director

Shri R. L. Gagar is a B.A. (Hons) from Calcutta University and is a renowned solicitor and advocate based in Kolkata. He is a practicing solicitor and an advocate at the High Court of Kolkata for more than 50 years. Shri Gagar is also on the Board of TIL Ltd., The Peria Karmalai Tea and Produce Co.

Ltd., Paharpur Cooling Towers Ltd., International Combustion (India) Ltd., Machino Plastics Ltd., Sumedha Fiscal Service Ltd., Machino Polymers Ltd., Subhash Kabini Power Corp. Ltd., Sarda Plywood Industries Ltd. and Tractors India Private Ltd.

Strategic Thinkers



Dr. Y. K. Alagh
Independent Director

Dr. Y. K. Alagh is a noted economist and visiting professor to several renowned national/international institutions. He holds a Doctoral Degree and Master Degree in Economics from University of Pennsylvania. He is Chancellor of Gujarat Central University and Vice Chairman of Sardar Patel Institute of Economic and Social Research, Ahmedabad. He is also a trustee of the Institute of Human Development and a member of the Advisory Committee of N. M. Sadguru Water & Development Foundation, Dahod (Gujarat). He was earlier the Minister of Power and for Planning & Programme Implementation

with an additional charge of the Ministry of Science & Technology. He has been a member of Planning Commission (in the rank of Minister of State). He has been Chairman, Bureau of Industrial Costs and Prices, Ministry of Industry. He has several books and over a hundred articles to his credit, published both at home and abroad. He has travelled widely and represented India in a number of high level official delegations and seminars. He is on the Board of Somany Ceramics Ltd., Star Agriware Housing and Collateral Management Limited and ADJB Production Pvt. Ltd.



Shri O. P. Setia
Independent Director

Shri O. P. Setia is an M.Com from Delhi University and is an eminent banker and was the Managing Director of the State

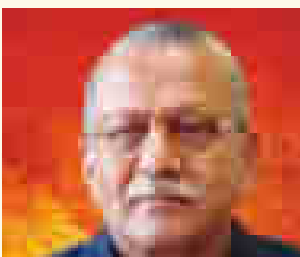
Bank of India and has held many key positions in its associate banks.



Shri Shreekant Somany
Independent Director

Shri Shreekant Somany is an industrialist who holds a Bachelor of Science degree from Kolkata University and is currently on the Board of Somany Ceramics Ltd., SR Continental Ltd., Somany Global Ltd., Cosmo Ferrites Ltd., Sarvottam Vanijya

Ltd. and Scope Vinimoy Pvt. Ltd. He is also the Chairman of the Indian Council of Ceramic Tiles and Sanitaryware and is a member of the Confederation of Indian Industry (CII), Northern Region.



Shri Nitin Desai
Independent Director

Shri Nitin Desai is a graduate from London School of Economics and a well-known economist and has had a long and distinguished career in the Government of India and United Nations. Shri Desai is member of the Prime Minister's Council on Climate Change which is coordinating the national action for assessment, adaptation and mitigation of climate change and has set out eight "National Missions"

as the way forward in implementing India's climate change strategy. He is a distinguished visiting fellow at The Energy and Resources Institute (TERI), Honorary Professor at the Indian Council for Research in International Economics Relations (ICRIER), Honorary Fellow of the London School of Economics and Political Science, UK. He is connected with the governing bodies of several



Dr. Leena Srivastava
Independent Director

NGOs and research institutions and also chairs the Governing Body of the Institute of Economic Growth. He is also a Trustee of Worldwide Fund for Nature (WWF) International. Shri Desai worked at senior levels in the Planning Commission from

1973 to 1987. From 1988 to 1990, he was the Chief Economic Adviser and Secretary in the Department of Economic Affairs in the Ministry of Finance. He is on the Board of Shakti Sustainable Energy Foundation.

Dr. Leena Srivastava is currently the Vice Chancellor of the TERI University in addition to being the Hony. Executive Director (Operations) at TERI, New Delhi. She is a member of various committees and Boards both at the international and national levels. At a think tank/science level, she serves on the Executive Committee, Advisory Panels, Governing Boards of various global entities leading the sustainability agenda including the UN, the World Economic Forum, UNEP; among several other equally prestigious organisations spearheading the global agenda of sustainability. She is the recipient of several national and international recognitions for her contribution to the field of sustainable

development, climate change and energy management. She was a member of the Expert Committee to formulate India's Energy Policy, Planning Commission, Government of India and National Security Advisory Board, Government of India. Dr. Srivastava is on the Editorial Boards of various international journals dealing with energy and environment issues and has a number of publications to her credit. She has done Masters in Economics from the University of Hyderabad and a Ph.D in Energy Economics from the Indian Institute of Science in Bangalore, India. She is on the Boards of Bharti Infratel Ltd., Meridian Institute, USA, Teri Technologies Ltd., Strategic Mediaworks Pvt. Ltd. and World Environment Centre, USA.



Shri Sanjiv Krishnaji Shelgikar
Independent Director

Shri Sanjiv Krishnaji Shelgikar is a veteran Chartered Accountant and has been practising since 1978. He has also contributed as special editor to the book, *"The Companies Act"* written by A. Ramaia. He has worked with the finance department of Videocon Group handling all local IPOs, International mobilisation of debt and equity, global and local merger and acquisition, domestic and

International Structured financial products for the Group's finances. He is on the Board of Joy Holdings Pvt. Ltd., Dhanapur Investments Pvt Ltd., Magrolia Leasing and Infotech Pvt. Ltd., Archangel Leasing and Infotech Pvt. Ltd., Yunus Social Business Fund Mumbai Pvt. Ltd., Slum Dwellers Development India Pvt. Ltd., Liberty Videocon General Insurance Company Ltd., Microcredit Initiative of Grameen.



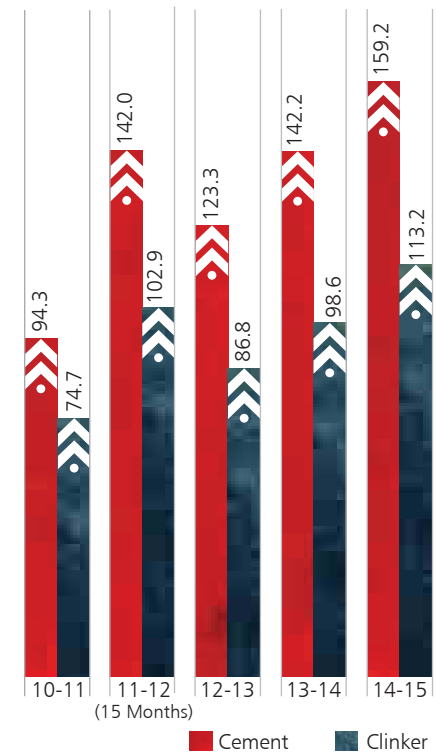
Shri Ramakant Sharma
Director (Non-Independent)

Shri Ramakant Sharma is a science graduate having around 46 years of experience in public relations (PR) with various cement industries. He is a member of Rajasthan Golf Club and Jaipur Club.

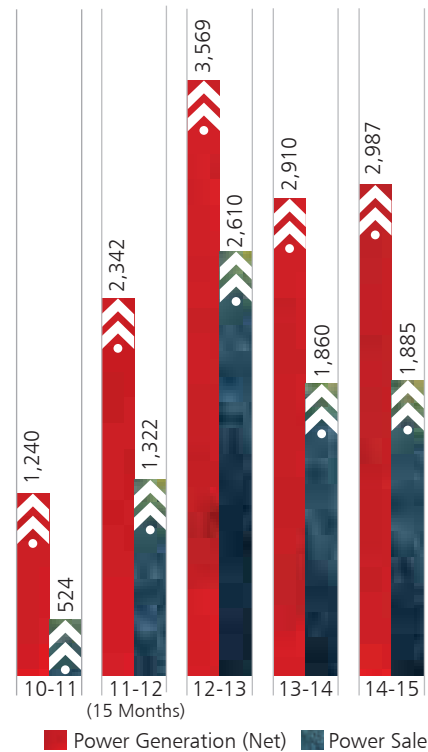
He was the President of the Jaipur Club and a member of the Divisional Rail Users Consultative Committee of North West Railways.

PERFORMANCE HIGHLIGHTS

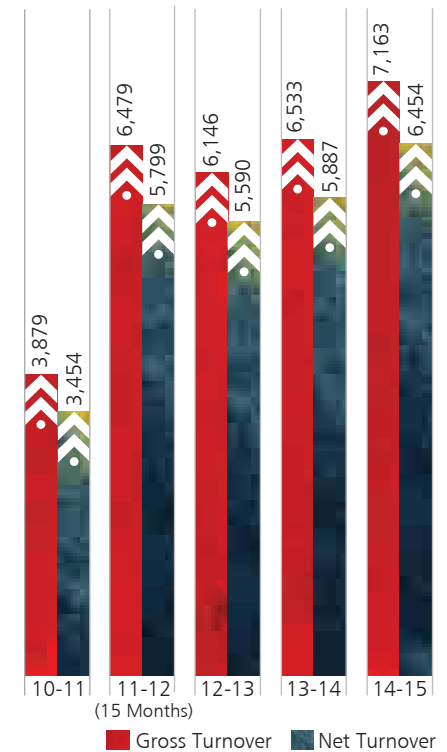
Cement and Clinker Production
(Lac Ton)



Power Generation and Sale
(Million Units)

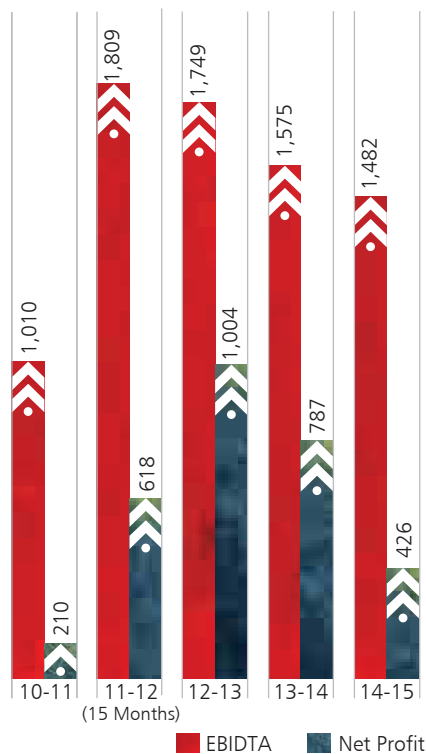


Gross and Net Turnover
(₹ Crore)



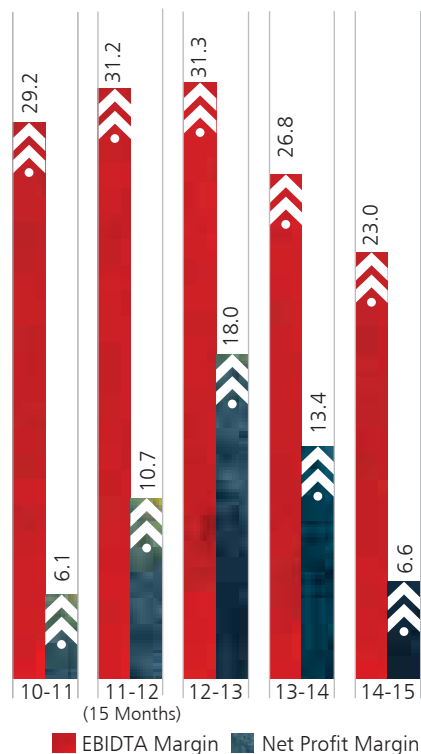
EBIDTA and Net Profit

(₹ Crore)



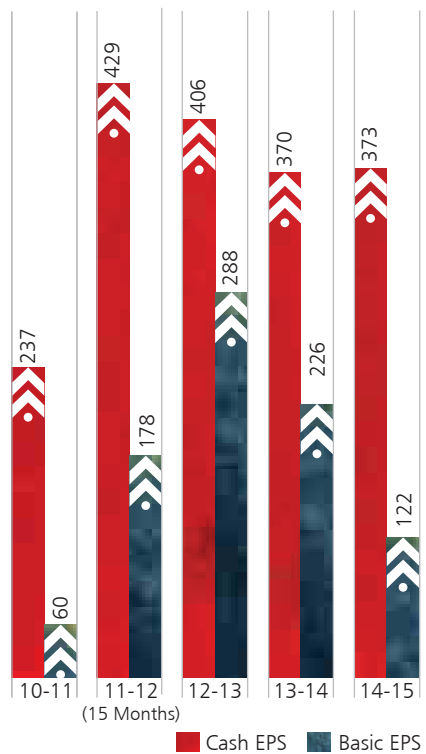
EBIDTA and Net Profit Margin

(%)



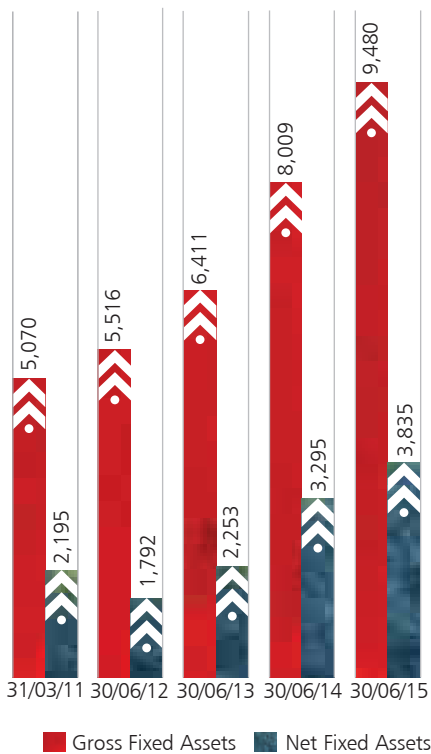
Cash and Basic EPS

(₹ per Share)

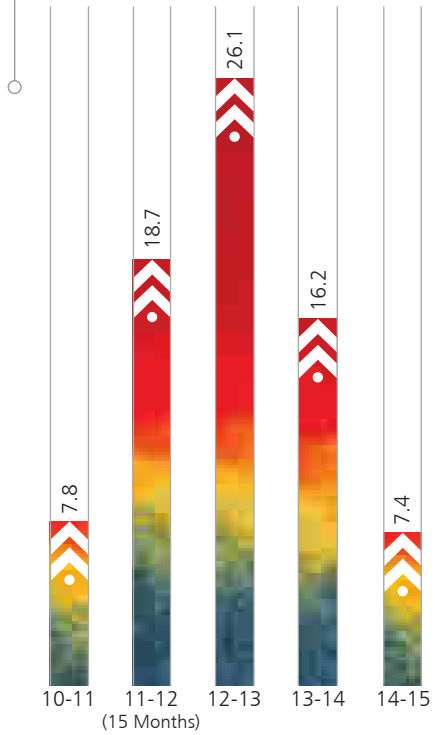


Gross and Net Fixed Assets

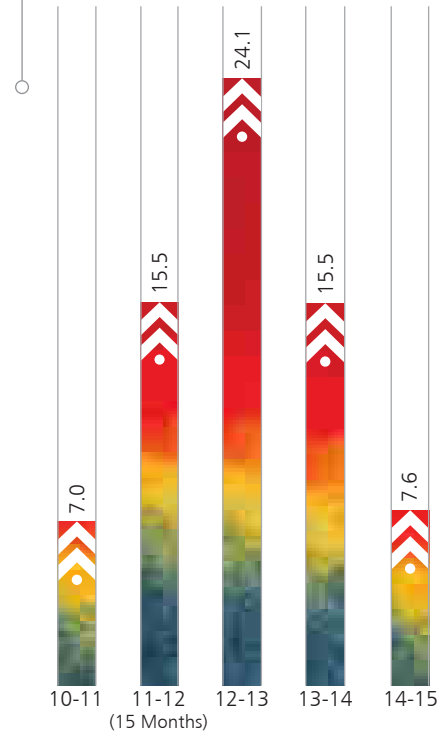
(₹ Crore)



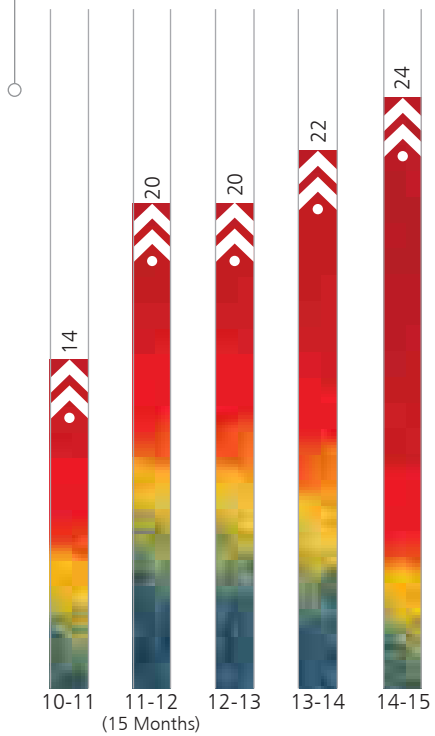
Return on Net Worth (%)



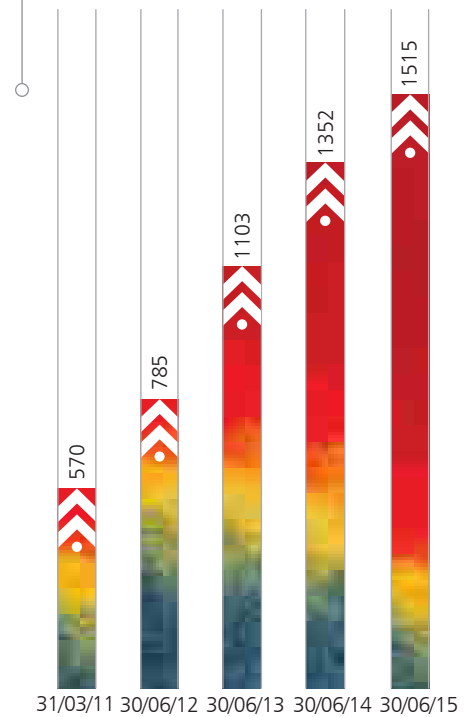
Return on Average Capital Employed (%)



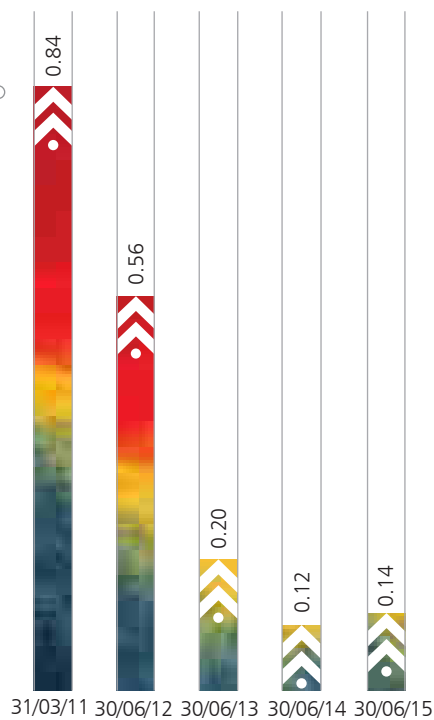
Dividend (₹ per Share)



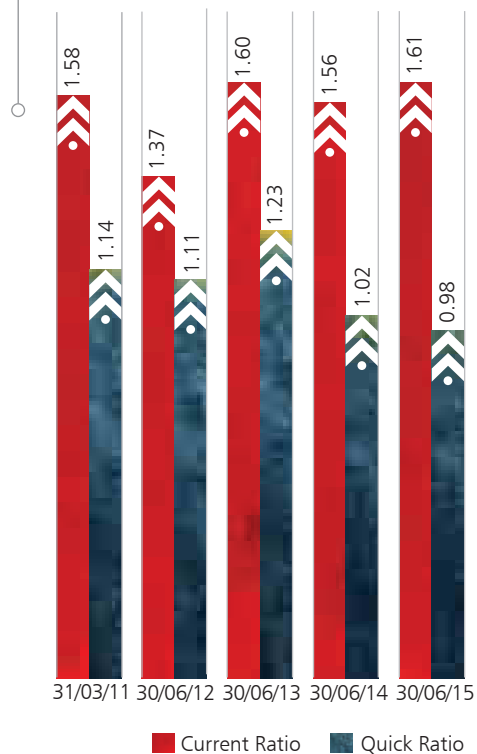
Book Value (₹ per Share)



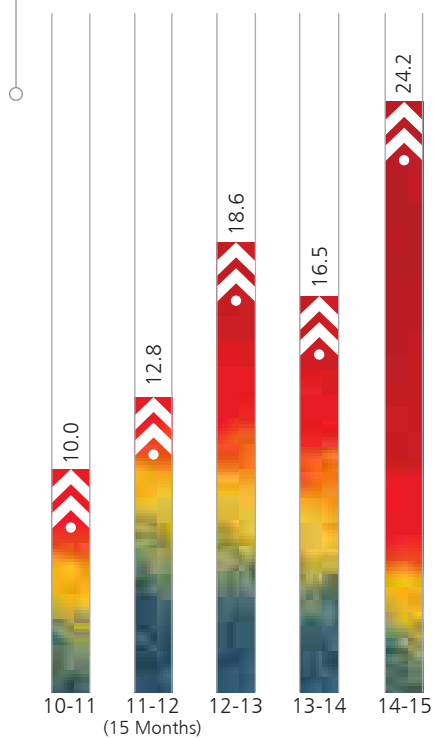
Debt Equity Ratio (Times)



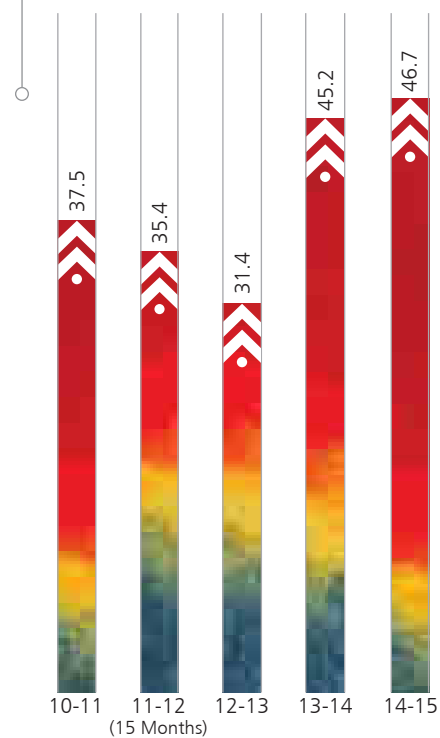
Current and Quick Ratio (Times)



Debtors Turnover (Days)



Inventory Turnover (Days)



FIVE YEARS HIGHLIGHTS

Operational Performance

Particulars	2010-11	2011-12 (15 Months)	2012-13	2013-14	2014-15
Cement Production (Lac MT)	94.28	142.02	123.32	142.22	159.22
Cement Sales (Clinker & Cement) (Lac MT)	102.65	148.70	124.61	142.52	161.62
Net Power Generation (Lac Kwh)	12,400	23,416	35,685	29,101	29,874
Power Sales (Lac Kwh)	5,240	13,223	26,103	18,597	18,851
Power Consumption (Kwh/Ton of Cement)	79.26	76.86	78.23	75.19	73.78
Fuel Consumption (% of Clinker)	11.74	11.28	10.44	10.07	10.04

Financial Performance

Profit & Loss Statement

(₹ in crore except per share data)

Particulars	2010-11	2011-12 (15 Months)	2012-13	2013-14	2014-15
Net Sales	3,453.53	5,799.52	5,590.25	5,887.31	6,453.57
Other Income	125.10	162.78	188.33	184.96	137.85
Total Income	3,578.63	5,962.30	5,778.58	6,072.27	6,591.42
EBIDTA	1,009.93	1,808.54	1,749.25	1,574.76	1,481.70
Depreciation & Amortisations	675.76	873.09	435.63	549.91	924.78
Finance Costs	175.35	235.36	193.14	129.19	120.63
Profit before Tax	110.35	687.75	1119.42	815.15	400.83
Tax Expense	(99.35)	69.25	115.45	27.91	(25.50)
Net Profit	209.70	618.50	1003.97	787.24	426.33
Basic and Diluted EPS (in ₹)	60.19	177.54	288.19	225.98	122.38
Cash EPS (in ₹)	236.99	428.88	406.34	369.74	372.81

Balance Sheet

(₹ in crore)

Particulars	2010-11 (31st March, 2011)	2011-12 (30th June, 2012)	2012-13 (30th June, 2013)	2013-14 (30th June, 2014)	2014-15 (30th June, 2015)
Investment in Fixed Assets (Gross Block + CWIP)	5,069.90	5,516.42	6,410.93	8,008.52	9,480.29
Net Block of Fixed Assets	1,167.06	1,521.06	1,781.94	2,193.77	3,004.33
Shareholders' Fund	1,986.18	2,733.93	3,843.65	4,710.87	5,276.40
Total Capital Employed	4,241.29	5,285.40	5,588.28	6,582.63	7,064.47

Key Ratios

Particulars	2010-11	2011-12 (15 Months)	2012-13	2013-14	2014-15
EBIDTA to Net Sales (%)	29.24	31.18	31.29	26.75	22.96
Return on Net Worth (%)	7.83	18.65	26.13	16.16	7.36
Return on Avg. Capital Employed (%)	6.98	15.50	24.14	15.52	7.64

Note: Figures regrouped and rearranged wherever necessary.

TWENTY FIVE YEARS HIGHLIGHTS

Year		Clinker Production (Lac MT)	Cement Production (Lac MT)	Cement Sales (Lac MT)	Gross Sales Value (₹ in crore)	Shareholders' Fund (₹ in crore)	Book Value (₹ per Share)
1989-90		6.61	7.87	7.78	93.57	21.06	10.53
1990-91		7.70	8.86	8.87	134.55	32.10	16.05
1991-92		6.90	7.64	7.53	134.97	46.24	22.24
1992-93		8.04	7.98	8.07	145.28	63.28	25.94
1993-94		8.58	8.76	8.89	156.53	71.24	28.92
1994-95		8.93	9.27	9.27	181.44	88.59	35.99
1995-96		8.88	8.62	8.68	207.66	134.87	46.46
1996-97	(15 months)	10.79	11.85	11.62	251.12	182.03	52.25
1997-98		14.36	17.26	16.62	342.78	190.57	54.70
1998-99		19.45	20.44	20.91	442.15	196.54	56.42
1999-00		22.85	23.12	23.10	484.56	219.39	60.82
2000-01		21.13	23.83	24.00	554.60	247.06	66.61
2001-02	(9 months)	16.25	18.06	18.02	397.22	215.61	57.58
2002-03		22.85	27.47	27.25	582.43	222.40	63.84
2003-04		22.94	28.41	28.41	606.93	251.38	72.16
2004-05		24.83	30.16	30.61	723.03	289.49	83.10
2005-06		27.71	32.20	32.03	824.13	296.30	85.05
2006-07		35.06	47.99	48.33	1,613.14	454.55	130.48
2007-08		46.23	63.37	63.34	2,440.32	672.81	193.13
2008-09*		64.18	77.65	77.36	3,091.59	1,210.02	347.33
2009-10*		80.45	93.72	92.71	4,014.09	1,833.24	526.23
2010-11*		74.65	94.28	93.38	3,879.45	1,986.18	570.13
2011-12*	(15 months)	102.88	142.02	142.06	6,478.60	2,733.93	784.77
2012-13*		86.82	123.32	122.77	6,145.97	3,843.65	1,103.32
2013-14*		98.62	142.22	140.66	6,532.88	4,710.87	1,352.25
2014-15*		113.18	159.22	157.45	7,163.15	5,276.40	1,514.59
Growth in Absolute No. of Times	25 Years	17.12	20.24	20.25	76.56	250.59	143.87
	20 Years	12.67	17.18	16.98	39.48	59.56	42.08
	15 Years	4.95	6.89	6.82	14.78	24.05	24.90
	10 Years	4.56	5.28	5.14	9.91	18.23	18.23
	05 Years	1.41	1.70	1.70	1.78	2.88	2.88
CAGR	25 Years	12.03%	12.78%	12.79%	18.95%	24.73%	21.99%
	20 Years	13.54%	15.28%	15.21%	20.18%	22.67%	20.56%
	15 Years	11.26%	13.73%	13.65%	19.67%	23.62%	23.90%
	10 Years	16.38%	18.10%	17.80%	25.78%	33.68%	33.68%
	05 Years	7.07%	11.18%	11.17%	12.28%	23.54%	23.54%

* Sales value includes amount of power sale.

Note: Figures regrouped and rearranged wherever necessary.

DIRECTORS' REPORT AND MANAGEMENT DISCUSSION AND ANALYSIS

Dear members

It is with pleasure that we present our report together with Management Discussion and Analysis for the year ended on 30th June, 2015.

1. FINANCIAL PERFORMANCE

A brief of financial performance for the year gone by and its comparison with previous year is given below: -

(₹ in crore)

Particulars	Standalone		Consolidated	
	2014-15	2013-14	2014-15	2013-14
Revenue from Operations	6,453.57	5,887.31	6,453.57	5,887.31
Profit Before Interest, Depreciation and Taxes	1,481.70	1,574.76	1,481.67	1,574.73
Profit Before Tax	400.83	815.15	400.80	815.12
Tax Expense	(25.50)	27.91	(25.50)	27.91
Profit After Tax	426.33	787.24	426.30	787.21
Balance brought forward from previous year	867.04	1,114.28	866.98	1,114.25
Profit available for appropriation	1,293.37	1,901.52	1,293.28	1,901.46
Appropriations				
Interim Dividend	34.84	76.65	34.84	76.65
Tax on Interim Dividend	5.92	13.03	5.92	13.03
Proposed Final Dividend	48.77	-	48.77	-
Tax on Final Dividend	9.93	-	9.93	-
Transferred to General Reserve	500.00	550.00	500.00	550.00
Transferred to Special Reserve	-	394.80	-	394.80
Net Surplus	693.91	867.04	693.82	866.98

2. DIVIDEND

The Directors are pleased to recommend a final dividend @ ₹14/- per share for the financial year 2014-15. Taking the Interim Dividend of ₹10 per share, the total dividend payment for the year 2014-15 works out to ₹24 per share as against ₹22 per share for the year 2013-14. The total outgo on dividend payment for the year 2014-15 amounts to ₹99.46 crore including dividend distribution tax of ₹15.85 crore as against ₹89.68 crore including dividend distribution tax of ₹13.03 crore for year 2013-14.

3. MANAGEMENT OUTLOOK OF MACRO ECONOMY AND INDUSTRY

I. INDIAN ECONOMY – DEVELOPMENTS AND OUTLOOK

As per the provisional estimates, Indian economy has been estimated to have grown at 7.3% during 2014-15 (based on 2011-12 market prices) as compared to 6.9% in 2013-14. This moderate improvement was largely steered by falling oil and commodity prices in the International markets rather than any significant reforms or other positive step in the domestic economy. The central government has, though, shown its intent to take swift measures to improve investment climate and governance in order to revive business sentiments, the actual revival in economic landscape is yet to be observed.

The Government has announced several initiatives such as “Make in India”, “Housing for all by 2022”, “Digital India” as also has declared its resolve to ensure ease of doing business. It has also been making strong efforts for attracting foreign investments. All these initiatives should help speed up revival of investment in the country. The measures such as quick allotment of captive coal mines through a transparent auction method, bringing in new law for removing uncertainty on grant of mineral resources and allowing greater FDI in Insurance and other sectors are steps in the right direction. Much would, however depend on the ability of Government to push through its reform agenda and a step-up in the infrastructure spending. Ever since, the present Government was formed at center in 2014, there is optimism and hope that the economy is poised to accelerate. This optimism remains even today as well and thus the outlook looks better for the economy, going forward.

II. CEMENT INDUSTRY – DEVELOPMENT AND OUTLOOK

Cement production has grown at around 5.7% in 2014-15 (April to March). Total estimated production was 270 million

tons during FY 2014-15 against a capacity of around 375 million tons. The industry growth was muted on account of weak demand from the major demand driving sectors of housing and infrastructure. Cement demand for Housing was hit by contraction in rural demand due to sub-par monsoon. The loss of buoyancy in real estate development in urban areas along with continued high interest rates led to poor demand from urban housing sector. Infrastructure sector was also unable to take off as it was also constrained by weak government spending in infra projects, legacy and sector specific issues. On the other end of the spectrum, Cement industry continued to be in a supply surplus state which adversely affected price realisations.

The cement industry bears strong correlation with the domestic economy and hence the optimistic outlook on the Indian economy should reflect well on the cement industry. The industry is expected to be a beneficiary of the renewed thrust on infrastructure development, creation of 100 smart cities, roads concretisation program and “Housing for all by 2022” initiatives. On the supply side also, the pace of new capacity has slowed down. The prospects, therefore are expected to get better in future and hence the industry outlook remains optimistic going forward.

III. POWER SECTOR - DEVELOPMENT AND OUTLOOK

Power sector in India is struggling with a multitude of issues and opportunity. The Distribution Companies which are the major buyers in short term market continues to be stuck with accumulated losses and stifled cash flows which inhibit their purchasing power. Even after upward tariff revisions witnessed by these Companies in recent times, the structural issues in terms of high cost PPAs, high Transmission and Distribution losses and lack of funds for upgrading their system continue to plague them. As a result, these Companies are still debt ridden and unable to have requisite purchasing power leading to imposition of power cuts.

Inadequacy of transmission networks is another hindrance to a sustained growth of the power sector. The continuous congestion in the transmission system adds to peculiar situation wherein there is large surplus in one part of the country which can't travel to deficit region resulting in significant price difference. Government has, though stepped up its efforts in this direction, this situation will take time to correct. There is hope that the government will also deliver on improving the fiscal health of distribution Companies. As such, there is slight hope of optimism in power sector that things will improve going forward.

4. STATE OF THE COMPANY AFFAIRS

Brief summary of the Company's performance is as under:

Particulars	Unit	2014-15	2013-14	+/-%
Cement Production	Lac Tons	159.22	142.22	12.0
Cement & Clinker Sale	Lac Tons	161.62	142.52	13.4
Power Generation	Million Units	2,987	2,910	2.6
Power Sale	Million Units	1,885	1,860	1.3
Revenues – Cement	₹ Crore	5,747.24	5,244.39	9.6
– Power	₹ Crore	706.33	642.92	9.9
– Total	₹ Crore	6,453.57	5,887.31	9.6
Operating profit – Cement	₹ Crore	1,368.55	1,509.01	(9.3)
– Power	₹ Crore	113.15	65.75	72.1
– Total	₹ Crore	1,481.70	1,574.76	(5.9)
EBITDA Margin to Revenue	%	22.96	26.75	(14.0)
Net Profit	₹ Crore	426.33	787.24	(45.8)

Cement Business

Company registered growth of 13.4% in its sales volume mainly because of entry into new market of Bihar as well as additional volume garnered in the North India market. The overall cement demand growth however remained subdued resulting in a drop in cement realisation by 3%. Consequently, EBITDA from the cement business fell by 9% during the year to ₹1,368.55 crore against ₹1,509.01 crore during the previous year.

On the cost front, Company has been able to contain its costs through rationalisation and optimisation efforts across its operations and thereby achieving better efficiency to continuously maintain its competitiveness.

- **Raw Materials** costs have gone up 12% during the year. One of the reasons for the rise was increase in royalty on limestone from ₹63 to ₹80 per ton. Company was able to however control the cost of Fly ash, another key raw material, through optimal procurement. The cost of Gypsum was up driven by an increase in the prices of the Mineral Gypsum. Further, Company procured part of the clinker requirement for its Bihar unit from market, considering overall cost optimisation, cost whereof was added in Raw Materials. Also, it has started procuring Granulated Blast Furnace Slag (GBFS) for producing Slag Cement in Bihar, which though adds up to Raw material cost, brings in overall savings in clinker requirement.
- **Power & Fuel** costs were up marginally by 2% mainly

because of higher fuel prices during the year. Sustained efforts on energy conservation helped bring down Power consumption from 75.2 units to 73.8 units. Similarly, there was improvement in the ratio of fuel consumption to clinker production.

- **Logistics** costs went up by 5% during the year. This was mainly because of long distance involved in clinker transfer to its Bihar unit. The situation will correct with commissioning of its clinker unit in Chhattisgarh.

Power Business

The aggregate net power generation from all the power plants during the year was 2,987 million units as against 2,910 million units during the previous year. Dwindling power purchases by utilities owing to poor financials and increased availability due to addition of new power generation capacities in the market has led to fall in prices in the short term bilateral market as well as on the Exchange platform thereby making selling power difficult. Despite the tough market conditions, Company marginally improved its power sales which stood at 1,885 million units as against 1,860 million units in the previous year. The power sale revenues were, however, up by 9% during the year from ₹640 crore to ₹700 crore.

Company also has its power trading division which carries out trading activities for other parties as well. Total income from power trading activities was ₹6.65 crore during the year as against ₹3.18 crore in previous year.

New Projects

The Company has been rapidly expanding its capacity and stepping up its market share in the highly competitive cement business. It has added 6.10 million ton capacity during the year and its total cement capacity stands at 23.60 MTPA as of 30th June, 2015. Following capacity additions were made during 2014-15: -

- (a) Integrated unit of 2.6 million ton at Balodabazar, near Raipur, Chhattisgarh.
- (b) Cement Grinding Unit "Ras New Cement Unit- phase II" of 2.0 million ton at Ras in Rajasthan.
- (c) Acquisition of a 1.5 million ton cement grinding unit at Panipat from Jaiprakash Associates Ltd. which was the first inorganic expansion of cement capacity for the Company. After taking over the possession of this unit, the Company has started setting up new solid waste management facility at this unit. This facility is expected to be commissioned by February, 2016. Necessary approvals have been taken from authorities.

Company is in advanced stage of completing the 2.0 million ton cement unit at Bulandshahr in UP. Company has also decided to undertake expansion of its Bihar Grinding Unit by increasing its capacity from current 2.0 MTPA to 3.6 MTPA.

5. RISK MANAGEMENT

Company has implemented a risk management framework aimed at timely identification and assessment of risks and implementing mitigation measures. These risks are continuously reviewed to ensure their relevance and to also identify existence of any new risks.

The Board of Directors of the Company has formed a Risk Management Committee to monitor the risk management plan for the Company and ensuring its effectiveness. The key risks identified by the Company and their mitigation measures are as under:

- a) **Demand slowdown and Supply Overhang in the Industry** - The slackness in demand growth and supply overhand due to continual capacity addition pose risk of under-utilisation of cement capacities and fall in prices to un-remunerative levels. Company has adopted measures like multi-brand strategy, expanding market base, faster delivery to consumers and consistent quality to contain the risk. As also it keeps adding capacity in markets where demand-supply conditions are considered to be relatively favourable. Its new cement plant in Bihar has already

helped it garner market share in Eastern India. The recently commissioned new cement plant in Chhattisgarh will further help it to quickly gain extra market share. The acquisition of Panipat unit in Haryana and upcoming new plant in Bulandshahr, UP will enable the Company to step up its market share in North India market. All these measures will continue to help the Company in increasing its market share and better capacity utilisation rates.

- b) **Fuel cost** – Company sources fuel from open market and hence is exposed to volatility in international prices of coal. Company has deployed multi-fuel usage strategy as well as best technology which allows it to use different fuels and use the most economical fuel among a basket of different fuels as per prevailing trends in the market. Also the Company has been continually working on optimising its transportation cost of fuel. Additionally, Company has invested in Waste Heat Recovery Power Plants which have reduced its fuel requirement and thereby cushioned it from fuel price volatility to that extent.
- c) **Limestone resource** - Limestone is a key input in cement production and any risk to its availability can severely affect the operations. Company has adequate limestone deposits at its existing operational sites as well as new project sites to support existing as well as future expansion. Company is also acquiring additional areas in the vicinity of these sites to augment its limestone reserves. Company is also continuously looking out for newer limestone reserves and undertaking exploratory activities at various places.
- d) **Power prices** - Company's power business model which entails selling of power on short term basis exposes it to price volatility in this segment which has been showing downward trend. Company manages this challenge through active monitoring of demand and supply movements of various states, tracking power procurement plans of buyers and other developments in power business.

6. INTERNAL CONTROLS SYSTEM AND THEIR ADEQUACY

In order to ensure orderly and efficient conduct of business, Company has put in place necessary internal control systems considering its business requirements, scale of operations, geographical spread and applicable statutes. The systems include policies and procedures, IT systems, delegation of authority, segregation of duties, internal audit and review framework etc.

Company has designed the necessary internal financial controls and systems with regard to adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, accuracy and completeness of the accounting records and the timely preparation of reliable financial information. Company has documented Standard Operating Procedures (SOPs) for procurement, human resources, sales and marketing, logistics, finance and treasury, financial reporting, compliances and other areas of operations.

The compliance to these controls and systems including SOPs is periodically reviewed by the Internal Audit function and exceptions are reported. Company has engaged services of a professional Chartered Accountancy firm to carry out internal audit of the Company. It also has in-house Internal Audit department manned by qualified professionals to carry out audit activities. All material audit observations and follow-up actions thereon are reported to the Audit Committee for its review. The Committee holds regular discussions with the auditors to ensure adequacy and effectiveness of the internal control systems and monitors implementation of audit recommendations.

7. HUMAN RESOURCES / INDUSTRIAL RELATIONS

Developing and retaining talented leaders is integral to achievement of business objectives. Company has nurtured dedicated and talented people which it considers as its foremost stakeholders. Company continuously focus on people related programmes aimed at attracting, developing and retaining talent within organisation.

- a) **Employee Engagement** - Company enjoys high engagement levels from its employees which is reflected in its consistently improving performance. Company continuously aims to enhance the engagement levels of its people by ensuring that its business practices are in alignment with the holistic growth and development of its people which drives them to be actively engaged with the Company.
- b) **Talent Management** - Company is continuously working on strengthening and building talent in its Human Resources management team for supporting its growth. Company made recruitments from prestigious institutes

to strengthen its capabilities in talent acquisition and management, performance management, employee wellness to further support its leadership pipeline development programme aimed at meeting future business growth of the Company.

- c) **Work Environment** - Company provides a congenial work atmosphere where every employee enjoys his work. It works on creating people practices which makes it the best place to work for everyone.
- d) **Occupational Health and Safety** - Safety and health of employees at the workplace has always been the focus area for the Company. The Company continuously undertakes initiatives aimed at providing a healthy and safe workplace to its people. Company has undertaken 'Safety Excellence Journey' under which training and guidance are imparted to workers about safety of men and machines. Company has prepared standards for Electrical, Excavation, Incident Investigation and First Party Safety Audit to provide a systematic, in-depth approach to reduce or eliminate occupational hazards. Company has also developed an in-house Safety Observation Portal which is a structured six steps, two-way safety conversation process with people at their workplace to recognise and reinforce positive safety behaviour, identify and rectify behaviour at risk and engage in conversation regarding safety concerns or issues.

Company has evolved a unique practice of Toolbox talks to strengthen its safety practices wherein prior to commencement of any maintenance activity, the engineers hold an informal talk with the group to discuss and highlight the safety hazards and emphasise on safe working practices. The discussion is done at the most opportune time when such group are about to embark on maintenance activity. This has helped the Company to reinforce its safety practices across its sites and promoting a safety culture across the organisation. Company regularly conducts Safety Audit to identify and eliminate potential safety risks through an objective assessment of various equipment. Further, Mock drills on emergency preparedness in night hours are conducted to meet any contingency. All these initiatives have resulted in strengthening safety systems and improving people welfare.

Total no. of employees as on 30th June, 2015 were 5139.

8. SUSTAINABILITY

Sustainability is an intrinsic part of the Company's business and is vital to its long term growth strategy. Sustainability is manifested in its operating practices and systems which is geared towards conservation of resources, environment management, innovation, people motivation to create value for all stakeholders. Company puts emphasis on using efficient state-of-the-art technologies which help reduce emissions of harmful gases, support use of alternative raw materials and fuels and ensure conservation of resources while meeting the expectations of all its stakeholders.

Company's sustainability initiatives are focussed on low carbon emission, use of alternate fuels, water & resource conservation and environment management. Sustainability is regularly discussed at Board level. Company has a Chief Sustainability Officer to put emphasis on the sustainability efforts of the Company. Focus on sustainability is manifested in the Company being recognised as one of the most efficient cement manufacturing organisation with low energy consumption levels, use of alternative fuel and raw materials, low GHG emissions, etc.

Sustainability Initiatives - Some of the initiatives taken on the environment front during the year are as under:-

- a) **Power Generation from Waste Heat Recovery Plants** – Company considers waste heat recovery power plants as a potent source of renewable energy due to the various benefits of these plants which include conservation of fossil fuels and water, elimination of GHG emissions, controlling fugitive emission etc. Company has invested in such renewable energy sources as a long term environment management plan. During the year, Company expanded its waste heat recovery power plants capacity to 96 MW. Company has also completed the work of setting up waste heat recovery power plant in its new project at Raipur in Chhattisgarh in July 2015. Company continues to have the distinction of having the largest such capacity in world cement industry outside China.
- b) **Alternative Fuels and Raw Materials** – Company has always put focus on use of alternate fuels to promote resource conservation. Company has a dedicated team which continuously scouts for opportunities in alternate

fuel and material usage. Company has used a variety of alternate fuels such as paint sludge and other industrial wastes.

- c) **Energy Conservation and Management** – Energy conservation and management is a focus area for the Company and is driven at the lowest operational level. Several efforts were undertaken to bring down energy consumption levels and making the plant more energy efficient and energy conscious. Company has a dedicated "Energy Cell" for overseeing energy consumption and management and creating awareness about energy efficiency.
- d) **Sustainability Report** – Company released its 10th Corporate Sustainability Report for 2013-14 detailing Company's efforts towards sustainability. As in previous years the report was certified the highest level of certification by an independent third party verifying agency.

Recognition for Sustainability - Company was appreciated for its sustainability practices with various reputed organisations giving recognition to its efforts towards sustainable business practices. Company was awarded the "Corporate Governance and Sustainability Vision Award for the year 2015" instituted by the Indian Chamber of Commerce for its practices on Environmental Sustainability, Economic & Social performance, Sustainability Reporting, Corporate Governance etc. Company was also conferred on the "Best Sustainability Performance Award 2015" by World CSR Congress in recognition of its overall sustainability performance based on Sustainability Indicators like Environment, Economic and Social parameters.

9. CORPORATE SOCIAL RESPONSIBILITY

Company has always considered Corporate Social Responsibility (CSR) as a voluntary activity and part of its extended business activity. Company believes that giving back to society is not a mandate but something which is integral to its beliefs. Accordingly, Corporate Social Responsibility is an integral part of the Company's business.

In order to oversee all its CSR initiatives and activities, the Company has constituted a Board level Committee - "Corporate Social and Business Responsibility" Committee

(CSBR) which comprises of Shri O. P. Setia – Chairman, Shri Prashant Bangur, Shri Ramakant Sharma, Shri Nitin Desai and Dr. Leena Srivastava as other members.

The Annual Report on CSR activities of FY 2014-15 with requisite details in the specified format is attached at **Annex-1**.

The CSR Policy of the Company is attached at **Annex-2** and forms part of the Annual Report. The same may also be accessed on the website of the Company at link:- <http://www.shreecement.in/pdf/Shree-csr-policy.pdf>.

10. SUBSIDIARY COMPANIES

The Company has a 100% subsidiary i.e. Shree Global Pte. Ltd., Singapore. There have been no operations in the Company. During the year, Katni Industries Pvt. Ltd ceased to be a subsidiary of the Company. The Company is not having any Associate Company or Joint Venture. Those Shareholders, who wish to receive a copy of Annual Accounts of the Subsidiary Company, may request the Company Secretary for the same. As required by Section 129 (3) of the Companies Act, 2013 statement showing the salient features of the financial statements of the Subsidiary Company in form AOC-1, forms part of the Consolidated Financial Statements of Company. The policy for determining material subsidiaries as approved by the board, can be accessed on the website of the Company at link:- <http://www.shreecement.in/pdf/Shree-material-subsidiary-policy.pdf>.

11. CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements of the Company are prepared as required in terms of Accounting Standards (AS-21) issued by Institute of Chartered Accountants of India and forms part of the Annual Report.

12. DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors state that:

- in the preparation of the annual accounts for the year ended 30th June, 2015 the applicable accounting standards have been followed and there are no material departures from the same;
- they have selected such accounting policies and applied them consistently and made judgments and estimates

that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 30th June, 2015 and of the profit and loss of the Company for the year ended on that date;

- they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- they have prepared the annual accounts on a going concern basis; and
- they have laid down necessary internal financial controls to be followed by the Company commensurate with its size of operations and that such internal financial controls are adequate and were operating effectively; and
- they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

13. DIRECTORS AND KEY MANAGERIAL PERSONNEL

At the Annual General Meeting of the Company held on 10th November, 2014, the members had approved:-

- the appointment of Shri R. L. Gaggar, Shri O. P. Setia, Shri Shreekant Somany, Dr. Y. K. Alagh, Shri Nitin Desai and Dr. Leena Srivastava as Independent Directors to hold office for 5 (five) consecutive years w.e.f. 1st September, 2014, being a director not liable to retire by rotation.
- the appointment of Shri Ramakant Sharma, as a non-executive Director of the Company liable to retire by rotation.

Shri Ashok Bhandari, CFO of the Company retired from the services of the Company at the close of Business hours on 31st August, 2014 and Shri Subhash Jajoo was appointed as CFO of the Company w.e.f. 1st September, 2014.

In accordance with the provisions of the Companies Act, 2013 and Article 112 of the Articles of Association of the Company, Shri H. M. Bangur, Managing Director will retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

The Board of Directors of the Company appointed Shri Sanjiv Krishnaji Shelgikar as an Additional Director on

the Board of the Company w.e.f. 5th August, 2015, to hold office up to the date of ensuing Annual General Meeting. Notice pursuant to Section 160 of the Companies Act, 2013 has been received from a Member proposing his candidature for appointment as Independent Director of the Company.

The Company has received declarations from all the Independent Directors of the Company including Shri Shelgikar confirming that they meet the criteria of independence as prescribed both under the Companies Act, 2013 as well as Clause 49 of the Listing Agreement with the Stock Exchanges.

14. PERFORMANCE EVALUATION OF BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

During the year, the Board has carried out an annual evaluation of its own performance, performance of its committees including the evaluation of individual directors.

The performance of the Board was evaluated by the Board on the basis of criteria such as Board composition and structure, effectiveness of Board processes, information flow to Board, functioning of the Board etc.

The performance of committees was evaluated by the Board on the basis of criteria such as composition of committees, effectiveness of Committee working, independence etc.

The Board and Nomination cum Remuneration Committee evaluated the performance of individual directors on the basis of criteria such as attendance and contribution of director at Board/Committee Meetings, adherence to ethical standards and code of conduct of the Company, interpersonal relations with other directors, meaningful and constructive contribution and inputs in the Board/Committee meetings etc.

In a Separate meeting of the Independent Directors, performance evaluation of non-independent directors and the Board as a whole and performance evaluation of Chairman was carried out, taking into account the views of executive and non-executive directors. The quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties was also evaluated in the said meeting.

Company appointed an External Facilitator for the purpose of carrying out the performance evaluation in fair and transparent manner.

15. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

A detailed presentation is given to the Independent Directors of the Company at the time of their appointment, which covers their Role, Duties and Responsibilities, Company's strategy, business model, operations, markets, organisation structure, products etc. The said presentation is also given to existing independent Directors every year.

As part of board discussions, presentation on performance of the Company is given to the Board of Directors during the Board Meeting(s). Plant visits are also arranged for independent directors from time-to-time for better understanding of the Company's operations.

The details of such familiarisation programmes for Independent Directors are posted on the website of the Company and can be accessed on the website of the Company at link:- <http://www.shreecement.in/pdf/Shree-familiarisation-programme-for-independent-directors.pdf>.

16. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS / OUTGO

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings / outgo, as required to be disclosed under the Companies Act, 2013 is set out at Annex-3 which forms part of this report.

17. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided at Annex-4.

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits as provided in the said rules are set out in the Directors' Report as an addendum thereto. However, in line with 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. The said information is available

for inspection at the registered office of the Company during working hours and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request.

18. AUDITORS

Statutory Auditors

M/s. B. R. Maheswari & Company, Chartered Accountants, who are the Statutory Auditors of the Company, hold office till the conclusion of the forthcoming Annual General Meeting and are eligible for re-appointment. They have confirmed their eligibility to the effect that their re-appointment, if made, would be within the prescribed limits under the Act and that they are not disqualified for re-appointment. The Board, on the recommendation of Audit Committee proposes to re-appoint them as Statutory Auditors of the Company from the conclusion of the forthcoming Annual General Meeting till the conclusion of the Annual General Meeting to be held thereafter. The Auditor's Report does not contain any qualification, reservation or adverse remark.

Secretarial Auditors

The Board has appointed M/s. P. Pincha & Associates, Company Secretaries, Jaipur as Secretarial Auditors of the Company to conduct Secretarial Audit for the Financial Year 2014-15. They have submitted their report in prescribed format and the same has been attached at **Annex-5**.

The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

Cost Auditors

The Board has appointed M/s. K. G. Goyal & Associates, Cost Accountants, Jaipur (Registration No. 000024) as Cost Auditors of the Company to conduct Cost Audit for the Financial Year 2014-15.

19. OTHER DISCLOSURES

(i) **Audit committee:** The Audit Committee comprises of Independent Directors viz. Shri O. P. Setia as Chairman and Shri R. L. Gaggar, Dr. Y. K. Alagh, Shri Nitin Desai as

other Members. All the recommendations made by the Audit Committee were accepted by the Board.

(ii) **Details of board and its committees:** Details of the composition of the Board and its Committees and of the Meetings held and attendance of the Directors at such Meetings are provided in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Act and the Listing Agreement.

(iii) **Extract of the Annual Return:** Extract of Annual Return of the Company is annexed as **Annex-6** which forms part of this report.

(iv) **Particulars of Loan, Guarantees or Investments:** Particulars of loans given, investments made, guarantees given and securities provided under Section 186 of the Companies Act, 2013 along with the purpose for which the loan or guarantee or security is proposed to be utilised by the recipient are provided in the accompanying financial statements.

(v) **Particulars of Contracts or Arrangements with Related Parties:** All Related Party Transactions that were entered into during the financial year were on an arm's length basis and in the ordinary course of business and were in compliance with the applicable provisions of the Companies Act, 2013 and the Listing Agreement. There were no material Related Party contract/arrangement/transactions made by the Company during the year that would have required Shareholders' approval under Section 188 or Clause 49 of the Listing Agreement.

The Company has adopted a Related Party Transactions Policy duly approved by the Board, which is uploaded on the Company's website and may be accessed at link: <http://www.shreecement.in/pdf/Shree-related-party-transction-policy.pdf>.

Details of the Related Parties disclosures (transactions) are provided in the accompanying financial statements.

(vi) **Deposits from public:** The Company has not accepted any deposits from public covered under Chapter V of

the Companies Act, 2013 and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

- (vii) **Vigil Mechanism / Whistle Blower Policy:** The Company has adopted a whistle blower policy and has established the necessary vigil mechanism for employees and directors to report concerns about unethical behaviour. The Policy provides for adequate safeguards against victimisation of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee.

The whistle blower policy may be accessed on the website of the Company at link:- <http://www.shreecement.in/pdf/Shree-whistle-blower-policy.pdf>.

- (viii) **Remuneration Policy:** Company believes in nurturing a people friendly environment which is geared to drive the organisation towards high and sustainable growth. Its Remuneration Policy is therefore designed to achieve this vision. The Policy has been approved by the Board on the recommendation of Nomination cum Remuneration Committee. The Policy is applicable to Directors, Key Managerial Personnel and other employees.

The Policy provides that while nominating appointment of a Director, the Nomination cum Remuneration Committee considers 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.

- (ix) **Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace:** The Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at the Workplace, in line with the

provisions of the "Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013" and the Rules there under. Company has formed an "Internal Complaints Committee" for prevention and redressal of sexual harassment at workplace. The committee is having 4 members and is Chaired by a senior woman member of the organisation.

The Company has not received any complaint of sexual harassment during the financial year 2014-15.

- (x) **Material Changes after the Close of Financial Year:** There have been no material changes and commitments which have occurred after the close of the year till the date of this Report, affecting the financial position of the Company.
- (xi) **Significant and Material Orders passed by the Regulators or Courts:** No significant material orders have been passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future operations.

20. ACKNOWLEDGEMENT

Directors take this opportunity to express their deep sense of gratitude to the Banks, Central and State Governments and their departments and the local authorities for their continued co-operation and support. Directors would also like to place on record their sincere appreciation for the commitment, dedication and hard work put in by every member of the Shree family for the Company's success and achievements and to its various stakeholders i.e. customers, dealers, supplies, transporters, advisors, local community etc. for their continued committed engagement with the Company.

For and on behalf of the Board

B. G. Bangur
Chairman

Place: Kolkata
Date: 5th August, 2015

ANNEX-1 TO THE DIRECTORS' REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1	A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or Programs.	<p>Company believes that for its operations and growth to be sustainable, it has to be responsible. Its long term sustainability is thus underlined by strict adherence to environment preservation, social upliftment and financial prudence. In this line, it has made social development an integral part of its business activities and considers it as a voluntary act rather than an additional activity mandated by statute.</p> <p>Company's CSR initiatives focus on education, healthcare, sustainable livelihood, women empowerment, infrastructure development, environment protection and promotion of art & culture, epitomising a holistic approach to inclusive growth.</p> <p>The CSR Policy was approved by the Corporate Social and Business Responsibility Committee (CSBR Committee) of the Board in its meeting held on 28th April, 2014, and subsequently its contents were put up on the Company's website.</p> <p>The web link to the Contents of the CSR Policy is http://www.shreecement.in/pdf/Shree-csr-policy.pdf.</p>
2	The Composition of the CSR Committee.	<p>The Company's CSBR Committee comprises three independent Directors; one non-executive Director and Whole-time Director of the Company, and is chaired by an independent Director. The composition of the Committee as on 30th June, 2015 is set out below:</p> <ol style="list-style-type: none"> 1. Shri O. P. Setia (Chairman) - Independent & Non-Executive Director 2. Dr. Leena Srivastava - Independent & Non-Executive Director 3. Shri Nitin Desai - Independent & Non-Executive Director 4. Shri Prashant Bangur - Whole-Time Director 5. Shri Ramakant Sharma - Non-Executive Non-Independent Director
3	Average net profit of the Company for last three financial years	The average net profit of the Company for the last three financial years calculated in terms of Section 198 of the Companies Act, 2013 is ₹940.24 crore.
4	Prescribed CSR Expenditure (two per cent of the amount as in item 3 above)	The prescribed CSR expenditure requirement for year 2014-15 is ₹18.80 crore.
5	Details of CSR spent during the financial year.	
	a) Total amount to be spent for the financial year;	Total amount spent towards CSR during year 2014-15 was ₹18.49 crore.
	b) Amount unspent, if any;	₹0.31 crore.
	c) Manner in which the amount spent during the financial year is detailed below.	The manner in which the amount is spent is annexed.
6	In case the Company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board Report	The marginal short spending of CSR expenditure is mainly because of some rural infrastructure projects which were, though budgeted, but could not be executed before the end of the financial year. The same shall now be taken up in FY 2015-16.
7	A responsibility statement of the CSBR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.	The CSBR Committee hereby confirms that the implementation and monitoring of CSR activities is in compliance with CSR objectives and the CSR Policy of the Company.

Place: Kolkata
Date: 5th August, 2015

H. M. Bangur
Managing Director
DIN:- 00244329

O. P. Setia
Chairman-CSBR Committee
DIN:- 00244443

Annexures to the Directors' Report

Annexure to CSR Report (Point 5 (c) of the CSR Report)							
Amount ₹ in crores							
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sl. No.	CSR project or activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or Programs was undertaken	Amount outlay (budget) Project or program-wise	Amount spent on the projects or programs Sub-heads: 1. Direct expenditure on projects or programs 2. Overheads	Cumulative Expenditure up-to the reporting period	Amount spent: Direct or through Implementing agency
1.	Healthcare initiatives including support to victims of natural calamities	Promoting health care and sanitation	Villages adjoining plants at Beawar, Ras, Khushkhera, Jobner, Suratgarh (Rajasthan), Roorkee (Uttarakhand), Aurangabad (Bihar), Raipur (Chhattisgarh) and Panipat (Haryana)	1.50	1.45	1.45	Direct
2.	Providing Safe drinking water for nearby communities	Making available safe drinking water	Villages adjoining plants at Beawar, Ras, Jobner, Suratgarh (Rajasthan), Aurangabad (Bihar) and Raipur (Chhattisgarh)	0.15	0.12	0.12	Direct
3.	Agriculture support to farmers	Measures for reducing inequalities faced by socially and economically backward people	Villages adjoining plants at Beawar and Ras (Rajasthan)	0.20	0.16	0.16	Direct
4.	Initiatives to promote education including consumer education	Promotion of education	Villages adjoining plants at Beawar, Ras, Khushkhera, Jobner, Suratgarh (Rajasthan), Roorkee (Uttarakhand), Aurangabad (Bihar), Raipur (Chhattisgarh) and marketing offices of the Company spread across North and East India	3.25	3.04	3.04	Direct
5.	Income generation programs and skill enhancement trainings	Employment enhancing vocation skills, livelihood enhancement projects	Villages adjoining plants at Beawar, Ras and Jobner (Rajasthan), marketing offices in the state of Rajasthan, Haryana, Uttar Pradesh, Delhi, Chandigarh, Himachal Pradesh, Jammu & Kashmir, Uttaranchal, Punjab, Bihar, Madhya Pradesh and Odisha	3.05	3.31	3.31	Direct
6.	Women empowerment and capacity building	Promoting gender equality empowering women	Villages adjoining plants at Beawar, Ras, Khushkhera, Jobner (Rajasthan), Roorkee (Uttarakhand), Aurangabad (Bihar) and Raipur (Chhattisgarh)	0.20	0.22	0.22	Direct

Annexure to CSR Report (Point 5 (c) of the CSR Report)

Amount ₹ in crores							
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sl. No.	CSR project or activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or Programs was undertaken	Amount outlay (budget) Project or program-wise	Amount spent on the projects or programs Sub-heads: 1. Direct expenditure on projects or programs 2. Overheads	Cumulative Expenditure up-to the reporting period	Amount spent: Direct or through Implementing agency
7.	Basic amenities, security and medical services to old aged people	Creation of facilities for senior citizens	Beawar (Rajasthan), Aurangabad (Bihar) and Kolkata (West Bengal)	0.30	0.30	0.30	Direct, Project Pronam for social security of senior citizens of Kolkata through 'The Bengal' trust
8.	Plantation program, protection of environment including animal welfare	Ensuing environmental sustainability and Animal Welfare	Villages adjoining plants at Beawar, Ras, Suratgarh, Khushkhera, Jobner (Rajasthan) and Roorkee (Uttarakhand)	2.80	2.66	2.66	Direct
9.	Sponsorship/ contribution to community / social / cultural institutions of repute engaged in activities in line with the CSR policy	Promotion and protection of art and culture	Beawar, Ras, Khushkhera, Jaipur and Suratgarh (Rajasthan), Roorkee (Uttarakhand), Aurangabad (Bihar), Raipur (Chhattisgarh), Kolkata (West Bengal), New Delhi	2.75	2.98	2.98	Direct, Through Trusts and NGOs named Rajasthan Forum, The Bengal and Prabha Khaitan Foundation
10.	Promotion of sports	Promote rural sports and nationally recognised sports	Beawar, Ajmer, Ras, Jaipur and Khushkhera (Rajasthan), Aurangabad (Bihar), Raipur (Chhattisgarh), Kolkata (West Bengal)	0.50	0.53	0.53	Direct
11.	Integrated rural and infrastructure development	Rural development projects	Villages adjoining plants at Beawar, Ras, Khushkhera, Jobner, Suratgarh (Rajasthan), Roorkee (Uttarakhand), Aurangabad (Bihar) and Raipur (Chhattisgarh)	3.30	2.79	2.79	Direct
12.	CSR Overheads	—	—	0.80	0.93	0.93	—
			Grand Total	18.80	18.49	18.49	

ANNEX-2 TO THE DIRECTORS' REPORT

CORPORATE SOCIAL RESPONSIBILITY POLICY

Shree believes that for its operations and growth to be sustainable, it has to be responsible. Its progress is thus underlined by strict adherence to environment preservation, social upliftment and financial prudence. Shree believes in making social development as an integral part of its business activities so as to bring about a meaningful change in the lives of people associated with it. Shree considers social responsibility as a voluntary act rather than an additional activity mandated by statute. It has therefore, named it as "Samaj Seva".

Shree has in line with the statutory requirement, prepared its CSR policy. Shree maintains that all activities undertaken by it are in accordance with the policy and that the projects and activities undertaken are in full compliance with the schedule VII of Companies Act 2013.

The contents of Shree's CSR policy are given below:-

1. Vision, Objective and Scope of the Policy

Shree "Samaj Seva" Programmes will focus supporting needy people of the society for their upliftment. Though all its Samaj Seva initiatives will be focusing primarily areas surrounding its operations, sometime it may include people / programs which may not be related to its operations considering overall social upliftment objectives.

2. Mandate of Corporate Social Responsibility

SCL fulfills the statutory criteria and is committed to spend 2% of its Average Net Profit of last three years towards its "Samaj Seva" Initiatives.

3. Board Committee

To oversee the "Samaj Seva" activities, Company has formed a Corporate Social and Business Responsibility (CSBR) Committee of the Board.

4. Identification of projects and Modalities of Project Execution

Shree will ensure participation of all relevant stakeholders

in identifying social development interventions which will include consultation with the relevant stakeholders and understanding their requirements and needs.

5. Organisational mechanism

Shree has a Dedicated "Samaj Seva" team for undertaking various Initiatives related to Samaj Seva causes included in its policy. Wherever required, assistance of outside agencies will be taken.

6. Implementation

Environment, Social and Governance Committee (ESG Committee) and Senior Management of the Company are charged with implementing the "Samaj Seva" initiatives and establishing a monitoring mechanism in line with the policy of Company.

7. Budget - CSR corpus

Shree will allocate necessary budget before start of relevant accounting year for "Samaj Seva" initiatives. Fund allocation for various activities will be made on suitable basis.

8. Performance Management

Shree will maintain a benchmarking approach for measuring the actual performance of all projects undertaken and ESG Sub-Committee of Company shall review the performance.

9. Information dissemination and Policy Communication

Company's engagement in CSR activities shall be disseminated through its annual reports, CSR Reports, etc.

10. Review of Policy

Policy shall be reviewed by Board on the instance of CSBR Committee on regular basis.

ANNEX-3 TO THE DIRECTORS' REPORT

[Pursuant to Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014]

(A) Conservation of Energy

Particulars	Cement	Power
a. Steps taken or impact on conservation of Energy	<p>Major energy conservation initiatives taken during FY 2014-15:</p> <ol style="list-style-type: none"> 1. Installation and commissioning of Secondary crusher to enhance Raw Mill's output 2. Enlargement of Kiln inlet riser duct orifice cross section 3. Removal of fan inlet dampers at Raw Mill and Coal Mill fans 4. Replacement of fuel feeding double screw conveyor by direct chute with a rotary air lock in Coal Mill circuit 5. Replacement of conventional fuel firing blowers by high efficiency Delta blowers 6. Installation of Coal Mill rejects recirculation system 7. Tipping of Raw Mill fan Impeller to increase fan flow 8. Replacement of existing conventional Kiln Tire Cooling fans with high Efficiency fans 9. Replacement of conventional fuel firing system by Rotor Scale 10. Installation of high efficiency K-Turbo blower for jet air in kiln burner 11. Installation of high efficiency IE-3 type motors. 12. Replacement of Conventional lights by LED lights 13. Replacement of higher rating less loaded LT Motors by low rating higher efficiency motors 14. Installation of Star-Delta starter 15. Installation of VFDs and MVDs for various applications 16. Elevator Load Current Vs Bag Filter Fan Speed Control system at Clinker Unloading Circuit 17. Louver damper removed from process fan Inlet Duct 18. Plant compressor operation taken into DCS & interlocked developed in DCs with cement & packing plant operations 	<p>Major energy conservation initiatives taken during FY 2014-15:</p> <ol style="list-style-type: none"> 1. Modification of suction duct of SA fan to reduce the pressure drop 2. Performance overhauling of Steam Turbine 3. Refractory installation in Steam cooled wall of Boiler to improve Re-heat steam temp at part load operation 4. Replacement of pneumatic lime feeding system of boiler by mechanical system 5. Use of hot air of air compressor for lime conveying system 6. Automation of Package AC by controlling operation through DCS 7. Modification in Air preheater to reduce the boiler flue gas temperature 8. Boilers De-super heater system for better heat recovery 9. Use of Condensate extraction pump to feed water to LP Boilers 10. Modification in Kiln string boiler outlet duct to reduce pressure drop 11. Interconnection of Preheater boiler HP steam with adjacent Pre-heater boiler to utilise the steam during cooler boiler outage 12. Replacement of pneumatic dust handling system of PH-3 Waste heat boiler by mechanical conveying system 13. Replacement of Aux cooling water, effluent and raw water pump by high efficiency pump. 14. Aerodynamic guide vanes installation in Air cooled condenser to reduce wind effect 15. Replacement of HP heater to improve the turbine cycle efficiency 16. CFBC Boiler bed ash cooler replacement for recovery of heat from bed ash 17. Installation of VFD in Bed ash cooler DM water circuit 18. Installation of Low DP Control valve in feed water line of Boilers
b. Steps taken by the Company for utilising alternate sources of energy	<ul style="list-style-type: none"> • Established waste heat recovery based power plants for generation of power through Waste Heat Recovery of cement Kilns • Use of Industrial Waste 	
c. Capital investment on energy conservation equipments	₹ 271.28 crore	

Annexures to the Directors' Report

(B) Technology absorption-

(i) The efforts made towards technology absorption

1. Special focus has been given to maintain rapid quality control of input raw mix before stacking in pile by installation of Online Cross Belt Analyzer after Limestone Crusher.
2. Installation of MVDs in Preheater fan motor to save electrical energy.
3. Installation of secondary crusher to improve VRM (Vertical Roller Mill) efficiency and productivity.
4. Installation of Synthetic Gypsum plant to save natural resources / mineral Gypsum.
5. Conventional firing system (i.e. loss and weight) replaced by new highly accurate weighing system.
6. Use of online calorimetric air flow meter and online Pitot tube measuring device in place of Aero foil for air flow measurement.
7. Application of heat resistance paint on inner surface of Boiler Loop seal duct.

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

1. Energy conservation
2. Conservation of natural resources
3. Improvement in product quality
4. Improvement in equipment efficiency and productivity
5. Cost reduction

(iii) Information regarding imported technology (imported during last three years)

Details of technology imported	Technology import from	Year of Import	Status implementation / absorption
X-Ray Diffraction, XRF with new standard-less program to do chemical analysis from Fluorine to Uranium.	X-Ray Diffraction - Germany XRF - USA	2013-14	Fully absorbed

(iv) The expenditure incurred on Research and Development

FY 2014-15

₹ in crores

Particulars	Beawar	Ras	K'khera	S'garh	Roorkee	Jobner	Bihar	Panipat	Raipur	Total
Capital Expenditure	0.05	0.53	-	-	-	-	0.36	-	-	0.94
Recurring Expenditure	7.33	3.82	0.38	0.28	0.27	0.72	0.28	0.17	0.09	13.34
Total Expenditure	7.38	4.35	0.38	0.28	0.27	0.72	0.64	0.17	0.09	14.28
Total R&D Expenditure as a % of Turnover										0.25%

FY 2013-14

₹ in crores

Particulars	Beawar	Ras	K'khera	S'garh	Roorkee	Jobner	Total
Capital Expenditure	2.89	5.73	0.00	0.00	0.00	0.19	8.81
Recurring Expenditure	7.85	2.71	0.50	0.39	0.37	0.73	12.55
Total Expenditure	10.74	8.44	0.50	0.39	0.37	0.92	21.36
Total R&D Expenditure as a % of Turnover							0.41%

(C) Total Foreign Exchange used and earned

₹ in crores

Particulars	2014-15	2013-14
Used	1,740.41	1,322.16
Earned	Nil	Nil

ANNEX-4 TO THE DIRECTORS' REPORT

[Pursuant to Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

- i. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2014-15, the percentage increase in remuneration of each Director, Chief Finance Officer and Company Secretary during the financial year 2014-15 are as under:

Sr. No.	Name of Director / KMP and Designation	Ratio of remuneration of each Director to median remuneration of employees	% increase in the remuneration for the Financial Year 2014-15
1	Shri B. G. Bangur Chairman (Non-Executive)	3.8	17.5
2	Shri H. M. Bangur Managing Director / KMP	511.6	16.2
3	Shri Prashant Bangur Whole-time Director / KMP	185.4	27.6
4	Shri Ramakant Sharma Non-Executive Director	3.9	19.8
5	Shri R. L. Gaggar Independent & Non-Executive	4.4	25.7
6	Shri Shreekant Somany Independent & Non-Executive	4.0	25.0
7	Shri O. P. Setia Independent & Non-Executive	4.7	29.0
8	Dr. Y. K. Alagh Independent & Non-Executive	4.6	39.1
9	Shri Nitin Desai Independent & Non-Executive	4.7	36.4
10	Dr. Leena Srivastava Independent & Non-Executive	3.9	18.3
Key Managerial personnel (Other than MD and WTD)			
1	Shri S. S. Khandelwal Company Secretary	Not Applicable	21.0
2	Shri Subhash Jajoo (CFO w.e.f. 1st September, 2014)*	Not Applicable	22.4

* Percentage increase has been calculated based on his full year remuneration as he was employed with the Company for full year.

Note: Shri Ashok Bhandari, CFO of the Company retired from the services of the Company at the close of Business hours on 31st August, 2014 and Shri Subhash Jajoo was appointed as the CFO of the Company w.e.f. 1st September, 2014.

- ii. Median Remuneration of the Employees of the Company during the financial year:

₹5.13 lacs.

- iii. The percentile increase in the median remuneration of Employees in the Financial Year:

There was 4.61% increase in the median remuneration of employees during 2014-15.

- iv. The No. of Permanent Employees on the rolls of Company:

No. of Permanent Employees on the rolls of the Company as on 30th June, 2015 were 5,139 which includes 221 employees governed under Collective Bargaining.

v. Relationship between average increase in remuneration and Company performance:

The average increase in remuneration of the employees was about 16.1%. As against this, total Revenue of the Company during FY14-15 were up by 9.6%. The sales volumes of cement (including clinker) were also up by 13.4%. Overall cement demand growth was subdued during 2014-15 which resulted in drop in price realisation. As a result, the operating profit of the Company was down by 5.9%. The average increase in remuneration was in line with the performance of the Company.

vi. Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company:

The total remuneration of Key Managerial Personnel went up by 19.1%. As against this, total Revenue of the Company during FY14-15 were up by 9.6%. The sales volumes of cement (including clinker) were also up by 13.4%. Overall cement demand growth was subdued during 2014-15 which resulted in drop in price realisation. As a result, the operating profit of the Company was down by 5.9%.

vii. Variations in the market capitalisation of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer in case of listed companies:

- The market capitalisation as on 30th June, 2015 was ₹39,509 crore as compared to ₹2,5097 crore as on 30th June, 2014
- Price Earnings ratio of the Company was 92.7 as at 30th June, 2015 and was 31.9 as at 30th June, 2014
- The Company had come out with initial public offer (IPO) in February, 1985 at ₹10/- per share. The market quotation of the Equity Shares of the Company as on 30th June, 2015 was ₹11,341.05 for shares of face value of ₹10/- each, representing an increase of 1,13,310% over the period.

viii. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial

remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

Average percentage increase made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2014-15 was about 15.8% whereas the Increase in the managerial remuneration over the same period was 19.0%. The remuneration of Executive Directors is decided based on Industry trend, remuneration package in other comparable Corporates, Job contents, key performance areas and Company's performance.

ix. The key parameters for the variable component of remuneration availed by the directors:

The variable component of Non-Executive Directors' remuneration consists of commission. Commission is paid at a rate not exceeding 1% per annum of the profits of the Company, computed in accordance with the provisions of the Companies Act, 2013. The distribution of commission among the Non-Executive Directors is decided and approved by the Board. The commission is distributed on the basis of their attendance and contribution at the Board and Committee Meetings as well as guidance provided to senior management other than at meetings.

The Company pays remuneration by way of commission as variable component to the Managing Director and Whole Time Director. Commission is calculated with reference to the net profits of the Company in a particular financial year and is determined by the Board of Directors at the end of the financial year, subject to the overall ceilings stipulated in the Companies Act, 2013.

x. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year:

Not applicable, since no employee of the Company receives remuneration in excess of the highest paid director i.e. Managing Director.

xi. Affirmation that the remuneration is as per the Remuneration Policy of the Company:

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

ANNEX-5 TO THE DIRECTORS' REPORT

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 30TH JUNE, 2015

[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,
Shree Cement Limited
Bangur Nagar, Beawar,
Rajasthan-305901

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Shree Cement Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of Shree Cement Limited'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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 30th June, 2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 30th June, 2015 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of

Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992/The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not applicable to the Company during the Audit Period)**
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable to the Company during the Audit Period)**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit Period) &**

Annexures to the Directors' Report

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the Audit Period)**

6. Other laws as are specifically applicable to the Company as per representation given by the Company.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(Not Notified hence not applicable to the Company during Audit Period)

(ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

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

I further report that, during the year under review:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the

Board Meetings, agenda and detailed notes on agenda are sent at least seven days in advance, a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions at Board Meeting and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of Board of Directors of the Company or committee of the Board, as the case may be.

I 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.

I further report that, during the year under review, the Company has:

(a) obtained approval of members by passing of Special Resolution under Section 180(1)(a) of the Companies Act, 2013 for creation of mortgages/charges/hypothecation and/or other encumbrances on its immovable and movable properties up to ₹7,500.00 crore and Under Section 180(1)(c) of the Companies Act, 2013 for borrowing in excess of its paid up capital and free reserves up to ₹7,500.00 crore.

(b) consummated the acquisition of 1.50 million tons per annum (MTPA) capacity cement grinding unit of Jaiprakash Associates Ltd. situated at Panipat in the State of Haryana on going concern basis.

For P. Pincha & Associates
Company Secretaries

Pradeep Pincha
Proprietor

M. No.: FCS 5369

C. P. No.: 4426

Place: Jaipur

Date: 20th July, 2015

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

ANNEX—A TO THE SECRETARIAL AUDIT REPORT

To
The Members,
Shree Cement Limited
Bangur Nagar, Beawar,
Rajasthan-305901

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

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

For P. Pincha & Associates
Company Secretaries

Pradeep Pincha
Proprietor

M. No.: FCS 5369
C. P. No.:4426

Place: Jaipur
Date: 20th July, 2015

ANNEX-6 TO THE DIRECTORS' REPORT

FORM NO. MGT.9

EXTRACT OF ANNUAL RETURN

AS ON FINANCIAL YEAR ENDED ON 30TH JUNE, 2015

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L26943RJ1979PLC001935
2.	Registration Date	25th October, 1979
3.	Name of the Company	SHREE CEMENT LIMITED
4.	Category/Sub-category of the Company	Category :- Public Company Sub-Category - Limited by shares
5.	Address of the Registered office & contact details	Address : Bangur Nagar, Beawar, Rajasthan – 305901 Phone No. : 01462-228101, Fax No. : 01462-228117 E-mail ID - khandelwalss@shreecementltd.com Website: www.shreecement.in
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Name: M/s. Karvy Computershare Pvt. Ltd. Address: Karvy Selenium Tower B, Plot No 31 & 32 Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500032 Phone No. : 040-67161526

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ Service	% to total turnover of the Company
1	Cement & Clinker	NIC Code 2394	90.22%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

Sl. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Shree Global Pte. Ltd.	Registration No. 201224813N (Singapore)	Subsidiary Company	100%	2(87)(ii)

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

A) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-July-2014]				No. of Shares held at the end of the year [As on 30-June-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	1074484	NIL	1074484	3.09%	1074484	NIL	1074484	3.09%	NIL
b) Central Govt	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) State Govt(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) Bodies Corp.	21495313	NIL	21495313	61.70%	21495313	NIL	21495313	61.70%	NIL
e) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Any other	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Sub-total (A) (1):-	22569797	NIL	22569797	64.79%	22569797	NIL	22569797	64.79%	NIL
(2) Foreign									
a) NRIs-Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Other-Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) Bodies Corp.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e) Any Other	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Sub-total (A) (2):-	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total shareholding of Promoter (A) = (A) (1)+(A)(2)	22569797	NIL	22569797	64.79%	22569797	NIL	22569797	64.79%	NIL
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	2002625	3150	2005775	5.76%	1610937	3150	1614087	4.63%	-1.13%
b) Banks / FI	1605	11100	12705	0.04%	14591	10150	24741	0.07%	0.03%
c) Central Govt	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) State Govt(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e) Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Insurance Companies	7863	NIL	7863	0.02%	7863	NIL	7863	0.02%	NIL
g) FIs	3506144	250	3506394	10.07%	4702120	250	4702370	13.50%	3.43%
h) Foreign Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
i) Others (Specify)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Sub-total (B)(1):-	5518237	14500	5532737	15.88%	6335511	13550	6349061	18.22%	2.34%
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	1751057	17200	1768257	5.08%	994594	17200	1011794	2.90%	-2.17%
ii) Overseas	3500	3600000	3603500	10.34%	3500	3600000	3603500	10.34%	0.00%
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹1 lakh	836152	312534	1148686	3.30%	813790	290312	1104102	3.17%	-0.13%
ii) Individual shareholders holding nominal share capital in excess of ₹1 lakh	158005	NIL	158005	0.45%	157505	NIL	157505	0.45%	0.00%

Annexures to the Directors' Report

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-July-2014]				No. of Shares held at the end of the year [As on 30-June-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
c) Others (specify)									
Clearing Members	26004	NIL	26004	0.07%	14566	NIL	14566	0.04%	-0.03%
Trusts	30239	NIL	30239	0.09%	26900	NIL	26900	0.08%	-0.01%
Sub-total (B)(2)	2804957	3929734	6734691	19.33%	2010855	3907512	5918367	16.99%	-2.34%
Total Public Shareholding (B)=(B)(1)+(B)(2)	8323194	3944234	12267428	35.21%	8346366	3921062	12267428	35.21%	NIL
C. Shares held by Custodian for GDRs & ADRs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Grand Total (A+B+C)	30892991	3944234	34837225	100%	30916163	3921062	34837225	100%	NIL

B) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year [As on 01-July-2014]			Shareholding at the end of the year [As on 30-June-2015]			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	Benu Gopal Bangur	425821	1.22%	NIL	425821	1.22%	NIL	NIL
2	Hari Mohan Bangur	442438	1.27%	NIL	442438	1.27%	NIL	NIL
3	Padma Devi Maheshwari	600	0.00%	NIL	600	0.00%	NIL	NIL
4	Prashant Bangur	57475	0.16%	NIL	57475	0.16%	NIL	NIL
5	Rajkamal Devi Bangur	126100	0.36%	NIL	126100	0.36%	NIL	NIL
6	Ranu Bangur	20000	0.06%	NIL	20000	0.06%	NIL	NIL
7	Riya Puja Jain	2050	0.01%	NIL	2050	0.01%	NIL	NIL
8	Shree Capital Services Ltd.	8984155	25.79%	NIL	8984155	25.79%	NIL	NIL
9	Digvijay Finlease Ltd.	4234780	12.16%	NIL	4234780	12.16%	NIL	NIL
10	Mannakrishna Investments Pvt Ltd.	2042824	5.86%	NIL	2042824	5.86%	NIL	NIL
11	Newa Investments Pvt. Ltd.	1376270	3.95%	NIL	1376270	3.95%	NIL	NIL
12	Ragini Finance Ltd.	1268882	3.64%	NIL	1268882	3.64%	NIL	NIL
13	Didu Investments Pvt. Ltd.	1170909	3.36%	NIL	1170909	3.36%	NIL	NIL
14	NBI Industrial Finance Co Ltd.	849450	2.44%	NIL	849450	2.44%	NIL	NIL
15	The Venktesh Co Ltd.	460030	1.32%	NIL	460030	1.32%	NIL	NIL
16	Rajesh Vanijya Pvt. Ltd.	369226	1.06%	NIL	369226	1.06%	NIL	NIL
17	The Didwana Investment Company Ltd.	327400	0.94%	NIL	327400	0.94%	NIL	NIL
18	Western India Commercial Company Ltd.	200650	0.58%	NIL	200650	0.58%	NIL	NIL
19	The Laxmi Salt Company Ltd.	124600	0.36%	NIL	124600	0.36%	NIL	NIL
20	Asish Creations Private Ltd.	86137	0.25%	NIL	86137	0.25%	NIL	NIL
	Total	22569797	64.79%	NIL	22569797	64.79%	NIL	NIL

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

Sl. No.	Particulars	Shareholding at the beginning of the year [As on 01-July-2014]		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
	At the beginning of the year (01.07.2014)	22569797	64.79%	22569797	64.79%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change			
	At the end of the year (30.06.2015)	22569797	64.79%	22569797	64.79%

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

Sl. No.	Name	Shareholding at the beginning of the year (01.07.2014)		Date	Reason	Increase/Decrease in shareholding		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company			No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	FLT Limited	3600000	10.33	01.07.2014	No Change			3600000	10.33
				30.06.2015	At the end of the Year				
2.	HDFC Standard Life Insurance Company Limited & HDFCSL Shareholders Solvency Margin Account \$	829636	2.38	01.07.2014				829636	2.38
				11.07.2014	Sale	554	0.00	829082	2.38
				01.08.2014	Purchase	303	0.00	829385	2.38
				22.08.2014	Sale	50026	0.14	779359	2.24
				05.09.2014	Sale	2774	0.01	776585	2.23
				12.09.2014	Sale	157789	0.45	618796	1.78
				17.10.2014	Sale	72471	0.21	546325	1.57
				24.10.2014	Sale	322	0.00	546003	1.57
				31.10.2014	Sale	682	0.00	545321	1.57
				07.11.2014	Sale	40	0.00	545281	1.57
				14.11.2014	Sale	4986	0.01	540295	1.55
				28.11.2014	Sale	313	0.00	539982	1.55
				05.12.2014	Purchase	7	0.00	539989	1.55
				12.12.2014	Sale	7261	0.02	532728	1.53
				19.12.2014	Purchase	1810	0.01	534538	1.53
				31.12.2014	Purchase	1268	0.00	535806	1.54
				02.01.2015	Purchase	351	0.00	536157	1.54
				16.01.2015	Sale	1998	0.01	534159	1.53
				30.01.2015	Purchase	1314	0.00	535473	1.54
				06.02.2015	Purchase	2919	0.01	538392	1.55
				13.02.2015	Sale	8618	0.02	529774	1.52
				20.02.2015	Sale	15000	0.04	514774	1.48
				27.02.2015	Purchase	91	0.00	514865	1.48
				13.03.2015	Purchase	11	0.00	514876	1.48
				27.03.2015	Sale	2440	0.01	512436	1.47
				03.04.2015	Sale	6239	0.02	506197	1.45
				10.04.2015	Sale	26524	0.08	479673	1.38
				17.04.2015	Sale	12260	0.04	467413	1.34

Annexures to the Directors' Report

Sl. No.	Name	Shareholding at the beginning of the year (01.07.2014)		Date	Reason	Increase/Decrease in shareholding		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company			No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
				24.04.2015	Sale	300	0.00	467113	1.34
				01.05.2015	Sale	3280	0.01	463833	1.33
				08.05.2015	Sale	4057	0.01	459776	1.32
				15.05.2015	Sale	8684	0.02	451092	1.29
				22.05.2015	Sale	3779	0.01	447313	1.28
				29.05.2015	Sale	1709	0.00	445604	1.28
				05.06.2015	Sale	65639	0.19	379965	1.09
				12.06.2015	Sale	6504	0.02	373461	1.07
				19.06.2015	Sale	44	0.00	373417	1.07
				26.06.2015	Sale	1447	0.00	371970	1.07
				30.06.2015	Sale	13933	0.04	358037	1.03
				30.06.2015	At the End of the Year			358037	1.03
3.	Unit Trust of India\$	631245	1.81	01.07.2014				631245	1.81
				04.07.2014	Sale	1500	0.00	629745	1.81
				11.07.2014	Sale	2500	0.01	627245	1.80
				18.07.2014	Sale	2500	0.01	624745	1.79
				25.07.2014	Sale	1500	0.00	623245	1.79
				01.08.2014	Sale	2000	0.01	621245	1.78
				08.08.2014	Sale	500	0.00	620745	1.78
				05.09.2014	Sale	500	0.00	620245	1.78
				10.10.2014	Sale	716	0.00	619529	1.78
				07.11.2014	Purchase	2565	0.01	622094	1.79
				12.12.2014	Purchase	4099	0.01	626193	1.80
				19.12.2014	Purchase	9191	0.03	635384	1.82
				31.12.2014	Purchase	8859	0.03	644243	1.85
				02.01.2015	Sale	113	0.00	644130	1.85
				09.01.2015	Sale	892	0.00	643238	1.85
				16.01.2015	Purchase	26736	0.08	669974	1.92
				23.01.2015	Sale	502	0.00	669472	1.92
				30.01.2015	Purchase	5316	0.02	674788	1.94
				06.02.2015	Sale	31969	0.09	642819	1.85
				13.02.2015	Purchase	4100	0.01	646919	1.86
				27.02.2015	Sale	606	0.00	646313	1.86
				06.03.2015	Sale	188	0.00	646125	1.85
				20.03.2015	Sale	2263	0.01	643862	1.85
				27.03.2015	Sale	23916	0.07	619946	1.78
				31.03.2015	Sale	20	0.00	619926	1.78
				08.05.2015	Sale	950	0.00	618976	1.78
				15.05.2015	Sale	3034	0.01	615942	1.77
				22.05.2015	Sale	780	0.00	615162	1.77
				29.05.2015	Sale	3332	0.01	611830	1.76
				05.06.2015	Sale	13320	0.04	598510	1.72
				30.06.2015	At the End of the Year			598510	1.72

Sl. No.	Name	Shareholding at the beginning of the year (01.07.2014)		Date	Reason	Increase/Decrease in shareholding		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company			No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
4.	Pinebridge Investments GF Mauritius Limited	297713	0.85	01.07.2014				297713	0.85
				25.07.2014	Purchase	3587	0.01	301300	0.86
				01.08.2014	Purchase	5824	0.02	307124	0.88
				08.08.2014	Sale	3516	0.01	303608	0.87
				22.08.2014	Sale	12500	0.04	291108	0.84
				30.09.2014	Purchase	1222	0.00	292330	0.84
				10.10.2014	Purchase	6036	0.02	298366	0.86
				17.10.2014	Sale	2513	0.01	295853	0.85
				24.10.2014	Sale	3000	0.01	292853	0.84
				07.11.2014	Purchase	3813	0.01	296666	0.85
				14.11.2014	Purchase	7826	0.02	304492	0.87
				28.11.2014	Purchase	15724	0.05	320216	0.92
				05.12.2014	Purchase	8993	0.03	329209	0.94
				12.12.2014	Sale	5858	0.02	323351	0.93
				19.12.2014	Purchase	1870	0.01	325221	0.93
				31.12.2014	Purchase	910	0.00	326131	0.94
				02.01.2015	Purchase	2551	0.01	328682	0.94
				23.01.2015	Purchase	2206	0.01	330888	0.95
				06.02.2015	Purchase	10228	0.03	341116	0.98
				27.02.2015	Purchase	13704	0.04	354820	1.02
				06.03.2015	Purchase	21000	0.06	375820	1.08
				13.03.2015	Purchase	9282	0.03	385102	1.11
				20.03.2015	Purchase	9087	0.03	394189	1.13
				17.04.2015	Purchase	35033	0.10	429222	1.23
				24.04.2015	Purchase	11330	0.03	440552	1.26
				01.05.2015	Purchase	320	0.00	440872	1.27
				15.05.2015	Purchase	7990	0.02	448862	1.29
				30.06.2015	At the End of the Year			448862	1.29
5.	Tata Offshore India Opportunities Scheme# \$	272008	0.78	01.07.2014				272008	0.78
				11.07.2014	Sale	850	0.00	271158	0.78
				01.08.2014	Purchase	200	0.00	271358	0.78
				22.08.2014	Purchase	5000	0.01	276358	0.79
				29.08.2014	Sale	7000	0.02	269358	0.77
				05.09.2014	Sale	1300	0.00	268058	0.77
				12.09.2014	Sale	1600	0.00	266458	0.76
				19.09.2014	Sale	23400	0.07	243058	0.70
				30.09.2014	Sale	600	0.00	242458	0.70
				03.10.2014	Sale	1200	0.00	241258	0.69
				17.10.2014	Sale	170	0.00	241088	0.69
				24.10.2014	Sale	80	0.00	241008	0.69
				07.11.2014	Purchase	1900	0.01	242908	0.70
				14.11.2014	Sale	3916	0.01	238992	0.69
				28.11.2014	Sale	4500	0.01	234492	0.67
				05.12.2014	Sale	830	0.00	233662	0.67

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Sl. No.	Name	Shareholding at the beginning of the year (01.07.2014)		Date	Reason	Increase/Decrease in shareholding		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company			No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
				19.12.2014	Purchase	145	0.00	233807	0.67
				31.12.2014	Purchase	3998	0.01	237805	0.68
				06.02.2015	Sale	3122	0.01	234683	0.67
				20.02.2015	Purchase	4000	0.01	238683	0.69
				27.02.2015	Sale	4000	0.01	234683	0.67
				06.03.2015	Sale	3700	0.01	230983	0.66
				20.03.2015	Sale	6300	0.02	224683	0.64
				03.04.2015	Sale	4431	0.01	220252	0.63
				10.04.2015	Purchase	445	0.00	220697	0.63
				01.05.2015	Sale	3343	0.01	217354	0.62
				15.05.2015	Sale	21373	0.06	195981	0.56
				22.05.2015	Sale	26125	0.07	169856	0.49
				29.05.2015	Sale	8865	0.03	160991	0.46
				05.06.2015	Sale	13200	0.04	147791	0.42
				30.06.2015	At the End of the Year			147791	0.42
6.	ICICI Prudential Life Insurance Company Ltd#\$	262694	0.75	01.07.2014				262694	0.75
				01.08.2014	Sale	2500	0.01	260194	0.75
				08.08.2014	Sale	8000	0.02	252194	0.72
				15.08.2014	Sale	36	0.00	252158	0.72
				22.08.2014	Sale	2553	0.01	249605	0.72
				05.09.2014	Sale	16498	0.05	233107	0.67
				19.09.2014	Sale	5136	0.01	227971	0.65
				07.11.2014	Sale	2137	0.01	225834	0.65
				14.11.2014	Sale	6843	0.02	218991	0.63
				28.11.2014	Sale	1435	0.00	217556	0.62
				31.12.2014	Sale	5237	0.02	212319	0.61
				16.01.2015	Sale	6494	0.02	205825	0.59
				23.01.2015	Sale	24222	0.07	181603	0.52
				06.02.2015	Sale	2500	0.01	179103	0.51
				13.02.2015	Sale	4450	0.01	174653	0.50
				27.02.2015	Sale	43	0.00	174610	0.50
				27.03.2015	Sale	1960	0.01	172650	0.50
				10.04.2015	Sale	1505	0.00	171145	0.49
				24.04.2015	Sale	2000	0.01	169145	0.49
				01.05.2015	Sale	8061	0.02	161084	0.46
				08.05.2015	Sale	15585	0.04	145499	0.42
				15.05.2015	Sale	10985	0.03	134514	0.39
				22.05.2015	Sale	5794	0.02	128720	0.37
				26.06.2015	Sale	268	0.00	128452	0.37
				30.06.2015	At the End of the Year			128452	0.37

Sl. No.	Name	Shareholding at the beginning of the year (01.07.2014)		Date	Reason	Increase/Decrease in shareholding		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company			No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
7.	Tata Aia Life Insurance Co Ltd. # \$	219929	0.63	01.07.2014				219929	0.63
				04.07.2014	Sale	8867	0.03	211062	0.61
				11.07.2014	Sale	150	0.00	210912	0.61
				01.08.2014	Sale	7500	0.02	203412	0.58
				22.08.2014	Sale	14000	0.04	189412	0.54
				29.08.2014	Sale	1171	0.00	188241	0.54
				05.09.2014	Sale	10893	0.03	177348	0.51
				12.09.2014	Sale	378	0.00	176970	0.51
				30.09.2014	Sale	18865	0.05	158105	0.45
				10.10.2014	Sale	868	0.00	157237	0.45
				17.10.2014	Sale	396	0.00	156841	0.45
				24.10.2014	Sale	8706	0.02	148135	0.43
				31.10.2014	Sale	10006	0.03	138129	0.40
				07.11.2014	Sale	12350	0.06	125779	0.36
				14.11.2014	Sale	2733	0.01	123046	0.35
				28.11.2014	Sale	5011	0.01	118035	0.34
				12.12.2014	Sale	1200	0.00	116835	0.34
				31.12.2014	Sale	825	0.00	116010	0.33
				16.01.2015	Sale	2500	0.01	113510	0.33
				06.02.2015	Sale	250	0.00	113260	0.33
				13.02.2015	Purchase	200	0.00	113460	0.33
				13.03.2015	Sale	300	0.00	113160	0.32
				27.03.2015	Purchase	767	0.00	113927	0.33
				03.04.2015	Purchase	100	0.00	114027	0.33
				10.04.2015	Purchase	5000	0.01	119027	0.34
				24.04.2015	Sale	59	0.00	118968	0.34
				15.05.2015	Sale	20000	0.06	98968	0.28
				22.05.2015	Sale	14500	0.04	84468	0.24
				29.05.2015	Sale	12260	0.04	72208	0.21
				05.06.2015	Sale	7476	0.02	64732	0.19
				19.06.2015	Sale	423	0.00	64309	0.18
				26.06.2015	Sale	3500	0.01	60809	0.17
				30.06.2015	At the End of the Year			60809	0.17
8.	L and T Mutual Fund Trustee Ltd. # \$	214087	0.61	01.07.2014				214087	0.61
				04.07.2014	Purchase	750	0.00	214837	0.62
				11.07.2014	Sale	450	0.00	214387	0.62
				18.07.2014	Purchase	988	0.00	215375	0.62
				25.07.2014	Sale	487	0.00	214888	0.62
				01.08.2014	Purchase	1097	0.00	215985	0.62
				08.08.2014	Purchase	609	0.00	216594	0.62
				15.08.2014	Purchase	3681	0.01	220275	0.63
				22.08.2014	Purchase	6119	0.02	226394	0.65
				29.08.2014	Purchase	1140	0.00	227534	0.65
				17.10.2014	Sale	400	0.00	227134	0.65

Annexures to the Directors' Report

Sl. No.	Name	Shareholding at the beginning of the year (01.07.2014)		Date	Reason	Increase/Decrease in shareholding		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company			No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
				07.11.2014	Sale	190	0.00	226944	0.65
				28.11.2014	Sale	642	0.00	226302	0.65
				12.12.2014	Sale	15000	0.04	211302	0.61
				31.12.2014	Sale	440	0.00	210862	0.61
				06.02.2015	Purchase	880	0.00	211742	0.61
				20.02.2015	Sale	56438	0.16	155304	0.45
				06.03.2015	Sale	175	0.00	155129	0.45
				27.03.2015	Purchase	520	0.00	155649	0.45
				10.04.2015	Sale	20000	0.06	135649	0.39
				17.04.2015	Sale	10395	0.03	125254	0.36
				24.04.2015	Sale	400	0.00	124854	0.36
				01.05.2015	Sale	10000	0.03	114854	0.33
				15.05.2015	Sale	340	0.00	114514	0.33
				22.05.2015	Sale	560	0.00	113954	0.33
				30.06.2015	Sale	280	0.00	113674	0.33
				30.06.2015	At the End of the Year			113674	0.33
9.	DSP Blackrock# \$	208047	0.60	01.07.2014				208047	0.60
				04.07.2014	Purchase	17073	0.05	225120	0.65
				18.07.2014	Purchase	4791	0.01	229911	0.66
				25.07.2014	Purchase	11317	0.03	241228	0.69
				01.08.2014	Purchase	500	0.00	241728	0.69
				08.08.2014	Purchase	5143	0.01	246871	0.71
				15.08.2014	Purchase	2871	0.01	249742	0.72
				22.08.2014	Sale	1221	0.00	248521	0.71
				29.08.2014	Sale	7299	0.02	241222	0.69
				05.09.2014	Sale	41148	0.12	200074	0.57
				19.09.2014	Sale	30743	0.09	169331	0.49
				30.09.2014	Sale	3750	0.01	165581	0.48
				17.10.2014	Purchase	273	0.00	165854	0.48
				31.10.2014	Sale	554	0.00	165300	0.47
				07.11.2014	Sale	291	0.00	165009	0.47
				14.11.2014	Sale	5585	0.02	159424	0.46
				28.11.2014	Sale	902	0.00	158522	0.46
				31.12.2014	Sale	9350	0.03	149172	0.43
				16.01.2015	Sale	17779	0.05	131393	0.38
				23.01.2015	Sale	3385	0.01	128008	0.37
				30.01.2015	Sale	2170	0.01	125838	0.36
				06.02.2015	Sale	9386	0.03	116452	0.33
				20.02.2015	Sale	31029	0.09	85423	0.25
				27.02.2015	Sale	37587	0.11	47836	0.14
				06.03.2015	Sale	11213	0.03	36623	0.11
				24.04.2015	Sale	4670	0.01	31953	0.09
				01.05.2015	Sale	314	0.00	31639	0.09
				08.05.2015	Sale	523	0.00	31116	0.09
				30.06.2015	At the End of the Year			31116	0.09

Sl. No.	Name	Shareholding at the beginning of the year (01.07.2014)		Date	Reason	Increase/Decrease in shareholding		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company			No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
10.	SBI Magnum Taxgain Scheme\$	206310	0.59	01.07.2014				206310	0.59
				04.07.2014	Sale	650	0.00	205660	0.59
				19.09.2014	Sale	400	0.00	205260	0.59
				10.10.2014	Sale	400	0.00	204860	0.59
				19.12.2014	Sale	250	0.00	204610	0.59
				30.01.2015	Sale	300	0.00	204310	0.59
				20.03.2015	Sale	510	0.00	203800	0.59
				15.05.2015	Sale	1800	0.01	202000	0.58
				30.06.2015	At the End of the Year			202000	0.58
11.	Franklin Templeton Investment Funds*\$	193057	0.55	01.07.2014				193057	0.55
				31.10.2014	Purchase	10000	0.03	203057	0.58
				07.11.2014	Purchase	12000	0.03	215057	0.62
				27.02.2015	Purchase	51844	0.15	266901	0.77
				27.03.2015	Sale	36000	0.10	230901	0.66
				14.04.2015	Purchase	26000	0.07	256901	0.74
				08.05.2015	Sale	18300	0.05	238601	0.68
				15.05.2015	Sale	3700	0.01	234901	0.67
				29.05.2015	Sale	11400	0.03	223501	0.64
				05.06.2015	Sale	36600	0.11	186901	0.54
				30.06.2015	At the End of the Year			186901	0.54
12.	Kuwait Investment Authority*\$	127504	0.37	01.07.2014				127504	0.37
				04.07.2014	Purchase	5054	0.01	132558	0.38
				11.07.2014	Purchase	3238	0.01	135796	0.39
				15.08.2014	Purchase	1133	0.00	136929	0.39
				22.08.2014	Purchase	55543	0.16	192472	0.55
				29.08.2014	Purchase	5085	0.01	197557	0.57
				19.09.2014	Purchase	11498	0.03	209055	0.60
				30.09.2014	Sale	26000	0.07	183055	0.53
				14.11.2014	Purchase	7904	0.02	190959	0.55
				20.02.2015	Purchase	15180	0.04	206139	0.59
				13.03.2015	Sale	17617	0.05	188522	0.54
				24.04.2015	Sale	17839	0.05	170683	0.49
				29.05.2015	Sale	883	0.00	169800	0.49
				05.06.2015	Purchase	1694	0.00	171494	0.49
				26.06.2015	Purchase	14329	0.04	185823	0.53
				30.06.2015	Purchase	3195	0.01	189018	0.54
				30.06.2015	At the End of the Year			189018	0.54
13.	Cartica Capital Ltd*\$	NIL	NIL	01.07.2014				NIL	NIL
				12.09.2014	Purchase	151000	0.43	151000	0.43
				19.09.2014	Purchase	50998	0.15	201998	0.58
				30.09.2014	Purchase	18713	0.05	220711	0.63
				03.10.2014	Purchase	21705	0.06	242416	0.70
				17.10.2014	Purchase	13916	0.04	256332	0.74
				24.10.2014	Purchase	302	0.00	256634	0.74

Annexures to the Directors' Report

Sl. No.	Name	Shareholding at the beginning of the year (01.07.2014)		Date	Reason	Increase/Decrease in shareholding		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company			No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
				30.01.2015	Purchase	54486	0.16	311120	0.89
				06.02.2015	Purchase	76244	0.22	387364	1.11
				13.02.2015	Purchase	16925	0.05	404289	1.16
				27.02.2015	Purchase	104000	0.30	508289	1.46
				06.03.2015	Purchase	4006	0.01	512295	1.47
				13.03.2015	Purchase	101548	0.29	613843	1.76
				20.03.2015	Purchase	562	0.00	614405	1.76
				27.03.2015	Purchase	33916	0.10	648321	1.86
				24.04.2015	Purchase	37719	0.11	686040	1.97
				01.05.2015	Purchase	21	0.00	686061	1.97
				08.05.2015	Purchase	53379	0.15	739440	2.12
				15.05.2015	Sale	2488	0.01	736952	2.12
				22.05.2015	Sale	34696	0.10	702256	2.02
				29.05.2015	Sale	6000	0.02	696256	2.00
				05.06.2015	Sale	5248	0.02	691008	1.98
				12.06.2015	Purchase	9600	0.03	700608	2.01
				19.06.2015	Purchase	10718	0.03	711326	2.04
				30.06.2015	At the End of the Year			711326	2.04
14.	SBI life Insurance Company Ltd*	168574	0.48	01.07.2014				168574	0.48
				11.07.2014	Purchase	150	0.00	168724	0.48
				18.07.2014	Purchase	1669	0.00	170393	0.49
				08.08.2014	Purchase	2094	0.01	172487	0.50
				15.08.2014	Sale	3968	0.01	168519	0.48
				12.09.2014	Sale	2331	0.01	166188	0.48
				19.09.2014	Purchase	100	0.00	166288	0.48
				30.09.2014	Purchase	7087	0.02	173375	0.50
				03.10.2014	Purchase	25	0.00	173400	0.50
				10.10.2014	Purchase	814	0.00	174214	0.50
				17.10.2014	Purchase	54207	0.16	228421	0.66
				14.11.2014	Purchase	2996	0.01	231417	0.66
				28.11.2014	Purchase	5235	0.02	236652	0.68
				05.12.2014	Purchase	2300	0.01	238952	0.69
				12.12.2014	Sale	1	0.00	238951	0.69
				19.12.2014	Purchase	1780	0.01	240731	0.69
				31.12.2014	Purchase	2361	0.01	243092	0.70
				02.01.2015	Purchase	1880	0.01	244972	0.70
				16.01.2015	Sale	1000	0.00	243972	0.70
				23.01.2015	Sale	2290	0.01	241682	0.69
				30.01.2015	Sale	1000	0.00	240682	0.69
				06.02.2015	Sale	294	0.00	240388	0.69
				13.02.2015	Sale	3	0.00	240385	0.69
				27.02.2015	Purchase	2500	0.01	242885	0.70
				06.03.2015	Sale	1488	0.00	241397	0.69
				13.03.2015	Purchase	25	0.00	241422	0.69

Sl. No.	Name	Shareholding at the beginning of the year (01.07.2014)		Date	Reason	Increase/Decrease in shareholding		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company			No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
				20.03.2015	Purchase	3989	0.01	245411	0.70
				27.03.2015	Purchase	50	0.00	245461	0.70
				03.04.2015	Purchase	3000	0.01	248461	0.71
				10.04.2015	Purchase	6011	0.02	254472	0.73
				17.04.2015	Sale	8	0.00	254464	0.73
				24.04.2015	Purchase	3	0.00	254467	0.73
				01.05.2015	Sale	4	0.00	254463	0.73
				15.05.2015	Sale	2917	0.01	251546	0.72
				22.05.2015	Sale	5982	0.02	245564	0.70
				29.05.2015	Purchase	5	0.00	245569	0.70
				05.06.2015	Sale	23614	0.07	221955	0.64
				12.06.2015	Sale	1963	0.01	219992	0.63
				19.06.2015	Purchase	1878	0.01	221870	0.64
				26.06.2015	Sale	3837	0.01	218033	0.63
				30.06.2015	Purchase	2000	0.01	220033	0.63
				30.06.2015	At the End of the Year			220033	0.63
15.	ICICI Mutual Funds*\$	NIL	NIL	01.07.2015				NIL	NIL
				27.02.2015	Purchase	28594	0.08	28594	0.08
				06.03.2015	Purchase	17535	0.05	46129	0.13
				13.03.2015	Purchase	54326	0.16	100455	0.29
				20.03.2015	Purchase	20473	0.06	120928	0.35
				27.03.2015	Purchase	19526	0.06	140454	0.40
				03.04.2015	Purchase	5741	0.02	146195	0.42
				10.04.2015	Purchase	42548	0.12	188743	0.54
				17.04.2015	Purchase	22067	0.06	210810	0.61
				24.04.2015	Purchase	61189	0.18	271999	0.78
				01.05.2015	Purchase	26835	0.08	298834	0.86
				08.05.2015	Purchase	26209	0.08	325043	0.93
				15.05.2015	Purchase	19868	0.06	344911	0.99
				22.05.2015	Sale	37657	0.11	307254	0.88
				29.05.2015	Sale	49165	0.14	258089	0.74
				05.06.2015	Sale	28161	0.08	229928	0.66
				19.06.2015	Purchase	997	0.00	230925	0.66
				26.06.2015	Purchase	4741	0.01	235666	0.68
				30.06.2015	At the End of the Year			235666	0.68
16.	Abu Dhabi Investment Authority*\$	25000	0.07	01.07.2014				25000	0.07
				01.08.2014	Purchase	3936	0.01	28936	0.08
				08.08.2014	Purchase	7724	0.02	36660	0.11
				14.11.2014	Purchase	13795	0.04	50455	0.14
				05.12.2014	Purchase	8644	0.02	59099	0.17
				12.12.2014	Purchase	172	0.00	59271	0.17
				19.12.2014	Purchase	1184	0.00	60455	0.17
				16.01.2015	Purchase	12000	0.03	72455	0.21
				10.04.2015	Purchase	7500	0.02	79955	0.23

Annexures to the Directors' Report

Sl. No.	Name	Shareholding at the beginning of the year (01.07.2014)		Date	Reason	Increase/Decrease in shareholding		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company			No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
				22.05.2015	Purchase	33000	0.09	112955	0.32
				29.05.2015	Purchase	28172	0.08	141127	0.41
				05.06.2015	Purchase	135630	0.39	276757	0.79
				12.06.2015	Purchase	2027	0.01	278784	0.80
				30.06.2015	At the End of the Year			278784	0.80

Ceased to be in the list of TOP 10 Shareholders as on 30.06.2015. The same is reflected above since the shareholder was one of the Top 10 shareholder as on 01.07.2014

* Not in the list of TOP 10 Shareholders as on 01.07.2014. The same has been reflected above since the shareholder was one of the Top 10 shareholders as on 30.06.2015

\$ Shareholding is consolidated based on Permanent Account Number (PAN) of the shareholder(s).

E) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	Benu Gopal Bangur – Chairman				
	At the beginning of the year (01.07.2014)	425821	1.22%	425821	1.22%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	No Change			
	At the end of the year (30.06.2015)	425821	1.22%	425821	1.22%
2	Hari Mohan Bangur – Managing Director (Key Managerial Personnel)				
	At the beginning of the year (01.07.2014)	442438	1.27%	442438	1.27%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	No Change			
	At the end of the year (30.06.2015)	442438	1.27%	442438	1.27%
3	Prashant Bangur - Whole Time Director (Key Managerial Personnel)				
	At the beginning of the year (01.07.2014)	57475	0.16%	57475	0.16%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	No Change			
	At the end of the year (30.06.2015)	57475	0.16%	57475	0.16%
4	Ramakant Sharma				
	At the beginning of the year (01.07.2014)	25	0.00%	25	0.00%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	No Change			
	At the end of the year (30.06.2015)	25	0.00%	25	0.00%

Other Directors, CFO and Company Secretary of the Company did not hold any shares of the Company during the financial year 2014-15

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

(₹ in crore)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (01.07.2014)				
i) Principal Amount	759.88	439.99	0.00	1199.87
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	11.68	0.00	0.00	11.68
Total (i+ii+iii)	771.56	439.99	0.00	1211.55
Change in Indebtedness during the financial year				
• Addition (Principal)	255.00	0.00	0.00	255.00
• Reduction (Principal)	98.25	439.99	0.00	538.24
Net Change	156.75	(439.99)	0.00	(283.24)
Indebtedness at the end of the financial year (30.06.2015)				
i) Principal Amount	916.63	0.00	0.00	916.63
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	11.14	0.00	0.00	11.14
Total (i+ii+iii)	927.77	0.00	0.00	927.77

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

(₹ in Lac)

Sl. no.	Particulars of Remuneration	H. M. Bangur (Managing Director)	Prashant Bangur (Whole Time Director)	Total
1	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	1184.16	450.62	1634.78
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	2.04	2.10	4.14
	(c) Profits in lieu of salary under Section 17(3) Income-tax Act, 1961	–	–	–
2	Stock Option	–	–	–
3	Sweat Equity	–	–	–
4	Commission			
	- as % of profit	–	–	–
	- Others, please specify	1350.00	450.00	1800.00
5	Others, please specify			
	a. Provident Fund	87.66	47.81	135.47
	b. Superannuation Fund	1.00	1.00	2.00
	Total (A)	2624.86	951.53	3576.39
	Ceiling as per the Act			8750.11

Annexures to the Directors' Report

B. Remuneration to other directors

(₹ in Lac)

Name of Directors									
	R. L. Gaggar	Shreekant Somany	O. P. Setia	Dr. Y. K. Alagh	Nitin Desai	Dr. Leena Srivastava	B. G. Bangur	Ramakant Sharma	Total
1. Independent Directors									
Fee for attending board / committee meetings	5.00	3.00	6.50	6.00	6.50	2.50			29.50
Commission	17.50	17.50	17.50	17.50	17.50	17.50			105.00
Others, please specify	0.00	0.00	0.00	0.00	0.00	0.00			0.00
Total (1)	22.50	20.50	24.00	23.50	24.00	20.00	Nil	Nil	134.50
2. Non-Independent Directors									
Fee for attending board / committee meetings							2.00	2.50	4.50
Commission							17.50	17.50	35.00
Others, please specify							0.00	0.00	0.00
Total (2)	NIL	NIL	NIL	NIL	NIL	NIL	19.50	20.00	39.50
Total (B)=(1+2)	22.50	20.50	24.00	23.50	24.00	20.00	19.50	20.00	174.00

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

(₹ in Lac)

Sl. no.	Particulars of Remuneration	Key Managerial Personnel		
		S. S. Khandelwal (Company Secretary)	Subhash Jajoo (CFO)	Total
1	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	83.15	55.09	138.24
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.07	0.07	0.14
	(c) Profits in lieu of salary under Section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission			
	- as % of profit	-	-	-
	- Others, please specify	-	-	-
5	Others, please specify			
	Provident Fund	6.90	5.02	11.92
	Superannuation Fund	1.00	1.00	2.00
	Total	91.12	61.18	152.30

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
B. DIRECTORS					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

BUSINESS RESPONSIBILITY REPORT

Section A: General Information about the Company

1.	Corporate Identity Number (CIN) of the Company	L26943RJ1979PLC001935									
2.	Name of the Company	Shree Cement Limited									
3.	Registered address	Bangur Nagar, Beawar, 305901, Dist: Ajmer, Rajasthan									
4.	Website	www.shreecement.in									
5.	E-mail id	shreebwr@shreecementltd.com									
6.	Financial Year reported	1st July, 2014 to 30th June, 2015									
7.	Sector(s) that the Company is engaged in (industrial activity code-wise)	I	Cement	2	5	2	3	.	2	9	
		II	Power			N	A				
8.	List three key products/services that the Company manufactures/provides (as in balance sheet)	I Cement									
		II Power									
9.	Total number of locations where business activity is undertaken by the Company	a. Number of International Locations: NIL b. Number of National Locations: Ten (including Project site at Bulandshahr, Uttar Pradesh)									
10.	Markets served by the Company	North and East India									

Section B: Financial Details of the Company

1.	Paid up Capital (₹ crores)	34.84
2.	Total Turnover (₹ crores)	6,439.88
3.	Total profit after taxes (₹ crores)	426.33
4.	Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	1.96% of average net profit of last three financial years (CSR Spent is ₹ 18.49 crore)
5.	List of activities in which expenditure in 4 above has been incurred	<ul style="list-style-type: none"> • Literacy and Education for the Community • Livelihood, employability and Income Generation • Healthcare and sanitation programs • Women empowerment and gender equality • Community Infrastructure Development • Promotion of art and culture • Environment Sustainability

Section C: Other Details

- Does the Company have any Subsidiary Company/Companies?
Yes. There is only one subsidiary of the Company viz. Shree Global Pte. Ltd., Singapore.
- 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 Subsidiary Company has no business operations. Hence, it does not have any BR initiatives.
- 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%]
Yes. However, the measure of participation in % terms cannot be measured.

Section D: BR Information

1. Details of Director/Directors responsible for BR

a) Details of Director responsible for implementation of BR policy/ policies

- DIN Number: 01556371
- Name: Ramakant Sharma
- Designation: Director

b) Details of the BR head

Sr No	Particulars	Details
1.	DIN Number (if applicable)	N.A.
2.	Name	S. S. Khandelwal
3.	Designation	Company Secretary
4.	Telephone number	(91) 1462-228101-6
5.	e-mail id	khandelwalss@shreecementltd.com

2. Principle-wise (as per NVGs) BR Policy/policies (Reply in Y/N)

The Nine principles as per BRR are as given below:-

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

Sl. No.	Questions	Ethics, Transparency and Accountability	Product Responsibility	Employees' Well-being	Stakeholder Engagement	Human Rights	Environment	Policy Advocacy	Inclusive Growth (CSR)	Customers' Relations
		P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Do you have a policy/ policies on the BR principles (The policies of the Company covers all the principles envisaged)	Y	Y	Y	Y	Y	Y	Y	Y	Y
2.	Has the policy been formulated in consultation with the relevant stakeholders	Y	Y	Y	Y	Y	Y	Y	Y	Y

Business Responsibility Report

Sl. No.	Questions	Ethics, Transparency and Accountability	Product Responsibility	Employees' Well-being	Stakeholder Engagement	Human Rights	Environment	Policy Advocacy	Inclusive Growth (CSR)	Customers' Relations
		P1	P2	P3	P4	P5	P6	P7	P8	P9
3.	Does the policy conform to any national / international standards? If yes, specify? (50 words)	<p>Company has adopted various standards specified by the ISO. These are:</p> <ol style="list-style-type: none"> 1. ISO 9001 for Quality in systems 2. ISO 14001 for Environment 3. ISO 50001 for Energy Efficiency 4. OHSAS 18001 for Health and Safety <p>Apart from these, other standards which Company is complying with are:</p> <ol style="list-style-type: none"> 1. SA 8000 for Social Accountability 2. ILO Guidelines <p>All policies on the principles mentioned above are in compliance with these standards. Other than these, our policies are based on the generally accepted practices for the respective principles.</p>								
4.	Has the policy been approved by the Board? If yes, has it been signed by MD/ owner/ CEO/ appropriate Board Director?	Y	Y	Y	Y	Y	Y	Y	Y	Y
5.	Does the Company have a specified committee of the Board/ Director/Official to oversee the implementations of the policy?	Yes. The Board has formed a "CSBR Committee" consisting of 5 directors which is responsible for overseeing implementation of various policies adopted by the Company. There is also an Environment Social and Governance (ESG) Committee consisting of Senior Executives of the Company, which carries out continuous monitoring and implementation of policies at the operational level.								
6.	Indicate the link for the policy to be viewed	http://www.shreecement.in/policies.html								
7.	Has the policy been formally communicated to all relevant internal and external stakeholders?	The policies have been posted on the Company's website for information of all stakeholders. For internal stakeholders, appropriate communication means such as notice boards, placards, company magazines, etc. are used.								
8.	Does the Company have in-house structure to implement the policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
9.	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10.	Has the Company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	As part of compliance with the ISO standards adopted by the Company, an external agency evaluates the implementation of the ISO standards on an annual basis. Apart from this, Company also has a system of undertaking regular audit/ review of the implementation of various standards. An external consultant also gives an assurance that our Corporate Sustainability Report (CSR) is in line with the internationally accepted GRI G4 guidelines.								

2a. If answer to Sl. No. 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

Sl. No.	Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
1.	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)	-								

3. Governance related to BR

- Indicate the frequency with which the Board of Directors, Committee of the Board or CEO assesses the BR performance of the Company.

The BR performance is normally reviewed by the CSBR Committee on six monthly basis.

- Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

Company publishes Corporate Sustainability Report on annual basis. The hyperlink to view the report is <<<http://www.shreecement.in/csr.html>>>.

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 Policy relating to Ethics, Transparency and Accountability covers the Company only. The policy includes a Code of Conduct prescribed by the Company for all its employees including the Directors. There is no group structure or joint venture of the Company. The Subsidiary of the Company has no operations at present. Company encourages parties associated with its value chain like vendors, suppliers, contractors, etc. to follow the principles envisaged in the policy.

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.

There were 9 complaints received from the investors

during the period 1st July, 2014 to 30th June, 2015. All these complaints were properly attended and necessary actions were taken. Proper investigation was carried out in respect of complaints which were received as part of vigil mechanism or otherwise.

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.

There are two lines of business of the Company viz. manufacturing of cement and generation of power. Company has deployed best in class technology and processes to manufacturing cement and generating power which use optimal resources. This apart, Company's efforts in addressing environment concerns in manufacturing of cement include the following:-

- Utilising fly-ash, pet-coke and other alternate materials in cement manufacturing to substitute natural materials & fuels
- Implementation of Waste Heat Recovery Plants to address carbon emission, save water and fossil fuels in power generation
- Implementation of CEMS (Continuous Emission Monitoring System) for real-time emission tracking and display.
- Replaced ESP and installed Bag House at Unit 1 at Beawar site, for better emission control.

Company's efforts in power generation are as below:

- Installation of Air Cooled Condensers (ACC) in place of Water Cooled Condensers (WCC) in all its power plants including 300 MW power plant to conserve water

Business Responsibility Report

- Implementation of Flue Gas Desulphurisation plant to capture sulphur from waste gases emitted from power plant

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

- i. Reduction during sourcing/production/ distribution achieved since the previous year throughout the value chain?

Resources	Units of measurement	Per unit consumption	
		2014-15	2013-14
Fly-ash	% per ton of cement	22.80	23.13
Power	Kwh/Ton of cement	73.78	75.19
Fuel	Kcal kg of Clinker	756.83	775.44

- ii. Reduction during usage by consumers (energy, water) has been achieved since the previous year?

The data regarding reduction during usage by consumers is not available with the Company.

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.

Company's sourcing practices are targeted to seek cost optimisation through environment protection, societal interest and resource efficiency. The criteria used for selection of suppliers/ vendors go beyond cost relevance and include resource efficiency, product quality, life cycle, environment impact, etc. Company gives preference in selection of vendors which comply with the various principles of sustainability. At the time of award of contract to vendors, various clauses are incorporated in the contract document related to health and safety, human resource practices, work environment etc. Engagement of transporters is done based on conditions like young vehicles, need for drivers to carry pollution certificates, drivers and support staff to always carry safety aprons, helmets, driving license etc. Company continuously strives for load and route optimisation to ensure fuel and environmental efficiency of the fleets.

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?

Company accords priority to local suppliers in its procurement of stores and spares and other consumables. Company takes steps for capacity building of local and small vendors. Company's contractors who supply labour services for plant operations employ workmen from nearby communities. This workforce are educated and provided training for occupational health and safety.

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.

Company's products i.e., cement and power are not meant for recycling as cement is used in building and construction which typically have high life span and power is consumed immediately. There is no waste generated in the process of cement manufacturing. Fly-ash, a solid waste, generated from power plants is utilised in cement production. Used oil is only the hazardous waste being generated and is sold to recyclers authorised by the Central Pollution Control Board (CPCB). Other non-hazardous wastes are sold to recyclers. The domestic waste water which is generated is 100% recycled through Sewage treatment Plants. Cement plants utilises the waste of other industries in the form of alternative fuels and raw materials (AFR) which helps industrial waste disposal.

Principle 3: Businesses should promote the well-being of all employees.

1. Please indicate the Total number of employees.

The total number of employees is 5,139 as on 30th June, 2015.

2. Please indicate the Total number of employees hired on temporary/contractual/casual basis.

Total temporary/Contractual/Casual employees were 251 as on 30th June 2015.

3. Please indicate the Number of permanent women employees.

There were 34 permanent women employees as on 30th June 2015.

4. Please indicate the Number of permanent employees with disabilities

There were 6 permanent employees with disabilities as on 30th June 2015.

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

Yes, we have recognised trade unions affiliated to various trade union bodies.

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

Around 10% of total permanent employees are members of above trade unions.

7. Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.

Sl. No.	Category	No of complaints filed during the financial year	No. of complaints pending as on end of the financial year
1.	Child labour/ forced labour/ involuntary labour	NIL	NIL
2.	Sexual harassment	NIL	NIL
3.	Discriminatory employment	NIL	NIL

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

Type of Employee	Total	Training Imparted	% Training
Permanent Employees	5,139	3,635	70.73%
Permanent Women Employees	34	17	50%
Casual/Temporary/ Contractual Employees	251	NA	NA
Employees with Disabilities	6	3	50%

Company provides equal opportunity to all irrespective of gender, religion, caste, colour and does not discriminate based on any other factor.

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.

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

Communities around Company's manufacturing units and its contractors/ workers has been identified as disadvantaged, vulnerable and marginalised stakeholder of the Company.

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.

Company's initiatives in the areas of Corporate Social Responsibility are targeted to bring meaningful difference in the lives of its associated stakeholders in thrust areas like healthcare and education. Activities like arranging health camps, blood donation camps, camps for physically disabled people like eye vision, AIDS awareness, Polio vaccination etc. are undertaken in the field of healthcare initiative. In education sector, Company supports schools to promote education and has developed education centers for non-school going children. Village Development Committee has been formed to engage with local community to address their needs and for planning, coordinating the CSR activities.

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 Policy on Human Rights covers the Company only. There is no group structure or joint venture of the Company. The Subsidiary of the Company has no operations at present. Company encourages parties associated with its value chain like vendors, suppliers, contractors etc. to follow the principles envisaged in the policy.

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

Nil.

Principle 6: Businesses should respect, protect and make efforts to restore the environment.

1. Does the policy related to Principle 6 cover only the Company or extends to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others.

The Policy on environment covers the Company only. There is no group structure or joint venture of the Company. The Subsidiary of the Company has no operations at present. Company encourages parties associated with its value chain like vendors, suppliers, contractors etc. to follow the principles envisaged in the policy.

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 web page etc.

Yes. Company is a member of the Cement Sustainability Initiative (CSI) of the World Business Council for Sustainable Development (WBCSD) which enables it to benchmark its practices with the international standards and provides it a forum to participate in global environmental initiatives. The details are available in the annual Corporate Sustainability Report for which the web link is <<<http://www.shreecement.in/csr.html>>>.

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

Yes. Company has a Risk Management mechanism in place to identify and assess existing and potential risks across its operations.

4. Does the Company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if yes, whether any environmental compliance report is filed?

Company was the 1st Cement Company in India to register its project "Optimum Utilisation of Clinker" with the UNFCCC under the Clean Development Mechanism (CDM). Company was granted 4,50,000 CERs by UNFCCC for the above project. Company's Railway siding project at Ras is being registered as CDM project with UNFCCC and is currently under the validation stage. The project has a potential to reduce 8,452 tons of CO₂. Company's project on Waste Heat Recovery based power generation at Ras is under final stage of registration at UNFCCC.

There is no requirement of filing Environment Compliance Report. A Validation and Verification Report is required to be submitted and the same has been filed, wherever required.

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.

Yes. Company has undertaken several initiatives on clean technology, energy efficiency, renewable energy etc. Details of these initiatives are covered in the Corporate Sustainability Report issued by the Company every year. The web link for the above report is <<<http://www.shreecement.in/csr.html>>>.

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

Emissions / wastes generated by the Company are within permissible limits. Company regularly submits reports on emission levels to CPCB/SPCB.

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 member of following trade chambers, associations and forums which makes effort towards climate change, global warming and sustainable business development –

- Cement Sustainability Initiative (CSI)
- Cement Manufacturing Association (CMA)
- The Energy and Resource Institute (TERI)
- Bureau of Energy Efficiency (BEE)
- Global Reporting Initiative (GRI)
- Confederation of Indian Industries (CII)
- Federation of Indian Chamber of Commerce and Industry (FICCI)

2. Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No. If yes, specify the broad areas (Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others) Yes. The Company has utilised these forums to advocate framing policies towards advancement of public good. Some of them are as below:

- a. Promoting concreted cemented roads through CMA which are beneficial, ecofriendly and cheaper than the conventional tar roads in long term.
- b. Recommendation for increased use of fly-ash in cement industry.

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.

Yes, the Company considers social development as an important aspect of its operations. It has aligned its thrust areas in line with the requirements of Schedule VII to the Companies Act, 2013. To oversee implementation of various initiatives, Company has formed a Board Level Committee called Corporate Social and Business Responsibility (CSBR) Committee. The details of various CSR initiatives of the Company are given below:-

- **Literacy and Education for the Community**

Company under its "Shree Ki Pathshala" project is running schools for imparting basic education to children who never attended any school. In order to improve the physical infrastructural of nearby Govt. schools, Company provides basic infrastructure like seating arrangements to students, water & sanitation facilities, furniture and other infrastructure and collaborate to supplement efforts of the State Govt. in developing existing infrastructure and facilitate improved upkeep and maintenance of existing infrastructure. Further Company provides fully equipped computer rooms and runs Computer literacy programmes, constructs school buildings, distributed educational materials to needy children. For promoting better and quality preschool education, Company supports Anganwadi

centre of nearby villages by supplying items as per needs. Company provided support to students through providing Scholarship to meritorious students. It also supports NGO/ trusts to promote educational activities in nearby areas.

- **Livelihood, employability and Income Generation**

Company undertakes activities to provide sustainable generation of livelihood to people in the vicinity of its plant areas which include training programmes in repairing household items and equipment like Cooler, Fan, Mixer grinder etc. as well as vocational Training Programme on Mobile Repairing. In order to inculcate skill development among rural women, Company conducted various training programmes on sewing and cutting, Bag making, Food processing, Beauty parlour etc. Company is also providing training to Masons to upgrade their professional knowledge of the construction methods and techniques. It gives them an opportunity to learn about the environment friendly usage of cement and other building materials, information about the latest constructing techniques and method to improve their overall competence. For farmers, it provides them training and conducts live demonstration for new farming techniques. It also provides supporting tools to farmers and distributes better quality seeds for improved yield, distributes tarpaulin sheet and silage to farmers for collecting and preserving food grains during harvesting activities.

- **Healthcare and sanitation programs**

Company's 24X7 Health Management Centres (HMC) provides primary healthcare services to local communities. It arranges health camps in the villages to cover patients from different specialties like Paediatric, Gynecology and General Medicines. Company's "Shree Swasthya Vahini", programme provides Mobile Ambulance to take medical care to the villages and organises Rural Medical Camps to provide free medical services, treatment of common diseases and essential drugs. Company started "Shree Swachhata Project" for those families who are not having sanitation facilities in their homes. Further Company adopts Health Centres of nearby Panchayats under the public private partnership (PPP) Scheme and provides furniture to hospital like waiting chairs for OPD, trolley stretchers, wheel chair, AC for Operation theatre. Company distributes Smoke-

less Chullah to BPL household of nearby villages which uses less fuel, cooks faster and reduces smoke & harmful gases thereby helping in stopping smoke inhalation by women and children while cooking and preventing serious health hazards. In order to provide drinking water facility to the local villagers, the Company constructed public water huts, tube wells and provided RO water supply through tankers in nearby villages.

- **Women empowerment and helping old aged people**

Under “Shree Shakti Project”, Company promotes formation of Self-help groups (SHGs) of local women to help in inculcating a habit of saving and create corpus to undertake entrepreneur assignments which has contributed towards women empowerment at various forums. In order to promote girl child, Company conducts a “Save the Girl Child Campaign” by providing help to the girl in the form of a fixed deposit of ₹ 5000 at the time of birth of girl child which is available to her after attaining 18 years of age. Further Company provides basic required items for marriage of Girl Child after attending the age of 18 years and above. Company has also supporting project ‘Pronam’ under which medical services like ambulance, health check-ups, camps, etc. are organised. It also provides safety and security services to these people in co-ordination with Kolkata Police including legal help wherever necessary. From time-to-time, it also organises cultural events for enhancing education and social gathering of the elderly people.

- **Community Infrastructure Development**

Company regularly undertakes projects in the nearby community to improve infrastructure and living standards of people. In order to remove bottleneck of road connectivity in rural areas, Company undertakes construction and repairing work of the roads in villages near its plants. Company undertakes civil works in nearby villages to provide sustainable infrastructure which includes construction/ repair of public institutions, renovation of old buildings and community centre, construction of stage, boundary wall etc.

- **Promotion of art and culture**

In order to promote Indian tradition and culture, Company promotes traditional Indian art by organising tableau (Jhankis) on the occasion of the anniversary of Lord Hanuman Temple. The tableaux

convey environmental and social messages like save water, conserve resources, save and educate girl child etc. Company is also committed to preserve and promote Indian art, culture and rich heritage. It actively contributes and supports events that promote literature, music, poetry, folk, art etc. and encourages artists, writers, musicians etc. These events act as a platform for these artistes to show their talent. The Company also provides financial and in-form assistance for restoration and upkeep of monuments and sites of historical and cultural importance. In the tourist and holy city of Ajmer, Company carried out construction work of road divider and installed fountains near famous Ana Sagar Lake to improve surrounding environment of city to promote tourism.

- **Environment Sustainability**

Company distributes saplings among farmers in nearby villages for tree plantation. Further it conducts school plantation programmes wherein it encourages children to plant trees. Company has undertaken a project to construct an environment friendly four lane road in Beawar town intended to smooth traffic, provide healthy environment through plants at each side of the road and addressing the issues of dust and congestion.

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

The projects are undertaken by both the internal teams as well as through/ in-coordination with external agencies like NGOs and government institutions.

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

Impact assessment is conducted on regular basis in the nearby villages. Based on these impact assessments, Company decides upon appropriate intervention to be undertaken.

4. **What is your Company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken?**

Company has spent an amount of ₹ 18.49 crores in various CSR activities during 2014-15. The details of the amount incurred and areas covered are given in **Annexure-1** to the report on Corporate Social Responsibility forming part of Directors' Report.

-
5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.

Yes. Company has a process of engaging with local community to understand their concern. The CSR initiatives are carried out on a need based approach which is developed after consultations with the local community to ensure that the activities are adopted by them.

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.

Company regularly conducts meetings with customers to educate and appraise consumers and to understand their concerns. All the concerns are taken up and resolved immediately to the satisfaction of the consumer.

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)
Company displays all information as mandated by the regulations to ensure full compliance with relevant laws.

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.

Company never indulges in any anti-competitive behaviour and understands that consumers are the most important stakeholder for the Company. However in 2006, Builder Association of India filed a complaint against cement industry. The matter was investigated and the Competition Commission of India (CCI) has vide its order dated 30th July, 2012, imposed penalty of ₹397.51 crore on the Company, which has been challenged before the Competition Appellate Tribunal (COMPAT). COMPAT has granted stay on CCI Order on the condition that the Company deposits 10% of the penalty amounting to ₹39.75 crore. The same stands deposited in the form of Bank fixed deposit with lien in favour of COMPAT. The matter is pending with COMPAT for disposal.

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

Consumer Satisfaction Survey is carried out by the Company every year to gauge consumer sentiments and to take appropriate measures to increase customer satisfaction.

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of Shree Cement Limited

We have examined the compliance of conditions of Corporate Governance by Shree Cement Limited, for the year ended on 30th June, 2015, as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchange(s).

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that no Investor Grievance is pending for a period exceeding one month against the Company as per records maintained by the Company or its Registrar and Share Transfer Agents.

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

for B. R. MAHESWARI & CO.
Chartered Accountants
(Registration No.: 001035N)

(SUDHIR MAHESHWARI)
Partner

Membership No.: 081075

Place: Kolkata
Date: 5th August, 2015

REPORT ON CORPORATE GOVERNANCE

1. Corporate Governance Philosophy

Our Corporate Governance Philosophy is aimed at creating and nurturing a valuable bond with stakeholders to maximise stakeholders' value. Shree Cement Limited (SCL) has always conducted itself by adhering to the core values of transparency, accountability and integrity in all its business practices and management. Company believes that a business can be successful only if it is ethical and meets the aspirations of all its stakeholders which include shareholders, employees, suppliers, customers, investors, communities or policy makers.

At SCL, we have, over the years, strengthened our relationships with our partners in a manner that is dignified, distinctive and responsible. We have adhered to our core values and ethical standards in dealing with all stakeholders. The governance practices are under continuous review and benchmarked against best practices.

SCL has the distinction of consistently rewarding its shareholders over 30 eventful years from its IPO. Since then, SCL has moved from one big idea to another and these milestones continue to fuel its relentless pursuit of ever-higher goals.

2. Board of Directors

Composition

The Board of Directors is an appropriate mix of Executive and Independent Directors to maintain the Independence of the Board and separate Board's functions of governance and

management. As on the date of this report Board consists of 11 members, two of whom are executive directors, two non-executive directors (including Chairman) and seven independent directors.

The Board of Directors ('the Board') is responsible for and committed to sound principles of Corporate Governance in the Company. The Board plays a crucial role in overseeing how the management serves the short and long term interests of shareholders and other stakeholders. This belief is reflected in our governance practices, under which we strive to maintain an effective, informed and Independent Board.

In line with the provision of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, all the directors other than independent directors are liable to retire by rotation. Out of the directors liable to retire by rotation, one third directors retire every year. In terms of the Articles of Association of the Company, the strength of the Board shall neither be fewer than three nor more than fifteen. The Company has appropriate size of Board looking to the current requirements.

Category and Attendance of Directors

The names and categories of Directors, their attendance at the Board Meetings held during the year and at the last Annual General Meeting, as also the number of Directorships and Committee positions held by them in public limited Companies (excluding SCL) are given below:-

Report on Corporate Governance

Name of Director	Category	Attendance at AGM held on 10th November, 2014	No. of Board Meetings attended during 2014-15	Directorship in Public Companies*	Committee Memberships*	Chairperson of Committees	Number of Shares held
Shri B. G. Bangur	Chairman (Non-Executive)	YES	4	-	-	-	4,25,821
Shri H. M. Bangur	Managing Director	YES	4	-	-	-	4,42,438
Shri Prashant Bangur	Whole-time Director	YES	4	-	-	-	57,475
Shri R. L. Gaggar	Independent Director	NO	3	9	6	-	-
Dr. Leena Srivastava	Independent Director	YES	3	2	-	-	-
Dr. Y. K. Alagh	Independent Director	YES	4	2	1	-	-
Shri Nitin Desai	Independent Director	YES	4	-	-	-	-
Shri Shreekanth Somany	Independent Director	NO	2	5	-	-	-
Shri O. P. Setia	Independent Director	YES	4	-	-	-	-
Shri Ramakant Sharma	Non-Executive Director	YES	3	-	-	-	25
Shri Sanjiv Krishnaji Shelgikar§	Independent Director	N.A	N.A	1	-	-	-

* Excludes Directorships in Associations, Private Limited Companies, Foreign Companies, Government Bodies and Companies registered under Section 8 of the Companies Act, 2013. Only Audit Committee and Stakeholders Relationship Committee of Indian Public Companies have been considered for committee positions.

§ Board in its meeting held on 5th August, 2015 appointed Shri Sanjiv Krishnaji Shelgikar as Independent Director on Board subject to approval by shareholders in ensuing Annual General Meeting.

The Company held 4 Board Meetings during 2014-15 and the gap between any two meetings did not exceed 120 days. The dates on which the Board Meetings were held are: 25th August, 2014; 10th November, 2014; 3rd February, 2015 and 29th April, 2015.

Board Procedures

The Board of Directors of the Company act in their capacity as 'management trustee', being responsible for managing affairs of the Company on behalf of the shareholders. Therefore, it is absolutely necessary to ensure complete transparency and foresightedness in the decision-making process. The Board takes decision based on detailed discussion and deliberation. The members of the Board have complete independence to raise any issue/matter for discussion.

Meetings of the Board are governed by a structured agenda. Agenda of meeting is circulated to the Board Members well in advance. All major agenda items are backed by comprehensive background information to enable the Board to take informed decisions. To supplement this, it is ensured that Board members are presented with all the relevant information in addition to the agenda of the meeting for review on vital matters affecting the working of the Company including the information as inter-alia specified under Clause 49 (Annexure-IA) of the Listing Agreement with the Stock Exchanges.

Board Independence

Our definition of 'Independence' of Directors is derived from Clause 49 of the Equity Listing Agreement and Section 149(6) of the Companies Act, 2013. Confirmation / Disclosures are received from Directors and on evaluation of the relationships disclosed, seven directors out of eleven are Independent in terms of Clause 49 of the Listing Agreement and Section 149(6) of the Companies Act, 2013. Also none of the Independent Directors have any material pecuniary relationship or transactions with the Company or its subsidiaries, apart from receiving remuneration as an independent director.

Independent Directors' Separate Meeting

The Independent Directors of the Board met without the presence of Non-Independent Directors or Management Representatives on 29th April, 2015 at New Delhi to inter alia discuss the following:

- Review of performance of Non-Independent Directors and the Board as a whole;
- Review of performance of the Chairman of the Company, taking into account the views of Executive Directors and Non- Executive Directors; and
- Review of the quality, quantity and timeliness of flow of information between the Company Management and the

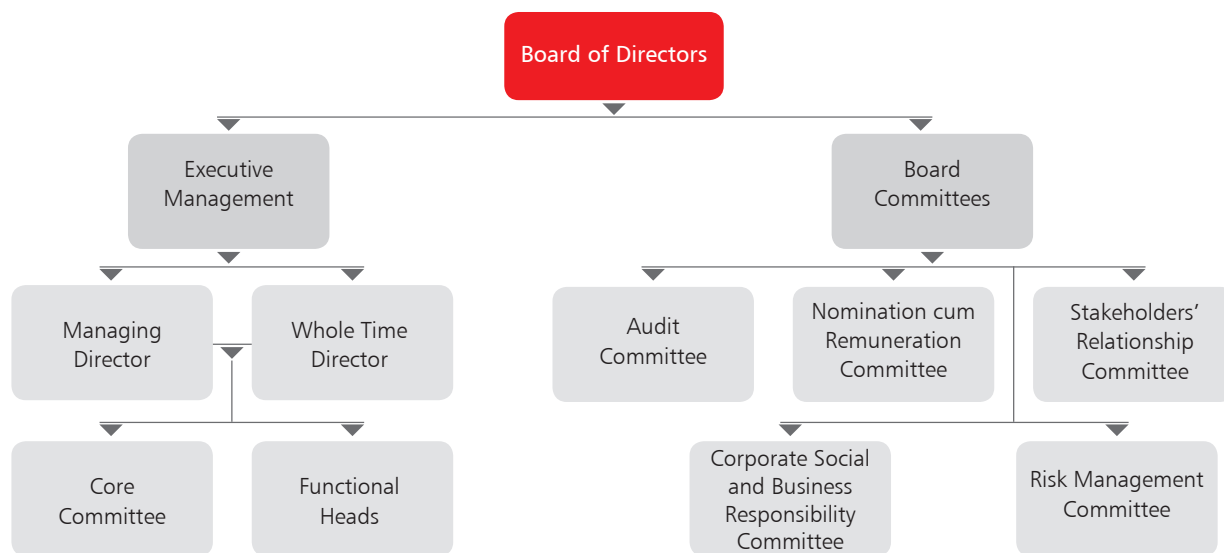
Board that is necessary for the Board to effectively and reasonably perform their duties.

Independent Directors were assisted in this meeting by an Independent External Facilitator. A report compiled by External facilitator on the outcome of the meeting was also placed before the Board for its perusal.

3. Governance Structure

SCL has put in place a governance structure with defined roles and responsibilities of every constituent of the system. The shareholders of the Company appoint the Board of Directors which act as a trustee of the interests of all the stakeholders of the Company. The Board discharges its responsibilities in an effective manner with the help of several Board Committees and the management of the Company. The Company Secretary acts as Secretary to all Committees of the Board. The Chairman (Non-Executive) is responsible for fostering a

culture which enables the Board to carry out its function in a harmonious manner and ensure that the Board provides effective governance to the Company. The Chairman presides at meetings of the Board and of the shareholders of the Company. The Managing Director is responsible for overall management of the Company, providing strategic direction for business strategies, growth and expansion of business along with all other policy decisions having significant business and financial implications. The Whole Time Director is involved in the management of the Company including all strategic and policy matters of the Company, along with providing any critical insight and directions in the operational and management decisions of the Company. Core Committee comprising of senior executives of the Company and key functional heads execute the day to day operational matters under the overall guidance and supervision of Managing Director and Whole Time Director, thereby, strengthening the effectiveness of control in management of affairs of the Company.



Board Committees

The Board has constituted Committees of Directors to look into and monitor the matters falling within their terms of reference:

A. Audit Committee

A.1. Terms of Reference:-

The Audit Committee reviews the matters falling in its terms of reference and addresses larger issues that could be of vital concerns to the Company. The terms of reference of the Audit Committee, broadly includes matters pertaining to adequacy of internal control systems, review of financial reporting process, discussion of financial results, interaction with auditors, appointment and remuneration of auditors,

adequacy of disclosures and other relevant matters. In particular, these include:

- a. Financial Statements
 - i) Overview of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
 - ii) Reviewing/examining the annual financial statements and auditor reports thereon before submission to the Board, focussing primarily on:
 - Matters required to be included in the Directors' Responsibility Statement to be included in the Directors' Report in terms of sub-section 3(c) of Section 134 of the Companies Act, 2013

Report on Corporate Governance

- Any changes in accounting policies & practices and reasons for the same
- Major accounting entries based on exercise of judgement by management
- Significant adjustments made in the financial statements arising out of audit findings
- Compliance with the requirements of the stock exchanges, if applicable and legal requirements concerning financial statements
- Qualifications in the audit report

b. Internal Control/Internal Audit/Review of Information

- Recommending the appointment/re-appointment, removal, terms of appointment, fixation of remuneration and also approval for payment of any other services of External Auditors
- Review and monitor the auditor's independence and performance and effectiveness of audit process
- Discussing with External Auditors before the audit commences, the nature and scope of audit as well as post-audit discussion to ascertain any area of concern
- Reviewing the appointment, removal and terms of remuneration of the Internal Auditors
- Reviewing the adequacy of internal audit function, including the Audit Charter, the structure of the internal audit department, approval of the audit plan and its execution, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit
- Reviewing the findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board
- Analysing and providing the observation on the fraud reported by statutory auditors of the Company in the course of performance of their duties
- Review and monitor the auditor's independence, performance, effectiveness of audit process
- Evaluation of internal financial controls and risk management system
- Review of management letters/letters of internal control weaknesses issued by the Statutory/Internal Auditors
- Review of management discussion and analysis of financial condition and results of operations
- Review of Internal Audit reports, discussing with the

Internal Auditors any significant findings and follow-up thereon

c. Vigil Mechanism

- Establish the vigil mechanism for directors and employees to report genuine concerns
- Ensure that vigil mechanism provides for adequate safeguard against the victimisation of employee and director who avail the vigil mechanism
- Take suitable action against the concerned director or employee including reprimand in case of repeated frivolous complaints

d. Related Party Transactions

- Review of related party transactions as per Accounting Standard (AS-18) and in pursuance to Clause 49 of the Listing Agreement
- Approval of transactions with parties defined under Section 2(76) and transactions covered under Section 188 of the Companies Act, 2013
- Review of material individual transactions with related parties which are not in the normal course of business and Review of material individual transactions with related parties or others, which are not on an arm's length basis in pursuance to Clause 49 of the Listing Agreement

e. Others

- The Chairman to remain present at the Annual General Meeting to answer shareholder queries and clarification on matters relating to audit
- Scrutiny of inter-corporate loans and investment
- Valuation of undertakings or assets of the Company, wherever it is necessary
- Review the financial statements of the subsidiary companies, in particular, the investments made by them
- Looking into the reasons for substantial defaults in the payments to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors
- Carrying out any other function as is mentioned in the terms of reference of the audit Committee

A.2. Constitution of Audit Committee

All the members of the Audit Committee apart from being independent have the requisite qualification for appointment on the committee and possess sound knowledge of finance, accounting practices and internal controls.

The Composition of the Committee is as below:

Name of Member	Category	Qualification of the Member
Shri O. P. Setia – Chairman	Independent & Non-Executive Director	The Chairman is Master of Commerce and Ex-Managing Director of State Bank of India and has held many key positions in its associate banks. He possesses the requisite accounting and financial management expertise
Shri R. L. Gaggar	Independent & Non-Executive Director	Member is a renowned Solicitor and Advocate based at Kolkata. He has good accounting and financial management knowledge
Dr. Y. K. Alagh	Independent & Non-Executive Director	Member is a noted Economist. He has good accounting and financial management knowledge.
Shri Nitin Desai	Independent & Non-Executive Director	Member is a noted Economist. He has good accounting and financial management knowledge.

A.3. Meetings of the Committee

The Committee met four times during the year ended 30th June, 2015. The attendance of the members of the Committee is as under:

Attendance of Audit Committee Meetings :

Date of Meeting	25th August, 2014	10th November, 2014	3rd February, 2015	29th April, 2015
Venue	Hotel Jaypee Vasant Continental, New Delhi	Bangur Nagar, Beawar (Rajasthan)	Hotel ITC Sonar Bangla, Kolkata	Hotel Jaypee Vasant Continental, New Delhi
Name of Member				
Shri O. P. Setia - Chairman	√	√	√	√
Shri R. L. Gaggar	√	x	√	√
Dr. Y. K. Alagh	√	√	√	√
Shri Nitin Desai	√	√	√	√

A.4. Invitees to the Committee

The Chief Finance Officer (CFO) along with Representative(s) from Statutory and Internal Auditors of the Company remain present in the meetings for responding to the observations of the Committee. The Company Secretary acts as Secretary to the Committee.

B. Nomination cum Remuneration Committee

B.1. Purpose of this Committee of the Board of Directors is to:

- Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal.
- Carry out evaluation of every director's performance.
- Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
- Formulate the criteria for evaluation of Independent Directors of the Company.

- Recommend/review remuneration of the Managing Director and Whole Time Director(s) based on their performance and defined assessment criteria.
- Carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable
- Perform such other functions as may be necessary or appropriate for the performance of its duties

B.2. Composition of the Nomination cum Remuneration Committee, consisting of all Independent Directors, as at the Financial Year ended 30th June, 2015 is as under:

Name of the Member	Category
Shri R. L. Gaggar - Chairman	Independent & Non-Executive Director
Shri O. P. Setia	Independent & Non-Executive Director
Shri Shreekanth Somany	Independent & Non-Executive Director
Dr. Y. K. Alagh	Independent & Non-Executive Director

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B.3. Meetings of the Nomination cum Remuneration Committee:

Attendance of Nomination cum Remuneration Committee Meeting:

Date of Meeting	25th August, 2014	29th April, 2015
Venue	Hotel Jaypee Vasant Continental, New Delhi	Hotel Jaypee Vasant Continental, New Delhi
Name of Member		
Shri R. L. Gaggar – Chairman	√	√
Shri O. P. Setia	√	√
Shri Shreekant Somany	√	√
Dr. Y. K. Alagh	√	√

B.4. Remuneration Policy

The remuneration policy is directed towards rewarding performance based on review of achievements on a periodical basis.

I. For Whole-Time Directors/Working Directors

The appointment of Whole-Time Directors/Working Directors is made by the Board of Directors in their meeting on such remuneration as recommended by Nomination cum Remuneration Committee. The remuneration is decided on the basis of following broad criteria(s):-

- Industry trend
- Remuneration package in other comparable Corporates
- Job contents and key performance areas
- Company's performance

The remuneration structure of the Whole-Time Directors/Working Directors comprises of salary, contribution to provident & superannuation funds, commission, perquisites & allowances and gratuity in accordance with Company's rules. Necessary approvals from shareholders are sought in the general meetings for confirming the remuneration package.

Whole-time Directors/Working Directors are not paid any sitting fees for attending meetings of Board or Committee thereof.

II. For Non-Executive and Independent Directors

The Independent & Non-Executive Directors are paid sitting fees of ₹50,000/- for each meeting of the Board/Committee of the Board attended by them which is within the limits as prescribed under the Companies Act, 2013. Besides the sitting fees, they are also paid commission. Payment of commission to Independent and Non-Executive Directors is made based on their contribution to the Board/Committee meetings.

Apart from above, Company maintains a separate office for the Chairman (Non-Executive). All necessary infrastructure and assistance is made available to enable him to discharge his responsibilities effectively.

The details of remuneration package, fees paid etc. to Directors for the year ended on 30th June, 2015, for information of Members, are given hereunder:

(₹ in Lac)

Director	Category	Fixed Component		Performance Linked Incentives (Commission)	Sitting Fees	Total
		Basic Salary	Allowances, Perquisites and other Benefits\$			
Shri B. G. Bangur	Chairman (Non-Executive)	–	–	17.50	2.00	19.50
Shri H. M. Bangur	Managing Director	645.00	629.86	1,350.00	–	2,624.86
Shri Prashant Bangur	Whole Time Director	213.57	287.96	450.00	–	951.53
Shri R. L. Gaggar	Independent Director	–	–	17.50	5.00	22.50
Shri Shreekant Somany	Independent Director	–	–	17.50	3.00	20.50
Shri O. P. Setia	Independent Director	–	–	17.50	6.50	24.00
Dr. Y. K. Alagh	Independent Director	–	–	17.50	6.00	23.50
Shri Nitin Desai	Independent Director	–	–	17.50	6.50	24.00
Dr. Leena Srivastava	Independent Director	–	–	17.50	2.50	20.00
Shri Ramakant Sharma	Non-Executive Director	–	–	17.50	2.50	20.00

\$ The Allowances, Perquisite and other Benefits include contribution to Provident Fund, Superannuation Fund, Leave Encashment and Gratuity (if paid). The value of perquisites is calculated in accordance with the rules framed under the Income Tax Act, 1961.

Service Contract, Notice Period, Severance Fees and Stock Options

- The appointment of Shri H. M. Bangur, Managing Director and Shri Prashant Bangur, Whole Time Director are for five years i.e. till 31st March, 2016 and 22nd August, 2017, respectively.
- Notice period is as per terms of appointment of respective Directors.
- Except Gratuity and Earned Leave at the end of the tenure, no other severance fee is payable.
- No Stock Options are granted during the year

C. Stakeholders' Relationship Committee

C.1. Purpose of this Committee of the Board of Directors is to:

- Review, on a periodic basis, status of cases relating to transfer, transmission of shares, issue of duplicate shares etc;
- Monitor expeditious redressal of investors' grievances;
- Review instances of non-receipt of Annual Report and declared dividend; and
- Consider all other matters related to all security holders of the Company.

C.2. Composition of the Stakeholders' Relationship Committee, consisting of all Independent Directors, as at 30th June, 2015 is as under:

Name of the Member	Category
Shri R. L. Gaggar - Chairman	Independent & Non-Executive Director
Dr. Y. K. Alagh	Independent & Non-Executive Director
Shri Nitin Desai	Independent & Non-Executive Director

C.3. Meetings of the Stakeholders' Relationship Committee:

The Committee during the year 2014-15 met on 3rd February, 2015 and reviewed the status of investors' complaints received and resolved during the calendar year 2014. The attendance details of the Members in the meeting are as under:

Attendance of Stakeholders' Relationship Committee Meeting

Date of Meeting	3rd February, 2015
Venue	Hotel ITC Sonar Bangla, Kolkata
Name of Member	
Shri R. L. Gaggar - Chairman	✓
Dr. Y. K. Alagh	✓
Shri Nitin Desai	✓

C.4. Particulars of investors' complaints handled by the Company and its Registrar & Share Transfer Agent during the year are as under:

M/s. Karvy Computershare Pvt. Ltd., Hyderabad is acting as the Share Transfer Agent of the Company to carry out the share transfer and other related work. Shri S. S. Khandelwal, Company Secretary of the Company is the Compliance Officer in terms of Clause 47 of the Listing Agreement. The Share Transfer Agent/Company has timely resolved/attended all the complaints (Total 9 complaints were received during the year ended 30th June, 2015) and no complaint or grievance remained unattended/unresolved at the end of the year.

The Committee expressed satisfaction on the Company's/ Share Transfer Agent's efforts to resolve investor grievances. Following is the status of the complaints received and resolved during the year ended 30th June, 2015:

Sl. No.	Nature of Complaints	No. of Complaints received	No. of Complaints resolved
I	Dividend related issues	1	1
II	Duplicate shares related issues	3	3
III	Shares transfer / transmission/ deletion of name related issues	5	5
	Total	9	9

In addition, the Company has Share Transfer Committee of the Board of Directors for approving transfers / transmission of physical shares and other shareholders related matters, which met 18 times during the year ended 30th June, 2015. All the transfers of shares have been done within stipulated period.

Further, the Company has paid listing fees to all the Stock Exchanges where its securities are listed for the financial year 2014-15.

D. Corporate Social and Business Responsibility Committee (CSBR Committee)

As required under Section 135 of the Companies Act 2013, CSBR committee of directors was constituted comprising of Shri O. P. Setia – Chairman (Independent & Non-Executive Director), Dr. Leena Srivastava (Independent & Non-Executive Director), Shri Nitin Desai (Independent & Non-Executive Director), Shri Prashant Bangur (Whole Time Director) and Shri Ramakant Sharma (Non Independent & Non-Executive Director).

The broad Terms of Reference of CSBR committee is as follows:

- Formulate and recommend to the Board, a Corporate Social Responsibility (CSR) Policy;

Report on Corporate Governance

- Recommend the amount of expenditure to be incurred on the activities in line with objectives given in CSR policy;
- Oversee the Company's activities and contribution with regard to its corporate and societal obligations and its reputation as a responsible corporate citizen;
- Review the performance of the Company on environment, governance and sustainability initiatives and matters;
- Approve the policies on principals as required in terms of Business Responsibility Reporting requirements and changes/modifications required from time to time in such policies;
- To approve Company's report on Business Responsibility Reporting requirements

The composition of the CSBR Committee as at 30th June, 2015 and details of the meeting attended by its members are given below:

Attendance of Corporate Social and Business Responsibility Committee (CSBR Committee):

Date of Meeting	25th August, 2014	3rd February, 2015
Venue	Hotel Jaypee Vasant Continental, New Delhi	Hotel ITC Sonar Bangla, Kolkata
Name of Member		
Shri O. P. Setia – Chairman	✓	✓
Dr. Leena Srivastava	✓	x
Shri Nitin Desai	✓	✓
Shri Prashant Bangur	✓	✓
Shri Ramakant Sharma	✓	✓

E. Risk Management Committee

Risk Management Committee of Board was constituted in compliance with the requirements of Listing Agreement with the stock exchanges.

The Risk Management Committee is responsible for overseeing the framing, implementation and monitoring of the risk management system of the Company and as also to periodically review the risk management framework of the Company and to apprise the same to the Audit Committee and Board from time to time.

The composition of the Risk Management Committee and details of the meeting attended by its members are given below:

Attendance of Risk Management Committee Meeting:

Date of Meeting	29th April, 2015
Venue	Hotel Jaypee Vasant Continental, New Delhi
Name of the Member	
Shri Nitin Desai – Chairman	✓
Shri Prashant Bangur	✓
Shri Shreekant Somany	✓

General Body Meetings

The required information under Clause 49 of the Listing Agreement under this heading is given in the "Shareholders' Information" separately in the annexure to this Corporate Governance Report.

Special resolution passed through Postal Ballot

There were no resolutions passed through postal ballot during the year 2014-15.

Subsidiary Companies

The Company does not have any material non-listed Indian subsidiary. The Audit Committee of the Company reviews the financial statements, in particular, the investments, if any, made by its unlisted subsidiary Company during the financial year. Copies of Minutes of the Board Meeting of Subsidiary Companies are tabled at the subsequent Board Meeting of the Company.

Disclosures

- **Related Party Transactions:** None of the transactions with any of the related party was in conflict with the interest of the Company. The details of related party transactions are given in the Notes forming part of the financial statements.
- **Non-compliance / strictures / penalties imposed:** No non-compliance / strictures / penalties have been imposed on the Company by the Stock Exchange(s) or the SEBI or any statutory authority on any matters related to capital markets during the last three years.
- **Accounting Treatment:** Company has adopted accounting policies which are in line with the Accounting Standards prescribed in the Companies (Accounting Standards) Rules, 2006 that continue to apply under Section 133 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. These are in accordance with generally accepted accounting principles in India. Changes in policies, if any, are approved by the Audit Committee in consultation with the Auditors.

- **Risk Management:** Risk evaluation and management is an on-going process within the organisation. The Company has a well-defined risk management framework in place. The Company periodically places before the Audit Committee and the Board, the key risks and the risk assessment and mitigation procedures followed by the Company.
- **Details of compliance with mandatory requirements and adoption of non-mandatory requirements:** The Company has complied with all mandatory requirements of Clause 49 of the Listing Agreement and non-mandatory requirements are being reviewed by the Board from time to time.

CEO / CFO Certification

The Managing Director and the Chief Finance Officer of the Company give annual certification on financial reporting and internal controls to the Board in terms of Clause 49 of the Listing Agreement. The certificate for 2014-15 given by the Managing Director and the Chief Finance Officer is annexed to this Report. The Managing Director and the Chief Finance Officer also give quarterly certification on financial results to the Board in terms of Clause 41 of the Listing Agreement.

Code of Conduct

The Board of Directors has laid down a Code of Conduct known as Policy on Ethics, Transparency and Accountability for all the Board Members and Employees of the Company. The code covers amongst other things the Company's commitment to honest and ethical personal conduct, fair competition, corporate social responsibility, sustainable development, health & safety, transparency and compliance of laws & regulations etc. The code of conduct is posted on the website of the Company.

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

Prevention of Insider Trading

As per the SEBI (Prevention of Insider Trading) Regulations, 2015, the Company has formulated and implemented a Code of Internal Procedure and Conduct for Regulating, Monitoring and Reporting Trading by Insiders. All the Designated Persons as defined in the code are governed by this Code. The Company has appointed Shri S. S. Khandelwal, Company Secretary as Compliance Officer who is responsible for setting forth procedures & implementation of the Code.

Company has also formulated and uploaded on its official website Code of Practices and Procedure for Fair Disclosure of Unpublished Price Sensitive Information as envisaged under Regulation 8(1) SEBI (Prohibition of Insider Trading)

Regulations, 2015 and nominated Company Secretary, Shri S. S. Khandelwal as chief investor relations officer to deal with dissemination of information and disclosure of unpublished price sensitive information.

Communication to Stakeholders

Effective communication of information is an essential component of Corporate Governance. It is a process of sharing information, ideas, thoughts, opinions and plans to all stakeholders which promotes management-shareholder relations. The Company regularly interacts with shareholders through multiple channels of communication such as results announcement, annual report, media releases, Company's website and subject specific communications.

- The unaudited quarterly and audited annual financial results are announced immediately after approval from the Board and sent to respective stock exchanges where the Company's shares are listed within the time specified in the listing agreement with the stock exchange(s).
- Thereafter, these are circulated among media / news agencies / analyst etc. along with official press release of the Company and are displayed on the Company's website www.shreecement.in. These results are published in all leading newspapers within forty-eight hours from declaration.
- Annual Report of the Company is sent to each shareholder prior to the Annual General Meeting
- Company also sends reminders to all shareholders, whose dividends have remained unclaimed, before depositing the monies to Investors' Education and Protection Fund (IEPF)
- **NSE Electronic Application Processing System (NEAPS) and BSE online portal:** The NEAPS is a web-based application designed by NSE for corporates. All periodical compliance filings like shareholding pattern, corporate governance report etc. are filed electronically on NEAPS. Similar filings are made to BSE on their Online Portal - BSE Corporate Compliance & Listing Centre.
- **SEBI Complaints Redress System (SCORES):** The investor complaints are processed in a centralised web-based complaints redress system. The salient features of this system are: Centralised database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaint and its current status.
- **Website:** The Company's website www.shreecement.in contains a separate dedicated section 'Investor Centre' wherein online query lodging facility has been made available to the investors.

ANNEXURE TO CORPORATE GOVERNANCE REPORT

Annual General Meeting

Day & Date of AGM	Time	Venue
Saturday, 14th November, 2015	11.30 AM	"Satkar" Bangur Nagar, Beawar - 305 901, Dist.: Ajmer, Rajasthan

a) Details of the Annual General Meeting held in the last three years are as under:

Year Ended	Day & Date of AGM	Time	Venue
30th June, 2012	Tuesday, 16th October, 2012	11:30 AM	Registered Office at Bangur Nagar, Beawar - 305 901, Dist.: Ajmer, Rajasthan
30th June, 2013	Friday, 25th October, 2013	11:30 AM	-do-
30th June, 2014	Monday, 10th November, 2014	11:30 AM	-do-

b) Special Resolution passed in previous three AGMs

Date of AGM	Special Resolution passed by Members
16th October, 2012	<ul style="list-style-type: none"> a) Appointment of Shri Prashant Bangur as Whole Time Director of the Company for a period of 5 years w.e.f. 23rd August, 2012 b) Re-appointment of Shri Mahendra Singhi as Executive Director of the Company for a period of 3 years w.e.f. 1st April, 2013 c) Revision in remuneration of Shri H. M. Bangur, Managing Director of the Company w.e.f. 1st April, 2013 d) Payment of commission to Non-Executive Directors of the Company i.e. not exceeding 1% of the net profit of the Company, for a period of 5 years w.e.f. 1st April, 2013
25th October, 2013	<ul style="list-style-type: none"> a) Revision in remuneration of Shri Prashant Bangur, Whole Time Director of the Company w.e.f. 1st April, 2013 d) Revision in maximum limit of annual increase in remuneration of Shri Mahendra Singhi, Executive Director of the Company w.e.f. such date as may be decided by the Board
10th November, 2014	<ul style="list-style-type: none"> a) Payment of remuneration to Non-Executive Directors b) Authorisation to Board of Directors for Borrowings under Section 180(1)(c) c) Authorisation to Board of Directors for creation of charges/mortgages in respect of borrowings under Section 180(1)(a) d) Authorisation to Board of Directors for issue of Non-convertible Debentures (NCDs) through Private Placement pursuant to Section 42 & 71 of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014.

Financial Calendar (For the Year 2015-2016)

Un-audited/Limited Review Results:	
First Quarter ended 30.09.2015	Within 45 days from the end of quarter
Second Quarter/half year ended 31.12.2015	Within 45 days from the end of quarter
Audited Results:	
Year ended 31.03.2016	Within 60 days from the end of the year

Date of Book Closure

Saturday, 7th November, 2015 to Saturday, 14th November, 2015 (Both days inclusive)

Dividend Payment Date

Company's Board, vide its meeting held on 25th August, 2014 declared first interim dividend of ₹10 per share, which was paid to those shareholders who held shares in the Company on the record date i.e. 1st September, 2014. Board, further at its meeting held on 5th August, 2015 has recommended a final dividend of ₹14/- per share for the year ended 30th June, 2015 to be paid to those shareholders who hold shares in the Company on 14th November, 2015 (last day of Book Closure). In respect of shares held in electronic form, the dividend will be paid on the basis of beneficial ownership as per details furnished by the depositories for this purpose.

Listing on Stock Exchange

Name of Stock Exchange	Stock Code
Bombay Stock Exchange Limited P J Towers, Dalal Street, Fort, Mumbai - 400 001	500387
National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051	SHREECEM EQ

Name of the Depositories (for Demat only)	ISIN
National Securities Depository Ltd. Trade World, 'A' Wing, 4 & 5 Floors, Kamala Mills Compound, Lower Parel, Mumbai - 400 013	INE070A01015
Central Depository Services (India) Ltd. P J Towers, 17th Floor, Dalal Street, Fort, Mumbai - 400 001	INE070A01015

Corporate Identification Number (CIN): L26943RJ1979PLC001935

Market Price data

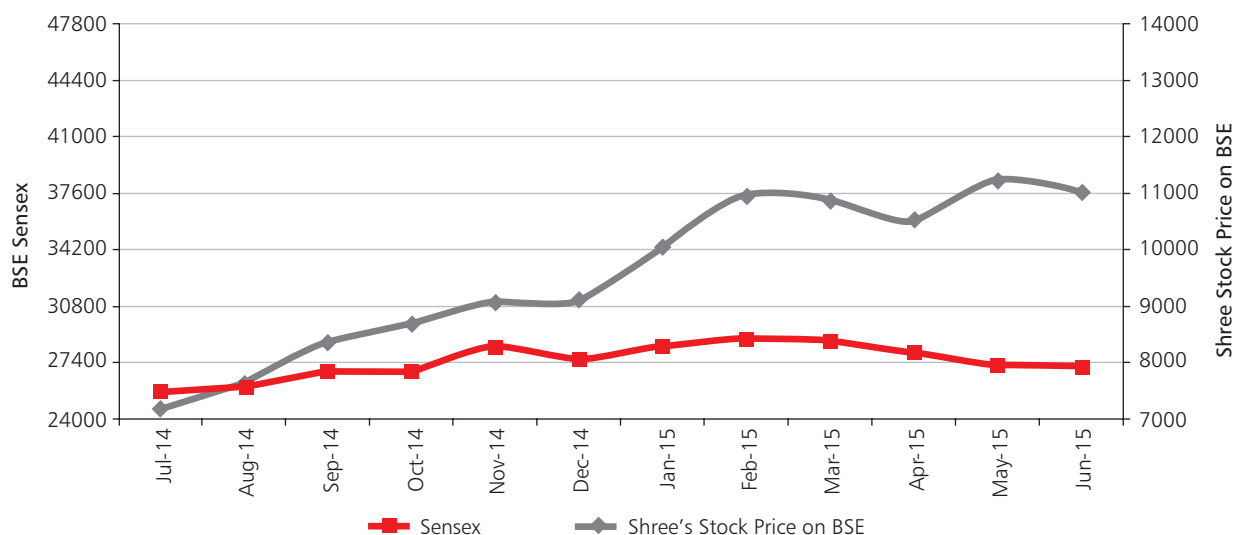
Month	BSE			NSE		
	High (₹)	Low (₹)	Volume (No. of Share)	High (₹)	Low (₹)	Volume (No. of Shares)
Jul-14	7,498.00	6,880.00	24,367	7,567.00	6,858.70	196,124
Aug-14	8,160.00	7,125.00	56,259	8,189.90	7,105.00	327,729
Sep-14	8,810.00	7,884.00	1,17,148	8,825.05	7,815.00	433,185
Oct-14	9,200.00	8,153.70	19,710	9,220.00	8,152.00	216,894
Nov-14	9,297.50	8,800.00	10,453	9,297.70	8,800.10	204,535
Dec-14	9,499.85	8,700.00	21,868	9,500.00	8,700.00	195,297
Jan-15	11,199.45	8,860.00	31,984	11,243.00	8,977.70	322,665
Feb-15	11,755.00	10,100.75	15,168	11,786.00	9,990.00	526,883
Mar-15	11,498.95	10,188.85	16,876	11,520.85	10,152.00	446,871
Apr-15	11,216.00	9,798.40	81,184	11,244.95	9,810.00	361,283
May-15	12,388.85	10,000.00	45,349	12,249.00	9,921.00	17,95,840
Jun-15	11,799.95	10,211.00	11,542	11,579.95	10,086.60	336,742
TOTAL			4,51,908			53,64,048

Annexure to Corporate Governance Report

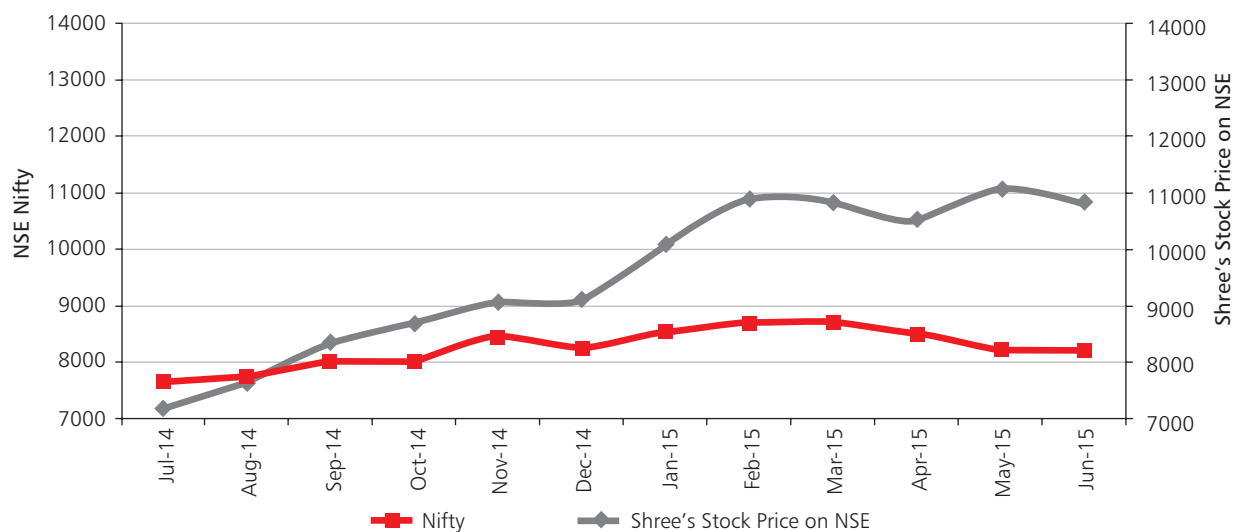
The Performance in comparison to broad-based indices:

Indices	BSE (Sensex)	SCL Quote at BSE (₹)	NSE (Nifty)	SCL Quote at NSE (₹)
01.07.2014 (open)	25,469.94	7,256.35	7,629.00	7,269.95
30.06.2015 (close)	27,780.83	11,324.45	8,368.50	11,341.05
Increase/Decrease	2,310.89	4,068.10	739.50	4,071.10

Movement of Shree's stock vis-a-vis Sensex (Average of monthly high-low)



Movement of Shree's stock vis-a-vis Nifty (Average of monthly high-low)



Share Transfer System

Transfer of shares in dematerialised form is done through the Depository Participant without any involvement of the Company/Share Transfer Agent. As regards transfer of share in physical form, the transfer document can be lodged with Karvy Computershare Pvt. Ltd., Registrar and Share Transfer Agent or with the Company.

The physical shares along with valid, duly executed and stamped Securities Transfer Form (Form No. SH-4) signed by the member (or on his / her behalf) and the transferee, as and when received, are duly processed and shares in respect of valid transfer instruments are transferred in the name of transferees complying with the rules in force. The shares are transferred after obtaining approval from Share Transfer Committee. Duly transferred share certificates are returned within a period of 15 days from the date of receipt, subject to the documents being valid and complete in all respects. As required under clause 47(c) of the Listing Agreement, a practising Company Secretary has examined the records relating to Share Transfer Deeds, Registers and other related documents on half-yearly basis and has certified compliance with the provisions of the above Clause. The certificates are forwarded to BSE and NSE where the Company's shares are listed.

Nomination facility for shareholding

Investor holding shares in physical form register Nomination in their folio(s) by sending duly completed Nomination form as enclosed with this Annual Report and send to the Registrar and Share Transfer Agent of the Company. Investors holding share in electronic form should contact their concerned Depository Participant (DP) directly for nomination.

Usage of electronic payment modes for making cash payments to the investors

Shareholders can opt for receiving dividend credit directly in to their bank account by way of updating their Bank Account details with the Depository Participant (DP) in case the same are held in demat mode or with the Registrar & Share Transfer

Agent viz., Karvy Computershare Pvt. Ltd. in case the shares are held in physical form.

Company, wherever it is possible based on the details submitted by members to R&T agent or Depository Participants, as the case may be, is using electronic modes such as RTGS, NEFT, NECS, Swift transfer for making payment of dividend amounts. In remaining cases, dividend warrants or demand drafts are issued in favour of members and dispatched to their recorded address.

Unclaimed Dividends

In accordance with the provisions of Section 124 (5) of the Companies Act, 2013 (corresponding Section 205A of the Companies Act, 1956), read with Investor Education and Protection Fund (Awareness and Protection of Investor), Rules 2001, dividend which remains unclaimed for a period of seven years from the date of transfer to the 'Unpaid Dividend Account' of the Company shall be transferred to the 'Investor Education and Protection Fund' (IEPF) established by the Central Government. As per practice, Company sends reminders to shareholders whose dividend amount is unpaid before transferring the same to IEPF.

Shareholders are requested to revert to the Company, if they have not received/encashed their dividend warrants of relevant year. For the dates of transfer of unpaid dividend amount to IEPF, please refer the relevant section of Notice of the 36th AGM of the Company.

In compliance with Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed dividend amounts lying with Companies) Rules, 2012, Company has uploaded the information in respect of dividend amounts remaining unpaid and unclaimed as on date of Annual General Meeting with Ministry of Corporate Affairs. The same information has been uploaded on Company's website www.shreecement.in also as prescribed in the above referred rules. Shareholders can visit website of MCA / Company for checking the status of dividend amounts remaining unpaid/unclaimed dividend in respect of their holding in the Company.

Unclaimed share certificates lying with Company / R&T Agent

In compliance with the SEBI Circular No. CIR/CFD/DIL/10/2010 dated 16.12.2010, Company had after issuing three reminders to 11 shareholders holding 645 shares of the Company whose physical share certificates were remaining unclaimed/undelivered with Company, got the same dematerialised in 'Unclaimed Shares Demat Suspense Account of Shree Cement Limited'.

Disclosure pursuant to Clause 5A II of the Listing Agreement as on 30th June, 2015 is given below:

Particulars	Aggregate number of Shareholders	Outstanding shares
Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account at the beginning of the year i.e. 01.07.2014	10	595
Number of Shareholders who approached the Company for transfer of shares from the Unclaimed Suspense Account during the year	0	0
Number of Shareholders to whom shares were transferred from the Unclaimed Suspense Account during the year	0	0
Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account at the end of the year i.e. 30.06.2015	10	595

Correspondence regarding change of address etc.

Shareholders are requested to ensure that all events of change of address, change in Bank Mandate etc., should be intimated to Company or Share Transfer Agent promptly. Such requests duly signed by all holders, where there are more than one, along

with supporting documents such as proof of residence and proof of identification should be sent for updating Company's records. Shareholders who hold shares in dematerialised form should correspond with the Depository Participant with whom they have opened Demat Account(s).

Furnishing Permanent Account Number (PAN) for share transfer cases

The Securities Exchange Board of India (SEBI) vide its earlier circulars had made the Permanent Account Number (PAN) as the sole identification number for all participants transacting in the securities market, irrespective of the amount of the transaction. Further to this, SEBI had vide its Circular No. NRD/Dop/Cir-05/2009 dated 20th May, 2009 directed that for securities market transactions and off market transactions involving transfer of shares in physical form of listed companies, it shall be mandatory for the transferee(s) to furnish a copy of the PAN card to the Company / RTA, as the case may be, for registration of transfer of shares. In continuation to this circular, SEBI had vide its Circular No. SEBI/MRD/Dop/SE/RTA/Cir-03/2010 dated 7th January, 2010, had clarified that it shall be mandatory to furnish a copy of PAN in the following case:

- Deletion of name of the deceased shareholder(s), where the shares are held in the name of two or more shareholders.
- Transmission of shares to legal heir(s), where deceased shareholder was the sole holder of shares
- Transposition of share, when there is a change in the order of names in which physical shares are held jointly in the names of two or more shareholders.

In case of mismatch in PAN card details as well as difference in maiden name and current name (in case of married women) of the investors, the PAN card as submitted by the transferee(s) can be provided by furnishing sufficient evidence of the identity of the transferees like passport, voter ID card, driving licence, photo identity cards issued by statutory bodies, banks, public sector undertaking etc.

Distribution of shareholding as on 30th June, 2015

Sl. No.	Category (Shares)	No. of Holders	% to Holders	No. of Shares	% to Equity
1	1 – 50	9,714	68.38%	1,64,796	0.47%
2	51 – 100	1,938	13.64%	1,75,531	0.50%
3	101 – 200	974	6.86%	1,60,575	0.46%
4	201 – 500	768	5.41%	2,75,178	0.79%
5	501 – 1,000	315	2.22%	2,47,093	0.71%
6	1,001 – 5,000	278	1.96%	6,18,975	1.78%
7	5,001 – 10,000	70	0.49%	5,29,270	1.52%
8	10,001 and above	148	1.04%	3,26,65,807	93.77%
	TOTAL	14,205	100.00	3,48,37,225	100.00

Shareholding Pattern

Description	No. of Shares held		%	
	30.06.15	30.06.14	30.06.15	30.06.14
Promoters	2,25,69,797	2,25,69,797	64.79%	64.79%
Mutual Fund & UTI	16,14,087	20,05,775	4.63%	5.76%
Financial Institutions, Banks, Insurance Companies etc.	32,604	20,568	0.09%	0.06%
FII's/FPI's	45,62,470	33,66,494	13.10%	9.66%
NRI's/OCBs/Non-Domestic Companies	38,92,686	38,88,516	11.17%	11.16%
Private Corporate Bodies	10,11,794	17,68,257	2.91%	5.08%
Indian Public	11,53,752	12,17,783	3.31%	3.49%
Others - Directors/Relatives (non-Promoters)	35	35	0.00%	0.00%
Total	3,48,37,225	3,48,37,225	100.00	100.00

Dematerialisation of Shares & Liquidity

The trading in the Company's Equity Shares has been permitted in Demat form w.e.f. 29th November, 1999. The Company has entered into an agreement with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for maintaining and facilitating transactions in the Company's shares in electronic mode.

In view of the advantage offered by the Depository System, Members are requested to avail the facility of dematerialisation. As on 30th June, 2015, 88.74% (30th June, 2014, 88.68%) of the Company's share capital had been dematerialised.

Shareholders holding shares in Demat form are requested to give all instructions regarding the change of address, nomination, power of attorney and bank mandate directly to their Depository Participants.

The shares are actively traded at BSE and NSE and have adequate liquidity.

There were no outstanding GDRs / ADRs / Warrants or any other Convertible Instruments as on 30th June, 2015.

Shareholders' Information

Registered Office:

Bangur Nagar, Beawar - 305 901,
District Ajmer, Rajasthan,
Phone: (91)1462-228101-06
Fax: (91)1462-228117 / 228119
Toll Free No.: 1800 180 6003 / 6004
Email: shreebwr@shreecementltd.com
Website: www.shreecement.in

Corporate Office:

21, Strand Road, Kolkata - 700 001
Phone: (91)33-22390601-05
Fax: (91)33-22434226
Email: sclcal@shreecementltd.com

Annexure to Corporate Governance Report

Cement and Power Plants

RAJASTHAN

1.	Beawar: Bangur Nagar, Beawar, Distt.: Ajmer, Rajasthan - 305 901
2.	Ras: Bangur City, Ras, Tehsil: Jaitaran, Distt.: Pali, Rajasthan - 306 107
3.	Khushkhhera: Plot No. SP-3 / A-II, RIICO Industrial Area, Khushkhhera, Tehsil: Bhiwadi, Distt.: Alwar, Rajasthan - 301 707
4.	Suratgarh: Near N.H.-15, Udaipur - Udasar, Tehsil: Suratgarh, Distt.: Sriganganagar, Rajasthan - 335 804
5.	Jobner (Jaipur): Mahela - Jobner Road, Village: Aslapur, Tehsil: Phulera, Distt.: Jaipur, Rajasthan - 303 331

UTTARAKHAND

6.	Laksar (Roorkee): Akbarpur - Oud, Tehsil: Laksar, Distt.: Haridwar, Uttarakhand - 247 663
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BIHAR

7.	Aurangabad: Industrial Growth Centre Biada, Near Jasoia More, Post: Mojurahi, Distt.: Aurangabad, Bihar - 824 102
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CHHATTISGARH

8.	Baloda Bazar: Village - Khapradih, Tehsil- Simga Distt.: Balodabazar, Chhattisgarh - 493 332
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HARYANA

9.	Panipat: Village - Khukhrarna , P.O. - Asan Kalan, Tehsil – Madloda, Distt: Panipat (Haryana)
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Projects under Implementation:

UTTAR PRADESH

10.	Bulandshahr: 12, Sikandrabad Industrial Area, Sikandrabad, Distt.: Bulandshahr, Uttar Pradesh - 203 205
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Address for Correspondence

Shree Cement Limited, Post Box No. 33,
Bangur Nagar, Beawar - 305 901, Distt: Ajmer, Rajasthan
Phone: (91)1462-228101-06, Fax: (91)1462-228117 / 228119
Toll Free No.: 1800 180 6003 / 6004
Email: shreebwr@shreecementltd.com

Shareholders' Enquiries

Shri S. S. Khandelwal,
Company Secretary
Tele: (91)1462-228101 - 06, Fax: (91)1462-228117/19
Toll Free: 1800 180 6003 / 6004
Exclusive e-mail ID for shareholders' queries:
khandelwalss@shreecementltd.com
Corporate Secretarial e-mail ID: investor@shreecementltd.com

Clarifications on financial statement

Shri Subhash Jajoo, Chief Finance Officer
Phone: (91)33-22390601-05,
Fax: (91)33-22434226
E-mail: jajooos@shreecementltd.com

Registrar and Share Transfer Agent

M/s. Karvy Computershare Pvt. Ltd.
Unit: SHREE CEMENT LIMITED
Contact Person: Mr. K. S. Reddy, Asstt. General Manager,
Karvy Selenium Tower B, Plot No 31 & 32,
Gachibowli, Financial District,
Nanakramguda, Serilingampally,
Hyderabad-500032

DECLARATION ON CODE OF CONDUCT

As provided under Clause 49 of the Listing Agreement with the Stock Exchanges, the Board Members and the senior management executives/personnel have confirmed compliance with the Code of Conduct for the year ended on 30th June, 2015.

for SHREE CEMENT LIMITED

Place: Kolkata
Date: 5th August, 2015

H.M. Bangur
Managing Director

CEO/CFO CERTIFICATE

(Pursuant to Clause 49 of the Listing Agreement)

The Board of Directors,

SHREE CEMENT LIMITED

Pursuant to Clause 49 of the Listing Agreement, this is to certify that:

1. We have reviewed the financial statements and the cash flow statement for the year ended on 30th June, 2015 and that to the best of our knowledge and belief:
 - i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or proposed to be taken for rectifying these deficiencies.
4. We have indicated to the Auditors and the Audit Committee:
 - i) Significant changes in internal control over financial reporting during the year;
 - ii) Significant changes in accounting policies made during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Kolkata

Date: 5th August, 2015

H. M. Bangur

Managing Director

Subhash Jajoo

Chief Finance Officer

Independent Auditor's Report

To the Members of
SHREE CEMENT LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of Shree Cement Limited ("the Company"), which comprise the Balance Sheet as at 30th June, 2015, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 30th June, 2015 and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure, a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose 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 and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of written representations received from the directors as on 30th June, 2015 and taken on record by the Board of Directors, none of the directors is disqualified as on 30th June, 2015, from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 26 to the financial statements;
 - ii. The Company did not have any long term contracts including any derivative contracts for which there were any material foreseeable losses;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For B. R. Maheswari & Co.
Chartered Accountants
Firm's Registration No. 001035N

Sudhir Maheshwari

Partner

Place: Kolkata

Date: 5th August, 2015

Membership No. 081075

Annexure to the Independent Auditor's Report

(Referred to in Paragraph 1 under the heading "Report on other legal and regulatory requirements" of our report of even date)

- 1) In respect of its fixed assets:
 - (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - (b) As explained to us, fixed assets have been physically verified by the management in a phased periodical manner which in our opinion is reasonable having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such verification.
- 2) In respect of its inventories:
 - (a) The inventories have been physically verified by the management. In our opinion, the frequency of verification is reasonable.
 - (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and nature of its business.
 - (c) The Company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material and such discrepancies have been properly dealt with in the books of accounts.
- 3) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under Section 189 of the Act.
- 4) In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the Company and the nature of its business with regard to purchases of inventory and fixed assets and with regard to the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal controls system.
- 5) According to the information and explanations given to us, the Company has not accepted any deposit from the public during the year in terms of the provisions of Section 73 to 76 of the Act or any other relevant provisions of the Companies Act, 2013 and the rules made thereunder.
- 6) We have broadly reviewed the accounts and records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 read with Companies (Cost Records and Audit) Amendment Rules, 2014 prescribed by the Central Government under Section 148 of the Act, and are of the opinion that prima facie, the prescribed Cost records have been made and maintained. We have, however, not made a detailed examination of the records with a view to determine whether they are accurate or complete.
- 7) (a) According to the information and explanations given to us, the Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Wealth Tax, Sales Tax, Value Added Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it.

According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 30th June, 2015 for a period of more than six months from the date they become payable.
- (b) According to the information and explanations given to us, the details of disputed amount of Income Tax, Value Added Tax, Sales Tax, Excise Duty, Custom Duty, Entry Tax, Service Tax and Cess not deposited by the Company are as follows:

Name of the statute	Nature of the dues	Amount under dispute not yet deposited (₹ in Crore)	Period to which the amount relates	Forum where dispute is pending
(A) Entry Tax				
Rajasthan Tax on Entry of Goods into Local Area Act, 1999	Entry Tax including interest on goods purchased from outside Rajasthan	46.29	2005-06 to 2014-15	Apex Court
		40.63	2005-06 to 2014-15	Deputy Commissioner (Appeals), Ajmer & Apex Court
UP Tax on Entry of Goods Act, 2000	Entry Tax including interest on stock transfer from Rajasthan to Uttar Pradesh	8.91	2003-04 to 2009-10	Apex Court
Punjab Tax on Entry of Goods into Local Area Act, 2000	4% input tax credit reversal on Punjab entry tax paid	0.07	2010-11	Haryana & Punjab Tax Tribunal, Patiala
		0.07	2011-12	Deputy Commissioner (Appeals), Patiala
Total (A)		95.97		

Name of the statute	Nature of the dues	Amount under dispute not yet deposited (₹ in Crore)	Period to which the amount relates	Forum where dispute is pending
(B) Excise and Service Tax				
Central Excise Act, 1944	Cenvat credit on Inputs and capital goods	1.06	1994-95 to 2011-12	Commissioner (Appeals) of Central Excise
	Cenvat credit on Inputs and capital goods	0.09	2010-11	Commissioner (Appeals) of Central Excise
	Cenvat credit on Inputs and capital goods	10.41	1997-98 & 2007-08 to 2008-09 & 2012-13 to 2013-14	Customs Excise & Service Tax Appellate Tribunal (CESTAT)
Finance Act, 1994	Credit of Service Tax	0.06	2008-09 to 2010-11	Commissioner (Appeals) of Central Excise
	Credit of Service Tax	0.01	2007-08 to 2008-09	Customs Excise & Service Tax Appellate Tribunal (CESTAT)
Total (B)		11.63		
(C) Customs Duty				
Customs Act, 1962	Custom Duty Valuation	4.91	2012-13	Customs Excise & Service Tax Appellate Tribunal (CESTAT)
	Custom Duty Valuation (including interest)	0.95	2008-09 to 2009-10	Commissioner (Appeals), Custom
Total (C)		5.86		
(D) Sales Tax				
Central Sales Tax Act, 1956	Partial Exemption Claim including interest	2.24	1998-99 to 2000-01	Rajasthan High Court, Jodhpur
Total (D)		2.24		
(E) Others				
The Rajasthan Finance Act, 2008	Environment & Health Cess	65.46	2007-08 to 2014-15	Rajasthan High Court, Jodhpur
Total (E)		65.46		
Grand Total (A+B+C+D+E)		181.16		

(c) The amounts required to be transferred to the investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder has been transferred to such fund within prescribed time.

- 8) The Company has no accumulated losses at the end of the financial year. The Company has not incurred cash losses in the financial year covered by our audit and in the immediately preceding financial year.
- 9) Based on the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to the financial institutions, banks or debenture holders.
- 10) As informed to us, the Company has not given any guarantees for loans taken by others from bank or financial institutions.
- 11) In our opinion, the term loans have been applied for the purpose for which they were obtained.

- 12) In our opinion and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

For **B. R. Maheswari & Co.**
Chartered Accountants
Firm's Registration No. 001035N

Sudhir Maheshwari
Partner
Membership No. 081075

Place: Kolkata
Date: 5th August, 2015

Balance Sheet as at 30th June, 2015

(₹ in crore)

	Note	As at 30.06.2015	As at 30.06.2014
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	34.84	34.84
Reserves and Surplus	3	5,241.56	4,676.03
		5,276.40	4,710.87
Non-Current Liabilities			
Long-Term Borrowings	4	401.41	446.68
Other Long-Term Liabilities	5	852.32	652.88
Long-Term Provisions	6	19.11	19.01
		1,272.84	1,118.57
Current Liabilities			
Short-Term Borrowings	7	214.95	631.59
Trade Payables	8	292.37	187.53
Other Current Liabilities	8	872.38	580.52
Short-Term Provisions	6	68.91	99.63
		1,448.61	1,499.27
Total		7,997.85	7,328.71
ASSETS			
Non-Current Assets			
Fixed Assets	9		
Tangible Assets		2,921.19	2,193.77
Intangible Assets		83.14	–
Capital Work-in-Progress		511.10	758.50
Non-Current Investments	10	1,493.91	1,519.32
Deferred Tax Assets (Net)	11	195.19	142.86
Long-Term Loans and Advances	12	460.19	384.65
		5,664.72	4,999.10
Current Assets			
Current Investments	13	168.70	725.07
Inventories	14	918.86	809.78
Trade Receivables	15	476.39	296.59
Cash and Bank Balances	16	307.50	159.27
Short-Term Loans and Advances	12	446.41	304.57
Other Current Assets	17	15.27	34.33
		2,333.13	2,329.61
Total		7,997.85	7,328.71
Significant Accounting Policies	1		

Accompanying notes are an integral part of the Financial Statements.

As per our report of even date

For **B. R. Maheswari & Co.**

Chartered Accountants

Firm's Registration No. 001035N

Sudhir Maheshwari

Partner

Membership No. 081075

Place : Kolkata

Date : 5th August, 2015

For and on behalf of the Board

B. G. Bangur

Chairman

S. S. Khandelwal

Company Secretary

Subhash Jajoo

Chief Finance Officer

H. M. Bangur

Managing Director

O. P. Setia

Independent Director &
Chairman of Audit Committee

Prashant Bangur

Whole Time Director

Statement of Profit and Loss for the year ended 30th June, 2015

(₹ in crore)

	Note	For the year ended 30.06.2015	For the year ended 30.06.2014
REVENUE			
Revenue from Operations (Gross)	18	7,176.84	6,544.31
Less: Excise Duty		723.27	657.00
Revenue from Operations (Net)		6,453.57	5,887.31
Other Income	19	137.85	184.96
		6,591.42	6,072.27
EXPENDITURE			
Cost of Materials Consumed	20	579.53	463.86
Changes in Inventories of Finished Goods and Work-in-Progress	21	(79.10)	(16.37)
Employee Benefits Expense	22	455.03	395.30
Power and Fuel		1,579.82	1,378.70
Freight and Forwarding Expenses	23	1,395.46	1,190.54
Finance Costs	24	120.63	129.19
Other Expenses	25	1,205.75	1,112.50
		5,257.12	4,653.72
Captive Consumption of Cement [Net of Excise Duty ₹2.64 crore (Previous year ₹2.45 crore)]		(26.77)	(27.02)
		5,230.35	4,626.70
PROFIT BEFORE DEPRECIATION, EXCEPTIONAL ITEMS AND TAX			
Depreciation and Amortisation Expense	9	924.78	549.91
Exceptional Items			
Assets Constructed at Others' Premises Written Off		35.46	6.78
Others		–	73.73
		400.83	815.15
PROFIT BEFORE TAX			
Current Tax		95.81	184.55
Less: MAT Credit Entitlement		52.33	11.62
Net Current Tax		43.48	172.93
Prior Period Tax Expense (Net)		(16.65)	(95.93)
Deferred Tax (Credit) / Charge		(52.33)	(49.09)
		426.33	787.24
PROFIT FOR THE YEAR			
Earnings per Equity Share of ₹10 each (In ₹)	35		
Cash		372.81	369.74
Basic and Diluted		122.38	225.98
Significant Accounting Policies	1		

Accompanying notes are an integral part of the Financial Statements.

As per our report of even date
For **B. R. Maheswari & Co.**
Chartered Accountants
Firm's Registration No. 001035N

Sudhir Maheshwari
Partner
Membership No. 081075

Place : Kolkata
Date : 5th August, 2015

For and on behalf of the Board

B. G. Bangur
Chairman

S. S. Khandelwal
Company Secretary

Subhash Jajoo
Chief Finance Officer

H. M. Bangur
Managing Director

O. P. Setia
Independent Director &
Chairman of Audit Committee

Prashant Bangur
Whole Time Director

Cash Flow Statement

for the year ended 30th June, 2015

(₹ in crore)

Particulars	For the year ended 30.06.2015		For the year ended 30.06.2014	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Profit Before Tax		400.83		815.15
Adjustments For:				
Depreciation and Amortisation	924.78		549.91	
Unrealised Foreign Exchange Rate Differences (Net)	0.13		0.55	
Assets (acquired on acquisition) constructed at others' premises written off	23.70		–	
Balances Written Back (Net)	(2.60)		(0.86)	
Bad Debts Written Off	0.24		0.02	
Provision / (Reversal of Provision) for Doubtful Receivables (Net)	(0.12)		0.12	
Profit on Sale of Investments (Net)	(30.60)		(50.18)	
Interest Income	(55.24)		(79.73)	
Dividend Income	(24.42)		(26.04)	
Profit on Sale of Fixed Assets (net) / Assets Written Off	1.54		(0.50)	
Finance Costs	120.63	958.04	129.19	522.48
Operating Profit Before Working Capital Changes		1,358.87		1,337.63
Adjustments For:				
(Increase) / Decrease in Trade Receivables, Loans and Advances and Other Assets*	(332.71)		9.21	
(Increase) / Decrease In Inventories*	(104.37)		(279.30)	
Increase / (Decrease) in Trade Payables, Other Liabilities and Provisions*	414.17	(22.91)	388.77	118.68
Cash Generated From Operations		1,335.96		1,456.31
Direct Taxes Paid (Net of Refunds)		(90.64)		(55.63)
Net Cash From Operating Activities		1,245.32		1,400.68
* After adjustments pursuant to acquisition of net current assets which are classified as investing activities				
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Fixed Assets (Including Capital Work-in-Progress and Advances)	(1,131.69)		(1,584.62)	
Sale of Fixed Assets	1.35		1.71	
Purchase of Investments	(2,926.86)		(1,714.12)	
Proceeds from Sale of Investments	3,499.29		1,723.20	
Purchase Consideration for Acquisition of Panipat Grinding Unit	(358.22)		–	
Investments in a Subsidiary Company	(0.07)		–	
Proceeds from Sale of Investments in a Subsidiary Company	0.01		–	
Investments in Bank Deposits	(274.75)		(144.83)	
Maturity of Bank Deposits	116.72		376.10	
Change in Earmarked Balances with Banks (Unpaid Dividend)	(0.33)		(0.19)	
Dividend Received	19.29		26.04	
Interest Received	58.36		82.77	
Net Cash Used in Investing Activities		(996.90)		(1,233.94)

Cash Flow Statement

for the year ended 30th June, 2015

(₹ in crore)

Particulars	For the year ended 30.06.2015		For the year ended 30.06.2014	
C. CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds from Long Term Borrowings	255.00		125.20	
Repayment of Long Term Borrowings	(121.59)		(310.86)	
Proceeds from Short Term Borrowings	–		596.60	
Repayment of Short Term Borrowings	(518.59)		(470.62)	
Proceeds / (Repayment) of Short Term Borrowings (Net) (upto Three months maturity)	101.95		(29.73)	
Capital Subsidy	238.66		169.66	
Interest and Financial Charges Paid	(124.64)		(146.52)	
Dividend and Tax Paid there on (Interim and Final)	(89.34)		(89.49)	
Net Cash Used in Financing Activities		(258.55)		(155.76)
Net Increase /(Decrease) in Cash and Cash Equivalents		(10.13)		10.98
Cash and Cash Equivalents as at the beginning of the Year		41.11		30.13
Cash and Cash Equivalents as at the end of the Year		30.98		41.11

Accompanying notes are an integral part of the Financial Statements.

Notes:

- 1 Direct Taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.
- 2 Previous year figures have been regrouped and rearranged wherever necessary.
- 3 Cash and Cash Equivalents are as per note 16 of the Financial Statements.

As per our report of even date
For **B. R. Maheswari & Co.**
Chartered Accountants
Firm's Registration No. 001035N

Sudhir Maheshwari
Partner
Membership No. 081075

Place : Kolkata
Date : 5th August, 2015

For and on behalf of the Board

B. G. Bangur
Chairman

S. S. Khandelwal
Company Secretary

Subhash Jajoo
Chief Finance Officer

H. M. Bangur
Managing Director

O. P. Setia
*Independent Director &
Chairman of Audit Committee*

Prashant Bangur
Whole Time Director

Notes Forming Part of Financial Statements

NOTE 1. SIGNIFICANT ACCOUNTING POLICIES

I. Accounting Convention

The Financial statements of the Company are prepared under the historical cost convention using the accrual method of accounting and comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Company (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 unless stated otherwise hereinafter. Accounting Policies not specifically referred to, are consistent with Generally Accepted Accounting Principles in India.

II. Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

III. Fixed Assets

Fixed assets (Tangible and Intangible) are disclosed at cost less accumulated depreciation/amortisation and impairment loss, if any. Cost comprises of purchase price and attributable cost of acquisition/bringing the asset to its working condition for its intended use (net of credit availed, if any) except free hold land not containing mineral reserves which is disclosed at cost less impairment loss, if any.

Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

IV. Capital Work In Progress

- a) Capital work in progress is carried at cost and Pre-operative expenditure during construction period which is allocated to the fixed assets on the completion of project.
- b) Expenditures on construction of assets for Company's use at premises owned by Government/Local Authorities/others are charged to Statement of Profit and Loss in the year of expenditure.

V. Impairment of Assets

The carrying amount of assets are reviewed at each Balance Sheet date, if there is any indication of impairment based on internal/external factors.

An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. An asset's recoverable amount is the higher of the asset's net selling price and value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Net selling price is the amount obtainable from sale of the asset in an arm's length transaction between knowledgeable, willing parties, less the cost of disposal.

A previously recognised impairment loss is further provided or reversed depending on changes in circumstances.

VI. Depreciation and Amortisation

Tangible Assets

- a) Depreciation is provided on Written down Value method in accordance with the provisions of Schedule II to the Companies Act, 2013 or the rates prescribed in the Income Tax Act, 1961 and rules made thereunder, whichever is higher. However, in case of those assets whose WDV as per the Income Tax Act, 1961 is lower than the WDV as per books, additional depreciation is provided to align the Book WDV with WDV as per the Income Tax Act, 1961.
- b) Leasehold land not containing mineral reserve is amortised over the period of lease.
- c) Land bearing mineral reserves is amortised over its estimated commercial life based on the unit-of-production method.

Intangible Assets

- a) Expenditure on Computer Software is amortised in the year in which it is capitalised.
- b) Amount paid for Mining rights is amortised in the year in which amount is paid.
- c) Goodwill is amortised within one year.

VII. Foreign Currency Transactions

Foreign currency transactions are recorded by applying the exchange rates on the date of transaction.

At each Balance sheet date, foreign currency monetary items are reported using the closing rates. Non Monetary items, which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of transaction.

Exchange difference arising on the settlement of monetary items or on reporting monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognised as income or as expense in the year in which they arise.

Notes Forming Part of Financial Statements

Derivative Instruments

Derivative financial instruments are used to hedge risk associated with foreign currency fluctuations and interest rates. The derivative contracts are closely linked with the underlying transactions and are intended to be held till maturity. These are accounted on the date of their settlement and realised gain/loss in respect of settled contracts is recognised in the Statement of Profit and Loss.

The premium or discount on forward exchange contracts is amortised over the life of the contract.

VIII. Investments

Investments, that are intended to be held for not more than one year, from the date of acquisition, are classified as current investments. All other investments are classified as long term investments.

Current Investments are carried at lower of cost or fair market value. Long term investments are stated at cost. Provision for diminution in the value of long term investments is made only if such decline is other than temporary.

IX. Inventories

a) Raw Materials, Stores & Spare Parts, Packing Materials and Fuel

These 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 is determined on a weighted average basis.

b) Work-in-progress and Finished goods

These are valued at lower of cost and net realisable value. Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost of finished goods includes excise duty. Cost is determined on a weighted average basis.

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.

X. Cash and Cash Equivalents

Cash and cash equivalents for the purpose of cash flow statement comprises cash on hand, balances with banks and fixed deposits with banks with an original maturity of three months or less.

XI. Revenue Recognition

Revenue is recognised to the extent it is probable that the economic benefit will flow to the Company and the revenue can be reliably measured

- a) Revenue from sale of goods and power is recognised when significant risks and rewards of ownership is transferred to the buyer. Sales are disclosed net of sales tax / VAT, trade discounts and returns, as applicable.
- b) Power supplied under banking arrangements is accounted for as per terms of related agreements. Quantity of power banked is recorded as loan transaction valued at cost or net realisable value, whichever is lower and recognised as revenue when the same is returned and sold to an ultimate customer.
- c) Dividend income on investments is accounted for when the right to receive the payment is established.
- d) Interest is recognised using the time-proportion method, based on rates implicit in the transaction.
- e) Certain insurance, railway and other claims where quantum of accruals cannot be ascertained with reasonable certainty, are accounted on acceptance basis.

XII. Government Grants/Subsidies

Government grants are recognised when there is reasonable assurance that the Company will comply with the conditions attached thereto and the grants will be received.

Government grants/subsidies, which are capital in nature, are credited to capital reserve.

Government grants related to revenue are recognised on a systematic basis in the Statement of Profit and Loss over the period to match them with the related costs.

XIII. Employee Benefits

Defined Contribution Plan

Superannuation, Provident Fund and National Pension Scheme are considered as defined contribution plan and the contributions are charged to the Statement of Profit and Loss of the year in which the contributions to the respective funds are due.

Defined Benefit Plan

- a) Gratuity is considered as defined benefit plan and is provided for on the basis of an actuarial valuation, using the projected unit credit method, as at the date of the Balance Sheet.

Notes Forming Part of Financial Statements

- b) Contribution to provident Fund set up by the Company in respect of a few employees is also defined benefit plan and contribution is charged to Statement of Profit and Loss of the year in which the contribution is due.
- c) Encashable leave in case of employees covered by Cement Wage Board is considered as defined benefit plan and is accounted for on the basis of actuarial valuation, as at the Balance Sheet date.

Other Benefits

Non encashable leave are provided for on the basis of an actuarial valuation, using the projected unit credit method, as at the date of Balance sheet.

Actuarial gains and losses, if any, are recognised in the Statement of Profit and Loss in the year in which they arise.

XIV. Operating Leases

Assets acquired under leases where a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Lease rentals are charged to the Statement of Profit and Loss on a straight-line basis over the lease term.

XV. Borrowing Costs

Borrowing costs directly attributable to the acquisition / construction of a qualifying asset are capitalised as part of the cost of such asset till such time the asset is ready for its intended use. Other borrowing costs are recognised as an expense in the period in which they are incurred.

XVI. Research and Development

Expenditure on research phase is recognised as an expense when it is incurred. Expenditure on development phase which results in creation of assets is included in related Fixed Assets.

XVII. Mines Reclamation Expenditure

The Company provides for the expenditure to reclaim the quarries used for mining. The total estimate of reclamation expenses is apportioned over the estimate of mineral reserves and a provision is made based on the minerals extracted.

XVIII. Segment Reporting

Segment is identified and reported taking into account the nature of products and services, the different risks and returns and the internal business reporting systems. The identification of geographical segment is based on the areas in which major operating divisions of the Company operates.

Inter Segment Transfers are accounted for as if the sales or transfers were to third parties at market price.

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs.

Assets, Liabilities, Revenue and Expenses which are not allocable to segments are included under "unallocated".

XIX. Taxation

Tax expenses comprises of Current and Deferred Tax.

Current Tax is measured on the basis of estimated taxable income computed in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax is recognised for all the timing differences. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

Tax credit is recognised in respect of Minimum Alternate Tax (MAT) paid in terms of Section 115JAA of the Income Tax Act, 1961 based on convincing evidence that the Company will pay normal income tax within the statutory time frame and the same is reviewed at each Balance sheet date.

XX. Provisions, Contingent Liabilities and Contingent Assets

Provisions in respect of present obligation arising out of past events are made in the accounts if it is probable that an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

The contingent liabilities are disclosed, unless the possibility of outflow of resources is remote. Contingent Assets are generally neither recognised nor disclosed in the financial statements.

XXI. Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders 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 and the weighted average number of equity shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

Notes Forming Part of Financial Statements

NOTE 2 - SHARE CAPITAL

(₹ in crore)

	As at 30.06.2015	As at 30.06.2014
Authorised		
6,00,00,000 (Previous Year 6,00,00,000) Equity Shares of ₹10/- each	60.00	60.00
15,00,000 (Previous Year 15,00,000) Cumulative Preference Shares of ₹100/- each	15.00	15.00
	75.00	75.00
Issued, Subscribed and Paid-up		
3,48,37,225 (Previous Year 3,48,37,225) Equity Shares of ₹10/- each fully paid-up	34.84	34.84
	34.84	34.84

2.1 Details of shareholders holding more than 5% shares of the Company:

Name of Shareholders	Number of Shares Held as at 30.06.2015	% of Total Paid-up Equity Share Capital	Number of Shares Held as at 30.06.2014	% of Total Paid-up Equity Share Capital
Shree Capital Services Limited	89,84,155	25.79	89,84,155	25.79
Digvijay Finlease Limited	42,34,780	12.16	42,34,780	12.16
FLT Limited	36,00,000	10.33	36,00,000	10.33
Mannakrishna Investments Private Limited	20,42,824	5.86	20,42,824	5.86

2.2 The Company has only one class of equity shares having a par value of ₹10 per share. Each holder of equity share is entitled to one vote per share.

2.3 In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

2.4 The Board of Directors, in its meetings held on 25th August, 2014 declared interim dividend of ₹10 per equity share. The Final Dividend of ₹14 per equity share proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

2.5 As no fresh issue of shares or reduction in capital was made during the current year as well as during the previous year, hence there is no change in the opening and closing capital. Accordingly, reconciliation of share capital has not been given.

2.6 The Equity Shares of the Company are listed at Bombay Stock Exchange Limited and National Stock Exchange of India Limited and the annual listing fees has been paid for the year.

Notes Forming Part of Financial Statements

NOTE 3 - RESERVES AND SURPLUS

(₹ in crore)

	As at 30.06.2015	As at 30.06.2014
Capital Reserve		
As per last Financial Statements	567.46	397.80
Add: Addition During the Year	238.66	169.66
	806.12	567.46
Capital Redemption Reserve		
As per last Financial Statements	15.00	15.00
	15.00	15.00
Securities Premium Reserve		
As per last Financial Statements	26.53	26.53
	26.53	26.53
Debenture Redemption Reserve		
As per last Financial Statements	200.00	200.00
	200.00	200.00
General Reserve		
As per last Financial Statements	2,500.00	1,950.00
Add: Transfer from Surplus in the Statement of Profit and Loss	500.00	550.00
	3,000.00	2,500.00
Special Reserve (Refer Note 3.1)		
As per last Financial Statements	500.00	105.20
Add: Transfer from Surplus in the Statement of Profit and Loss	–	394.80
	500.00	500.00
Surplus in the Statement of Profit and Loss		
As per Last Financial Statements	867.04	1,114.28
Add: Profit for the Year	426.33	787.24
	1,293.37	1,901.52
Less: Appropriations		
Transferred to General Reserve	500.00	550.00
Transferred to Special Reserve	–	394.80
Interim Dividends on Equity Shares	34.84	76.65
Tax on Interim Dividends	5.92	13.03
Proposed Final Dividend on Equity Shares	48.77	–
Tax on Final Dividend	9.93	–
	599.46	1,034.48
Net Surplus	693.91	867.04
	5,241.56	4,676.03

3.1 There are disputes raised by various statutory authorities related to taxes, legal and other matters, which are under various stages of litigation. As a measure of prudence, the management has created a special reserve to meet any eventuality that may arise in the future.

Notes Forming Part of Financial Statements

NOTE 4 - LONG-TERM BORROWINGS

(₹ in crore)

	Non-Current Portion		Current Maturities	
	As at 30.06.2015	As at 30.06.2014	As at 30.06.2015	As at 30.06.2014
Secured				
Redeemable Non Convertible Debentures (NCDs)				
2,000 (Previous year 2,000) 8.42% NCDs of ₹10,00,000/- each	–	200.00	200.00	–
Term Loans from Banks	401.29	246.52	100.24	121.56
Vehicle Loan from Others	0.12	0.16	0.04	0.04
	401.41	446.68	300.28	121.60
Amount disclosed under the head "Other Current Liabilities" (Refer Note 8)	–	–	(300.28)	(121.60)
	401.41	446.68	–	–

4.1 Nature of securities and terms of repayment of each loan:

(₹ in crore)

Sr. No.	Nature of Securities	Rate of Interest	Loan Amount as at 30.06.2015	Loan Amount as at 30.06.2014	Terms of Repayment
	Non Convertible Debentures				
1	These debentures (redeemable at par) are secured by joint equitable mortgage over all the immovable assets and by way of hypothecation of all the movable fixed assets on the first charge basis, pari passu with other term lenders. These debentures are also secured by a legal mortgage over immovable property of the Company situated at Jamnagar (Gujarat).	8.42%	200.00	200.00	Fully Repayable on 22.07.2015
	Term Loans from Banks				
2	These all Term loans from Banks are secured by joint equitable mortgage on all the immovable fixed assets and by way of hypothecation of all the movable fixed assets of the Company on the first charge basis, pari passu with other term lenders. The above charge(s) rank pari passu inter-se among these Lenders.	9.42%	63.85	106.41	Repayable in 3 half yearly installments of ₹21.282 crore each w.e.f. 08.09.2015
		9.65%	57.68	91.76	Repayable in 2 half yearly installments of ₹28.839 crore each w.e.f. 01.09.2015
		8.04%	–	44.91	Paid during the year
		9.50%	125.00	125.00	Fully Repayable on 15.10.2016
3	Specific charge over immovable assets of the Company situated at Beawar, Rajasthan and movable fixed assets of all the plant locations. The charge shall rank pari passu with existing lenders.	8.30%	255.00	–	Fully Repayable on 08.05.2020
	Vehicle Loan from Others				
4	Secured by Hypothecation of the vehicle	10.09%	0.16	0.20	Repayable in 40 equated monthly installments w.e.f. 03.07.2015
	TOTAL		701.69	568.28	
	Less: Current Maturities		300.28	121.60	
	Total Non-Current Portion		401.41	446.68	

Notes Forming Part of Financial Statements

NOTE 5 - OTHER LONG-TERM LIABILITIES

(₹ in crore)

	As at 30.06.2015	As at 30.06.2014
Security Deposits from Customers, Vendors and Others	281.35	194.83
Statutory Liabilities	570.97	458.05
	852.32	652.88

NOTE 6 - PROVISIONS

(₹ in crore)

	Long-Term		Short-Term	
	As at 30.06.2015	As at 30.06.2014	As at 30.06.2015	As at 30.06.2014
Provision for Employee Benefits				
Gratuity	–	–	0.10	0.02
Other Staff Benefit Schemes	0.94	0.93	3.13	2.82
Other Provisions				
Income Tax (Net of Advance Tax)	–	–	6.12	46.74
Wealth Tax	–	–	0.26	0.34
Mines Reclamation Expenses (Refer Note 36)	18.17	18.08	0.60	0.80
Interim Dividend	–	–	–	41.81
Tax on Interim Dividend	–	–	–	7.10
Proposed Dividend - Final	–	–	48.77	–
Tax on Final Dividend	–	–	9.93	–
	19.11	19.01	68.91	99.63

NOTE 7 - SHORT-TERM BORROWINGS

(₹ in crore)

	As at 30.06.2015	As at 30.06.2014
Secured		
Loans Repayable on Demand from Banks (Refer Note 7.1)	170.86	80.84
Suppliers Credit from Bank (Refer Note 7.1)	–	78.60
Bank and Book Overdraft (Refer Note 7.2)	44.09	32.16
Unsecured		
Buyers Credit from Banks	–	439.99
	214.95	631.59

7.1 Demand loans and suppliers credit from banks are secured by hypothecation of inventories of stock-in-trade, stores & spares, book-debts and all other current assets of the Company on First charge basis and on whole of movable fixed assets of the Company on second charge basis and also secured by joint equitable mortgage on all the immovable assets of the Company on second charge basis.

7.2 Bank Overdraft is secured against pledge of Fixed Deposits and payable on demand. (Refer Note 16)

Notes Forming Part of Financial Statements

NOTE 8 - TRADE PAYABLES AND OTHER CURRENT LIABILITIES

(₹ in crore)

	As at 30.06.2015	As at 30.06.2014
Trade Payables		
Micro, Small and Medium Enterprises (Refer Note 8.1)	4.57	2.85
Others	287.80	184.68
	292.37	187.53
Other Current Liabilities		
Current Maturities of Long-Term Borrowings (Refer Note 4)	300.28	121.60
Interest Accrued but not Due on Borrowings	11.15	11.68
Customers Advances	93.04	73.76
Withholding and Other Taxes Payable	74.62	58.26
Payable for Capital Goods	96.85	90.09
Security Deposits and Retention Money	6.82	5.29
Provident Fund and Superannuation Payable	6.99	6.82
Investor Education and Protection Fund shall be credited by the following amount:		
- Unpaid Dividend (There are no amounts due and outstanding to said fund as at 30.06.2015)	1.73	1.40
Other Statutory Liabilities	68.39	48.45
Other Payables (Refer Note 8.2)	212.51	163.17
	872.38	580.52
	1,164.75	768.05

8.1 Trade Payables are based on the information available with the Company regarding the status of the suppliers as defined under the "Micro, Small and Medium Enterprises Development Act, 2006" and there are no delays in payments to Micro, Small and Medium Enterprises as required to be disclosed under the said Act.

8.2 Other Payables include the liability related to Employees, Rebate and Discount to customers etc.

NOTE 9 - FIXED ASSETS

(₹ in crore)

Particulars	GROSS BLOCK					DEPRECIATION / AMORTISATION				NET BLOCK
	As at 30.06.2014	Additions During the Year	Pursuant to Acquisition During the year (Refer Note 39)	Deductions/ Adjustments During the Year	As at 30.06.2015	Up to 30.06.2014	Provisions During the Year	Deductions/ Adjustments During the Year	Up to 30.06.2015	As at 30.06.2015
Tangible Assets:										
Free Hold Land	567.13	41.36	6.49	98.63	516.35	3.08	0.64	-	3.72	512.63
Lease Hold Land	95.08	105.80	-	-	200.88	1.94	2.27	-	4.21	196.67
Buildings	226.24	111.52	42.99	1.94	378.81	90.64	29.66	-	120.30	258.51
Plant and Machinery	5,828.60	1,239.98 (a)	162.40	0.13	7,230.85	4,493.98	842.32	0.11	5,336.19	1,894.66
Railway Siding	34.73	4.73	-	-	39.46	17.58	5.06	-	22.64	16.82
Furniture and Fixtures	38.05	2.95	0.24	0.14	41.10	20.95	5.95	0.11	26.79	14.31
Office Equipments	54.27	9.18	0.34	0.95	62.84	37.98	12.49	0.79	49.68	13.16
Vehicles	36.49	5.19	0.10	3.09	38.69	20.67	5.94	2.35	24.26	14.43
Sub Total	6,880.59	1,520.71	212.56	104.88	8,508.98	4,686.82	904.33(b)	3.36	5,587.79	2,921.19
Intangible Assets:										
Goodwill	-	-	110.86	-	110.86	-	27.72	-	27.72	83.14
Computer Software	10.67	2.78	-	-	13.45	10.67	2.78	-	13.45	-
Mining Rights	16.33	-	-	-	16.33	16.33	-	-	16.33	-
Sub Total	27.00	2.78	110.86	-	140.64	27.00	30.50	-	57.50	83.14
Total (A)	6,907.59	1,523.49	323.42	104.88	8,649.62	4,713.82	934.83	3.36	5,645.29	3,004.33
Capital Work-in-Progress (B)										511.10
Grand Total (A+B)										3,515.43

Notes Forming Part of Financial Statements

NOTE 9 - FIXED ASSETS (contd...)

(₹ in crore)

Particulars	GROSS BLOCK				DEPRECIATION / AMORTISATION				NET BLOCK
	As at 30.06.2013	Additions During the Year	Deductions/ Adjustments During the Year	As at 30.06.2014	Up to 30.06.2013	Provisions During the Year	Deductions/ Adjustments During the Year	Up to 30.06.2014	As at 30.06.2014
Tangible Assets:									
Free Hold Land	465.05	102.08	–	567.13	2.61	0.47	–	3.08	564.05
Lease Hold Land	20.11	74.97	–	95.08	0.50	1.44	–	1.94	93.14
Buildings	209.20	17.04	–	226.24	77.51	13.13	–	90.64	135.60
Plant and Machinery	5,100.92	727.72 (a)	0.04	5,828.60	3,977.71	516.28	0.01	4,493.98	1,334.62
Railway Siding	12.82	21.91	–	34.73	11.77	5.81	–	17.58	17.15
Furniture and Fixtures	32.42	5.70	0.07	38.05	17.13	3.88	0.06	20.95	17.10
Office Equipments	44.84	9.67	0.24	54.27	30.34	7.84	0.20	37.98	16.29
Vehicles	33.34	7.55	4.40	36.49	19.19	4.71	3.23	20.67	15.82
Sub Total	5,918.70	966.64	4.75	6,880.59	4,136.76	553.56(b)	3.50	4,686.82	2,193.77
Intangible Assets:									
Computer Software	5.26	5.41	–	10.67	5.26	5.41	–	10.67	–
Mining Rights	16.33	–	–	16.33	16.33	–	–	16.33	–
Sub Total	21.59	5.41	–	27.00	21.59	5.41	–	27.00	–
Total (A)	5,940.29	972.05	4.75	6,907.59	4,158.35	558.97	3.50	4,713.82	2,193.77
Capital Work-in-Progress (B)									758.50
Grand Total (A+B)									2,952.27

(a) Includes ₹0.94 crore (Previous Year ₹8.81 crore) for capital expenditure on research and development.

(b) Depreciation for the year includes ₹10.05 crore (Previous Year ₹9.06 crore) on assets during construction period.

NOTE 10 - NON-CURRENT INVESTMENTS (valued at cost, unless stated otherwise)

(₹ in crore)

Particulars	Face Value (In ₹)	As at 30.06.2015		As at 30.06.2014	
		No.	Amount	No.	Amount
LONG TERM (OTHER THAN TRADE)					
QUOTED					
Bonds					
National Bank for Agriculture and Rural Development (Refer Note 10.3)					
Zero Coupon NABARD Bhavishya Nirman Bonds - 01AG17	20000	2,09,340.000	228.90	2,09,340.000	228.90
Zero Coupon NABARD Bhavishya Nirman Bonds - 01JN18	20000	86,640.000	91.43	86,640.000	91.43
Zero Coupon NABARD Bhavishya Nirman Bonds - 01FB18	20000	5,000.000	5.29	5,000.000	5.29
Zero Coupon NABARD Bhavishya Nirman Bonds - 01AP18	20000	180.000	0.22	180.000	0.22
Zero Coupon NABARD Bhavishya Nirman Bonds - 01MY18	20000	180.000	0.22	180.000	0.22
Zero Coupon NABARD Bhavishya Nirman Bonds - 01JU18	20000	460.000	0.55	460.000	0.55
Zero Coupon NABARD Bhavishya Nirman Bonds - 01NV18	20000	65.000	0.07	65.000	0.07
Zero Coupon NABARD Bhavishya Nirman Bonds - 01JN19	20000	3,14,660.000	307.45	3,14,660.000	307.45
Zero Coupon NABARD Bhavishya Nirman Bonds - 01FB19	20000	11,800.000	11.36	11,800.000	11.36
Zero Coupon NABARD Bhavishya Nirman Bonds - 01MR19	20000	16,160.000	15.26	16,160.000	15.26
Zero Coupon NABARD Bhavishya Nirman Bonds - 31MR19	20000	1,26,845.000	111.24	1,28,945.000	113.08
National Housing Bank (Refer Note 10.3)					
Zero Coupon NHB Bonds - 24DC18	10000	3,27,711.000	160.10	3,27,711.000	160.10
Zero Coupon NHB Bonds - 31MR19	10000	83,760.000	39.21	83,760.000	39.21
Indian Railway Finance Corporation					
8.50% Indian Railway Finance Corporation Bonds - 22JU20	1000000	–	–	650.000	64.79
8.63% Indian Railway Finance Corporation Bonds Tax Free - 26MR29	1000	5,00,000.000	50.00	5,00,000.000	50.00

Notes Forming Part of Financial Statements

NOTE 10 - NON-CURRENT INVESTMENTS (contd...)

(₹ in crore)

Particulars	Face Value (In ₹)	As at 30.06.2015		As at 30.06.2014	
		No.	Amount	No.	Amount
Power Finance Corporation					
8.70% Power Finance Corporation Bonds - 14MY20	1000000	880.000	87.98	880.000	87.98
Rural Electrification Corporation					
8.65% Rural Electrification Corporation Bonds - 15JN19	1000000	–	–	200.000	19.95
8.65% Rural Electrification Corporation Bonds - 22JN20	1000000	–	–	50.000	4.98
Power Grid Corporation					
8.64% Power Grid Corporation of India Bonds - 08JL21	1250000	120.000	14.95	120.000	14.95
National Highways Authority of India					
8.20% NHA Tax Free Bonds - 25JN22	1000	11,88,951.000	119.50	11,88,951.000	119.50
Housing and Urban Development Corporation Limited					
8.20%/8.35% HUDCO Tax Free Bonds - 05MR27	1000	1,00,000.000	9.65	1,00,000.000	9.65
Preference Shares					
Infrastructure Leasing and Financial Services Limited					
16.06% Redeemable Cumulative Preference Shares (Fully Paid-up), redeemable at premium in 7 years from the date of issue, i.e. 25th March, 2021	7500	28,000.000	35.00	28,000.000	35.00
15.99% Non Convertible Redeemable Cumulative Preference Shares (Fully Paid-up), redeemable at premium in 7 years from the date of issue, i.e. 16th May, 2021	7500	52,000.000	65.41	52,000.000	65.41
UNQUOTED					
Preference Shares					
L&T Finance Holding Limited					
8.75% Cumulative Compulsory Redeemable Preference Shares (Fully Paid-up), redeemable at par in 3 years from the date of issue, i.e. 25th March, 2016	100	–	–	61,55,000.000	62.50
8.75% Cumulative Compulsory Redeemable Preference Shares (Fully Paid-up), redeemable at par in 3 years from the date of issue, i.e. 31st March, 2016	100	–	–	11,41,136.000	11.41
Tata Capital Limited					
8.33% Non Convertible Cumulative Redeemable Non-Participating Preference Shares (Fully Paid-up), redeemable at par in 7 years from the date of issue, i.e. 18th August, 2021	1000	10,00,000.000	100.00	–	–
8.33% Cumulative Redeemable Preference Shares (Fully Paid-up), redeemable at par in 7 years from the date of issue, i.e. 21st April, 2022	1000	4,00,000.000	40.00	–	–
Investments in Subsidiary Companies					
Fully Paid Equity Shares					
Shree Global Pte. Ltd.	1 USD	20,000.000	0.12	10,000.000	0.05
Katni Industries Private Limited	10	–	–	10,000.000	0.01
TOTAL			1,493.91		1,519.32

Notes Forming Part of Financial Statements

10.1 AGGREGATE COST AND MARKET VALUE OF QUOTED INVESTMENTS

(₹ in crore)

	As at 30.06.2015		As at 30.06.2014	
	Aggregate Net Cost	Market Value	Aggregate Net Cost	Market Value
Quoted Investments:				
- In Bonds and Preference shares of Public Financial Institutions	1,353.79	1,910.60	1,445.35	1,836.20
Total	1,353.79	1,910.60	1,445.35	1,836.20
10.2 AGGREGATE COST OF UNQUOTED INVESTMENTS	140.12		73.97	

10.3 NABARD Bhavishya Nirman Bonds and NHB Zero Coupon Bonds are held as Capital Assets under Section 2(48) of the Income Tax Act, 1961.

NOTE 11 - DEFERRED TAX ASSETS (NET)

(₹ in crore)

	As at 30.06.2015	As at 30.06.2014
Deferred Tax Assets		
Arising on account of:		
Long-term and Short-term Capital Losses	14.24	19.09
Expenses allowed for tax purpose when paid	172.28	135.42
Depreciation and Amortisation	20.43	6.36
Others	0.15	0.18
Less: Deferred Tax Liabilities		
Arising on Account of:		
Others	11.91	18.19
	195.19	142.86

NOTE 12 - LOANS AND ADVANCES

(₹ in crore)

	Long-Term		Short-Term	
	As at 30.06.2015	As at 30.06.2014	As at 30.06.2015	As at 30.06.2014
(Unsecured, Considered Good)				
Capital Advances	319.57	342.43	–	–
Advances Recoverable in Cash or in Kind or for Value to be Received	106.25	20.27	215.74	116.45
Deposits with Government Departments and Others	32.49	17.05	12.30	13.17
Balance with Customs, Excise and Port Trust etc. on Current Accounts	–	–	114.07	96.92
Loans and Advances to Staff and Workers	1.88	2.62	3.82	3.84
Advance Tax (Net of Provisions)	–	2.28	–	–
MAT Credit Entitlement	–	–	95.87	70.48
Prepaid Expenses	–	–	4.61	3.71
	460.19	384.65	446.41	304.57

Notes Forming Part of Financial Statements

NOTE 13 - CURRENT INVESTMENTS

(₹ in crore)

Particulars	Face Value (In ₹)	As at 30.06.2015		As at 30.06.2014	
		No.	Amount	No.	Amount
CURRENT PORTION OF LONG TERM INVESTMENTS (OTHER THAN TRADE) (valued at cost, unless stated otherwise)					
QUOTED					
Bonds					
Indian Railway Finance Corporation					
8.50% Indian Railway Finance Corporation Bonds - 22JU20	1000000	650.000	64.79	–	–
Rural Electrification Corporation					
8.65% Rural Electrification Corporation Bonds - 15JN19	1000000	200.000	19.95	–	–
8.65% Rural Electrification Corporation Bonds - 22JN20	1000000	50.000	4.98	–	–
UNQUOTED					
Preference Shares					
L&T Finance Holding Limited					
8.75% Cumulative Compulsory Redeemable Preference Shares (Fully Paid-up), redeemable at par in 3 years from the date of issue, i.e. 25th March, 2016	100	61,55,000.000	62.50	–	–
8.75% Cumulative Compulsory Redeemable Preference Shares (Fully Paid-up), redeemable at par in 3 years from the date of issue, i.e. 31st March, 2016	100	11,41,136.000	11.41	–	–
OTHER CURRENT INVESTMENTS (OTHER THAN TRADE) (valued at lower of cost or fair market value)					
QUOTED					
In Units of Mutual Funds					
Birla SunLife Fixed Term Plan- Series HB (366 Days)-Growth Direct	10	–	–	2,00,00,000.00	20.00
Sundaram Fixed Term Plan DR 366 days Direct Plan growth	10	–	–	1,00,00,000.00	10.00
Reliance Fixed Horizon Fund XXV Series 24 Direct Growth	10	–	–	2,50,00,000.00	25.00
DSP Black Rock FMP - Series 146-12M-Direct Growth	10	–	–	2,50,00,000.00	25.00
Birla Sun Life Fixed Term plan Series KF (368 days)-Dr-Gr	10	–	–	2,50,00,000.00	25.00
ICICI Prudential Interval Fund Series VII Annual Interval Plan C Direct Plan	10	–	–	2,50,00,000.00	25.00
UNQUOTED					
In Units of Mutual Funds					
L&T Triple Ace Bond Fund-Bonus	10	13,43,508.169	2.50	13,43,508.169	2.50
Reliance Income Fund Growth Plan-Bonus Option	10	50,25,686.340	2.57	49,03,108.890	2.57
Reliance Arbitrage Advantage Fund Direct Plan Monthly Dividend Plan	10	–	–	98,38,839.804	10.00
Birla Sunlife Enhanced Arbitrage Fund	10	–	–	3,79,66,165.487	40.00
JM Arbitrage Advantage Fund (Direct)-Dividend	10	–	–	4,69,63,753.950	50.00
Reliance Arbitrage Advantage Fund Direct Plan Dividend Plan	10	–	–	4,02,60,838.943	50.00
IDFC Arbitrage Fund - Dividend Direct Plan	10	–	–	7,91,99,637.628	100.00
Kotak Equity Arbitrage Fund-Direct Dividend Plan	10	–	–	9,27,11,289.921	100.00
ICICI Prudential Plan Blended Plan A- Direct Plan-Dividend	10	–	–	8,91,41,888.591	120.00
ICICI Prudential Equity Arbitrage Fund - Direct Plan Dividend	10	–	–	8,67,47,616.807	120.00
TOTAL			168.70		725.07

Notes Forming Part of Financial Statements

13.1 AGGREGATE COST AND MARKET VALUE OF CURRENT INVESTMENTS

(₹ in crore)

	As at 30.06.2015		As at 30.06.2014	
	Aggregate Net Cost	Market Value	Aggregate Net Cost	Market Value
Quoted Investments:				
- In Bonds of Public Financial Institutions	89.72	90.22	–	–
- In Units of Mutual Funds	–	–	130.00	136.12
Total	89.72	90.22	130.00	136.12
13.2 AGGREGATE COST OF UNQUOTED INVESTMENTS	78.98		595.07	

NOTE 14 - INVENTORIES (Valued at Lower of Cost and Net Realisable Value)

(₹ in crore)

	As at 30.06.2015	As at 30.06.2014
Raw Materials [Includes in transit ₹2.39 crore (Previous year ₹0.34 crore)]	27.26	26.50
Fuel [Includes in transit ₹239.31 crore (Previous year ₹341.73 crore)]	334.87	370.17
Stores and Spares	359.84	297.69
Packing Materials	9.96	7.59
Work-in-Progress [Includes in transit ₹11.11 crore (Previous year ₹6.44 crore)]	97.28	49.16
Finished Goods [Includes in transit ₹28.71 crore (Previous year ₹24.49 crore)]	89.65	58.67
	918.86	809.78

NOTE 15 - TRADE RECEIVABLES

(₹ in crore)

	Non-Current		Current	
	As at 30.06.2015	As at 30.06.2014	As at 30.06.2015	As at 30.06.2014
Outstanding for a Period Exceeding Six Months from the Date they are Due for Payment				
Secured, Considered Good	–	–	0.22	0.17
Unsecured				
Considered Good	–	–	5.71	5.83
Considered Doubtful	0.42	0.54	–	–
	0.42	0.54	5.93	6.00
Less: Provision for Doubtful Receivables	0.42	0.54	–	–
	–	–	5.93	6.00
Others				
Secured, Considered Good	–	–	116.44	85.06
Unsecured				
Considered Good	–	–	354.02	205.53
Considered Doubtful	–	–	–	–
	–	–	470.46	290.59
Less: Provision for Doubtful Receivables	–	–	–	–
	–	–	470.46	290.59
	–	–	476.39	296.59

Notes Forming Part of Financial Statements

NOTE 16 - CASH AND BANK BALANCES

(₹ in crore)

	As at 30.06.2015	As at 30.06.2014
Cash and Cash Equivalents:		
Balances with Banks	30.59	40.09
Cash on Hand	0.39	1.02
	30.98	41.11
Other Bank Balances:		
Earmarked Balance with Banks for Unpaid Dividend	1.73	1.40
Margin Money (Pledged with Banks)	2.50	1.98
Fixed Deposits with Banks (Refer Note 16.1 to 16.3)		
Maturity more than three months and upto twelve months	63.29	114.78
Maturity more than twelve months	209.00	–
	276.52	118.16
	307.50	159.27

16.1 Deposits of ₹19.00 crore (Previous year ₹17.02 crore) are pledged with banks against overdraft facilities.

16.2 ₹53.19 crore (Previous year ₹49.75 crore), given as security to Government department and others.

16.3 ₹30.00 crore are earmarked against debentures due for redemption in next 12 months as per provisions of Companies Act, 2013.

NOTE 17 - OTHER CURRENT ASSETS

(₹ in crore)

	As at 30.06.2015	As at 30.06.2014
Interest Accrued		
On Deposits	2.40	5.34
On Tax Free and Other Bonds	12.87	12.87
Unamortised Premium on Forward Contracts	–	16.12
	15.27	34.33

NOTE 18 - REVENUE FROM OPERATIONS (GROSS)

(₹ in crore)

	For the year ended 30.06.2015	For the year ended 30.06.2014
Sale of Products		
Cement	6,338.60	5,842.17
Clinker	118.27	47.85
Power	699.63	639.68
	7,156.50	6,529.70
Revenue from Power Trading		
Revenue from Traded Power	177.23	113.91
Less: Purchase of Traded Power	170.58	110.73
	6.65	3.18
Other Operating Revenue	13.69	11.43
	7,176.84	6,544.31

Notes Forming Part of Financial Statements

NOTE 19 - OTHER INCOME

(₹ in crore)

	For the year ended 30.06.2015	For the year ended 30.06.2014
Interest Income		
On Fixed Deposits	14.65	18.93
On Tax Free and Other Bonds	31.52	28.84
On Income Tax Refund	7.26	29.93
Others	1.81	2.03
Dividend from Investments (Other than Trade)		
Long term	20.36	6.63
Current	4.06	19.41
Profit on Sale of Investments (Other than Trade)		
Long term (Net)	1.14	64.50
Current (Net)	29.46	(14.32)
Provision No Longer Required	7.85	10.80
Profit on Sale of Fixed Assets (Net)	0.40	0.50
Balances Written Back (Net)	2.60	0.86
Foreign Exchange Rate Differences (Net)	–	15.99
Other Non Operating Income	16.74	0.86
	137.85	184.96

NOTE 20 - COST OF MATERIALS CONSUMED

(₹ in crore)

	For the year ended 30.06.2015	For the year ended 30.06.2014
Raw Materials Consumed		
Gypsum	130.32	102.73
Fly Ash	217.65	215.39
Clinker	52.51	–
Red Ochre and Slag	31.47	16.02
Sulphuric Acid	43.58	28.39
Others	104.00	101.33
	579.53	463.86

NOTE 21 - CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS

(₹ in crore)

	For the year ended 30.06.2015	For the year ended 30.06.2014	(Increase) / Decrease
Closing Stock			
Work-in-Progress	97.28	49.16	(48.12)
Finished Goods	89.65	58.67	(30.98)
	186.93	107.83	(79.10)
Opening Stock			
Work-in-Progress	49.16	55.58	6.42
Finished Goods	58.67	35.88	(22.79)
	107.83	91.46	(16.37)
(Increase) / Decrease	(79.10)	(16.37)	

NOTE 22 - EMPLOYEE BENEFITS EXPENSE

(₹ in crore)

	For the year ended 30.06.2015	For the year ended 30.06.2014
Salaries, Wages, Bonus and Allowances	394.98	336.60
Contribution to Provident and other Funds	49.62	48.49
Employees Welfare Expenses	10.43	10.21
	455.03	395.30

Notes Forming Part of Financial Statements

NOTE 23 - FREIGHT AND FORWARDING EXPENSES

(₹ in crore)

	For the year ended 30.06.2015	For the year ended 30.06.2014
On Finished Products	958.61	854.50
On Inter Unit Clinker Transfer	436.85	336.04
	1,395.46	1,190.54

NOTE 24 - FINANCE COSTS

(₹ in crore)

	For the year ended 30.06.2015	For the year ended 30.06.2014
Interest Expenses	103.57	110.32
Other Borrowing Costs	17.48	27.00
Applicable Net Gain/Loss On Foreign Currency Transactions and Translation	3.06	0.49
	124.11	137.81
Less: Interest and Other Borrowing Costs Capitalised	3.48	8.62
	120.63	129.19

NOTE 25 - OTHER EXPENSES

(₹ in crore)

	For the year ended 30.06.2015	For the year ended 30.06.2014
Stores and Spares Consumed	236.36	258.13
Packing Materials Consumed	245.66	231.76
Royalty and Cess	160.19	132.77
Mines Reclamation Expenses	0.43	0.62
Excise Duty on Captive Consumption of Clinker	25.17	22.80
Repairs to Plant and Machinery	111.05	98.89
Repairs to Buildings	14.11	15.12
Rent	12.38	9.39
Insurance	2.29	2.31
Rates and Taxes	7.91	11.81
Travelling	27.07	23.15
Commission to Non-executive Directors	1.40	1.24
Directors' Sitting Fees and Expenses	0.44	0.26
Advertisement and Publicity	42.86	56.85
Discount, Sales Promotion and Other Selling Expenses	194.18	172.78
Excise duty variance on Closing/Opening Stock (Refer note 29)	5.20	2.54
Foreign Exchange Rate Differences (Net)	15.90	–
Corporate Social Responsibility Expenses	18.49	–
Assets Written Off	1.94	–
Bad Debts Written Off	0.24	0.02
Provision / (Reversal of Provision) for Doubtful Receivables (Net)	(0.12)	0.12
Miscellaneous (Refer Note 25.1)	82.60	71.94
	1,205.75	1,112.50

25.1 Miscellaneous Expenses include the payments made to Auditors:

(₹ in crore)

	For the year ended 30.06.2015	For the year ended 30.06.2014
Statutory Auditors		
Audit Fees	0.25	0.25
Tax Audit Fees	0.05	0.05
Certification / Other Services	0.09	0.09
Reimbursement of Expenses	0.09	0.07
Cost Auditors		
Audit Fees	0.02	0.02
Certification / Other Services	0.01	0.01
Reimbursement of Expenses [₹14933 (Previous year ₹15325)]		

Notes Forming Part of Financial Statements

26 CONTINGENT LIABILITIES (CLAIMS/DEMANDS NOT ACKNOWLEDGED AS DEBT):

- Custom duty ₹56.56 crore (Previous year ₹56.56 crore).
 - The Competition Commission of India (CCI) has, vide its order dated 30th July, 2012, imposed penalty of ₹397.51 crore on the Company, which has been challenged before the Competition Appellate Tribunal (COMPAT). COMPAT has granted stay on CCI Order on the condition that the Company deposits 10% of the penalty amounting to ₹39.75 Crore. The same stands deposited in the form of bank fixed deposit with lien in favour of COMPAT. The fixed deposit has been renewed periodically on maturity along with interest of ₹3.44 crore.
- 27 Estimated amount of contracts remaining to be executed on capital account (net of advances) ₹249.60 crore (Previous Year ₹528.26 crore).
- 28 Capital Work-in-Progress includes pre-operative expenses of ₹36.87 crore (Previous Year ₹69.08 crore) which includes depreciation of ₹2.46 crore (Previous Year ₹8.93 crore) on assets during construction period.
- 29 Excise duty on sales amounting to ₹723.27 crore (Previous year ₹657.00 crore) has been reduced from sales in the Statement of Profit and Loss and excise duty on increase / decrease in stock amounting to ₹5.20 crore (Previous year ₹2.54 crore) has been considered as other expenses.

30 EXPENDITURE ON RESEARCH AND DEVELOPMENT:

(₹ in crore)

Particulars	2014-15	2013-14
Capital	0.94	8.81
Revenue	13.34	12.55
Total	14.28	21.36

31 a) Unhedged Foreign Currency Exposure:

Sl. No	Purpose	Currency	As at 30.06.2015		As at 30.06.2014	
			Foreign Currency in crore	₹ in crore	Foreign Currency in crore	₹ in crore
1	Outstanding Creditors for Spares, Capital Goods and Fuel	USD	2.15	137.07	1.13	67.96
2	Outstanding Creditors for Spares and Capital Goods	JPY	0.06	0.03	–	–
3	Outstanding Creditors for Spares and Capital Goods [20600 GBP (Previous Year 13500 GBP)]	GBP	–	0.21	–	0.14
4	Outstanding Creditors for Spares and Capital Goods	EURO	0.04	3.03	–	–
5	Buyers Credit	USD	–	–	1.01	60.69
6	Interest Payable	USD	–	–	0.01	0.52
7	Interest Payable Nil [Previous Year 186.50 CHF (₹12538)]	CHF	–	–	–	–
8	Interest Payable Nil (Previous year 9080 Euro)	EURO	–	–	–	0.07

b) The details of Derivatives outstanding at the year end are as follows:

Sl. No	Nature of Contract	Currency	Buy Amount				Purpose
			As at 30.06.2015		As at 30.06.2014		
			Foreign Currency in crore	₹ in crore	Foreign Currency in crore	₹ in crore	
1	Forward Contracts	USD	–	–	4.69	281.90	Hedging of Buyers Credit
2	Forward Contracts	EURO	–	–	0.76	62.68	Hedging of Buyers Credit
3	Forward Contracts	CHF	–	–	0.04	2.51	Hedging of Buyers Credit
4	Forward Contracts	USD	–	–	1.22	73.09	Hedging of Suppliers Credit
5	Forward Contracts	USD	–	–	1.03	61.67	Hedging of Imports
6	Forward Contracts	EURO	–	–	0.50	41.32	Hedging of Imports
7	Currency and Interest rate Swaps	USD	6.50	414.44	5.08	305.12	Hedging of Loans

Notes Forming Part of Financial Statements

32 EMPLOYEE BENEFITS:

(i) Contribution to defined contribution plans recognised as expenses are as under:

(₹ in crore)

Particulars	2014-15	2013-14
Superannuation	6.50	6.19
Provident fund	26.42	21.03
National Pension Scheme	0.32	0.39
Total	33.24	27.61

(ii) Defined Benefit Plans:

(A) **Gratuity** - The Company has defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The scheme is funded with Life Insurance Corporation of India.

Disclosure for defined benefit plans based on actuarial reports:

(₹ in crore)

Sl. No	Particulars	Gratuity (Funded Plan)	
		As at 30.06.2015	As at 30.06.2014
I	Change in Obligation		
1	Present Value of defined benefit obligation at the beginning of the year	122.42	97.87
2	Current service cost	14.92	10.85
3	Interest cost	9.79	7.83
4	Actuarial (gain)/loss on obligation	5.41	11.26
5	Liabilities transferred pursuant to an acquisition of Business Unit	0.41	–
6	Benefits paid	(5.03)	(5.39)
7	Present value of defined benefit obligation at the end of the year	147.92	122.42
II	Change in the Fair Value of Plan Assets		
1	Fair Value of plan assets at the beginning of the year	122.40	97.65
2	Expected return on plan assets	11.43	9.25
3	Contributions by employer	18.61	20.89
4	Actuarial (gain)/loss on plan assets	–	–
5	Assets acquired pursuant to an acquisition of Business Unit	0.41	–
6	Benefits paid	(5.03)	(5.39)
7	Fair value of plan assets at the end of the year	147.82	122.40
III	Expenses recognised in the Statement of Profit and Loss		
1	Current service cost	14.92	10.85
2	Interest cost	9.79	7.83
3	Expected return on plan assets	(11.43)	(9.25)
4	Net actuarial (gain)/loss recognised in the current year	5.41	11.26
5	Expenses recognised in the Statement of Profit and Loss	18.69	20.69
IV	Amount recognised in the Balance Sheet as at the end of the year		
1	Present value of defined benefit obligation	147.92	122.42
2	Fair Value of plan assets at the end of the year	147.82	122.40
3	Funded status [Surplus/(Deficit)]	(0.10)	(0.02)
4	Net asset/(liability) as at the end of the year	(0.10)	(0.02)
V	The major categories of plan assets as a percentage of total plan		
1	Qualifying Insurance Policy	100%	100%

Notes Forming Part of Financial Statements

32 EMPLOYEE BENEFITS: (contd...)

Disclosure for defined benefit plans based on actuarial reports:

(₹ in crore)

S.No	Particulars	Gratuity (Funded Plan)	
		As at 30.06.2015	As at 30.06.2014
VI	Actuarial Assumptions		
1	Discount rate	8.00% p.a.	8.00% p.a.
2	Mortality rate	IALM (2006-08 Ultimate)	LIC (1994-96 Ultimate)
3	Withdrawal rate	1-3% depending on age	1-3% depending on age
4	Actual return on plan assets	11.43	9.25

a) The estimates of future salary increases have been considered in actuarial valuation after taking into consideration the impact of inflation, seniority, promotion and other relevant factors such as supply and demand situation in the employment market.

b) Basis used to determine expected rate of return on assets:

The expected return on plan assets is based on market expectation, at the beginning of the period, which is used for calculating returns over the entire life of the related obligation. The Gratuity Scheme is invested in group Gratuity-Cum-Life assurance cash accumulation policy offered by Life Insurance Corporation of India.

c) Amount for the current and previous four years are as follows:

(₹ in crore)

Gratuity-Funded plan	As at				
	30.06.2015	30.06.2014	30.06.2013	30.06.2012	31.03.2011
Defined benefit obligation	147.92	122.42	97.87	72.13	53.02
Plan assets	147.82	122.40	97.65	71.92	52.23
Surplus/ (deficit)	(0.10)	(0.02)	(0.22)	(0.21)	(0.79)
Experience Adjustment Gain / (Loss) for Plan Liabilities	(2.45)	(3.33)	(2.59)	(6.41)	(2.29)
Experience Adjustment Gain / (Loss) for Plan Assets	0.12	(0.49)	0.04	—	0.02

d) The Company expects to contribute ₹15 Crore (Previous Year ₹15 Crore) to gratuity fund in next year.

(B) Provident fund managed by a trust set up by the Company:

In terms of the guidance note issued by the Institute of Actuaries of India for measurement of provident fund liabilities, the actuary has provided a valuation of provident fund liability and based on the assumption provided below, there is no short fall as at 30.6.2015.

The details of the plan assets and obligations position are as follows:

(₹ in crore)

Particulars	2014-15	2013-14
Plan assets at year end, at fair value	41.28	35.22
Present value of defined obligation at year end	41.28	35.22
Liability recognised in the Balance Sheet	—	—

The assumptions used in determining the present value of obligation of the interest rate guarantee under deterministic approach are:

Particulars	2014-15	2013-14
Discounting Rate	8.00%	8.75%
Expected Guaranteed Interest Rate	8.75%	8.75%
Expected Rate of Return on Assets	8.75%	8.75%

(iii) Amount recognised as an expense in respect of leave encashment and compensated absences are ₹11.47 crore (Previous Year ₹9.98 crore).

Notes Forming Part of Financial Statements

33 SEGMENT REPORTING:

A. The Company has two primary business segments, namely Cement and Power.

Revenue, Results and other information:

(₹ in crore)

Particulars	2014-15				2013-14			
	Cement	Power	Inter-Segment Eliminations	Total	Cement	Power	Inter-Segment Eliminations	Total
Revenue								
External Sales	5747.24	706.33	–	6453.57	5244.39	642.92	–	5887.31
Inter Segment Revenue	–	680.23	(680.23)	–	–	600.78	(600.78)	–
Total Revenue	5747.24	1386.56	(680.23)	6453.57	5244.39	1243.70	(600.78)	5887.31
Results								
Segment Results (Profit before Finance Costs, Exceptional items and Tax)	(36.75)	483.41	–	446.66	521.31	347.59	–	868.90
Add: Un-allocated Income	–	–	–	110.26	–	–	–	155.95
Less: Finance Costs	–	–	–	120.63	–	–	–	129.19
Profit before exceptional items and Tax	–	–	–	436.29	–	–	–	895.66
Less: Exceptional Items	–	–	–	35.46	–	–	–	80.51
Profit before Tax	–	–	–	400.83	–	–	–	815.15
Less: Tax (Credit)/ Expenses	–	–	–	(25.50)	–	–	–	27.91
Profit after Tax	–	–	–	426.33	–	–	–	787.24
Segment Assets	4959.52	716.75	–	5676.27	4034.78	640.32	–	4675.10
Un-allocated Assets	–	–	–	2321.58	–	–	–	2653.61
Total Assets	–	–	–	7997.85	–	–	–	7328.71
Segment Liabilities	1243.47	186.00	–	1429.47	962.62	138.69	–	1101.31
Un-allocated Liabilities and Provisions	–	–	–	87.17	–	–	–	116.54
Total Liabilities	–	–	–	1516.64	–	–	–	1217.85
Depreciation and Amortisation	838.48	86.30	–	924.78	472.36	77.55	–	549.91
Capital expenditure	1345.43	155.45	–	1500.88	1465.78	131.44	–	1597.22
Significant Non Cash Expenses other than Depreciation and Amortisation	–	–	–	–	–	–	–	–

B. Geographical Segment is identified as the secondary segment and details are given below:

(₹ in crore)

Particulars	2014-15	2013-14
Segment Revenue from Operations (Net)		
Within India	6411.73	5870.76
Outside India	41.84	16.55
Total	6453.57	5887.31

All the assets of the Company are within India.

34 RELATED PARTY DISCLOSURE (AS PER AS-18 "RELATED PARTY DISCLOSURES" SPECIFIED UNDER SECTION 133 OF THE COMPANIES ACT, 2013):

Relationships:

(a) Parties where control exists:

- (i) Shree Global Pte. Ltd. Subsidiary Company
- (ii) Katni Industries Private Ltd. Subsidiary Company (up to 15.03.15)

(b) Enterprises over which Key Management Personnel (KMP) are able to exercise significant influence with whom there were transactions during the year:

- (i) The Kamla Company Limited
- (ii) Shree Capital Services Ltd.
- (iii) Aqua Infra Project Limited
- (iv) Asish Creations Pvt. Ltd.
- (v) Alfa Buildhome Pvt. Ltd.
- (vi) Rajasthan Forum
- (vii) The Bengal
- (viii) Sant Parmanand Hospital

Notes Forming Part of Financial Statements

34 RELATED PARTY DISCLOSURE (contd...)

(c) Key Management Personnel:

(i) Shri H. M. Bangur	Managing Director
(ii) Shri Prashant Bangur	Whole Time Director
(iii) Shri Mahendra Singhi	Executive Director (upto 6.12.2013)

(d) Relatives to Key Management Personnel:

(i) Shri B. G. Bangur	Father of Shri H. M. Bangur
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Disclosure of Related Party Transactions:-

(a) Parties where control exists:-

	(₹ in crore)	
Particulars	2014-15	2013-14
Equity contribution		
- Shree Global Pte. Ltd.	0.07	–

(b) Enterprises over which KMPs are able to exercise significant influence:-

	(₹ in crore)	
Particulars	2014-15	2013-14
Usage charges of common facilities		
- The Kamla Company Limited	0.57	0.55
- Aqua Infra Project Limited	0.11	0.11
Payment for office rent		
- Alfa Buildhome Pvt. Ltd.	1.95	1.81
- Shree Capital Services Ltd.	0.24	0.13
Purchases of Stores and spares		
- Aqua Infra Project Limited	0.11	–
Sale of Goods		
- Alfa Buildhome Pvt. Ltd. (Current Year Nil (Previous Year ₹8250))	–	–
- Sant Parmanand Hospital	0.13	–
Receiving of Services		
- Asish Creations Pvt. Ltd.	0.01	1.17
Contribution towards Social Activities		
- Rajasthan Forum	0.33	0.26
- The Bengal	0.32	0.10
- Sant Parmanand Hospital	0.04	–
Security deposit balance at the year end		
- Alfa Buildhome Pvt. Ltd.	0.45	0.45

(c) Key Management Personnel:-

	(₹ in crore)	
Particulars	2014-15	2013-14
Remuneration:-		
- Shri H. M. Bangur	26.25	22.59
- Shri Prashant Bangur	9.51	7.46
- Shri Mahendra Singhi (Upto 6.12.2013)	–	7.16
Total	35.76	37.21

(d) Relatives to Key Management Personnel:-

	(₹ in crore)	
Particulars	2014-15	2013-14
Director commission, Sitting Fee and reimbursement of expenses		
- Shri B. G. Bangur	0.22	0.17

Notes Forming Part of Financial Statements

35 EARNINGS PER SHARE (EPS):

A. Basic and Diluted EPS:

Particulars		2014-15	2013-14
Profit attributable to Equity shareholders	₹ in crore	426.33	787.24
Equity share capital	₹ in crore	34.84	34.84
Weighted average number of Equity shares outstanding (Face value of ₹10/- per share)	Nos.	3,48,37,225	3,48,37,225
Earnings Per Share – Basic and Diluted	₹	122.38	225.98

B. Cash EPS: (Profit for the year + Depreciation + Deferred Tax) / Weighted average number of Equity shares outstanding

36 MOVEMENT OF PROVISION FOR MINES RECLAMATION EXPENSES:

(₹ in crore)

Particulars	2014-15	2013-14
Opening Provision	18.88	18.70
Add: Provision during the year	0.43	0.62
Less: Utilisation during the year	0.54	0.44
Closing Provision	18.77	18.88

37 OPERATING LEASE:

The Company has taken various residential premises, office premises and warehouses under operating lease agreements. These are cancellable and are renewable by mutual consent on mutually agreed terms.

38 OTHER NOTES:

(A) Value of imports during the year calculated on CIF basis:

(₹ in crore)

Sl. No	Particulars	2014-15	2013-14
(i)	Raw Materials	12.06	2.44
(ii)	Fuel	1570.90	1055.80
(iii)	Stores, Spare Parts and Components	14.18	18.04
(iv)	Capital Goods	127.79	231.27

(B) Expenditure incurred in foreign currencies:

(₹ in crore)

Sl. No	Particulars	2014-15	2013-14
(i)	Foreign Travel	0.33	1.17
(ii)	Consultancy charges (#)	4.78	1.99
(iii)	Interest	1.73	2.78
(iv)	Others	0.72	0.75

(#) For Capital Projects, ₹2.91 crore (Previous Year ₹0.89 crore)

(C) Value of imported and indigenous raw materials, stores, spare parts and components consumed and their percentage to total consumption:

(a) Raw Materials:

Sl. No	Particulars	2014-15		2013-14	
		Value (₹ in crore)	%	Value (₹ in crore)	%
(i)	Imported	54.92	9.48	31.81	6.86
(ii)	Indigenous	524.61	90.52	432.05	93.14

(b) Stores, Spare Parts and Components:

Sl. No	Particulars	2014-15		2013-14	
		Value (₹ in crore)	%	Value (₹ in crore)	%
(i)	Imported	16.23	6.87	20.32	7.87
(ii)	Indigenous	220.13	93.13	237.81	92.13

Notes Forming Part of Financial Statements

38 OTHER NOTES: (contd...)

(D) Net dividend remitted to non-resident shareholders in foreign currency:

(a) Final Dividend

Sl. No	Particulars	2014-15	2013-14
(i)	No. of non-resident share holders	–	1
(ii)	No. of shares held	–	3600000
(iii)	Year to which dividend relates	–	2012-13
(iv)	Amount remitted (₹ in crore)	–	4.32

(b) Interim Dividend

Sl. No	Particulars	2014-15	2013-14
(i)	No. of non-resident share holders	1	1
(ii)	No. of shares held	3600000	3600000
(iii)	Year to which dividend relates	2013-14 & 2014-15	2013-14
(iv)	Amount remitted (₹ in crore)	7.92	3.60

39 During the year, the Company has acquired 1.50 MTPA cement grinding unit of Jaiprakash Associates Limited situated at Panipat in the State of Haryana on going concern basis with effect from 27th April, 2015 for an aggregate consideration of ₹358.22 crore which, based on expert valuer's report, has been apportioned as under-

Particulars	₹ in crore
Tangible Assets	212.56
Capital Work-in-Progress	9.38
Assets constructed at others' premises	23.70
Net Current Assets	1.72
Goodwill (Excess of Purchase Consideration over Net Assets Acquired)	110.86

40 Previous year figures have been regrouped and rearranged wherever necessary.

41 Figures less than 50,000 have been shown at actual, wherever statutorily required to be disclosed, as the figures have been rounded off to the nearest lac.

Signature to Note 1 to 41

As per our report of even date
For **B. R. Maheswari & Co.**
Chartered Accountants
Firm's Registration No. 001035N

Sudhir Maheshwari
Partner
Membership No. 081075

Place : Kolkata
Date : 5th August, 2015

For and on behalf of the Board

B. G. Bangur
Chairman

S. S. Khandelwal
Company Secretary

Subhash Jajoo
Chief Finance Officer

H. M. Bangur
Managing Director

O. P. Setia
*Independent Director &
Chairman of Audit Committee*

Prashant Bangur
Whole Time Director

Independent Auditor's Report

To the Members of
SHREE CEMENT LIMITED

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Shree Cement Limited ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries constitute "the Group"), which comprise the Consolidated Balance Sheet as at 30th June, 2015, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information ("the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 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 Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the Holding Company has an adequate internal financial controls system over financial reporting in place and the operating

effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 30th June, 2015 and its consolidated profit and its consolidated cash flows for the year ended on that date.

Other Matters

We did not audit the financial statements / financial information of one subsidiary, whose financial statements / financial information reflect total assets of ₹0.06 crore as at 30th June, 2015, total revenues of ₹ Nil and net cash flows amounting to ₹0.03 crore for the year ended on that date, as considered in the consolidated financial statements. These financial statements / financial information are unaudited and 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 this subsidiary and our report in terms of sub-sections (3) and (11) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries, is based solely on such unaudited financial statements / financial information. In our opinion and according to the information and explanations given to us by the Management, these financial statements / financial information are not material to the Group.

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 financial statements / financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, to the extent applicable, 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 purpose 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 statement have been kept so far as it appears from our examination of those books.
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of

Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors of the Holding Company as on 30th June, 2015 and taken on record by the Board of Directors of the Holding Company, none of the directors of the Group companies is disqualified as on 30th June, 2015, from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The consolidated financial statement disclose the impact of pending litigations on the consolidated financial position of the Group – Refer Note 26 to the consolidated financial statements;
- ii. The Group did not have any long term contracts including any derivative contracts for which there were any material foreseeable losses.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company.

For **B. R. Maheswari & Co.**
Chartered Accountants
Firm's Registration No. 001035N

Sudhir Maheshwari
Partner

Place: Kolkata
Date: 5th August, 2015

Membership No. 081075

Annexure to the Independent Auditor's Report

(Referred to in Paragraph 1 under the heading "Report on other legal and regulatory requirements" of our report of even date)

- 1) In respect of its fixed assets:
 - (a) The Holding Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - (b) As explained to us, fixed assets have been physically verified by the management of the Holding Company in a phased periodical manner which in our opinion is reasonable having regard to the size of the Holding Company and nature of its assets. No material discrepancies were noticed on such verification.
- 2) In respect of its inventories:
 - (a) The inventories have been physically verified by the management of the Holding Company. In our opinion, the frequency of verification is reasonable.
 - (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventory followed by the management of the Holding Company are reasonable and adequate in relation to the size of the Holding Company and nature of its business.
 - (c) The Holding Company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material and such discrepancies have been properly dealt with in the books of accounts.
- 3) According to the information and explanations given to us, the Holding Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under Section 189 of the Act.
- 4) In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate

with the size of the Holding Company and the nature of its business with regard to purchases of inventory and fixed assets and with regard to the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal controls system.

- 5) According to the information and explanations given to us, the Holding Company has not accepted any deposit from the public during the year in terms of the provisions of Section 73 to 76 of the Act or any other relevant provisions of the Companies Act, 2013 and the rules made thereunder.
- 6) We have broadly reviewed the accounts and records maintained by the Holding Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 read with Companies (Cost Records and Audit) Amendment Rules, 2014 prescribed by the Central Government under Section 148 of the Act, and are of the opinion that prima facie, the prescribed Cost records have been made and maintained. We have, however, not made a detailed examination of the records with a view to determine whether they are accurate or complete.
- 7) (a) According to the information and explanations given to us, the Holding Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Wealth Tax, Sales Tax, Value Added Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it.
According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 30th June, 2015 for a period of more than six months from the date they become payable.
- (b) According to the information and explanations given to us, the details of disputed amount of Income Tax, Value Added Tax,

Sales Tax, Excise Duty, Custom Duty, Entry Tax, Service Tax and Cess not deposited by the Holding Company are as follows:

Name of the statute	Nature of the dues	Amount under dispute not yet deposited (₹ in Crore)	Period to which the amount relates	Forum where dispute is pending
(A) Entry Tax				
Rajasthan Tax on Entry of Goods into Local Area Act, 1999	Entry Tax including interest on goods purchased from outside Rajasthan	46.29	2005-06 to 2014-15	Apex Court
		40.63	2005-06 to 2014-15	Deputy Commissioner (Appeals), Ajmer & Apex Court
UP Tax on Entry of Goods Act, 2000	Entry Tax including interest on stock transfer from Rajasthan to Uttar Pradesh	8.91	2003-04 to 2009-10	Apex Court
Punjab Tax on Entry of Goods into Local Area Act, 2000	4% input tax credit reversal on Punjab entry tax paid	0.07	2010-11	Haryana & Punjab Tax Tribunal, Patiala
		0.07	2011-12	Deputy Commissioner (Appeals), Patiala
Total (A)		95.97		
(B) Excise and Service Tax				
Central Excise Act, 1944	Cenvat credit on Inputs and capital goods	1.06	1994-95 to 2011-12	Commissioner (Appeals) of Central Excise
	Cenvat credit on Inputs and capital goods	0.09	2010-11	Commissioner (Appeals) of Central Excise
	Cenvat credit on Inputs and capital goods	10.41	1997-98 & 2007-08 to 2008-09 & 2012-13 to 2013-14	Customs Excise & Service Tax Appellate Tribunal (CESTAT)
Finance Act, 1994	Credit of Service Tax	0.06	2008-09 to 2010-11	Commissioner (Appeals) of Central Excise
	Credit of Service Tax	0.01	2007-08 to 2008-09	Customs Excise & Service Tax Appellate Tribunal (CESTAT)
Total (B)		11.63		
(C) Customs Duty				
Customs Act, 1962	Custom Duty Valuation	4.91	2012-13	Customs Excise & Service Tax Appellate Tribunal (CESTAT)
	Custom Duty Valuation including interest	0.95	2008-09 to 2009-10	Commissioner (Appeals), Custom
Total (C)		5.86		
(D) Sales Tax				
Central Sales Tax Act, 1956	Partial Exemption Claim including interest	2.24	1998-99 to 2000-01	Rajasthan High Court, Jodhpur
Total (D)		2.24		
(E) Others				
The Rajasthan Finance Act, 2008	Environment & Health Cess	65.46	2007-08 to 2014-15	Rajasthan High Court, Jodhpur
Total (E)		65.46		
Grand Total (A+B+C+D+E)		181.16		

(c) The amounts required to be transferred to the investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder has been transferred to such fund within prescribed time.

- 8) The Holding Company has no accumulated losses at the end of the financial year. The Holding Company has not incurred cash losses in the financial year covered by our audit and in the immediately preceding financial year.
- 9) Based on the information and explanations given to us, we are of the opinion that the Holding Company has not defaulted in repayment of dues to the financial institutions, banks or debenture holders.
- 10) As informed to us, the Holding Company has not given any guarantees for loans taken by others from bank or financial institutions.
- 11) In our opinion, the term loans have been applied for the purpose for which they were obtained.

- 12) In our opinion and according to the information and explanations given to us, no fraud on or by the Holding Company has been noticed or reported during the year.

For B. R. Maheswari & Co.
Chartered Accountants
Firm's Registration No.: 001035N

Sudhir Maheshwari
Partner
Membership No.: 081075

Place: Kolkata
Date: 5th August, 2015

Consolidated Balance Sheet as at 30th June, 2015

(₹ in crore)

	Note	As at 30.06.2015	As at 30.06.2014
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	34.84	34.84
Reserves and Surplus	3	5,241.47	4,675.97
		5,276.31	4,710.81
Non-Current Liabilities			
Long-Term Borrowings	4	401.41	446.68
Other Long-Term Liabilities	5	852.32	652.88
Long-Term Provisions	6	19.11	19.01
		1,272.84	1,118.57
Current Liabilities			
Short-Term Borrowings	7	214.95	631.59
Trade Payables	8	292.40	187.57
Other Current Liabilities	8	872.38	580.52
Short-Term Provisions	6	68.91	99.63
		1,448.64	1,499.31
Total		7,997.79	7,328.69
ASSETS			
Non-Current Assets			
Fixed Assets	9		
Tangible Assets		2,921.19	2,193.77
Intangible Assets		83.14	–
Capital Work-in-Progress		511.10	758.50
Non-Current Investments	10	1,493.79	1,519.26
Deferred Tax Assets (Net)	11	195.19	142.86
Long-Term Loans and Advances	12	460.19	384.65
		5,664.60	4,999.04
Current Assets			
Current Investments	13	168.70	725.07
Inventories	14	918.86	809.78
Trade Receivables	15	476.39	296.59
Cash and Bank Balances	16	307.54	159.29
Short-Term Loans and Advances	12	446.43	304.59
Other Current Assets	17	15.27	34.33
		2,333.19	2,329.65
Total		7,997.79	7,328.69
Significant Accounting Policies	1		

Accompanying notes are an integral part of the Consolidated Financial Statements.

As per our report of even date

For **B. R. Maheswari & Co.**

Chartered Accountants

Firm's Registration No. 001035N

Sudhir Maheshwari

Partner

Membership No. 081075

Place : Kolkata

Date : 5th August, 2015

For and on behalf of the Board

B. G. Bangur

Chairman

S. S. Khandelwal

Company Secretary

Subhash Jajoo

Chief Finance Officer

H. M. Bangur

Managing Director

O. P. Setia

Independent Director &

Chairman of Audit Committee

Prashant Bangur

Whole Time Director

Consolidated Statement of Profit and Loss for the year ended 30th June, 2015

(₹ in crore)

	Note	For the year ended 30.06.2015	For the year ended 30.06.2014
REVENUE			
Revenue from Operations (Gross)	18	7,176.84	6,544.31
Less: Excise Duty		723.27	657.00
Revenue from Operations (Net)		6,453.57	5,887.31
Other Income	19	137.85	184.96
		6,591.42	6,072.27
EXPENDITURE			
Cost of Materials Consumed	20	579.53	463.86
Changes in Inventories of Finished Goods and Work-in-Progress	21	(79.10)	(16.37)
Employee Benefits Expense	22	455.03	395.30
Power and Fuel		1,579.82	1,378.70
Freight and Forwarding Expenses	23	1,395.46	1,190.54
Finance Costs	24	120.63	129.19
Other Expenses	25	1,205.78	1,112.53
		5,257.15	4,653.75
Captive Consumption of Cement [Net of Excise Duty ₹2.64 crore (Previous year ₹2.45 crore)]		(26.77)	(27.02)
		5,230.38	4,626.73
PROFIT BEFORE DEPRECIATION, EXCEPTIONAL ITEMS AND TAX		1,361.04	1,445.54
Depreciation and Amortisation Expense	9	924.78	549.91
Exceptional Items			
Assets Constructed at Others' Premises Written Off		35.46	6.78
Others		–	73.73
PROFIT BEFORE TAX		400.80	815.12
Current Tax		95.81	184.55
Less: MAT Credit Entitlement		52.33	11.62
Net Current Tax		43.48	172.93
Prior Period Tax Expense (Net)		(16.65)	(95.93)
Deferred Tax (Credit) / Charge		(52.33)	(49.09)
PROFIT FOR THE YEAR		426.30	787.21
Earnings per Equity Share of ₹10 each (In ₹)	35		
Cash		372.80	369.73
Basic and Diluted		122.37	225.97
Significant Accounting Policies	1		

Accompanying notes are an integral part of the Consolidated Financial Statements.

As per our report of even date
For **B. R. Maheswari & Co.**
Chartered Accountants
Firm's Registration No. 001035N

Sudhir Maheshwari
Partner
Membership No. 081075

Place : Kolkata
Date : 5th August, 2015

For and on behalf of the Board

B. G. Bangur
Chairman

S. S. Khandelwal
Company Secretary

Subhash Jajoo
Chief Finance Officer

H. M. Bangur
Managing Director

O. P. Setia
Independent Director &
Chairman of Audit Committee

Prashant Bangur
Whole Time Director

Consolidated Cash Flow Statement for the year ended 30th June, 2015

(₹ in crore)

Particulars	For the year ended 30.06.2015		For the year ended 30.06.2014	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Profit Before Tax		400.80		815.12
Adjustments For:				
Depreciation and Amortisation	924.78		549.91	
Unrealised Foreign Exchange Rate Differences (Net)	0.13		0.55	
Assets (acquired on acquisition) constructed at others' premises written off	23.70		–	
Balances Written Back (Net)	(2.60)		(0.86)	
Bad Debts Written Off	0.24		0.02	
Provision / (Reversal of Provision) for Doubtful Receivables (Net)	(0.12)		0.12	
Profit on Sale of Investments (Net)	(30.60)		(50.18)	
Interest Income	(55.24)		(79.73)	
Dividend Income	(24.42)		(26.04)	
Profit on Sale of Fixed Assets (net)/ Assets Written Off	1.54		(0.50)	
Finance Costs	120.63	958.04	129.19	522.48
Operating Profit Before Working Capital Changes		1,358.84		1,337.60
Adjustments For:				
(Increase) / Decrease in Trade Receivables, Loans and Advances and Other Assets*	(332.72)		9.21	
(Increase) / Decrease In Inventories*	(104.37)		(279.30)	
Increase / (Decrease) in Trade Payables, Other Liabilities and Provisions*	414.16	(22.93)	388.80	118.71
Cash Generated From Operations		1,335.91		1,456.31
Direct Taxes Paid (Net of Refunds)		(90.64)		(55.63)
Net Cash From Operating Activities		1,245.27		1,400.68
* After adjustments pursuant to acquisition of net current assets which are classified as investing activities				
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Fixed Assets (Including Capital Work-in-Progress and Advances)	(1,131.69)		(1,584.62)	
Sale of Fixed Assets	1.35		1.71	
Purchase of Investments	(2,926.86)		(1,714.12)	
Proceeds from Sale of Investments	3,499.29		1,723.20	
Purchase Consideration for Acquisition of Panipat Grinding Unit	(358.22)		–	
Proceeds from Sale of Investments in a Subsidiary Company	0.01		–	
Investments in Bank Deposits	(274.75)		(144.83)	
Maturity of Bank Deposits	116.72		376.10	
Change in Earmarked Balances with Banks (Unpaid Dividend)	(0.33)		(0.19)	
Dividend Received	19.29		26.04	
Interest Received	58.36		82.77	
Net Cash Used in Investing Activities		(996.83)		(1,233.94)

Consolidated Cash Flow Statement for the year ended 30th June, 2015

(₹ in crore)

Particulars	For the year ended 30.06.2015	For the year ended 30.06.2014
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Long Term Borrowings	255.00	125.20
Repayment of Long Term Borrowings	(121.59)	(310.86)
Proceeds from Short Term Borrowings	–	596.60
Repayment of Short Term Borrowings	(518.59)	(470.62)
Proceeds / (Repayment) of Short Term Borrowings (Net) (upto Three months maturity)	101.95	(29.73)
Capital Subsidy	238.66	169.66
Interest and Financial Charges Paid	(124.64)	(146.52)
Dividend and Tax Paid there on (Interim and Final)	(89.34)	(89.49)
Net Cash Used in Financing Activities	(258.55)	(155.76)
Net Increase / (Decrease) in Cash and Cash Equivalents	(10.11)	10.98
Cash and Cash Equivalents as at the beginning of the Year	41.13	30.15
Cash and Cash Equivalents as at the end of the Year	31.02	41.13

Accompanying notes are an integral part of the Consolidated Financial Statements.

Notes:

- 1 Direct Taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.
- 2 Previous year figures have been regrouped and rearranged wherever necessary.
- 3 Cash and Cash Equivalents are as per note 16 of the Consolidated Financial Statements.

As per our report of even date

For **B. R. Maheswari & Co.**

Chartered Accountants

Firm's Registration No. 001035N

Sudhir Maheshwari

Partner

Membership No. 081075

Place : Kolkata

Date : 5th August, 2015

For and on behalf of the Board

B. G. Bangur

Chairman

S. S. Khandelwal

Company Secretary

Subhash Jajoo

Chief Finance Officer

H. M. Bangur

Managing Director

O. P. Setia

Independent Director &
Chairman of Audit Committee

Prashant Bangur

Whole Time Director

Notes Forming Part of Consolidated Financial Statements

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

I. Accounting Convention

The Financial statements of the Company are prepared under the historical cost convention using the accrual method of accounting and comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Company (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 unless stated otherwise hereinafter. Accounting Policies not specifically referred to, are consistent with Generally Accepted Accounting Principles in India.

II. Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

III. Principles of Consolidation:

The Subsidiaries (which alongwith Shree Cement Limited, the parent, constitute the Group) considered in the preparation of these Consolidated Financial Statements are:

Sr. No.	Name of the Subsidiary Company	Country of Incorporation	%age Shareholding	
			As at 30.06.2015	As at 30.06.2014
1	Shree Global Pte. Ltd.	Singapore	100%	100%
2	Katni Industries Private Limited (Upto 15.03.15)	India	—	100%

The Consolidated Financial Statements of the Group are prepared on following basis:

- The Consolidated Financial Statements are prepared in accordance with Accounting Standard-21 "Consolidated Financial Statements" specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Company (Accounts) Rules, 2014.
- The Financial Statements of the Company and its Subsidiary Companies are combined on a line-by-line basis by adding together like items of assets, liabilities, income and expenses, after eliminating Intra-group balances and intra-group transactions and resulting unrealised profits or losses in accordance with AS-21.
- The Consolidated Financial Statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented, to the extent possible, in the same manner as the Company's Standalone Financial Statements.
- The Financial Statements of the Company and its Subsidiaries used in the consolidation are drawn upto the same reporting date i.e. 30th June, 2015.

The Financial Statements of foreign Subsidiaries have been re-stated in Indian Rupees considering them as non-integral part of the Group's operations and the resultant exchange gain/loss on conversion has been carried forward as 'Foreign Currency Translation Reserve'.

IV. Fixed Assets

Fixed assets (Tangible and Intangible) are disclosed at cost less accumulated depreciation/amortisation and impairment loss, if any. Cost comprises of purchase price and attributable cost of acquisition/bringing the asset to its working condition for its intended use (net of credit availed, if any) except free hold land not containing mineral reserves which is disclosed at cost less impairment loss, if any.

Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

V. Capital Work In Progress

- Capital work in progress is carried at cost and Pre-operative expenditure during construction period which is allocated to the fixed assets on the completion of project.
- Expenditures on construction of assets for Company's use at premises owned by Government/Local Authorities/others are charged to Statement of Profit and Loss in the year of expenditure.

VI. Impairment of Assets

The carrying amount of assets are reviewed at each Balance Sheet date, if there is any indication of impairment based on internal/external factors.

An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. An asset's recoverable amount is the higher of the asset's net selling price and value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Net selling price is the amount obtainable from sale of the asset in an arm's length transaction between knowledgeable, willing parties, less the cost of disposal.

A previously recognised impairment loss is further provided or reversed depending on changes in circumstances.

Notes Forming Part of Consolidated Financial Statements

VII. Depreciation and Amortisation

Tangible Assets

- a) Depreciation is provided on Written down Value method in accordance with the provisions of Schedule II to the Companies Act, 2013 or the rates prescribed in the Income Tax Act, 1961 and rules made thereunder, whichever is higher. However, in case of those assets whose WDV as per the Income Tax Act, 1961 is lower than the WDV as per books, additional depreciation is provided to align the Book WDV with WDV as per the Income Tax Act, 1961.
- b) Leasehold land not containing mineral reserve is amortised over the period of lease.
- c) Land bearing mineral reserves is amortised over its estimated commercial life based on the unit-of-production method.

Intangible Assets

- a) Expenditure on Computer Software is amortised in the year in which it is capitalised.
- b) Amount paid for Mining rights is amortised in the year in which amount is paid.
- c) Goodwill is amortised within one year.

VIII. Foreign Currency Transactions

Foreign currency transactions are recorded by applying the exchange rates on the date of transaction.

At each Balance sheet date, foreign currency monetary items are reported using the closing rates. Non Monetary items, which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of transaction.

Exchange difference arising on the settlement of monetary items or on reporting monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognised as income or as expense in the year in which they arise.

Derivative Instruments

Derivative financial instruments are used to hedge risk associated with foreign currency fluctuations and interest rates. The derivative contracts are closely linked with the underlying transactions and are intended to be held till maturity. These are accounted on the date of their settlement and realised gain/loss in respect of settled contracts is recognised in the Statement of Profit and Loss.

The premium or discount on forward exchange contracts is amortised over the life of the contract.

IX. Investments

Investments, that are intended to be held for not more than one year, from the date of acquisition, are classified as current investments. All other investments are classified as long term investments.

Current Investments are carried at lower of cost or fair market value. Long term investments are stated at cost. Provision for diminution in the value of long term investments is made only if such decline is other than temporary.

X. Inventories

a) Raw Materials, Stores & Spare Parts, Packing Materials and Fuel

These 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 is determined on a weighted average basis.

b) Work-in-progress and Finished goods

These are valued at lower of cost and net realisable value. Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost of finished goods includes excise duty. Cost is determined on a weighted average basis.

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.

XI. Cash and Cash Equivalents

Cash and cash equivalents for the purpose of cash flow statement comprises cash on hand, balances with banks and fixed deposits with banks with an original maturity of three months or less.

XII. Revenue Recognition

Revenue is recognised to the extent it is probable that the economic benefit will flow to the Company and the revenue can be reliably measured

- a) Revenue from sale of goods and power is recognised when significant risks and rewards of ownership is transferred to the buyer. Sales are disclosed net of sales tax / VAT, trade discounts and returns, as applicable.
- b) Power supplied under banking arrangements is accounted for as per terms of related agreements. Quantity of power banked is recorded as loan transaction valued at cost or net realisable value, whichever is lower and recognised as revenue when the same is returned and sold to an ultimate customer.

Notes Forming Part of Consolidated Financial Statements

- c) Dividend income on investments is accounted for when the right to receive the payment is established.
- d) Interest is recognised using the time-proportion method, based on rates implicit in the transaction.
- e) Certain insurance, railway and other claims where quantum of accruals cannot be ascertained with reasonable certainty, are accounted on acceptance basis.

XIII. Government Grants/Subsidies

Government grants are recognised when there is reasonable assurance that the Company will comply with the conditions attached thereto and the grants will be received.

Government grants/subsidies, which are capital in nature, are credited to capital reserve.

Government grants related to revenue are recognised on a systematic basis in the Statement of Profit and Loss over the period to match them with the related costs.

XIV. Employee Benefits

Defined Contribution Plan

Superannuation, Provident Fund and National Pension Scheme are considered as defined contribution plan and the contributions are charged to the Statement of Profit and Loss of the year in which the contributions to the respective funds are due.

Defined Benefit Plan

- a) Gratuity is considered as defined benefit plan and is provided for on the basis of an actuarial valuation, using the projected unit credit method, as at the date of the Balance Sheet.
- b) Contribution to provident Fund set up by the Company in respect of a few employees is also defined benefit plan and contribution is charged to Statement of Profit and Loss of the year in which the contribution is due.
- c) Encashable leave in case of employees covered by Cement Wage Board is considered as defined benefit plan and is accounted for on the basis of actuarial valuation, as at the Balance Sheet date.

Other Benefits

Non encashable leave are provided for on the basis of an actuarial valuation, using the projected unit credit method, as at the date of Balance sheet.

Actuarial gains and losses, if any, are recognised in the Statement of Profit and Loss in the year in which they arise.

XV. Operating Leases

Assets acquired under leases where a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Lease rentals are charged to the Statement of Profit and Loss on a straight-line basis over the lease term.

XVI. Borrowing Costs

Borrowing costs directly attributable to the acquisition / construction of a qualifying asset are capitalised as part of the cost of such asset till such time the asset is ready for its intended use. Other borrowing costs are recognised as an expense in the period in which they are incurred.

XVII. Research and Development

Expenditure on research phase is recognised as an expense when it is incurred. Expenditure on development phase which results in creation of assets is included in related Fixed Assets.

XVIII. Mines Reclamation Expenditure

The Company provides for the expenditure to reclaim the quarries used for mining. The total estimate of reclamation expenses is apportioned over the estimate of mineral reserves and a provision is made based on the minerals extracted.

XIX. Segment Reporting

Segment is identified and reported taking into account the nature of products and services, the different risks and returns and the internal business reporting systems. The identification of geographical segment is based on the areas in which major operating divisions of the Company operates.

Inter Segment Transfers are accounted for as if the sales or transfers were to third parties at market price.

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs.

Assets, Liabilities, Revenue and Expenses which are not allocable to segments are included under "unallocated".

XX. Taxation

Tax expenses comprises of Current and Deferred Tax.

Current Tax is measured on the basis of estimated taxable income computed in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred

Notes Forming Part of Consolidated Financial Statements

tax is recognised for all the timing differences. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

Tax credit is recognised in respect of Minimum Alternate Tax (MAT) paid in terms of Section 115JAA of the Income Tax Act, 1961 based on convincing evidence that the Company will pay normal income tax within the statutory time frame and the same is reviewed at each Balance sheet date.

XXI. Provisions, Contingent Liabilities and Contingent Assets

Provisions in respect of present obligation arising out of past events are made in the accounts if it probable that an outflow of resources will be required to settle the obligation and in respect of which reliable estimate can be made. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

The contingent liabilities are disclosed, unless the possibility of outflow of resources is remote. Contingent Assets are generally neither recognised nor disclosed in the financial statements.

XXII. Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders 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 and the weighted average number of equity shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

NOTE 2 - SHARE CAPITAL

(₹ in crore)

	As at 30.06.2015	As at 30.06.2014
Authorised		
6,00,00,000 (Previous Year 6,00,00,000) Equity Shares of ₹10/- each	60.00	60.00
15,00,000 (Previous Year 15,00,000) Cumulative Preference Shares of ₹100/- each	15.00	15.00
	75.00	75.00
Issued, Subscribed and Paid-up		
3,48,37,225 (Previous Year 3,48,37,225) Equity Shares of ₹10/- each fully paid-up	34.84	34.84
	34.84	34.84

2.1 Details of shareholders holding more than 5% shares of the Company:

Name of Shareholders	Number of Shares Held as at 30.06.2015	% of Total Paid-up Equity Share Capital	Number of Shares Held as at 30.06.2014	% of Total Paid-up Equity Share Capital
Shree Capital Services Limited	89,84,155	25.79	89,84,155	25.79
Digvijay Finlease Limited	42,34,780	12.16	42,34,780	12.16
FLT Limited	36,00,000	10.33	36,00,000	10.33
Mannakrishna Investments Private Limited	20,42,824	5.86	20,42,824	5.86

2.2 The Company has only one class of equity shares having a par value of ₹10 per share. Each holder of equity share is entitled to one vote per share.

2.3 In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

2.4 The Board of Directors, in its meetings held on 25th August, 2014 declared interim dividend of ₹10 per equity share. The Final Dividend of ₹14 per equity share proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

2.5 As no fresh issue of shares or reduction in capital was made during the current year as well as during the previous year, hence there is no change in the opening and closing capital. Accordingly, reconciliation of share capital has not been given.

2.6 The Equity Shares of the Company are listed at Bombay Stock Exchange Limited and National Stock Exchange of India Limited and the annual listing fees has been paid for the year.

Notes Forming Part of Consolidated Financial Statements

NOTE 3 - RESERVES AND SURPLUS

(₹ in crore)

	As at 30.06.2015	As at 30.06.2014
Capital Reserve		
As per last Financial Statements	567.46	397.80
Add: Addition During the Year	238.66	169.66
	806.12	567.46
Capital Redemption Reserve		
As per last Financial Statements	15.00	15.00
	15.00	15.00
Securities Premium Reserve		
As per last Financial Statements	26.53	26.53
	26.53	26.53
Debenture Redemption Reserve		
As per last Financial Statements	200.00	200.00
	200.00	200.00
General Reserve		
As per last Financial Statements	2,500.00	1,950.00
Add: Transfer from Surplus in the Statement of Profit and Loss	500.00	550.00
	3,000.00	2,500.00
Special Reserve (Refer Note 3.1)		
As per last Financial Statements	500.00	105.20
Add: Transfer from Surplus in the Statement of Profit and Loss	–	394.80
	500.00	500.00
Foreign Currency Translation Reserve		
As per last Financial Statements [₹28704 as at 30.06.2014 (₹20778 as at 30.06.2013)]	–	–
Add: Addition during the Year ₹4314 (Previous Year ₹7926)	–	–
	–	–
Surplus in the Statement of Profit and Loss		
As per Last Financial Statements	866.98	1,114.25
Add: Profit for the Year	426.30	787.21
	1,293.28	1,901.46
Less: Appropriations		
Transferred to General Reserve	500.00	550.00
Transferred to Special Reserve	–	394.80
Interim Dividends on Equity Shares	34.84	76.65
Tax on Interim Dividends	5.92	13.03
Proposed Final Dividend on Equity Shares	48.77	–
Tax on Final Dividend	9.93	–
	599.46	1,034.48
Net Surplus	693.82	866.98
	5,241.47	4,675.97

3.1 There are disputes raised by various statutory authorities related to taxes, legal and other matters, which are under various stages of litigation. As a measure of prudence, the management has created a special reserve to meet any eventuality that may arise in the future.

Notes Forming Part of Consolidated Financial Statements

NOTE 4 - LONG-TERM BORROWINGS

(₹ in crore)

	Non-Current Portion		Current Maturities	
	As at 30.06.2015	As at 30.06.2014	As at 30.06.2015	As at 30.06.2014
Secured				
Redeemable Non Convertible Debentures (NCDs)				
2,000 (Previous year 2,000) 8.42% NCDs of ₹10,00,000/- each	–	200.00	200.00	–
Term Loans from Banks	401.29	246.52	100.24	121.56
Vehicle Loan from Others	0.12	0.16	0.04	0.04
	401.41	446.68	300.28	121.60
Amount disclosed under the head "Other Current Liabilities" (Refer Note 8)	–	–	(300.28)	(121.60)
	401.41	446.68	–	–

4.1 Nature of securities and terms of repayment of each loan:

(₹ in crore)

Sr. No.	Nature of Securities	Rate of Interest	Loan Amount as at 30.06.2015	Loan Amount as at 30.06.2014	Terms of Repayment
	Non Convertible Debentures				
1	These debentures (redeemable at par) are secured by joint equitable mortgage over all the immovable assets and by way of hypothecation of all the movable fixed assets on the first charge basis, pari pasu with other term lenders. These debentures are also secured by a legal mortgage over immovable property of the Company situated at Jamnagar (Gujarat).	8.42%	200.00	200.00	Fully Repayable on 22.07.2015
	Term Loans from Banks				
2	These all Term loans from Banks are secured by joint equitable mortgage on all the immovable fixed assets and by way of hypothecation of all the movable fixed assets of the Company on the first charge basis, pari pasu with other term lenders. The above charge(s) rank pari passu inter-se among these Lenders.	9.42%	63.85	106.41	Repayable in 3 half yearly installments of ₹21.282 crore each w.e.f. 08.09.2015
		9.65%	57.68	91.76	Repayable in 2 half yearly installments of ₹28.839 crore each w.e.f. 01.09.2015
		8.04%	–	44.91	Paid during the year
		9.50%	125.00	125.00	Fully Repayable on 15.10.2016
3	Specific charge over immovable assets of the Company situated at Beawar, Rajasthan and movable fixed assets of all the plant locations. The charge shall rank pari passu with existing lenders.	8.30%	255.00	–	Fully Repayable on 08.05.2020
	Vehicle Loan from Others				
4	Secured by Hypothecation of the vehicle	10.09%	0.16	0.20	Repayable in 40 equated monthly installments w.e.f. 03.07.2015
	TOTAL		701.69	568.28	
	Less: Current Maturities		300.28	121.60	
	Total Non-Current Portion		401.41	446.68	

Notes Forming Part of Consolidated Financial Statements

NOTE 5 - OTHER LONG-TERM LIABILITIES

(₹ in crore)

	As at 30.06.2015	As at 30.06.2014
Security Deposits from Customers, Vendors and Others	281.35	194.83
Statutory Liabilities	570.97	458.05
	852.32	652.88

NOTE 6 - PROVISIONS

(₹ in crore)

	Long-Term		Short-Term	
	As at 30.06.2015	As at 30.06.2014	As at 30.06.2015	As at 30.06.2014
Provision for Employee Benefits				
Gratuity	–	–	0.10	0.02
Other Staff Benefit Schemes	0.94	0.93	3.13	2.82
Other Provisions				
Income Tax (Net of Advance Tax)	–	–	6.12	46.74
Wealth Tax	–	–	0.26	0.34
Mines Reclamation Expenses (Refer Note 36)	18.17	18.08	0.60	0.80
Interim Dividend	–	–	–	41.81
Tax on Interim Dividend	–	–	–	7.10
Proposed Dividend - Final	–	–	48.77	–
Tax on Final Dividend	–	–	9.93	–
	19.11	19.01	68.91	99.63

NOTE 7 - SHORT-TERM BORROWINGS

(₹ in crore)

	As at 30.06.2015	As at 30.06.2014
Secured		
Loans Repayable on Demand from Banks (Refer Note 7.1)	170.86	80.84
Suppliers Credit from Bank (Refer Note 7.1)	–	78.60
Bank and Book Overdraft (Refer Note 7.2)	44.09	32.16
Unsecured		
Buyers Credit from Banks	–	439.99
	214.95	631.59

7.1 Demand loans and suppliers credit from banks are secured by hypothecation of inventories of stock-in-trade, stores & spares, book-debts and all other current assets of the Company on First charge basis and on whole of movable fixed assets of the Company on second charge basis and also secured by joint equitable mortgage on all the immovable assets of the Company on second charge basis.

7.2 Bank Overdraft is secured against pledge of Fixed Deposits and payable on demand. (Refer Note 16)

Notes Forming Part of Consolidated Financial Statements

NOTE 8 - TRADE PAYABLES AND OTHER CURRENT LIABILITIES

(₹ in crore)

	As at 30.06.2015	As at 30.06.2014
Trade Payables		
Micro, Small and Medium Enterprises (Refer Note 8.1)	4.57	2.85
Others	287.83	184.72
	292.40	187.57
Other Current Liabilities		
Current Maturities of Long-Term Borrowings (Refer Note 4)	300.28	121.60
Interest Accrued but not Due on Borrowings	11.15	11.68
Customers Advances	93.04	73.76
Withholding and Other Taxes Payable	74.62	58.26
Payable for Capital Goods	96.85	90.09
Security Deposits and Retention Money	6.82	5.29
Provident Fund and Superannuation Payable	6.99	6.82
Investor Education and Protection Fund shall be credited by the following amount:		
- Unpaid Dividend (There are no amounts due and outstanding to said fund as at 30.06.2015)	1.73	1.40
Other Statutory Liabilities	68.39	48.45
Other Payables (Refer Note 8.2)	212.51	163.17
	872.38	580.52
	1,164.78	768.09

8.1 Trade Payables are based on the information available with the Company regarding the status of the suppliers as defined under the "Micro, Small and Medium Enterprises Development Act, 2006" and there are no delays in payments to Micro, Small and Medium Enterprises as required to be disclosed under the said Act.

8.2 Other Payables include the liability related to Employees, Rebate and Discount to customers etc.

NOTE 9 - FIXED ASSETS

(₹ in crore)

Particulars	GROSS BLOCK					DEPRECIATION / AMORTISATION				NET BLOCK
	As at 30.06.2014	Additions During the Year	Pursuant to Acquisition During the year (Refer Note 39)	Deductions/ Adjustments During the Year	As at 30.06.2015	Up to 30.06.2014	Provisions During the Year	Deductions/ Adjustments During the Year	Up to 30.06.2015	As at 30.06.2015
Tangible Assets:										
Free Hold Land	567.13	41.36	6.49	98.63	516.35	3.08	0.64	–	3.72	512.63
Lease Hold Land	95.08	105.80	–	–	200.88	1.94	2.27	–	4.21	196.67
Buildings	226.24	111.52	42.99	1.94	378.81	90.64	29.66	–	120.30	258.51
Plant and Machinery	5,828.60	1,239.98 (a)	162.40	0.13	7,230.85	4,493.98	842.32	0.11	5,336.19	1,894.66
Railway Siding	34.73	4.73	–	–	39.46	17.58	5.06	–	22.64	16.82
Furniture and Fixtures	38.05	2.95	0.24	0.14	41.10	20.95	5.95	0.11	26.79	14.31
Office Equipments	54.27	9.18	0.34	0.95	62.84	37.98	12.49	0.79	49.68	13.16
Vehicles	36.49	5.19	0.10	3.09	38.69	20.67	5.94	2.35	24.26	14.43
Sub Total	6,880.59	1,520.71	212.56	104.88	8,508.98	4,686.82	904.33(b)	3.36	5,587.79	2,921.19
Intangible Assets:										
Goodwill	–	–	110.86	–	110.86	–	27.72	–	27.72	83.14
Computer Software	10.67	2.78	–	–	13.45	10.67	2.78	–	13.45	–
Mining Rights	16.33	–	–	–	16.33	16.33	–	–	16.33	–
Sub Total	27.00	2.78	110.86	–	140.64	27.00	30.50	–	57.50	83.14
Total (A)	6,907.59	1,523.49	323.42	104.88	8,649.62	4,713.82	934.83	3.36	5,645.29	3,004.33
Capital Work-in-Progress (B)										511.10
Grand Total (A+B)										3,515.43

Notes Forming Part of Consolidated Financial Statements

NOTE 9 - FIXED ASSETS (contd...)

(₹ in crore)

Particulars	GROSS BLOCK				DEPRECIATION / AMORTISATION				NET BLOCK
	As at 30.06.2013	Additions During the Year	Deductions/ Adjustments During the Year	As at 30.06.2014	Up to 30.06.2013	Provisions During the Year	Deductions/ Adjustments During the Year	Up to 30.06.2014	As at 30.06.2014
Tangible Assets:									
Free Hold Land	465.05	102.08	–	567.13	2.61	0.47	–	3.08	564.05
Lease Hold Land	20.11	74.97	–	95.08	0.50	1.44	–	1.94	93.14
Buildings	209.20	17.04	–	226.24	77.51	13.13	–	90.64	135.60
Plant and Machinery	5,100.92	727.72 (a)	0.04	5,828.60	3,977.71	516.28	0.01	4,493.98	1,334.62
Railway Siding	12.82	21.91	–	34.73	11.77	5.81	–	17.58	17.15
Furniture and Fixtures	32.42	5.70	0.07	38.05	17.13	3.88	0.06	20.95	17.10
Office Equipments	44.84	9.67	0.24	54.27	30.34	7.84	0.20	37.98	16.29
Vehicles	33.34	7.55	4.40	36.49	19.19	4.71	3.23	20.67	15.82
Sub Total	5,918.70	966.64	4.75	6,880.59	4,136.76	553.56(b)	3.50	4,686.82	2,193.77
Intangible Assets:									
Computer Software	5.26	5.41	–	10.67	5.26	5.41	–	10.67	–
Mining Rights	16.33	–	–	16.33	16.33	–	–	16.33	–
Sub Total	21.59	5.41	–	27.00	21.59	5.41	–	27.00	–
Total (A)	5,940.29	972.05	4.75	6,907.59	4,158.35	558.97	3.50	4,713.82	2,193.77
Capital Work-in-Progress (B)									758.50
Grand Total (A+B)									2,952.27

(a) Includes ₹0.94 crore (Previous Year ₹8.81 crore) for capital expenditure on research and development.

(b) Depreciation for the year includes ₹10.05 crore (Previous Year ₹9.06 crore) on assets during construction period.

NOTE 10 - NON-CURRENT INVESTMENTS (valued at cost, unless stated otherwise)

(₹ in crore)

Particulars	Face Value (In ₹)	As at 30.06.2015		As at 30.06.2014	
		No.	Amount	No.	Amount
LONG TERM (OTHER THAN TRADE)					
QUOTED					
Bonds					
National Bank for Agriculture and Rural Development (Refer Note 10.3)					
Zero Coupon NABARD Bhavishya Nirman Bonds - 01AG17	20000	2,09,340.000	228.90	2,09,340.000	228.90
Zero Coupon NABARD Bhavishya Nirman Bonds - 01JN18	20000	86,640.000	91.43	86,640.000	91.43
Zero Coupon NABARD Bhavishya Nirman Bonds - 01FB18	20000	5,000.000	5.29	5,000.000	5.29
Zero Coupon NABARD Bhavishya Nirman Bonds - 01AP18	20000	180.000	0.22	180.000	0.22
Zero Coupon NABARD Bhavishya Nirman Bonds - 01MY18	20000	180.000	0.22	180.000	0.22
Zero Coupon NABARD Bhavishya Nirman Bonds - 01JU18	20000	460.000	0.55	460.000	0.55
Zero Coupon NABARD Bhavishya Nirman Bonds - 01NV18	20000	65.000	0.07	65.000	0.07
Zero Coupon NABARD Bhavishya Nirman Bonds - 01JN19	20000	3,14,660.000	307.45	3,14,660.000	307.45
Zero Coupon NABARD Bhavishya Nirman Bonds - 01FB19	20000	11,800.000	11.36	11,800.000	11.36
Zero Coupon NABARD Bhavishya Nirman Bonds - 01MR19	20000	16,160.000	15.26	16,160.000	15.26
Zero Coupon NABARD Bhavishya Nirman Bonds - 31MR19	20000	1,26,845.000	111.24	1,28,945.000	113.08
National Housing Bank (Refer Note 10.3)					
Zero Coupon NHB Bonds - 24DC18	10000	3,27,711.000	160.10	3,27,711.000	160.10
Zero Coupon NHB Bonds - 31MR19	10000	83,760.000	39.21	83,760.000	39.21
Indian Railway Finance Corporation					
8.50% Indian Railway Finance Corporation Bonds - 22JU20	1000000	–	–	650.000	64.79
8.63% Indian Railway Finance Corporation Bonds Tax Free - 26MR29	1000	5,00,000.000	50.00	5,00,000.000	50.00

Notes Forming Part of Consolidated Financial Statements

NOTE 10 - NON-CURRENT INVESTMENTS (contd...)

(₹ in crore)

Particulars	Face Value (In ₹)	As at 30.06.2015		As at 30.06.2014	
		No.	Amount	No.	Amount
Power Finance Corporation					
8.70% Power Finance Corporation Bonds - 14MY20	1000000	880.000	87.98	880.000	87.98
Rural Electrification Corporation					
8.65% Rural Electrification Corporation Bonds - 15JN19	1000000	–	–	200.000	19.95
8.65% Rural Electrification Corporation Bonds - 22JN20	1000000	–	–	50.000	4.98
Power Grid Corporation					
8.64% Power Grid Corporation of India Bonds - 08JL21	1250000	120.000	14.95	120.000	14.95
National Highways Authority of India					
8.20% NHAI Tax Free Bonds - 25JN22	1000	11,88,951.000	119.50	11,88,951.000	119.50
Housing and Urban Development Corporation Limited					
8.20%/8.35% HUDCO Tax Free Bonds - 05MR27	1000	1,00,000.000	9.65	1,00,000.000	9.65
Preference Shares					
Infrastructure Leasing and Financial Services Limited					
16.06% Redeemable Cumulative Preference Shares (Fully Paid-up), redeemable at premium in 7 years from the date of issue, i.e. 25th March, 2021	7500	28,000.000	35.00	28,000.000	35.00
15.99% Non Convertible Redeemable Cumulative Preference Shares (Fully Paid-up), redeemable at premium in 7 years from the date of issue, i.e. 16th May, 2021	7500	52,000.000	65.41	52,000.000	65.41
UNQUOTED					
Preference Shares					
L&T Finance Holding Limited					
8.75% Cumulative Compulsory Redeemable Preference Shares (Fully Paid-up), redeemable at par in 3 years from the date of issue, i.e. 25th March, 2016	100	–	–	61,55,000.000	62.50
8.75% Cumulative Compulsory Redeemable Preference Shares (Fully Paid-up), redeemable at par in 3 years from the date of issue, i.e. 31st March, 2016	100	–	–	11,41,136.000	11.41
Tata Capital Limited					
8.33% Non Convertible Cumulative Redeemable Non-Participating Preference Shares (Fully Paid-up), redeemable at par in 7 years from the date of issue, i.e. 18th August, 2021	1000	10,00,000.000	100.00	–	–
8.33% Cumulative Redeemable Preference Shares (Fully Paid-up), redeemable at par in 7 years from the date of issue, i.e. 21st April, 2022	1000	4,00,000.000	40.00	–	–
TOTAL			1,493.79		1,519.26

10.1 AGGREGATE COST AND MARKET VALUE OF QUOTED INVESTMENTS

(₹ in crore)

	As at 30.06.2015		As at 30.06.2014	
	Aggregate Net Cost	Market Value	Aggregate Net Cost	Market Value
Quoted Investments:				
- In Bonds and Preference shares of Public Financial Institutions	1,353.79	1,910.60	1,445.35	1,836.20
Total	1,353.79	1,910.60	1,445.35	1,836.20
10.2 AGGREGATE COST OF UNQUOTED INVESTMENTS	140.00		73.91	

10.3 NABARD Bhavishya Nirman Bonds and NHB Zero Coupon Bonds are held as Capital Assets under Section 2(48) of the Income Tax Act, 1961.

Notes Forming Part of Consolidated Financial Statements

NOTE 11 - DEFERRED TAX ASSETS (NET)

(₹ in crore)

	As at 30.06.2015	As at 30.06.2014
Deferred Tax Assets		
Arising on account of:		
Long-term and Short-term Capital Losses	14.24	19.09
Expenses allowed for tax purpose when paid	172.28	135.42
Depreciation and Amortisation	20.43	6.36
Others	0.15	0.18
Less: Deferred Tax Liabilities		
Arising on Account of:		
Others	11.91	18.19
	195.19	142.86

NOTE 12 - LOANS AND ADVANCES

(₹ in crore)

	Long-Term		Short-Term	
	As at 30.06.2015	As at 30.06.2014	As at 30.06.2015	As at 30.06.2014
(Unsecured, Considered Good)				
Capital Advances	319.57	342.43	–	–
Advances Recoverable in Cash or in Kind or for Value to be Received	106.25	20.27	215.74	116.45
Deposits with Government Departments and Others	32.49	17.05	12.32	13.19
Balance with Customs, Excise and Port Trust etc. on Current Accounts	–	–	114.07	96.92
Loans and Advances to Staff and Workers	1.88	2.62	3.82	3.84
Advance Tax (Net of Provisions)	–	2.28	–	–
MAT Credit Entitlement	–	–	95.87	70.48
Prepaid Expenses	–	–	4.61	3.71
	460.19	384.65	446.43	304.59

NOTE 13 - CURRENT INVESTMENTS

(₹ in crore)

Particulars	Face Value (In ₹)	As at 30.06.2015		As at 30.06.2014	
		No.	Amount	No.	Amount
CURRENT PORTION OF LONG TERM INVESTMENTS (OTHER THAN TRADE) (valued at cost, unless stated otherwise)					
QUOTED					
Bonds					
Indian Railway Finance Corporation					
8.50% Indian Railway Finance Corporation Bonds - 22JU20	1000000	650.000	64.79	–	–
Rural Electrification Corporation					
8.65% Rural Electrification Corporation Bonds - 15JN19	1000000	200.000	19.95	–	–
8.65% Rural Electrification Corporation Bonds - 22JN20	1000000	50.000	4.98	–	–

Notes Forming Part of Consolidated Financial Statements

NOTE 13 - CURRENT INVESTMENTS (contd...)

(₹ in crore)

Particulars	Face Value (In ₹)	As at 30.06.2015		As at 30.06.2014	
		No.	Amount	No.	Amount
UNQUOTED					
Preference Shares					
L&T Finance Holding Limited					
8.75% Cumulative Compulsory Redeemable Preference Shares (Fully Paid-up), redeemable at par in 3 years from the date of issue, i.e. 25th March, 2016	100	61,55,000.000	62.50	–	–
8.75% Cumulative Compulsory Redeemable Preference Shares (Fully Paid-up), redeemable at par in 3 years from the date of issue, i.e. 31st March, 2016	100	11,41,136.000	11.41	–	–
OTHER CURRENT INVESTMENTS (OTHER THAN TRADE) (valued at lower of cost or fair market value)					
QUOTED					
In Units of Mutual Funds					
Birla SunLife Fixed Term Plan- Series HB (366 Days)-Growth Direct	10	–	–	2,00,00,000.00	20.00
Sundaram Fixed Term Plan DR 366 days Direct Plan growth	10	–	–	1,00,00,000.00	10.00
Reliance Fixed Horizon Fund XXV Series 24 Direct Growth	10	–	–	2,50,00,000.00	25.00
DSP Black Rock FMP - Series 146-12M-Direct Growth	10	–	–	2,50,00,000.00	25.00
Birla Sun Life Fixed Term plan Series KF (368 days)-Dr-Gr	10	–	–	2,50,00,000.00	25.00
ICICI Prudential Interval Fund Series VII Annual Interval Plan C Direct Plan	10	–	–	2,50,00,000.00	25.00
UNQUOTED					
In Units of Mutual Funds					
L&T Triple Ace Bond Fund-Bonus	10	13,43,508.169	2.50	13,43,508.169	2.50
Reliance Income Fund Growth Plan-Bonus Option	10	50,25,686.340	2.57	49,03,108.890	2.57
Reliance Arbitrage Advantage Fund Direct Plan Monthly Dividend Plan	10	–	–	98,38,839.804	10.00
Birla Sunlife Enhanced Arbitrage Fund	10	–	–	3,79,66,165.487	40.00
JM Arbitrage Advantage Fund (Direct)-Dividend	10	–	–	4,69,63,753.950	50.00
Reliance Arbitrage Advantage Fund Direct Plan Dividend Plan	10	–	–	4,02,60,838.943	50.00
IDFC Arbitrage Fund - Dividend Direct Plan	10	–	–	7,91,99,637.628	100.00
Kotak Equity Arbitrage Fund-Direct Dividend Plan	10	–	–	9,27,11,289.921	100.00
ICICI Prudential Plan Blended Plan A- Direct Plan-Dividend	10	–	–	8,91,41,888.591	120.00
ICICI Prudential Equity Arbitrage Fund - Direct Plan Dividend	10	–	–	8,67,47,616.807	120.00
TOTAL			168.70		725.07

13.1 AGGREGATE COST AND MARKET VALUE OF CURRENT INVESTMENTS

(₹ in crore)

	As at 30.06.2015		As at 30.06.2014	
	Aggregate Net Cost	Market Value	Aggregate Net Cost	Market Value
Quoted Investments:				
- In Bonds of Public Financial Institutions	89.72	90.22	–	–
- In Units of Mutual Funds	–	–	130.00	136.12
Total	89.72	90.22	130.00	136.12
13.2 AGGREGATE COST OF UNQUOTED INVESTMENTS	78.98		595.07	

Notes Forming Part of Consolidated Financial Statements

NOTE 14 - INVENTORIES (Valued at Lower of Cost and Net Realisable Value)

(₹ in crore)

	As at 30.06.2015	As at 30.06.2014
Raw Materials [Includes in transit ₹2.39 crore (Previous year ₹0.34 crore)]	27.26	26.50
Fuel [Includes in transit ₹239.31 crore (Previous year ₹341.73 crore)]	334.87	370.17
Stores and Spares	359.84	297.69
Packing Materials	9.96	7.59
Work-in-Progress [Includes in transit ₹11.11 crore (Previous year ₹6.44 crore)]	97.28	49.16
Finished Goods [Includes in transit ₹28.71 crore (Previous year ₹24.49 crore)]	89.65	58.67
	918.86	809.78

NOTE 15 - TRADE RECEIVABLES

(₹ in crore)

	Non-Current		Current	
	As at 30.06.2015	As at 30.06.2014	As at 30.06.2015	As at 30.06.2014
Outstanding for a Period Exceeding Six Months from the Date they are Due for Payment				
Secured, Considered Good	–	–	0.22	0.17
Unsecured				
Considered Good	–	–	5.71	5.83
Considered Doubtful	0.42	0.54	–	–
	0.42	0.54	5.93	6.00
Less: Provision for Doubtful Receivables	0.42	0.54	–	–
	–	–	5.93	6.00
Others				
Secured, Considered Good	–	–	116.44	85.06
Unsecured				
Considered Good	–	–	354.02	205.53
Considered Doubtful	–	–	–	–
	–	–	470.46	290.59
Less: Provision for Doubtful Receivables	–	–	–	–
	–	–	470.46	290.59
	–	–	476.39	296.59

NOTE 16 - CASH AND BANK BALANCES

(₹ in crore)

	As at 30.06.2015	As at 30.06.2014
Cash and Cash Equivalents:		
Balances with Banks	30.63	40.11
Cash on Hand	0.39	1.02
	31.02	41.13
Other Bank Balances:		
Earmarked Balance with Banks for Unpaid Dividend	1.73	1.40
Margin Money (Pledged with Banks)	2.50	1.98
Fixed Deposits with Banks (Refer Note 16.1 to 16.3)		
Maturity more than three months and upto twelve months	63.29	114.78
Maturity more than twelve months	209.00	–
	276.52	118.16
	307.54	159.29

16.1 Deposits of ₹19.00 crore (Previous year ₹17.02 crore) are pledged with banks against overdraft facilities.

16.2 ₹53.19 crore (Previous year ₹49.75 crore), given as security to Government department and others.

16.3 ₹30.00 crore are earmarked against debentures due for redemption in next 12 months as per provisions of Companies Act, 2013.

Notes Forming Part of Consolidated Financial Statements

NOTE 17 - OTHER CURRENT ASSETS

(₹ in crore)

	As at 30.06.2015	As at 30.06.2014
Interest Accrued		
On Deposits	2.40	5.34
On Tax Free and Other Bonds	12.87	12.87
Unamortised Premium on Forward Contracts	–	16.12
	15.27	34.33

NOTE 18 - REVENUE FROM OPERATIONS (GROSS)

(₹ in crore)

	For the year ended 30.06.2015	For the year ended 30.06.2014
Sale of Products		
Cement	6,338.60	5,842.17
Clinker	118.27	47.85
Power	699.63	639.68
	7,156.50	6,529.70
Revenue from Power Trading		
Revenue from Traded Power	177.23	113.91
Less: Purchase of Traded Power	170.58	110.73
	6.65	3.18
Other Operating Revenue	13.69	11.43
	7,176.84	6,544.31

NOTE 19 - OTHER INCOME

(₹ in crore)

	For the year ended 30.06.2015	For the year ended 30.06.2014
Interest Income		
On Fixed Deposits	14.65	18.93
On Tax Free and Other Bonds	31.52	28.84
On Income Tax Refund	7.26	29.93
Others	1.81	2.03
Dividend from Investments (Other than Trade)		
Long term	20.36	6.63
Current	4.06	19.41
Profit on Sale of Investments (Other than Trade)		
Long term (Net)	1.14	64.50
Current (Net)	29.46	(14.32)
Profit on Sale of Investments in a subsidiary Company (₹36652 for current year)	–	–
Provision No Longer Required	7.85	10.80
Profit on Sale of Fixed Assets (Net)	0.40	0.50
Balances Written Back (Net)	2.60	0.86
Foreign Exchange Rate Differences (Net)	–	15.99
Other Non Operating Income	16.74	0.86
	137.85	184.96

Notes Forming Part of Consolidated Financial Statements

NOTE 20 - COST OF MATERIALS CONSUMED

(₹ in crore)

	For the year ended 30.06.2015	For the year ended 30.06.2014
Raw Materials Consumed		
Gypsum	130.32	102.73
Fly Ash	217.65	215.39
Clinker	52.51	–
Red Ochre and Slag	31.47	16.02
Sulphuric Acid	43.58	28.39
Others	104.00	101.33
	579.53	463.86

NOTE 21 - CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS

(₹ in crore)

	For the year ended 30.06.2015	For the year ended 30.06.2014	(Increase) / Decrease
Closing Stock			
Work-in-Progress	97.28	49.16	(48.12)
Finished Goods	89.65	58.67	(30.98)
	186.93	107.83	(79.10)
Opening Stock			
Work-in-Progress	49.16	55.58	6.42
Finished Goods	58.67	35.88	(22.79)
	107.83	91.46	(16.37)
(Increase) / Decrease	(79.10)	(16.37)	

NOTE 22 - EMPLOYEE BENEFITS EXPENSE

(₹ in crore)

	For the year ended 30.06.2015	For the year ended 30.06.2014
Salaries, Wages, Bonus and Allowances	394.98	336.60
Contribution to Provident and other Funds	49.62	48.49
Employees Welfare Expenses	10.43	10.21
	455.03	395.30

NOTE 23 - FREIGHT AND FORWARDING EXPENSES

(₹ in crore)

	For the year ended 30.06.2015	For the year ended 30.06.2014
On Finished Products	958.61	854.50
On Inter Unit Clinker Transfer	436.85	336.04
	1,395.46	1,190.54

NOTE 24 - FINANCE COSTS

(₹ in crore)

	For the year ended 30.06.2015	For the year ended 30.06.2014
Interest Expenses	103.57	110.32
Other Borrowing Costs	17.48	27.00
Applicable Net Gain/Loss On Foreign Currency Transactions and Translation	3.06	0.49
	124.11	137.81
Less: Interest and Other Borrowing Costs Capitalised	3.48	8.62
	120.63	129.19

Notes Forming Part of Consolidated Financial Statements

NOTE 25 - OTHER EXPENSES

(₹ in crore)

	For the year ended 30.06.2015	For the year ended 30.06.2014
Stores and Spares Consumed	236.36	258.13
Packing Materials Consumed	245.66	231.76
Royalty and Cess	160.19	132.77
Mines Reclamation Expenses	0.43	0.62
Excise Duty on Captive Consumption of Clinker	25.17	22.80
Repairs to Plant and Machinery	111.05	98.89
Repairs to Buildings	14.11	15.12
Rent	12.38	9.39
Insurance	2.29	2.31
Rates and Taxes	7.91	11.81
Travelling	27.07	23.15
Commission to Non-executive Directors	1.40	1.24
Directors' Sitting Fees and Expenses	0.44	0.26
Advertisement and Publicity	42.86	56.85
Discount, Sales Promotion and Other Selling Expenses	194.18	172.78
Excise duty variance on Closing/Opening Stock (Refer note 29)	5.20	2.54
Foreign Exchange Rate Differences (Net)	15.90	–
Corporate Social Responsibility Expenses	18.49	–
Assets Written Off	1.94	–
Bad Debts Written Off	0.24	0.02
Provision / (Reversal of Provision) for Doubtful Receivables (Net)	(0.12)	0.12
Miscellaneous (Refer Note 25.1)	82.63	71.97
	1,205.78	1,112.53

25.1 Miscellaneous Expenses include the payments made to Auditors:

(₹ in crore)

	For the year ended 30.06.2015	For the year ended 30.06.2014
Statutory Auditors		
Audit Fees	0.25	0.25
Tax Audit Fees	0.05	0.05
Certification / Other Services	0.09	0.09
Reimbursement of Expenses	0.09	0.07
Cost Auditors		
Audit Fees	0.02	0.02
Certification / Other Services	0.01	0.01
Reimbursement of Expenses [₹14933 (Previous year ₹15325)]		

26 CONTINGENT LIABILITIES (CLAIMS/DEMANDS NOT ACKNOWLEDGED AS DEBT):

- Custom duty ₹56.56 crore (Previous year ₹56.56 crore).
- The Competition Commission of India (CCI) has, vide its order dated 30th July, 2012, imposed penalty of ₹397.51 crore on the Company, which has been challenged before the Competition Appellate Tribunal (COMPAT). COMPAT has granted stay on CCI Order on the condition that the Company deposits 10% of the penalty amounting to ₹39.75 Crore. The same stands deposited in the form of bank fixed deposit with lien in favour of COMPAT. The fixed deposit has been renewed periodically on maturity alongwith interest of ₹3.44 crore.

27 Estimated amount of contracts remaining to be executed on capital account (net of advances) ₹249.60 crore (Previous Year ₹528.26 crore).

28 Capital Work-in-Progress includes pre-operative expenses of ₹36.87 crore (Previous Year ₹69.08 crore) which includes depreciation of ₹2.46 crore (Previous Year ₹8.93 crore) on assets during construction period.

Notes Forming Part of Consolidated Financial Statements

29 Excise duty on sales amounting to ₹723.27 crore (Previous year ₹657.00 crore) has been reduced from sales in the Statement of Profit and Loss and excise duty on increase / decrease in stock amounting to ₹5.20 crore (Previous year ₹2.54 crore) has been considered as other expenses.

30 EXPENDITURE ON RESEARCH AND DEVELOPMENT:

(₹ in crore)

Particulars	2014-15	2013-14
Capital	0.94	8.81
Revenue	13.34	12.55
Total	14.28	21.36

31 a) Unhedged Foreign Currency Exposure:

Sl. No	Purpose	Currency	As at 30.06.2015		As at 30.06.2014	
			Foreign Currency in crore	₹ in crore	Foreign Currency in crore	₹ in crore
1	Outstanding Creditors for Spares, Capital Goods and Fuel	USD	2.15	137.07	1.13	67.96
2	Outstanding Creditors for Spares and Capital Goods	JPY	0.06	0.03	–	–
3	Outstanding Creditors for Spares and Capital Goods [20600 GBP (Previous Year 13500 GBP)]	GBP	–	0.21	–	0.14
4	Outstanding Creditors for Spares and Capital Goods	EURO	0.04	3.03	–	–
5	Buyers Credit	USD	–	–	1.01	60.69
6	Interest Payable	USD	–	–	0.01	0.52
7	Interest Payable Nil [Previous Year 186.50 CHF (₹12538)]	CHF	–	–	–	–
8	Interest Payable Nil (Previous year 9080 Euro)	EURO	–	–	–	0.07

b) The details of Derivatives outstanding at the year end are as follows:

Sl. No	Nature of Contract	Currency	Buy Amount				Purpose
			As at 30.06.2015		As at 30.06.2014		
			Foreign Currency in crore	₹ in crore	Foreign Currency in crore	₹ in crore	
1	Forward Contracts	USD	–	–	4.69	281.90	Hedging of Buyers Credit
2	Forward Contracts	EURO	–	–	0.76	62.68	Hedging of Buyers Credit
3	Forward Contracts	CHF	–	–	0.04	2.51	Hedging of Buyers Credit
4	Forward Contracts	USD	–	–	1.22	73.09	Hedging of Suppliers Credit
5	Forward Contracts	USD	–	–	1.03	61.67	Hedging of Imports
6	Forward Contracts	EURO	–	–	0.50	41.32	Hedging of Imports
7	Currency and Interest rate Swaps	USD	6.50	414.44	5.08	305.12	Hedging of Loans

32 EMPLOYEE BENEFITS:

(i) Contribution to defined contribution plans recognised as expenses are as under:

(₹ in crore)

Particulars	2014-15	2013-14
Superannuation	6.50	6.19
Provident fund	26.42	21.03
National Pension Scheme	0.32	0.39
Total	33.24	27.61

Notes Forming Part of Consolidated Financial Statements

32 EMPLOYEE BENEFITS: (contd...)

(ii) Defined Benefit Plans:

- (A) **Gratuity** - The Company has defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The scheme is funded with Life Insurance Corporation of India.

Disclosure for defined benefit plans based on actuarial reports:

(₹ in crore)

Sl. No	Particulars	Gratuity (Funded Plan)	
		As at 30.06.2015	As at 30.06.2014
I	Change in Obligation		
1	Present Value of defined benefit obligation at the beginning of the year	122.42	97.87
2	Current service cost	14.92	10.85
3	Interest cost	9.79	7.83
4	Actuarial (gain)/loss on obligation	5.41	11.26
5	Liabilities transferred pursuant to an acquisition of Business Unit	0.41	–
6	Benefits paid	(5.03)	(5.39)
7	Present value of defined benefit obligation at the end of the year	147.92	122.42
II	Change in the Fair Value of Plan Assets		
1	Fair Value of plan assets at the beginning of the year	122.40	97.65
2	Expected return on plan assets	11.43	9.25
3	Contributions by employer	18.61	20.89
4	Actuarial (gain)/loss on plan assets	–	–
5	Assets acquired pursuant to an acquisition of Business Unit	0.41	–
6	Benefits paid	(5.03)	(5.39)
7	Fair value of plan assets at the end of the year	147.82	122.40
III	Expenses recognised in the Statement of Profit and Loss		
1	Current service cost	14.92	10.85
2	Interest cost	9.79	7.83
3	Expected return on plan assets	(11.43)	(9.25)
4	Net actuarial (gain)/loss recognised in the current year	5.41	11.26
5	Expenses recognised in the Statement of Profit and Loss	18.69	20.69
IV	Amount recognised in the Balance Sheet as at the end of the year		
1	Present value of defined benefit obligation	147.92	122.42
2	Fair Value of plan assets at the end of the year	147.82	122.40
3	Funded status [Surplus/(Deficit)]	(0.10)	(0.02)
4	Net asset/(liability) as at the end of the year	(0.10)	(0.02)
V	The major categories of plan assets as a percentage of total plan		
1	Qualifying Insurance Policy	100%	100%
VI	Actuarial Assumptions		
1	Discount rate	8.00% p.a.	8.00% p.a.
2	Mortality rate	IALM (2006-08 Ultimate)	LIC (1994-96 Ultimate)
3	Withdrawal rate	1-3% depending on age	1-3% depending on age
4	Actual return on plan assets	11.43	9.25

- a) The estimates of future salary increases have been considered in actuarial valuation after taking into consideration the impact of inflation, seniority, promotion and other relevant factors such as supply and demand situation in the employment market.

Notes Forming Part of Consolidated Financial Statements

32 EMPLOYEE BENEFITS: (contd...)

b) Basis used to determine expected rate of return on assets:

The expected return on plan assets is based on market expectation, at the beginning of the period, which is used for calculating returns over the entire life of the related obligation. The Gratuity Scheme is invested in group Gratuity-Cum-Life assurance cash accumulation policy offered by Life Insurance Corporation of India.

c) Amount for the current and previous two years are as follows:

(₹ in crore)

Gratuity-Funded plan	As at		
	30.06.2015	30.06.2014	30.06.2013
Defined benefit obligation	147.92	122.42	97.87
Plan assets	147.82	122.40	97.65
Surplus/ (deficit)	(0.10)	(0.02)	(0.22)
Experience Adjustment Gain / (Loss) for Plan Liabilities	(2.45)	(3.33)	(2.59)
Experience Adjustment Gain / (Loss) for Plan Assets	0.12	(0.49)	0.04

d) The Company expects to contribute ₹15 Crore (Previous Year ₹15 Crore) to gratuity fund in next year.

(B) Provident fund managed by a trust set up by the Company:

In terms of the guidance note issued by the Institute of Actuaries of India for measurement of provident fund liabilities, the actuary has provided a valuation of provident fund liability and based on the assumption provided below, there is no short fall as at 30.6.2015.

The details of the plan assets and obligations position are as follows:

(₹ in crore)

Particulars	2014-15	2013-14
Plan assets at year end, at fair value	41.28	35.22
Present value of defined obligation at year end	41.28	35.22
Liability recognised in the Balance Sheet	—	—

The assumptions used in determining the present value of obligation of the interest rate guarantee under deterministic approach are:

Particulars	2014-15	2013-14
Discounting Rate	8.00%	8.75%
Expected Guaranteed Interest Rate	8.75%	8.75%
Expected Rate of Return on Assets	8.75%	8.75%

(iii) Amount recognised as an expense in respect of leave encashment and compensated absences are ₹11.47 crore (Previous Year ₹9.98 crore).

Notes Forming Part of Consolidated Financial Statements

33 SEGMENT REPORTING:

A. The Company has two primary business segments, namely Cement and Power.

Revenue, Results and other information:

(₹ in crore)

Particulars	2014-15				2013-14			
	Cement	Power	Inter-Segment Eliminations	Total	Cement	Power	Inter-Segment Eliminations	Total
Revenue								
External Sales	5747.24	706.33	–	6453.57	5244.39	642.92	–	5887.31
Inter Segment Revenue	–	680.23	(680.23)	–	–	600.78	(600.78)	–
Total Revenue	5747.24	1386.56	(680.23)	6453.57	5244.39	1243.70	(600.78)	5887.31
Results								
Segment Results (Profit before Finance Costs, Exceptional items and Tax)	(36.78)	483.41	–	446.63	521.28	347.59	–	868.87
Add: Un-allocated Income	–	–	–	110.26	–	–	–	155.95
Less: Finance Costs	–	–	–	120.63	–	–	–	129.19
Profit before exceptional items and Tax	–	–	–	436.26	–	–	–	895.63
Less: Exceptional Items	–	–	–	35.46	–	–	–	80.51
Profit before Tax	–	–	–	400.80	–	–	–	815.12
Less: Tax (Credit)/ Expenses	–	–	–	(25.50)	–	–	–	27.91
Profit after Tax	–	–	–	426.30	–	–	–	787.21
Segment Assets	4959.54	716.75	–	5676.29	4034.79	640.32	–	4675.11
Un-allocated Assets	–	–	–	2321.50	–	–	–	2653.58
Total Assets	–	–	–	7997.79	–	–	–	7328.69
Segment Liabilities	1243.50	186.00	–	1429.50	962.66	138.69	–	1101.35
Un-allocated Liabilities and Provisions	–	–	–	87.17	–	–	–	116.54
Total Liabilities	–	–	–	1516.67	–	–	–	1217.89
Depreciation and Amortisation	838.48	86.30	–	924.78	472.36	77.55	–	549.91
Capital expenditure	1345.43	155.45	–	1500.88	1465.78	131.44	–	1597.22
Significant Non Cash Expenses other than Depreciation and Amortisation	–	–	–	–	–	–	–	–

B. Geographical Segment is identified as the secondary segment and details are given below:

(₹ in crore)

Particulars	2014-15	2013-14
Segment Revenue from Operations (Net)		
Within India	6411.73	5870.76
Outside India	41.84	16.55
Total	6453.57	5887.31

All the assets of the Company are within India.

34 RELATED PARTY DISCLOSURE (AS PER AS-18 "RELATED PARTY DISCLOSURES" SPECIFIED UNDER SECTION 133 OF THE COMPANIES ACT, 2013):

Relationships:

(a) Enterprises over which Key Management Personnel (KMP) are able to exercise significant influence with whom there were transactions during the year:

- (i) The Kamla Company Limited
- (ii) Shree Capital Services Ltd.
- (iii) Aqua Infra Project Limited
- (iv) Asish Creations Pvt. Ltd.
- (v) Alfa Buildhome Pvt. Ltd.
- (vi) Rajasthan Forum
- (vii) The Bengal
- (viii) Sant Parmanand Hospital

Notes Forming Part of Consolidated Financial Statements

34 RELATED PARTY DISCLOSURE (contd...)

(b) Key Management Personnel:

- | | |
|----------------------------|-------------------------------------|
| (i) Shri H. M. Bangur | Managing Director |
| (ii) Shri Prashant Bangur | Wholetime Director |
| (iii) Shri Mahendra Singhi | Executive Director (upto 6.12.2013) |

(c) Relatives to Key Management Personnel:

- | | |
|-----------------------|-----------------------------|
| (i) Shri B. G. Bangur | Father of Shri H. M. Bangur |
|-----------------------|-----------------------------|

Disclosure of Related Party Transactions:-

(a) Enterprises over which KMPs are able to exercise significant influence:-

(₹ in crore)

Particulars	2014-15	2013-14
Usage charges of common facilities		
- The Kamla Company Limited	0.57	0.55
- Aqua Infra Project Limited	0.11	0.11
Payment for office rent		
- Alfa Buildhome Pvt. Ltd.	1.95	1.81
- Shree Capital Services Ltd.	0.24	0.13
Purchases of Stores and spares		
- Aqua Infra Project Limited	0.11	–
Sale of Goods		
- Alfa Buildhome Pvt. Ltd. (Current Year Nil (Previous Year ₹8250))	–	–
- Sant Parmanand Hospital	0.13	–
Receiving of Services		
- Asish Creations Pvt. Ltd.	0.01	1.17
Contribution towards Social Activities		
- Rajasthan Forum	0.33	0.26
- The Bengal	0.32	0.10
- Sant Parmanand Hospital	0.04	–
Security deposit balance at the year end		
- Alfa Buildhome Pvt. Ltd.	0.45	0.45

(b) Key Management Personnel:-

(₹ in crore)

Particulars	2014-15	2013-14
Remuneration:-		
- Shri H. M. Bangur	26.25	22.59
- Shri Prashant Bangur	9.51	7.46
- Shri Mahendra Singhi (Upto 6.12.2013)	–	7.16
Total	35.76	37.21

(c) Relatives to Key Management Personnel:-

(₹ in crore)

Particulars	2014-15	2013-14
Director commission, Sitting Fee and reimbursement of expenses		
- Shri B. G. Bangur	0.22	0.17

Notes Forming Part of Consolidated Financial Statements

35 EARNINGS PER SHARE (EPS):

A. Basic and Diluted EPS:

Particulars		2014-15	2013-14
Profit attributable to Equity shareholders	₹ in crore	426.30	787.21
Equity share capital	₹ in crore	34.84	34.84
Weighted average number of Equity shares outstanding (Face value of ₹10/- per share)	Nos.	3,48,37,225	3,48,37,225
Earnings Per Share – Basic and Diluted	₹	122.37	225.97

B. Cash EPS: (Profit for the year + Depreciation + Deferred Tax) / Weighted average number of Equity shares outstanding

36 MOVEMENT OF PROVISION FOR MINES RECLAMATION EXPENSES:

(₹ in crore)

Particulars	2014-15	2013-14
Opening Provision	18.88	18.70
Add: Provision during the year	0.43	0.62
Less: Utilisation during the year	0.54	0.44
Closing Provision	18.77	18.88

37 OPERATING LEASE:

The Company has taken various residential premises, office premises and warehouses under operating lease agreements. These are cancellable and are renewable by mutual consent on mutually agreed terms.

38 OTHER NOTES:

(A) Value of imports during the year calculated on CIF basis:

(₹ in crore)

Sl. No	Particulars	2014-15	2013-14
(i)	Raw Materials	12.06	2.44
(ii)	Fuel	1570.90	1055.80
(iii)	Stores, Spare Parts and Components	14.18	18.04
(iv)	Capital Goods	127.79	231.27

(B) Expenditure incurred in foreign currencies:

(₹ in crore)

Sl. No	Particulars	2014-15	2013-14
(i)	Foreign Travel	0.33	1.17
(ii)	Consultancy charges (#)	4.78	1.99
(iii)	Interest	1.73	2.78
(iv)	Others	0.72	0.75

(#) For Capital Projects, ₹2.91 crore (Previous Year ₹0.89 crore)

(C) Value of imported and indigenous raw materials, stores, spare parts and components consumed and their percentage to total consumption:

(a) Raw Materials:

Sl. No	Particulars	2014-15		2013-14	
		Value (₹ in crore)	%	Value (₹ in crore)	%
(i)	Imported	54.92	9.48	31.81	6.86
(ii)	Indigenous	524.61	90.52	432.05	93.14

(b) Stores, Spare Parts and Components:

Sl. No	Particulars	2014-15		2013-14	
		Value (₹ in crore)	%	Value (₹ in crore)	%
(i)	Imported	16.23	6.87	20.32	7.87
(ii)	Indigenous	220.13	93.13	237.81	92.13

Notes Forming Part of Consolidated Financial Statements

38 OTHER NOTES: (contd...)

(D) Net dividend remitted to non-resident shareholders in foreign currency:

(a) Final Dividend

Sl. No	Particulars	2014-15	2013-14
(i)	No. of non-resident share holders	–	1
(ii)	No. of shares held	–	3600000
(iii)	Year to which dividend relates	–	2012-13
(iv)	Amount remitted (₹ in crore)	–	4.32

(b) Interim Dividend

Sl. No	Particulars	2014-15	2013-14
(i)	No. of non-resident share holders	1	1
(ii)	No. of shares held	3600000	3600000
(iii)	Year to which dividend relates	2013-14 & 2014-15	2013-14
(iv)	Amount remitted (₹ in crore)	7.92	3.60

39 During the year, the Company has acquired 1.50 MTPA cement grinding unit of Jaiprakash Associates Limited situated at Panipat in the State of Haryana on going concern basis with effect from 27th April, 2015 for an aggregate consideration of ₹358.22 crore which, based on expert valuer's report, has been apportioned as under-

Particulars	₹ in crore
Tangible Assets	212.56
Capital Work-in-Progress	9.38
Assets constructed at others' premises	23.70
Net Current Assets	1.72
Goodwill (Excess of Purchase Consideration over Net Assets Acquired)	110.86

40 Statement containing salient features of the financial statements of subsidiaries/associate companies /joint ventures (Form AOC-1- Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)

Part –“A”: Subsidiaries

Particulars	Shree Global Pte. Ltd.		Katni Industries Private Limited
	Amount In USD	Amount In INR	Amount in INR
Capital	20000	1155300	–
Reserves & Surplus	(14898.61)	(910853)	–
Total Assets	9404.81	599603	–
Total Liabilities	4303.42	355156	–
Investments	–	–	–
Turnover	–	–	–
Profit / (Loss) before taxation	(3892.10)	(241232)	(14355)
Provision for Taxation	–	–	–
Profit / (Loss) after taxation	(3892.10)	(241232)	(14355)
Proposed Dividend	–	–	–
% of shareholding	100	100	–

Note - For converting the figures given in foreign currency appearing in the accounts of the subsidiary company into equivalent INR, following exchange rates are used.

Currency	Balance Sheet (Closing rate)	Statement of Profit and Loss (Average rate)
United States Dollars (USD) - Indian Rupee	63.75	61.98

Notes Forming Part of Consolidated Financial Statements

Name of subsidiary company which are yet to commence operations-

Sl. No Name of Subsidiary Companies

1. Shree Global Pte. Ltd.

Name of subsidiary company which have been sold during the year-

Sl. No Name of Subsidiary Companies

1. Katni Industries Private Limited

Part B of the Form AOC-I is not applicable as there are no associate companies/Joint Ventures of the Company as on 30th June, 2015.

41 Additional information, as required under Schedule III of the Companies Act, 2013 of Enterprises consolidated as Subsidiary/Associates/Joint Ventures

Name of the Company	Net Assets (Total Assets minus Total Liabilities)		Share in Profit or Loss	
	As % of Consolidated Net Assets	₹ in crore	As % of Consolidated Profit or (Loss)	₹ in crore
Parent				
Shree Cement Limited	100.01	5276.40	100.01	426.33
Subsidiaries - Indian				
Katni Industries Private Limited (up to 15.03.2015)	—	—	—	— *
Subsidiaries - Foreign				
Shree Global Pte. Limited	0.00	0.02	(0.01)	(0.03)
Adjustment due to consolidation	(0.01)	(0.11)	—	—
TOTAL	100.00	5276.31	100.00	426.30

* ₹14355

42 Previous year figures have been regrouped and rearranged wherever necessary.

43 Figures less than 50,000 have been shown at actual, wherever statutorily required to be disclosed, as the figures have been rounded off to the nearest lac.

Signature to Note 1 to 43

As per our report of even date
For **B. R. Maheswari & Co.**
Chartered Accountants
Firm's Registration No. 001035N

Sudhir Maheshwari
Partner
Membership No. 081075

Place : Kolkata
Date : 5th August, 2015

For and on behalf of the Board

B. G. Bangur
Chairman

S. S. Khandelwal
Company Secretary

Subhash Jajoo
Chief Finance Officer

H. M. Bangur
Managing Director

O. P. Setia
*Independent Director &
Chairman of Audit Committee*

Prashant Bangur
Whole Time Director

RATIO ANALYSIS

Financial Performance Ratios

	2010-11	2011-12#	2012-13	2013-14	2014-15
Raw Material Cost / Total Turnover (%)	11.22	8.98	8.11	9.13	10.31
Fuel & Power Cost / Total Turnover (%)	23.17	23.15	23.98	21.07	22.01
Manpower & Admin Cost / Total Turnover (%)	6.63	6.36	7.02	7.88	8.72
Net Interest / Total Turnover (%)	2.48	2.08	2.09	0.76	0.91
Profit Before Interest (Net), Depreciation & Tax / Total Turnover (%)	23.68	26.36	27.31	22.84	19.88
Profit Before Depreciation & Tax / Total Turnover (%)	21.19	24.28	25.22	22.09	18.96
Depreciation / Total Turnover (%)	17.16	13.48	7.06	8.40	12.89
Tax / Net Profit (%)	(47.38)	11.20	11.50	3.55	(5.98)
Tax / Total Turnover (%)	(2.52)	1.07	1.87	0.43	(0.36)
Net Profit / Total Turnover (%)	5.33	9.55	16.27	12.03	5.94
Net Profit / Net Turnover (%)	6.07	10.66	17.96	13.37	6.61
Cash Profit / Total Turnover (%)	20.97	23.06	22.95	19.68	18.10
ROCE [PBIT/ Avg. Capital Employed] (%)	6.98	15.50	24.14	15.52	7.64
Return on Net Worth (%)	7.83	18.65	26.13	16.16	7.36
Turnover / Average Capital Employed (%)	96.27	108.81	113.47	107.54	105.18
EBIDTA / Net Turnover (With Other Income) (%)	29.24	31.18	31.29	26.75	22.96
EBIDTA / Net Turnover (Without Other Income) (%)	25.62	28.38	27.92	23.61	20.82
Earning Per Share (₹)	60.19	177.54	288.19	225.98	122.38
Cash Earning Per Share (₹)	236.99	428.88	406.34	369.74	372.81

Balance Sheet Ratios

	2010-11	2011-12#	2012-13	2013-14	2014-15
Debt -Equity Ratio (Times)	0.84	0.56	0.20	0.12	0.14
Debtors Turnover (Days)	10.03	12.75	18.62	16.54	24.23
Inventory Turnover (Days)	37.47	35.43	31.39	45.16	46.73
Current Ratio (Times)	1.58	1.37	1.60	1.56	1.61
Quick Ratio (Times)	1.14	1.11	1.23	1.02	0.98
Book Value Per Share (₹)	570.13	784.77	1103.32	1352.25	1514.59

Figures of 2011-12 has been annualised wherever necessary in view of 15 months period.

CORPORATE INFORMATION

Board of Directors

Shri B. G. Bangur	- Chairman
Shri H. M. Bangur	- Managing Director
Shri Prashant Bangur	- Whole-time Director
Shri R. L. Gaggar	
Shri O. P. Setia	
Shri Shreekant Somany	
Dr. Y. K. Alagh	
Shri Nitin Desai	
Dr. Leena Srivastava	
Shri Sanjiv Krishnaji Shelgikar	
Shri Ramakant Sharma	

Chief Finance Officer

Shri Subhash Jajoo

Senior Executives

Shri Diwakar Payal	- President (Marketing)
Shri P. N. Chhangani	- President (Works)
Shri Kuldeep Verma	- Jt. President (Marketing)
Shri Sanjay Mehta	- Jt. President (Commercial) and Chief Happiness Officer
Shri K. C. Gandhi	- Jt. President (Material Management)
Shri Arvind Khicha	- Sr. Vice President (Commercial)
Shri S. C. Suthar	- Sr. Vice President (Mines)
Shri Shrinath Savoor	- Sr. Vice President (Strategy)
Shri M. M. Rath	- Vice President (Power Plant)
Shri Rakesh Bhargava	- Vice President (R&D) and Chief Climate & Sustainability Officer
Shri Vinay Saxena	- Vice President (Operations)
Shri R. K. Manawat	- Vice President (Operations)
Shri R. K. Agarwal	- Vice President (Projects)
Shri S. R. Singhvi	- Vice President (P&A)
Shri Manoj Kumar Mahla	- Vice President (P&A)
Shri Narip Bajwa	- Vice President (Marketing)
Shri Himanshu Dewan	- Vice President (Marketing)
Shri Sharad Rajvanshi	- Vice President (Marketing)
Shri Ravi Kant Tiwari	- Vice President (Liasion and P&A)
Shri S. P. Nema	- Vice President (Project - Technical)
Shri N. C. Jain	- Jt. Vice President (Finance & Internal Audit)
Shri Anil Shukla	- Jt. Vice President (Purchase)
Shri R. N. Dani	- Jt. Vice President (Costing & MIS)
Shri S. K. Soni	- Jt. Vice President (Sales Accounts)
Shri Yogesh Mehta	- Jt. Vice President (Logistics)
Shri Devendra Tripathi	- Jt. Vice President (Logistics)
Shri K. K. Jain	- Jt. Vice President (Accounts & Contract Cell)
Shri S. L. Bhansali	- Jt. Vice President (Legal)
Shri Anil Kaushik	- Jt. Vice President (Marketing)
Shri K. K. Talwar	- Jt. Vice President (Marketing)
Shri Sanjay Jain	- Jt. Vice President (Operations)
Shri S. C. Maheshwari	- Jt. Vice President (Operations)
Shri S. K. Gupta	- Jt. Vice President (Project Accounts)
Shri A. K. Gupta	- Jt. Vice President (Project - Civil)
Shri A. K. Srivastav	- Jt. Vice President (Project - Mechanical)

Company Secretary

Shri S. S. Khandelwal

Bankers

State Bank of Bikaner & Jaipur
State Bank of India
ICICI Bank Ltd.
Axis Bank Ltd.
Standard Chartered Bank
HDFC Bank Ltd.
DBS Bank Ltd.
The Bank of Tokyo-Mitsubishi UFJ Ltd.
J P Morgan Chase Bank N.A.
BNP Paribas
Sumitomo Mitsui Banking Corporation

Advertising Consultant

Shri Alyque Padamsee

Statutory Auditors

M/s. B. R. Maheswari & Co., New Delhi

Cost Auditors

M/s. K. G. Goyal & Associates, Jaipur

Secretorial Auditors

M/s. P. Pincha & Associates, Jaipur

Internal Auditors

M/s. P. K. Ajmera & Co., Ahmedabad

Registered Office

Bangur Nagar, Beawar-305 901, Distt. Ajmer, Rajasthan
Phone : +91-1462-228101-06
Fax : +91-1462-228117-19
Toll Free No.: 1800 180 6003-04
website: www.shreecement.in
email: sclbwr@shreecementltd.com

Corporate Office

21, Strand Road, Kolkata-700 001
Phone : +91-33-22390601-05
Fax : +91-33-22434226
email: sclcal@shreecementltd.com

COMPANY'S PLANTS & MARKETING OFFICES

Integrated Cement Plants and Power Plants

Beawar: Bangur Nagar, Beawar - 305 901, Distt. : Ajmer, Rajasthan (India) Phone : +91-1462-228101-06 Fax : +91-1462-228117 / 228119 Email : shreebwr@shreecementltd.com	Ras: Bangur City, Ras, Tehsil: Jaitaran-306 107, Distt. : Pali, Rajasthan (India) Phone : +91-1462-228101-06 Fax : +91-1462-228117 / 228119 Email : shreebwr@shreecementltd.com	Raipur: Village Khapradih, Tehsil- Simga, Distt. : Balodabazar, Chhattisgarh (India) Phone : +91-771-2430007 / 2430023
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Split Grinding Units

Khushkhera: Plot No SP 3-II, A-1, RIICO Industrial Area, Khushkhera (Bhiwadi), Distt.: Alwar, Rajasthan	Jobner (Jaipur): Mahela-Jobner Road, Village: Aslapur, Distt.: Jaipur, Rajasthan
Suratgarh: Near N.H. 15, Udaipur Udasar, Tehsil: Suratgarh, Distt.: Sriganganagar, Rajasthan	Laksar (Roorkee): Akbarpur-Oud, Distt.: Haridwar, Uttarakhand
Panipat: Village – Khukhrarna, P.O. – Asan Kalan, Tehsil – Madloda, Distt: Panipat, Haryana	Aurangabad: Industrial Growth Centre Biada, Near Jasoia More, Post: Mojurahi, Distt.: Aurangabad, Bihar
Bulandshahr: 12, Sikandrabad Industrial Area, Sikandrabad, Distt.: Bulandshahr, Uttar Pradesh	

Marketing Offices

Shree JungRodhak Cement	Bangur Cement	Rockstrong Cement
Delhi: 122-123, Hans Bhawan, 1 Bahadur Shah Zafar Marg, New Delhi - 110 002 Phone : +91-11-23370828, 23379829 Fax : +91-11-23370499	Delhi: 6B, 6th Floor, Hansalaya Building, 15, Barakhamba Road, New Delhi - 110 001 Phone : +91-11-23702794-95 Fax : +91-11-23702796	Delhi: 10-A, DCM Building, 16-Barakhamba Road, Connaught Place, New Delhi - 110 001 Phone : +91-11-23731084-85 Fax : +91-11-23731084
Jaipur: SB-187, 2nd Floor, Shree Corporate Tower, Opp. Rajasthan University, JLN Marg, Jaipur - 302 015 Phone : +91-141-6611200 Fax : +91-141-6611219	Jaipur: SB-187, 3rd Floor, Shree Corporate Tower, Opp. Rajasthan University, JLN Marg, Jaipur - 302 015 Phone : +91-141-6611000, 6611322 Fax : +91-141-6611315	Jaipur: SB-187, 4th Floor, Shree Corporate Tower, Opp. Rajasthan University, JLN Marg, Jaipur - 302 015 Phone : +91-141-6611000 Fax : +91-141-6611421

NOTES

[illegible]

NOTES



SHREE CEMENT LIMITED

Regd. Office: Bangur Nagar, Beawar-305 901, Distt. Ajmer (Rajasthan)

Phone: EPABX 01462 228101-6, Fax: 01462 228117/119

E-Mail: shreebwr@shreecementltd.com Website: www.shreecement.in

CIN: L26943RJ1979PLC001935

Name: e-mail id:

Address:

..... Pin

DPID: Client id:

Folio No. (In case of physical holding):

No. of Equity Shares held:

Signature of Member

	Excellent	Very Good	Good	Satisfactory	Needs improvement
Statutory Section					
- Reporting of Directors' Report & MDA, Report on Corporate Governance & BRR					
- Reporting of Financial Statements					
Non-Statutory Section					
- Theme of Annual Report					
- Chairman, MD, WTD, President (Marketing) and President (Works) Messages					
- Other theme based write-up					

Suggest what other issues should be covered in the Report?

.....

.....

Suggest the areas, if any, where more details should be reported?

.....

.....

Please mail your feedback to:

S. S. Khandelwal
Company Secretary
Shree Cement Limited,
Bangur Nagar,
Beawar – 305 901, Distt Ajmer, Rajasthan
Phone : +91-1462-228101-06 Fax : +91-1462-228117/119
E-mail: investor@shreecementltd.com, shreebwr@shreecementltd.com



www.shreecement.in

CIN No. L26943RJ1979PLC001935

