



STANDALONE  
FINANCIAL  
STATEMENTS

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## Independent Auditor's Report

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### TO THE MEMBERS OF GODREJ INDUSTRIES LIMITED

#### Report on the Standalone Financial Statements

We have audited the accompanying Standalone Financial Statements of **GODREJ INDUSTRIES LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information, in which are incorporated the Returns for the year ended on that date audited by the branch auditor of the Company's London Branch.

#### Management's Responsibility for the 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 March 31, 2015 and its profit and its cash flows for the year ended on that date.

#### Emphasis of Matter

We draw attention to Sub-note (2) of Note 4 : Reserves and Surplus, to the Standalone Financial Statements, in respect of the Godrej Industries Limited Employees Stock Option Trust (ESOP Trust), where, during the year, The Securities and Exchange Board of India (SEBI) has issued the SEBI (Share Based Employee Benefits) Regulation, 2014, which requires that the accounting treatment for employee share based payments to be based on the Guidance Note on Accounting for Employees Share-Based Payments issued by the Institute of Chartered Accountants of India. Accordingly, the

## Independent Auditor's Report

Company has not included the Financial Statements of the ESOP Trust in the preparation of the Standalone Financial Statements of the Company for the year ended March 31, 2015, as compared to the previous year where the same were consolidated. Consequently, these financial statements do not include the assets, liabilities, income and expenditure of the ESOP Trust and to that extent, the figures for the previous year are not comparable.

Our opinion is not modified in respect of this matter.

### Other Matter

We did not audit the financial statements / information of one branch included in the Standalone Financial Statements of the Company whose financial statements / financial information reflect total assets of ₹ 0.00 crores (amount less than ₹ 0.01 crore) as at March 31, 2015 and total revenues of ₹ Nil for the year ended on that date, as considered in the Standalone Financial Statements. The financial statements / information of this branch has been audited by the branch auditor whose report has been furnished to us and our opinion in so far as it relates to the amounts and disclosures included in respect of this branch, is based solely on the report of such branch auditor.

Our opinion is not modified in respect of this matter.

### 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 Companies Act, 2013, we give in the Annexure, a statement on the matters specified in paragraphs 3 and 4 of the said Order, to the extent applicable.
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 appears from our examination of those books and proper returns adequate for the purposes of our audit have been received from the branch not visited by us.
  - c) The report on the accounts of the branch office of the Company audited under Section 143(8) of the Act by the branch auditor has been sent to us and has been properly dealt with by us in preparing this report.
  - d) 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 and with the returns received from the branch not visited by us.
  - e) 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.
  - f) On the basis of the written representations received from the Directors of the Company as on March 31, 2015 and taken on record by the Board of Directors, none of the Directors of the Company are disqualified as on March 31, 2015, from being appointed as a Director in terms of Section 164(2) of the Act.
  - g) 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 23 to the Standalone Financial Statements.
    - ii) The Company has made provision, as required under the applicable laws or Accounting Standards for material foreseeable losses, if any, on long term contracts. Refer Notes 2.13 and 47 to the Standalone Financial Statements.
    - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

### For KALYANIWALLA & MISTRY

Chartered Accountants  
Firm Regn. No.: 104607W

### Daraius Z. Fraser

Partner  
M. No.: 42454

Mumbai: May 27, 2015.

## Annexure to the Independent Auditor's Report

The Annexure referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in our Independent Auditor's Report to the Members of the Company on the Standalone Financial Statements for the year ended March 31, 2015 :

1. Fixed Assets :
  - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - b) The Company has a program for physical verification of fixed assets at periodic intervals. In our opinion, the period of verification is reasonable having regard to the size of the Company and the nature of its assets. The discrepancies noticed on such verification are not material and have been properly dealt with in the books of account.
2. Inventory :
  - a) The Management has conducted physical verification of inventory at reasonable intervals.
  - b) The procedures of physical verification of inventories followed by the Management are reasonable and adequate in relation to the size of the Company and the nature of its business.
  - c) The Company is maintaining proper records of inventory. The discrepancies noticed on physical verification were not material in relation to the operations of the Company and the same have been properly dealt with in the books of account.
3. During the year, 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 Companies Act. Therefore, the provisions of sub-clause (a) and (b) of paragraph 3 (iii) of the Order are not applicable.
4. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of inventory, fixed assets and for the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in the internal control system.
5. In our opinion and according to the information and explanations given to us, the Company has complied with the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76, or any other relevant provisions of the Companies Act and the Rules framed thereunder in respect of the deposits accepted from the public. No order has been passed by the Company Law Board, or National Company Law Tribunal, or Reserve Bank of India, or any Court, or any other Tribunal.
6. We have broadly reviewed the books of account and records maintained by the Company in respect of manufacture of fatty acids, fatty alcohol, surfactants and glycerine pursuant to the Rules made by the Central Government for maintenance of cost records, under sub section (1) of Section 148 of the Companies Act and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete. To the best of our knowledge and according to the information given to us, the Central Government has not prescribed maintenance of cost records under sub section (1) of Section 148 of the Companies Act, for any other products of the Company.
7. Statutory Dues :
  - a) According to the information and explanations given to us and on the basis of the records examined by us, the Company is regular in depositing undisputed statutory dues, including dues pertaining to Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise duty, Value Added Tax, Cess and any other statutory dues with the appropriate authorities. We have been informed that there are no undisputed dues which have remained outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.
  - b) According to the information and explanations given to us, there are no dues of Income-tax, Sales tax, Wealth tax, Service tax, Customs duty, Excise duty, Value Added Tax or Cess outstanding on account of any dispute, other than the following :

## Annexure to the Independent Auditor's Report

| Name of Statute            | Nature of Dues  | Amount (₹ crores) | Period to which the amount relates  | Forum where dispute is pending |
|----------------------------|---|-------------------|---|--------------------------------|
| Central Excise Act, 1944   | Excise Duty / Service Tax demands relating to disputed classification, post manufacturing expenses, assessable values, etc. | 0.59              | 2002-03, 2004-07, 2005-08, 2007-12, 2008-09, 2009-10, 2009-11, 2009-14, 2010-11, 2011-12, 2011-13, 2012-13, 2012-14, 2013-14, 2013-15 | Assistant Commissioner         |
|                            |   | 0.86              | 1993-97, 2009-13, 2012-14, 2013-14  | Joint Commissioner             |
|                            |   | 1.05              | 2008-09, 2009-15, 2013-15   | Additional Commissioner        |
|                            |   | 0.01              | 2006-10, 2009-10  | Deputy Commissioner            |
|                            |   | 0.14              | 2010-11   | Commissioner                   |
|                            |   | 6.77              | 1993-96, 2005-06, 2009-10   | Commissioner (Appeals)         |
|                            |   | 0.00*             | 2009-10, 2012-13, 2013-14, 2013-15  | Superintendent                 |
|                            |   | 3.55              | 2008-11, 2009-13, 2010-11   | CESTAT                         |
|                            |   | 0.43              | 1997-98, 2006-07  | Tribunal                       |
|                            |   | 0.04              | 1995-96   | High Court                     |
| The Customs Act, 1962      | Custom Duty demands relating to lower charge, differential duty, classifications, etc.                                      | 2.63              | 2010-11   | Commissioner (Appeals)         |
|                            |   | 0.26              | 2003-04   | Deputy Commissioner            |
|                            |   | 1.32              | 1978-93   | High Court                     |
| VAT Acts of Various States | Sales Tax demands relating to purchase tax on Branch Transfer / Disallowance of high sea sales.                             | 0.07              | 1996-97 and 1997-98   | Sales Tax Officer              |
|                            |   | 0.07              | 2000-01   | Commissioner (Appeals)         |
|                            |   | 12.79             | 2003-04, 2005-06  | Deputy Commissioner            |
|                            |   | 28.14             | 2000-01, 2002-03, 2003-04   | Joint Commissioner             |
|                            |   | 4.51              | 2003-04, 2004-05, 2005-06, 2006-07  | Tribunal                       |
| Income-tax Act, 1961       | Income-tax demands against which the Company has preferred appeals.   | 2.96              | A.Y. 2007-08, 2010-11   | Assessing Officer              |
|                            |   | 13.54             | A.Y. 1993-94, 1994-95, 1995-96, 1996-97, 1997-98, 2004-05, 2012-13  | CIT                            |
|                            |   | 5.83              | A.Y. 2006-07, 2011-12   | Deputy Commissioner            |

## Annexure to the Independent Auditor's Report

| Name of Statute | Nature of Dues  | Amount (₹ crores) | Period to which the amount relates  | Forum where dispute is pending   |
|-----------------|---|-------------------|---|----------------------------------|
|                 |   | 20.37             | A.Y. 1986-87, 1988-89, 1990-91, 1991-92, 1996-97, 1998-99, 2000-01, 2001-02, 2002-03, 2003-04 | ITAT                             |
|                 |   | 16.90             | A.Y. 1989-90, 1993-94, 1997-98, 2000-01, 2001-02, 2002-03                                     | High Court                       |
| Octroi Rules    | Octroi demand relating to classification issue on import of Palm Stearine and interest thereon. | 0.03              | 1997-98   | Deputy Commissioner              |
|                 |   | 0.24              | 1997-03   | Tribunal                         |
|                 |   | 0.02              | 1998-99, 2000-01  | Supreme Court                    |
| Stamp Duty      | Stamp Duties claimed on certain properties which are under appeal by the Company.               | 1.82              | 2000-01   | Controlling Revenue Authority    |
| Property Tax    | Disputed Property taxes   | 5.59              | 2010-11, 2011-12, 2012-13, 2013-14  | Assistant Assessor and Collector |

\* Amount less than ₹ 0.01 crore.

- c) According to the information and explanations given to us, the amount required to be transferred to Investor Education and Protection Fund in accordance with relevant provisions of the Companies Act, 1956 (I of 1956) and Rules made thereunder has been transferred to such fund within time.
8. The Company does not have accumulated losses as at the end of the financial year, nor has it incurred cash losses in the current financial year or in the immediately preceding financial year.
9. According to the information and explanations given to us and based on the documents and records produced before us, there has been no default in repayment of dues to banks. There are no dues to financial institutions or debenture holders.
10. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
11. According to the information and explanations given to us and the records examined by us, the term loans obtained by the Company were applied for the purpose for which the loans were obtained.
12. Based upon the audit procedures performed by us, to the best of our knowledge and belief and according to the information and explanations given to us by the Management, no fraud on, or by the Company, has been noticed or reported during the year.

### For KALYANIWALLA & MISTRY

Chartered Accountants  
Firm Regn. No.: 104607W

### Daraius Z. Fraser

Partner  
M. No.: 42454

Mumbai: May 27, 2015.

## Balance Sheet as at March 31, 2015

|                                    |          | Amount ₹ in Crore |                 |
|------------------------------------|----------|-------------------|-----------------|
|                                    | Note No. | Current Year      | Previous Year   |
| <b>Equity and Liabilities</b>      |          |                   |                 |
| <b>Shareholders' Funds</b>         |          |                   |                 |
| (a) Share Capital                  | 3        | 33.59             | 33.12           |
| (b) Reserves and Surplus           | 4        | 1,624.69          | 1,401.81        |
|                                    |          | <b>1,658.28</b>   | <b>1,434.93</b> |
| <b>Non Current Liabilities</b>     |          |                   |                 |
| (a) Long Term Borrowings           | 5        | 1,012.78          | 663.26          |
| (b) Deferred Tax Liabilities (Net) | 6        | 17.02             | 39.48           |
| (c) Long Term Provisions           | 7        | 8.30              | 7.23            |
|                                    |          | <b>1,038.10</b>   | <b>709.97</b>   |
| <b>Current Liabilities</b>         |          |                   |                 |
| (a) Short Term Borrowings          | 8        | 782.37            | 675.94          |
| (b) Trade Payables                 | 9        | 397.13            | 553.49          |
| (c) Other Current Liabilities      | 10       | 317.63            | 193.01          |
| (d) Short Term Provisions          | 11       | 77.26             | 73.05           |
|                                    |          | <b>1,574.39</b>   | <b>1,495.49</b> |
| <b>TOTAL</b>                       |          | <b>4,270.77</b>   | <b>3,640.39</b> |
| <b>Assets</b>                      |          |                   |                 |
| <b>Non Current Assets</b>          |          |                   |                 |
| (a) Fixed Assets                   | 12       |                   |                 |
| (i) Tangible Assets                |          | 647.13            | 613.85          |
| (ii) Intangible Assets             |          | 0.67              | 0.78            |
| (iii) Capital Work in Progress     |          | 666.96            | 382.00          |
|                                    |          | <b>1,314.76</b>   | <b>996.63</b>   |
| (b) Non Current Investments        | 13       | 2,377.78          | 2,048.26        |
| (c) Long Term Loans and Advances   | 14       | 52.96             | 65.75           |
| (d) Other Non Current Assets       | 15       | 0.10              | -               |
|                                    |          | <b>3,745.60</b>   | <b>3,110.64</b> |
| <b>Current Assets</b>              |          |                   |                 |
| (a) Current Investments            | 16       | -                 | -               |
| (b) Inventories                    | 17       | 166.34            | 232.17          |
| (c) Trade Receivables              | 18       | 104.30            | 93.99           |
| (d) Cash and Bank Balances         | 19       | 107.30            | 68.55           |
| (e) Short Term Loans and Advances  | 20       | 122.16            | 104.47          |
| (f) Other Current Assets           | 21       | 25.07             | 30.57           |
|                                    |          | <b>525.17</b>     | <b>529.75</b>   |
| <b>TOTAL</b>                       |          | <b>4,270.77</b>   | <b>3,640.39</b> |

Notes to the Financial Statements

1 to 51

As per our Report attached

**For Kalyaniwalla & Mistry**Chartered Accountants  
Firm Regn. No. 104607W**Darius Z. Fraser**Partner  
M. No. 42454

Mumbai, May 27, 2015.

For and on behalf of the Board

**A. B. Godrej**  
Chairman**N. S. Nabar**Executive Director  
& President (Chemicals)**N. B. Godrej**

Managing Director

**P. Ganesh**Chief Financial Officer &  
Company Secretary

## Statement of Profit and Loss for the year ended March 31, 2015

| Particulars   | Note No. | Amount ₹ in Crore |               |
|---|----------|-------------------|---------------|
|   |          | Current Year      | Previous Year |
| <b>Revenue from Operations (Gross)</b>  | 25       | <b>1,547.79</b>   | 1,543.79      |
| Less : Excise Duty  |          | <b>93.15</b>      | 90.24         |
|   |          | <b>1,454.64</b>   | 1,453.55      |
| Other Income  | 26       | <b>37.62</b>      | 40.77         |
| <b>Total Revenue</b>  |          | <b>1,492.26</b>   | 1,494.32      |
| <b>Expenses</b>   |          |                   |               |
| (a) Cost of Materials Consumed  | 27       | <b>942.41</b>     | 984.40        |
| (b) Purchases of Stock in Trade   |          | <b>3.39</b>       | 3.70          |
| (c) Changes in Inventory of Finished Goods, Work in Progress and Stock in Trade | 28       | <b>26.13</b>      | (53.62)       |
| (d) Employee Benefits Expense   | 29       | <b>127.60</b>     | 112.33        |
| (e) Finance Costs   | 30       | <b>147.74</b>     | 94.84         |
| (f) Depreciation and Amortisation Expense                                       |          | <b>28.59</b>      | 24.61         |
| (g) Other Expenses  | 31       | <b>283.84</b>     | 307.39        |
| <b>Total Expenses</b>   |          | <b>1,559.70</b>   | 1,473.65      |
| (Loss) / Profit Before Exceptional Items and Tax                                |          | <b>(67.44)</b>    | 20.67         |
| Exceptional Items   | 32       | <b>199.61</b>     | 104.21        |
| <b>Profit Before Tax</b>  |          | <b>132.17</b>     | 124.88        |
| Tax Expense   |          |                   |               |
| (a) Current Tax   |          | <b>4.23</b>       | 0.09          |
| (b) Deferred Tax  |          | <b>(20.87)</b>    | 5.10          |
| <b>Total Tax</b>  |          | <b>(16.64)</b>    | 5.19          |
| <b>Profit For The Year</b>  |          | <b>148.81</b>     | 119.69        |
| Earnings Per Share (Face Value ₹ 1 per share)                                   | 33       |                   |               |
| (a) Basic   |          | <b>4.4352</b>     | 3.5693        |
| (b) Diluted   |          | <b>4.4302</b>     | 3.5643        |
| Notes to the Financial Statements   | 1 to 51  |                   |               |

As per our Report attached

**For Kalyaniwalla & Mistry**  
Chartered Accountants  
Firm Regn. No. 104607W

**Darius Z. Fraser**  
Partner  
M. No. 42454

Mumbai, May 27, 2015.

For and on behalf of the Board

**A. B. Godrej**  
Chairman

**N. S. Nabar**  
Executive Director  
& President (Chemicals)

**N. B. Godrej**  
Managing Director

**P. Ganesh**  
Chief Financial Officer &  
Company Secretary

## Cash Flow Statement for the year ended March 31, 2015

Amount ₹ in Crore

|   | Current year    | Previous year |
|---|-----------------|---------------|
| <b>A. Cash Flow From Operating Activities :</b>                       |                 |               |
| <b>Profit Before Tax</b>  | <b>132.17</b>   | 124.88        |
| Adjustments for :   |                 |               |
| Depreciation  | 28.59           | 24.61         |
| Unrealised Foreign Exchange revaluation                               | 1.51            | 0.15          |
| Profit on Sale of Investments   | (201.62)        | (80.30)       |
| (Profit) / Loss on Sale of Fixed Assets                               | (3.99)          | 0.14          |
| Profit on Assignment of Trademark                                     | -               | (25.00)       |
| Dividend Income   | (108.45)        | (86.01)       |
| Share of Profit from LLP  | (14.69)         | (51.49)       |
| Interest Income   | (17.76)         | (26.31)       |
| Interest & Finance Charges  | 147.74          | 94.84         |
| Employee Stock Option Compensation                                    | 1.29            | 3.47          |
| Provision / (Write back) of Diminution in Value of Investments        | 6.13            | (4.50)        |
| Provision / (Write back) for Doubtful Debts and Sundry Balances (net) | 0.68            | (6.37)        |
| <b>Operating (Loss) / Profit Before Working Capital Changes</b>       | <b>(28.40)</b>  | (31.89)       |
| Adjustments for :   |                 |               |
| Inventories   | 65.83           | (97.29)       |
| Trade Receivables   | (10.09)         | 44.50         |
| Other Current Assets  | 19.32           | (94.53)       |
| Non Current Assets  | 12.70           | 33.51         |
| Trade Payables  | (156.36)        | 173.17        |
| Other Current Liabilities   | (24.26)         | 21.48         |
| Non Current Liabilities   | 1.07            | (2.79)        |
| <b>Cash (Used in) / Generated from Operations</b>                     | <b>(120.19)</b> | 46.16         |
| Direct Taxes Paid   | (3.59)          | (5.30)        |
| <b>Net Cash (Used in) / Generated from Operating Activities</b>       | <b>(123.78)</b> | 40.86         |
| <b>B. Cash Flow from Investing Activities :</b>                       |                 |               |
| Purchase of Fixed Assets  | (325.73)        | (205.78)      |
| Proceeds from Sale of Fixed Assets                                    | 8.18            | 9.10          |
| Purchase of Investments   | (1,326.93)      | (1,643.15)    |
| Refund of Fixed Deposits  | -               | 412.39        |
| Proceeds from Sale of Investments - Long Term                         | 255.64          | 86.00         |
| Proceeds from Sale of Investments - Others                            | 958.09          | 958.92        |
| Proceeds on Assignment of Trademark                                   | -               | 25.00         |
| Intercompany Deposits / Loans (net)                                   | 12.78           | 13.54         |
| Interest Received   | 11.36           | 17.31         |
| Dividend Received   | 108.45          | 86.01         |
| <b>Net Cash used in Investing Activities</b>                          | <b>(298.16)</b> | (240.66)      |

## Cash Flow Statement for the year ended March 31, 2015

Amount ₹ in Crore

### C. Cash Flow from Financing Activities :

|   | Current year  | Previous year |
|---|---------------|---------------|
| Proceeds from issue of Equity shares  | 0.02          | 1.35          |
| Proceeds from Borrowings  | 1,260.34      | 1,345.13      |
| Repayment of Borrowings   | (590.51)      | (943.75)      |
| Bank Overdrafts (net)   | (5.06)        | (23.26)       |
| Interest & Finance Charges Paid   | (146.39)      | (88.64)       |
| Dividend Paid   | (58.68)       | (58.68)       |
| Tax on Distributed Profits  | (4.05)        | (1.69)        |
| <b>Net Cash Generated from Financing Activities</b>   | <b>455.67</b> | <b>230.46</b> |
| <b>Net Increase in Cash and Cash Equivalents</b>  | <b>33.73</b>  | <b>30.66</b>  |
| Cash and Cash Equivalents (Opening Balance)   | 64.72         | 33.86         |
| Add : Cash received on account of merger of Wadala Commodities Ltd. with the Company                            | 0.18          | -             |
| (Less) / Add : Cash and Cash Equivalents of GIL ESOP Trust<br>(refer Sub-note 2 of Note 4 Reserves and Surplus) | (0.20)        | 0.20          |
| Cash and Cash Equivalents (Closing Balance)   | 98.43         | 64.72         |

### Notes :

Amount ₹ in Crore

#### 1. Cash and Cash Equivalents

|  | Current year | Previous year |
|--|--------------|---------------|
| Cash on Hand and Balances with Banks   | 107.30       | 68.55         |
| Closing balances of Fixed deposit (more than 3 months but less than 12 months) | (8.52)       | (3.50)        |
| Other Bank Balances  | (0.35)       | (0.33)        |
| <b>Cash and Cash Equivalents</b>   | <b>98.43</b> | <b>64.72</b>  |

2. To finance working capital requirements, the Company's Bankers have sanctioned a total fund-based limit of ₹ 90 crore. Of this, limits utilised as on March 31, 2015 is ₹ 1.93 crore.

3. The figures for the previous year have been regrouped / restated wherever necessary to conform to current year's presentation.

As per our Report attached

#### For Kalyaniwalla & Mistry

Chartered Accountants  
Firm Regn. No. 104607W

#### Darius Z. Fraser

Partner  
M. No. 42454

Mumbai, May 27, 2015.

For and on behalf of the Board

**A. B. Godrej**  
Chairman

**N. S. Nabar**  
Executive Director  
& President (Chemicals)

**N. B. Godrej**  
Managing Director

**P. Ganesh**  
Chief Financial Officer &  
Company Secretary

## Notes to Standalone Financial Statements

### Note 1 : General Information

The Company was incorporated under the Companies Act, 1956 on March 7, 1988 under the name of Gujarat-Godrej Innovative Chemicals Limited. The Company is engaged in the businesses of manufacture and marketing of oleo-chemicals, their precursors and derivatives, bulk edible oils, estate management and investment activities. The business and undertaking of the erstwhile Godrej Soaps Limited was transferred to the Company under a Scheme of Amalgamation with effect from April 1, 1994 and the Company's name was changed to Godrej Soaps Limited. Subsequently, under a Scheme of Arrangement the Consumer Products division of the Company was demerged with effect from April 1, 2001 into a separate company, Godrej Consumer Products Limited (GCPL).

The Company's name was changed to Godrej Industries Limited on April 2, 2001. The Vegetable Oils and Processed Foods Manufacturing business of Godrej Foods Limited was transferred to the Company with effect from June 30, 2001. The Foods division (except Wadala factory) was then sold to Godrej Hershey Limited, on March 31, 2006. Swadeshi Detergents Limited, 100% subsidiary of the Company, was amalgamated with the Company effective from April 1, 2013. Wadala Commodities Limited was amalgamated with the Company effective from April 1, 2014.

### Note 2 : Significant Accounting Policies

#### 2.1 Accounting Convention

The financial statements are prepared under the historical cost convention, on accrual basis, in accordance with the generally accepted accounting principles in India, the applicable Accounting Standards as prescribed under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014.

#### 2.2 Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires the Management to make estimates and assumptions that affect the reported balances of assets and liabilities as of the date of the financial statements and reported amounts of income and expenses during the period. Management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Actual results could differ from the estimates.

#### 2.3 Fixed Assets

Fixed Assets are stated at cost of acquisition or construction, less accumulated depreciation and impairment, if any. Cost includes expenses related to acquisition and any directly attributable cost of bringing the assets to its intended working condition and excludes any duties/taxes recoverable. Subsequent expenditure incurred on existing fixed assets is expensed out except where such expenditure increases the future economic benefits from the existing assets.

Borrowing costs that are directly attributable to the acquisition/construction of the qualifying asset are capitalised as a part of the cost of such asset, upto the date of acquisition/completion of construction.

Fixed assets acquired under finance lease are capitalised at the lower of their fair value and the present value of the minimum lease payments.

#### 2.4 Asset Impairment

The Company reviews the carrying amounts of tangible and intangible assets for any possible impairment at each balance sheet date. An impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. Impairment loss, if any, is recognised in the period in which impairment takes place.

#### 2.5 Operating Leases

Leases of assets under which all the risks and rewards of ownership are effectively retained by the lessor are classified as operating leases. Lease payments under operating leases are recognised as an expense on a straight line basis over the lease term.

## Notes to Standalone Financial Statements

### 2.6 Investments

Investments are classified into Current and Non Current investments. Investments intended to be held for a period less than twelve months or those maturing within twelve months from the balance sheet date are classified as 'Current Investments'. Current Investments are stated at lower of cost and fair value.

Investments other than Current Investments are classified as 'Non Current Investments'. Non Current Investments are carried at cost of acquisition which includes all costs directly incurred on the acquisition of the investment. Provision for diminution, if any, in the value of each Non Current investments is made to recognise a decline, other than of a temporary nature. The fair value of a Non Current investment is ascertained with reference to its market value, the investee's assets and results and the expected cash flows from the investment.

### 2.7 Inventories

Inventories are valued at lower of cost and net realisable value. Cost is computed on weighted average basis and is net of centvat. Finished goods and work in progress includes cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Finished goods valuation also includes excise duty, wherever applicable. Provision is made for the cost of obsolescence and other anticipated losses, wherever considered necessary.

### 2.8 Provisions and Contingent Liabilities

Provisions are recognised when the Company has a present obligation as a result of a past event; it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and when a reliable estimate of the amount of the obligation can be made.

No Provision is recognised for :

- (i) Any possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company; or
- (ii) Any present obligation that arises from past events but is not recognised because:
  - (a) It is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
  - (b) A reliable estimate of the amount of obligation cannot be made.

Such obligations are recorded as Contingent Liabilities.

Contingent Assets are not recognised in the financial statements since this may result in the recognition of income that may never be realised.

### 2.9 Revenue Recognition

Sales are recognised when goods are supplied and significant risks and rewards of ownership in the goods are transferred to the buyer. Sales are recorded net of returns, trade discounts, rebates, sales taxes and excise duties.

Income from processing operations is recognised on completion of production/dispatch of the goods, as per the terms of contract.

Dividend income is recognised when the right to receive the same is established.

Interest income is recognised on a time proportion basis.

Income on assets given on operating lease is recognised on a straight line basis over the lease term.

## Notes to Standalone Financial Statements

### 2.10 Research and Development Expenditure

Revenue expenditure on Research & Development is charged to the Statement of Profit and Loss of the year in which it is incurred. Capital expenditure incurred during the year on Research & Development is included under additions to fixed assets.

### 2.11 Borrowing Costs

Borrowing costs that are directly attributable to the acquisition of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of that asset till the date it is put to use. Other borrowing costs are recognised as an expense in the period in which they are incurred.

### 2.12 Foreign Exchange Transactions

- (i) Transactions in foreign currency are recorded at exchange rates prevailing on the day of the transaction. Monetary assets and liabilities denominated in foreign currency, remaining unsettled at the period end are translated at closing rates. The difference in translation of monetary assets and liabilities and realised gains and losses on foreign currency transactions are recognised in the Statement of Profit and Loss.
- (ii) Forward exchange contracts other than those entered into to hedge foreign currency risk of firm commitments or highly probable forecast transactions are translated at period end exchange rates. Premium or discount on such forward exchange contracts is amortised as income or expense over the life of the contract.
- (iii) Realised gain or losses on cancellation of forward exchange contracts are recognised in the Statement of Profit and Loss of the period in which they are cancelled.
- (iv) Exchange differences in respect of other unexpired foreign currency derivative contracts, which have been entered into to hedge foreign currency risks are marked to market and losses, if any, are recognised in the Statement of Profit and Loss.
- (v) Exchange differences arising on reporting of long-term foreign currency monetary items at rates different from those at which they were initially recorded during the year in so far as they relate to the acquisition of a depreciable capital asset, are added to or deducted from the cost of the asset and are depreciated over the balance life of the asset, and in other cases, are accumulated in a "Foreign Currency Monetary Item Translation Difference Account" and amortised over the balance period of such long term asset or liability, by recognising as income or expense in each such period.

### 2.13 Hedging

The Company uses forward exchange contracts to hedge its foreign exchange exposures and commodity futures contracts to hedge the exposure to oil price risks. Gains or losses on settled contracts is recognised in the Statement of Profit and Loss. Futures contracts not settled as on the Balance Sheet date are marked to market and losses, if any, are recognised in the Statement of Profit and Loss, whereas, the unrealised profit is ignored. Gains or losses on the commodity futures contracts is recorded in the Statement of Profit and Loss under cost of materials consumed.

### 2.14 Employee Benefits

#### (i) Short-Term Employee Benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, performance incentives, etc., are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss of the year in which the employee renders the related service.

The Company has a scheme of Performance Linked Variable Remuneration (PLVR) which rewards its employees based on Economic Value Added (EVA). The PLVR amount is related to actual improvement made in EVA over the previous year when compared with expected improvements.

## Notes to Standalone Financial Statements

### (ii) Post Employment Benefits

#### (a) Defined Contribution Plans

Payments made to a defined contribution plan such as Provident Fund and Family Pension maintained with Regional Provident Fund Office are charged as an expense in the Statement of Profit and Loss as they fall due.

#### (b) Defined Benefit Plans

##### Gratuity Fund

The Company's liability towards gratuity to past employees is determined using the Projected Unit Credit Method which considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation. Past services are recognised on a straight line basis over the average period until the amended benefits become vested. Actuarial gain and losses are recognised immediately in the Statement of Profit and Loss as income or expense. Obligation is measured at the present value of estimated future cash flows using a discounted rate that is determined by reference to market yields at the Balance Sheet date on Government Securities where the currency and terms of the Government Securities are consistent with the currency and estimate terms of the defined benefit obligations.

##### Provident Fund

Provident Fund Contributions other than those made to the Regional Provident Fund Office of the Government which are made to the Trust administered by the Company are considered as Defined Benefit Plans. The interest rate payable to the members of the Trust shall not be lower than the statutory rate of interest declared by the Central Government under the Employees Provident Funds and Miscellaneous Provisions Act, 1952 and shortfall, if any, shall be made good by the Company.

##### Pension

Pension plan for eligible employees are considered as defined benefit obligations and are provided for on the basis of an actuarial valuation, using the Projected Unit Credit Method, as at the date of the Balance Sheet.

### (iii) Other Long-Term Employee Benefits

Long-term Compensated Absences and Long Service Awards are provided for on the basis of an actuarial valuation, using the Projected Unit Credit Method, as at the date of the Balance Sheet. Actuarial gains/losses comprising of experience adjustments and the effects of changes in actuarial assumptions are immediately recognised in the Statement of Profit and Loss.

## 2.15 Depreciation and Amortisation

### Tangible Assets

- (i) Leasehold land and Leasehold improvements are amortised equally over the lease period.
- (ii) Depreciation is provided, pro rata to the period of use, based on the estimated useful life of fixed assets as stipulated by Schedule II to the Companies Act, 2013, except in the case of Plant and Machinery where the Company, based on the condition of the plants, regular maintenance schedule, material of construction and past experience, has considered useful life of Plant and Machinery as 30 years instead of 20 years useful life as prescribed in Schedule II of the Act.

### Intangible Assets

Intangible assets are amortised on straight line basis as given below:

- (i) Trade marks are amortised equally over a period of ten years.
- (ii) Computer software is amortised over a period of three years.

## Notes to Standalone Financial Statements

### 2.16 Taxes on Income

Current tax is the amount of tax payable on the taxable income for the year determined in accordance with the provisions of the Income-tax Act, 1961.

Deferred tax subject to consideration of prudence, is recognised on timing differences; being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax asset/liabilities in respect of timing differences which originate and reverse during the tax holiday period are not recognised. Deferred tax assets/liabilities in respect of timing differences that originate during the tax holiday period but reverse after the tax holiday period are recognised. Deferred tax assets on unabsorbed tax losses and tax depreciation are recognised only to the extent that there is virtual certainty supported by convincing evidence of their realisation and on other items when there is reasonable certainty of realisation. The tax effect is calculated on the accumulated timing differences at the year end based on the tax rates and laws enacted or substantially enacted on the balance sheet date.

Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The Company recognises MAT credit available as an asset only to the extent there is reasonable possibility that the Company will pay normal income tax during the specified period for which MAT Credit is allowed to be carried forward. The Company recognises MAT Credit as an asset by way of credit to the statement of Profit and Loss and is disclosed as "MAT Credit Entitlement." under Long-Term Loans and Advances.

### 2.17 Cash and Cash Equivalents

In the Cash Flow Statement, Cash and Cash Equivalents includes cash in hand, bank balances and term deposits with bank having maturity term of less than three months.

### 2.18 Earnings Per Share

Basic Earnings per share is calculated by dividing the net profit for the period attributable to the 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 for the period attributable to the equity shareholders and the weighted average number of equity shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

### 2.19 Segment Reporting

The Accounting Policies adopted for segment reporting are in line with the Accounting Policies of the Company. Segment assets include all operating assets used by the business segments and consist principally of fixed assets, trade receivables and inventories. Segment liabilities include the operating liabilities that result from the operating activities of the business. Segment assets and liabilities that cannot be allocated between the segments are shown as part of unallocated corporate assets and liabilities respectively. Income/Expenses relating to the enterprise as a whole and not allocable on a reasonable basis to business segments are reflected as unallocated corporate income/expenses.

## Notes to Standalone Financial Statements

### Note 3 : Share Capital

|   | Current Year       |               | Amount ₹ in Crore<br>Previous Year |               |
|---|--------------------|---------------|------------------------------------|---------------|
|   | Number             | Value         | Number                             | Value         |
| <b>Authorised Share Capital</b>   |                    |               |                                    |               |
| (a) Equity shares of ₹ 1 each   | 800,000,000        | 80.00         | 800,000,000                        | 80.00         |
| (b) Unclassified Shares of ₹ 10 each  | 100,000,000        | 100.00        | 100,000,000                        | 100.00        |
|   |                    | <b>180.00</b> |                                    | <b>180.00</b> |
| <b>Issued, Subscribed and Paid up Share Capital</b>   |                    |               |                                    |               |
| Equity Shares of ₹ 1 each fully paid up   | 335,881,974        | 33.59         | 335,455,260                        | 33.55         |
| Less: Shares in the Company held by ESOP Trust<br>(As detailed in sub-note 2 under Note 4 Reserves and Surplus)   | -                  | -             | (4,332,389)                        | (0.43)        |
| <b>Total</b>  | <b>335,881,974</b> | <b>33.59</b>  | <b>331,122,871</b>                 | <b>33.12</b>  |
| Par Value of Equity Share is ₹ 1 each   |                    |               |                                    |               |
| Par Value of Unclassified Share is ₹ 10 each  |                    |               |                                    |               |
| <b>Reconciliation of number of Shares</b>   |                    |               |                                    |               |
| Equity Shares   |                    |               |                                    |               |
| Number of Shares outstanding at the beginning of the year   | 335,455,260        | 33.55         | 335,165,917                        | 33.52         |
| Issued during the year  | 426,714            | 0.04          | 289,343                            | 0.03          |
| Number of Shares outstanding at the end of the year   | <b>335,881,974</b> | <b>33.59</b>  | <b>335,455,260</b>                 | <b>33.55</b>  |
| <b>Rights, Preferences and Restrictions attached to Shares</b>  |                    |               |                                    |               |
| Equity Shares : The Company has one class of equity shares. Each equity share entitles the holder to one vote. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts in proportion to their shareholding. |                    |               |                                    |               |
| <b>Share Holding Information</b>  |                    |               |                                    |               |
| (a) Equity Shares held by Godrej & Boyce Manufacturing Company Limited - Holding Company  | 193,904,681        | 19.39         | 187,202,388                        | 18.72         |
| (b) Shareholders holding more than 5% of Equity Shares in the Company   |                    |               |                                    |               |
| Godrej & Boyce Manufacturing Company Limited - 57.73% (Previous Year 55.81%)  | 193,904,681        | 19.39         | 187,202,388                        | 18.72         |

## Notes to Standalone Financial Statements

### Note 3 : Share Capital (Contd.)

|  | Current Year |       | Amount ₹ in Crore<br>Previous Year |       |
|--|--------------|-------|------------------------------------|-------|
|  | Number       | Value | Number                             | Value |
| <b>Equity Shares Reserved for Issue Under Employee Stock Grant (₹ 1 each)</b>  |              |       |                                    |       |
| (a) Employee Stock Grant for which vesting date shall be such date as may be decided by the Compensation Committee (*) | -            | -     | 32,921                             | 0.00  |
| (b) Employee Stock Grant vesting on 30/04/14 (*)   | -            | -     | 1,927                              | 0.00  |
| (c) Employee Stock Grant vesting on 31/05/14   | -            | -     | 169,103                            | 0.02  |
| (d) Employee Stock Grant vesting on 30/11/14 (*)   | -            | -     | 2,878                              | 0.00  |
| (e) Employee Stock Grant vesting on 31/07/14 (*)   | -            | -     | 2,441                              | 0.00  |
| (f) Employee Stock Grant vesting on 31/03/15 (*)   | 5,487        | 0.00  | 7,815                              | 0.00  |
| (g) Employee Stock Grant vesting on 31/05/15   | 98,987       | 0.01  | 98,987                             | 0.01  |
| (h) Employee Stock Grant vesting on 31/07/15 (*)   | 2,274        | 0.00  | 2,274                              | 0.00  |
| (i) Employee Stock Grant vesting on 31/05/16 (*)   | 107,097      | 0.01  | 49,991                             | 0.00  |
| (j) Employee Stock Grant vesting on 31/07/16 (*)   | 2,274        | 0.00  | 2,274                              | 0.00  |
| (k) Employee Stock Grant vesting on 31/05/17   | 55,641       | 0.01  | -                                  | -     |

The exercise period in respect of the stock grants mentioned above is one month.

During the period of five years immediately preceeding the date as at which the Balance Sheet is prepared :

Pursuant to the Scheme of Amalgamation of Wadala Commodities Limited (WCL) with the Company :

- 2,00,243 equity shares allotted as fully paid up to the Equity Shareholders of WCL and 10 equity shares allotted as fully paid up to the Preference Shareholders of WCL, without payment being received in cash.
- 67,504 equity shares have been allotted as fully paid up bonus shares to the non-promoter shareholders of the Company.

There are no calls unpaid.

There are no forfeited shares.

(\*) Amount less than ₹ 0.01 crore.

#### Note :

- In the current year, the Honourable Bombay High Court and High Court of Madhya Pradesh, Indore Bench, approved a Scheme of Amalgamation ("Scheme") of Wadala Commodities Limited (WCL) with the Company effective from April 1, 2014 being the appointed date. The Effective Date is November 21, 2014, being the date of filing the approval of the Respective High Courts with the ROC.

The Company has issued 2,00,243 equity shares in the Company in lieu of the equity shares in WCL and 10 equity shares in the Company in lieu of the preference shares in WCL held by the shareholders of the erstwhile WCL and also issued 67,504 bonus equity shares in the Company to the non-promoter shareholders of the Company.

## Notes to Standalone Financial Statements

### Note 4 : Reserves and Surplus

| Particulars   | Amount ₹ in Crore |               |
|---|-------------------|---------------|
|   | Current Year      | Previous Year |
| <b>Capital Investment Subsidy Reserve</b>   | 0.25              | 0.25          |
| <b>Capital Redemption Reserve</b>   | 31.46             | 31.46         |
| <b>Securities Premium Account</b>   |                   |               |
| As Per Last Balance Sheet   | 927.45            | 921.09        |
| Add : Transfer from Employee Stock Grants Outstanding   | 3.92              | 6.36          |
|   | 931.37            | 927.45        |
| <b>Capital Reserve</b>  |                   |               |
| As Per Last Balance Sheet   | 8.58              | -             |
| Add : Created During the year - refer notes 1 & 3 below   | 1.30              | 8.58          |
|   | 9.88              | 8.58          |
| <b>Revaluation Reserve</b>  |                   |               |
| As Per Last Balance Sheet   | -                 | 7.72          |
| Less : Depreciation on Revalued component   | -                 | (0.76)        |
| Less : Deduction due to sale / write off of Assets - refer note 4 below                         | -                 | (6.96)        |
|   | -                 | -             |
| <b>Employee Stock Grants Outstanding</b>  |                   |               |
| Stock Grants at the beginning of the year   | 9.60              | 11.36         |
| Add : Compensation for Stock Granted During the Year  | 3.46              | 5.18          |
| Less : Grants Lapsed  | (1.15)            | (0.58)        |
| Less : Transfer to Securities Premium on exercise of Stock Grants during the year               | (3.92)            | (6.36)        |
|   | 7.99              | 9.60          |
| Less : Deferred Employee Stock Grants Compensation  | (3.94)            | (3.14)        |
|   | 4.05              | 6.46          |
| <b>General Reserve</b>  |                   |               |
| As Per Last Balance Sheet   | 37.83             | 140.91        |
| Add : Transfer from Surplus   | 14.88             | 11.97         |
| Less : Utilisation during the year pursuant to Scheme of Amalgamation - refer notes 1 & 3 below | (0.01)            | (115.05)      |
|   | 52.70             | 37.83         |
| <b>ESOP Trust Adjustments</b>   |                   |               |
| Accumulated Deficit at the beginning of the year  | (137.10)          | (78.94)       |
| Add : Income of ESOP Trust during the year  | -                 | 1.98          |
| Less : Expenditure of ESOP Trust during the year  | -                 | (0.25)        |
|   | (137.10)          | (77.21)       |
| Less : Securities Premium on shares held by ESOP Trust  | -                 | (76.59)       |
| Add : Reversal of Provision for loan to ESOP Trust  | -                 | 16.70         |
| Reversal of ESOP Trust Adjustments Balance - refer note 2 below                                 | 137.10            | -             |
|   | -                 | (137.10)      |

## Notes to Standalone Financial Statements

### Note 4 : Reserves and Surplus (Contd.)

| Particulars   | Amount ₹ in Crore |                 |
|---|-------------------|-----------------|
|   | Current Year      | Previous Year   |
| <b>Surplus</b>  |                   |                 |
| As Per Last Balance Sheet                                     | 526.88            | 482.06          |
| Surplus as per Statement of Profit and Loss                   | 148.81            | 119.69          |
| Utilisation during the year :                                 |                   |                 |
| Proposed Dividend on additional shares issued during the year | -                 | (0.01)          |
| Credit for Dividend Distribution Tax on Dividend              | 7.96              | 5.79            |
| Received from Subsidiaries                                    |                   |                 |
| Proposed Dividend - Final                                     | (58.80)           | (58.70)         |
| Tax on Distributed Profit                                     | (11.97)           | (9.98)          |
| Depreciation in transition to New Companies Act               | (3.02)            | -               |
| Transfer to General Reserve                                   | (14.88)           | (11.97)         |
|   | <b>594.98</b>     | <b>526.88</b>   |
| <b>Total</b>  | <b>1,624.69</b>   | <b>1,401.81</b> |

#### Notes :

(1) In the current year, the Honourable Bombay High Court and High Court of Madhya Pradesh, Indore Bench, approved a Scheme of Amalgamation ("Scheme") of Wadala Commodities Limited (WCL) with the Company effective from April 1, 2014 being the appointed date. The Effective Date is November 21, 2014, being the date of filing the approval of the Respective High Courts with the ROC.

In accordance with the Scheme :

- All the assets and liabilities of the erstwhile WCL have been transferred to and vest in the Company and have been recorded at their book value which are also their fair value. The excess of net assets of WCL acquired over the amount credited as share capital is ₹ 1.30 crore and is credited to Capital Reserves.
  - Income of ₹ 0.09 crore and Expense of ₹ 0.25 crore of WCL from April 2014 to November 2014 has been considered in Statement of Profit and Loss of the Company.
- (2) During the Current year, The Securities and Exchange Board of India (SEBI) has issued the SEBI (Share Based Employee Benefits) Regulation, 2014, which requires that the accounting treatment for employee share based payments to be based on the Guidance Note on Accounting for Employees Share-Based Payments issued by the Institute of Chartered Accountants of India. Accordingly, the Company has not included the Financial Statements of the Godrej Industries Limited Employees Stock Option Trust (ESOP Trust) in the preparation of the Standalone financial statements of the Company for the year ended March 31, 2015, as compared to the previous year where the same were consolidated. Consequently, these financial statements do not include the assets, liabilities, income and expenditure of the ESOP Trust and to that extent, the figures for the previous year are not comparable.
- (3) During the previous year, the Honourable Bombay High Court had approved a Scheme of Amalgamation ("Scheme") of Swadeshi Detergents Limited (SDL) (a wholly owned Subsidiary of the Company) with the Company effective from April 1, 2013, being the appointed date vide its order dated August 16, 2013. The effective date was September 6, 2013. In accordance with the Scheme, all the assets and liabilities of the erstwhile SDL had been transferred to the Company and had been recorded at their book value which are also their fair value. The excess of the net assets transferred over the investments in SDL held by the Company amounting to ₹ 8.58 crore had been credited to the Capital Reserve.

In accordance with the Scheme, the Company had restated/revised the value of certain assets of the Company as on the Appointed Date to the extent considered appropriate by the Board of Directors of the Company and accordingly the values of the following assets aggregating to ₹ 114.82 crore had been reduced and adjusted in General Reserve as under :

|                                   | Amount ₹ in Crore |
|-----------------------------------|-------------------|
| 1. MAT Credit Entitlement         | 56.21             |
| 2. Investments/I.C.D.             | 31.74             |
| 3. Loans given to the ESOP Trust  | 19.41             |
| 4. Fixed Assets                   | 4.10              |
| 5. Inventory of stores and spares | 3.36              |

Further, an amount of ₹ 0.23 crore being the costs and expenses incurred on the Scheme had also been adjusted in the General Reserve.

- (4) In the previous year, upon closure of manufacturing activities at Vikhroli Plant, the revalued assets had been scrapped/disposed off and adjusted against the Revaluation Reserve.

## Notes to Standalone Financial Statements

### Note 5 : Long Term Borrowings

|  | Amount ₹ in Crore |               |
|--|-------------------|---------------|
|  | Current Year      | Previous Year |
| <b>Unsecured</b>                               |                   |               |
| <b>(a) Term Loans</b>                          |                   |               |
| (i) From Banks - refer note 1 (a) to (f) below | 916.29            | 604.47        |
| (ii) From Others - refer note 1 (g) below      | 75.00             | -             |
| <b>(b) Deposits</b>                            |                   |               |
| (i) Fixed Deposit- refer note 1 (h) below      | 21.49             | 58.79         |
| <b>Total</b>                                   | <b>1,012.78</b>   | <b>663.26</b> |

#### Notes :

- (1) Terms of Repayment for Unsecured Borrowings :
- (a) Unsecured loan from Bank amounting to ₹ 31.25 crore (previous year ₹ 89.87 crore) carries interest at LIBOR + 2.17% p.a., is for a term of 60 months and repayable in September 2016 (previous year September 2015 to September 2016).  
Unsecured loan from Bank amounting to ₹ 125 crore (previous year ₹ 119.82 crore) carries interest at LIBOR + 2.5% p.a., is for a term of 60 months and repayable during the period June 2016 to December 2017 (previous year June 2016 to December 2017).  
Unsecured loan from Bank amounting to ₹ 125 crore (previous year ₹ 119.82 crore) carries interest at LIBOR + 2.05% p.a., is for a term of 60 months and repayable during the period February 2017 to August 2018 (previous year February 2017 to August 2018).
- (b) Unsecured loan from Bank amounting to ₹ 93.73 crore (previous year ₹ 149.96 crore) carries interest at Base Rate + 0.95% p.a., is for a term upto 60 months and repayable during the period April 2016 to April 2017 (previous year July 2015 to April 2017).
- (c) Unsecured loan from Bank amounting to ₹ 157.96 crore (previous year ₹ Nil) carries interest at LIBOR + 2.40% p.a., is for a term of 60 months and repayable during the period October 2017 to July 2019.  
Unsecured loan from Bank amounting to ₹ 105.91 crore (previous year ₹ Nil) carries interest at LIBOR + 2.35% p.a., is for a term of 60 months and repayable during the period September 2017 to July 2019.  
Unsecured loan from Bank amounting to ₹ 52.44 crore (previous year ₹ Nil) carries interest at LIBOR + 2.45% p.a., is for a term of 60 months and repayable during the period November 2017 to August 2019.
- (d) Unsecured loan from Bank amounting to ₹ 100 crore (previous year ₹ Nil) carries interest at Base Rate + 0.50% p.a., is for a term upto 36 months and repayable during the period May 2017 to February 2018.
- (e) Unsecured loan from Bank amounting to ₹ 50 crore (previous year ₹ 75 crore) carries interest at 10.40% p.a., is for a term upto 36 months and repayable during the period June 2016 to December 2016 (previous year December 2015 to December 2016).
- (f) Unsecured loan from Bank amounting to ₹ 75 crore (previous year ₹ Nil) carries interest at SBI Base Rate + 0.35% p.a., is for a term upto 36 months and repayable during the period July 2017 to January 2018.
- (g) Unsecured loan from Others amounting to ₹ 75 crore (previous year ₹ Nil) carries interest at SBI Base Rate + 0.35% p.a., is for a term upto 60 months and repayable during the period June 2017 to June 2019.
- (h) Fixed deposits from public have a maturity period of 13, 24 or 36 months.
- (2) The Company does not have any default as on the Balance Sheet date in repayment of loan or interest.

## Notes to Standalone Financial Statements

### Note 6 : Deferred Tax Liabilities (Net)

|   | Amount ₹ in Crore |               |
|---|-------------------|---------------|
|   | Current Year      | Previous Year |
| <b>Liabilities</b>                          |                   |               |
| (a) WDV of Assets                           | 78.24             | 47.71         |
| (b) VRS Expenses                            | 0.22              | 0.37          |
| <b>Assets</b>                               |                   |               |
| (a) Provision for Retirement Benefits       | 2.91              | 3.09          |
| (b) Provision for Doubtful Debts / Advances | 6.58              | 1.23          |
| (c) Other Provisions                        | 15.76             | 4.28          |
| (d) Unabsorbed Depreciation                 | 36.19             | -             |
| <b>Total</b>                                | <b>17.02</b>      | <b>39.48</b>  |

### Note 7 : Long Term Provisions

|                                 | Amount ₹ in Crore |               |
|---------------------------------|-------------------|---------------|
|                                 | Current Year      | Previous Year |
| Provision For Employee Benefits | 8.30              | 7.23          |
| <b>Total</b>                    | <b>8.30</b>       | <b>7.23</b>   |

## Notes to Standalone Financial Statements

### Note 8 : Short Term Borrowings

|   | Amount ₹ in Crore |               |
|---|-------------------|---------------|
|   | Current Year      | Previous Year |
| <b>Secured</b>  |                   |               |
| (a) Loans Repayable On Demand                                 |                   |               |
| (i) From Bank - refer note 1 below                            | 1.93              | 7.00          |
| <b>Unsecured</b>  |                   |               |
| (a) Loans Repayable On Demand                                 |                   |               |
| (i) From Bank - refer note 2 below                            | 90.44             | 52.10         |
| (b) Short Term Borrowings from Banks - refer note 3 below     | 100.00            | 55.00         |
| (c) Other Loans   |                   |               |
| (i) Commercial Papers - refer note 4 below                    | 590.00            | 473.00        |
| (d) Loans of ESOP Trust                                       | -                 | 88.84         |
| (As detailed in sub-note 2 under Note 4 Reserves and Surplus) |                   |               |
| <b>Total</b>  | <b>782.37</b>     | <b>675.94</b> |

#### Notes :

- Working capital facilities sanctioned by banks under consortium arrangement are secured by hypothecation of stocks and book debts.
- Unsecured loan from bank is at base rate and repayable within 6 months.
- Unsecured loan from Bank amounting to ₹ 25 crore (previous year ₹ Nil) carries interest at Base Rate and is repayable by April 2015.
  - Unsecured loan from Bank amounting to ₹ 25 crore (previous year ₹ Nil) carries interest at Base Rate + 0.10% p.a., and is repayable by June 2015.
  - Unsecured loans from Bank aggregating to ₹ 50 crore (previous year ₹ 55 crore) carries interest at 10.20% p.a., and is repayable by September 2015.
- Commercial Papers of ₹ 590 crore (previous year ₹ 473 crore) carries interest at 8.48% to 9.00% and are repayable during the period April to August 2015.
- The Company does not have any default as on the Balance Sheet date in repayment of loan or Interest.

### Note 9 : Trade Payables

|   | Amount ₹ in Crore |               |
|---|-------------------|---------------|
|   | Current Year      | Previous Year |
| <b>Trade Payables</b>   |                   |               |
| (a) Outstanding dues of Micro and Small Enterprise - refer note 1 below | 2.08              | 2.31          |
| (b) Others  | 146.96            | 280.43        |
| Acceptances   | 248.09            | 270.75        |
| <b>Total</b>  | <b>397.13</b>     | <b>553.49</b> |

#### Note :

- Disclosure of outstanding dues of Micro and Small Enterprise under Trade Payables is 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. There is no undisputed amount overdue as on March 31, 2015, to Micro, Small and Medium Enterprises on account of principal or interest (previous year ₹ Nil).

## Notes to Standalone Financial Statements

### Note 10 : Other Current Liabilities

|   | Amount ₹ in Crore |               |
|---|-------------------|---------------|
|   | Current Year      | Previous Year |
| <b>Current Maturities of Long Term Debts</b>                  |                   |               |
| (a) Unsecured Loan  |                   |               |
| (i) From Bank   | 193.74            | 54.96         |
| (b) Unsecured Deposits  |                   |               |
| (i) Fixed Deposits  | 33.49             | 21.73         |
|   | 227.23            | 76.69         |
| Current Maturities of Finance Lease Obligations               | -                 | 0.01          |
| Interest Accrued but not Due on Borrowings                    | 10.27             | 8.92          |
| Unclaimed Dividends   | 0.35              | 0.33          |
| <b>Unclaimed Matured Deposits</b>                             |                   |               |
| (a) Principal Amount  | 1.71              | 1.98          |
| (b) Interest Accrued Thereon                                  | 0.17              | 0.16          |
|   | 1.88              | 2.14          |
| <b>Other Payables</b>   |                   |               |
| (a) Advances from Customers                                   | 4.10              | 5.35          |
| (b) Sundry Creditors  | 50.24             | 66.82         |
| (c) Forward Cover Contracts Payable                           | -                 | 16.18         |
| (d) Unamortised Forward Cover Premium                         | 0.96              | -             |
| (e) Other Liabilities   | 0.66              | 0.66          |
| (f) Statutory Liabilities                                     | 14.14             | 8.07          |
| (g) Deposits  | 7.80              | 7.77          |
|   | 77.90             | 104.85        |
| <b>Other Payables of ESOP Trust</b>                           |                   |               |
| Other Liabilities   | -                 | 0.07          |
| (As detailed in sub note 2 under Note 4 Reserves and Surplus) |                   |               |
| <b>Total</b>  | <b>317.63</b>     | <b>193.01</b> |

### Note 11 : Short Term Provisions

|   | Amount ₹ in Crore |               |
|---|-------------------|---------------|
|   | Current Year      | Previous Year |
| Provision For Employee Benefits         | 6.49              | 2.35          |
| Proposed Dividend - refer note 1 below  | 58.80             | 58.70         |
| Provision for Tax on Distributed Profit | 11.97             | 12.00         |
| <b>Total</b>                            | <b>77.26</b>      | <b>73.05</b>  |

#### Note :

- (1) The Board of Directors of the Company has proposed a dividend of ₹ 1.75 per equity share - 175% (previous year ₹ 1.75 per equity share - 175%) for the year 2014-15.

## Notes to Standalone Financial Statements

### Note 12 : Fixed Assets

Amount ₹ in Crore

| ASSETS                            | GROSS BLOCK         |           |                            |                     | DEPRECIATION/IMPAIRMENT |                            |                 |                    | NET BLOCK           |                     |
|-----------------------------------|---------------------|-----------|----------------------------|---------------------|-------------------------|----------------------------|-----------------|--------------------|---------------------|---------------------|
|                                   | As on<br>01.04.2014 | Additions | Deductions/<br>Adjustments | As on<br>31.03.2015 | Upto<br>31.03.2014      | Deductions/<br>Adjustments | For the<br>Year | Upto<br>31.03.2015 | As on<br>31.03.2015 | As on<br>31.03.2014 |
| <b>1 Tangible Assets</b>          |                     |           |                            |                     |                         |                            |                 |                    |                     |                     |
| (a) Land                          |                     |           |                            |                     |                         |                            |                 |                    |                     |                     |
| (i) Freehold                      | 1.14                | -         | -                          | 1.14                | -                       | -                          | -               | -                  | 1.14                | 1.14                |
| (ii) Leasehold                    | 20.66               | -         | -                          | 20.66               | 0.99                    | -                          | 0.21            | 1.20               | 19.46               | 19.67               |
| (b) Buildings                     | 239.08              | 6.30      | 5.46                       | 239.92              | 28.11                   | (1.03)                     | 7.13            | 36.27              | 203.65              | 210.97              |
| (c) Plant and Equipment           | 620.94              | 62.04     | 13.06                      | 669.92              | 273.04                  | 10.57                      | 14.36           | 276.83             | 393.09              | 347.90              |
| (d) Research Centre               | 0.66                | 0.01      | -                          | 0.67                | 0.19                    | -                          | 0.11            | 0.30               | 0.37                | 0.47                |
| (e) Furniture and Fixtures        | 14.39               | 0.56      | 0.15                       | 14.80               | 8.75                    | 0.08                       | 1.07            | 9.74               | 5.06                | 5.64                |
| (f) Office and Other Equipment    | 13.98               | 1.08      | 0.11                       | 14.95               | 6.86                    | (2.94)                     | 1.40            | 11.20              | 3.75                | 7.12                |
| (g) Vehicles/Vessels              |                     |           |                            |                     |                         |                            |                 |                    |                     |                     |
| (i) Own                           | 33.22               | 4.53      | 1.57                       | 36.18               | 12.29                   | 0.66                       | 3.94            | 15.57              | 20.61               | 20.93               |
| (ii) Under Finance Lease          | 0.03                | -         | -                          | 0.03                | 0.02                    | -                          | 0.01            | 0.03               | -                   | 0.01                |
| <b>Total Tangible Assets</b>      | 944.10              | 74.52     | 20.35                      | 998.27              | 330.25                  | 7.34                       | 28.23           | 351.14             | 647.13              | 613.85              |
| <b>2 Intangible Assets</b>        |                     |           |                            |                     |                         |                            |                 |                    |                     |                     |
| (a) Trademarks                    | 4.63                | -         | -                          | 4.63                | 4.63                    | -                          | -               | 4.63               | -                   | -                   |
| (b) Software                      | 11.30               | 0.48      | 0.24                       | 11.54               | 10.52                   | 0.01                       | 0.36            | 10.87              | 0.67                | 0.78                |
| <b>Total Intangible Assets</b>    | 15.93               | 0.48      | 0.24                       | 16.17               | 15.15                   | 0.01                       | 0.36            | 15.50              | 0.67                | 0.78                |
| <b>TOTAL - Current Year</b>       | 960.03              | 75.00     | 20.59                      | 1,014.44            | 345.40                  | 7.35                       | 28.59           | 366.64             | 647.80              |                     |
| - Previous Year                   | 728.03              | 338.86    | 106.86                     | 960.03              | 406.65                  | 86.62                      | 25.37           | 345.40             |                     | 614.63              |
| <b>3 Capital Work-in-Progress</b> |                     |           |                            |                     |                         |                            |                 |                    | 666.96              | 382.00              |
| <b>TOTAL</b>                      |                     |           |                            |                     |                         |                            |                 |                    | 1,314.76            | 996.63              |

#### Notes :

- Buildings, Plant and Equipment and Research Centre at Vikhroli Factory were revalued on June 30, 1992, on the basis of a valuation report submitted by professional valuers.
- Depreciation for the year includes ₹ Nil (previous year ₹ 0.76 crore) being depreciation on revalued component of the fixed assets.
- Gross block deductions / adjustments includes ₹ Nil (previous year ₹ 36.16 crore) and Depreciation / Impairment Deduction / Adjustments includes ₹ Nil (previous year ₹ 29.20 crore) being the revalued component of assets sold / discarded during the year.
- Accumulated depreciation includes impairment loss of ₹ 5.10 crore (previous year ₹ 5.10 crore) on certain Plant and Equipment.
- Capital work in progress is net of impairment loss of ₹ 2.04 crore (previous year ₹ 2.04 crore) provided on an infructuous asset under construction.
- Capital work in progress includes ₹ 16.31 crore (previous year ₹ Nil) on account of Exchange Difference arising on conversion of Long Term Foreign Currency Monetary Items relating to acquisition of depreciable assets. Capital work-in-progress also includes net borrowing cost capitalised amounting to ₹ 76.06 crore (previous year ₹ 53.57 crore).
- Addition to Plant and Machinery includes ₹ 15.74 crore (previous year ₹ 29.03 crore) on account of Exchange Difference arising on conversion of Long Term Foreign Currency Monetary Items relating to acquisition of depreciable assets. Additions also includes net borrowing cost capitalised amounting to ₹ Nil (previous year ₹ 9.65 crore).
- (a) Consequent to the enactment of the Companies Act, 2013, (the Act) and its applicability for accounting periods commencing on or after April 1, 2014, the Company has adopted the estimated useful life of fixed assets as stipulated by Schedule II to the Act, except in the case of Plant and Machinery where the Company, based on the condition of the plants, regular maintenance schedule, material of construction and past experience, has considered useful life of Plant and Machinery as 30 years instead of 20 years useful life as prescribed in Schedule II of the Act.  
(b) Accordingly, the Company has re-worked depreciation with reference to the estimated useful lives of fixed assets as prescribed by Schedule II to the Act. In case of assets whose useful life has been completed based on such estimates, the carrying value, net of residual value and taxes, as at April 1, 2014, amounting to ₹ 3.02 crore has been adjusted in the opening balance of retained earnings and in other cases the carrying value is being depreciated over the remaining useful life of the assets and recognised in the Statement of Profit and Loss.  
(c) As a result of the above mentioned changes, the charge for depreciation is lower by ₹ 8.65 crore for the year ended March 31, 2015.
- In the previous year, in accordance with the Scheme of Amalgamation of Swadeshi Detergents Limited the Company had restated / revised the value of certain Plant & Machinery from ₹ 4.10 crore to ₹ Nil and adjusted the same in General Reserve.
- Plant and Machinery at Vikhroli location having net block of ₹ 3.93 crore are Assets held for Sale and is classified under Other Current Assets.

## Notes to Standalone Financial Statements

## NOTE 13 : Non Current Investments

| Investee Company / Entity   | Face value (₹) | Number       |               | Notes     | Amount in ₹ Crore |               |
|---|----------------|--------------|---------------|-----------|-------------------|---------------|
|   |                | Current Year | Previous Year |           | Current Year      | Previous Year |
| <b>Trade Investments (Valued at cost unless stated otherwise)</b>               |                |              |               |           |                   |               |
| <b>1. Investment in Equity Instruments (Fully paid unless stated otherwise)</b> |                |              |               |           |                   |               |
| <b>(a) Investment in Subsidiary Companies</b>                                   |                |              |               |           |                   |               |
| <b>(i) Quoted</b>   |                |              |               |           |                   |               |
| Godrej Properties Ltd.  | 5              | 112,450,304  | 122,775,304   |           | 610.13            | 666.16        |
| <b>(ii) Unquoted</b>  |                |              |               |           |                   |               |
| Ensemble Holdings & Finance Ltd.  | 10             | 3,774,160    | 3,774,160     |           | 13.19             | 13.19         |
| Godrej Agrovet Ltd.   | 10             | 56,286,482   | 8,040,926     | (a)       | 143.98            | 143.98        |
| Godrej International Ltd. (Isle of Man)   | £1             | 2,105,000    | 2,105,000     |           | 14.76             | 14.76         |
| Godrej International Trading & Investments Pte. Ltd.                            | \$1            | 1,000,000    | 1,000,000     |           | 4.43              | 4.43          |
| Godrej International Ltd. (Labuan) *  | \$1            | 1            | -             |           | 0.00              | -             |
| Natures Basket Ltd.   | 10             | 160,190,000  | 106,080,000   |           | 158.15            | 104.04        |
| <b>(b) Investment in Associate Companies</b>                                    |                |              |               |           |                   |               |
| <b>Quoted</b>   |                |              |               |           |                   |               |
| Godrej Consumer Products Ltd.   | 1              | 80,277,620   | 77,029,620    |           | 1,286.86          | 970.11        |
| <b>(c) Others</b>   |                |              |               |           |                   |               |
| <b>Unquoted</b>   |                |              |               |           |                   |               |
| Bharuch Eco-Aqua Infrastructure Ltd.  | 10             | 440,000      | 440,000       |           | 0.44              | 0.44          |
| Less : Provision for Diminution in the Value of Investment                      |                |              |               |           | (0.44)            | (0.44)        |
|   |                |              |               |           | -                 | -             |
| Avesthagen Ltd.   | 7              | 469,399      | 469,399       | (b)       | 12.43             | 12.43         |
| Less : Provision for Diminution in the Value of Investment                      |                |              |               |           | (12.43)           | (12.43)       |
|   |                |              |               |           | -                 | -             |
| CBay Infotech Ventures Pvt. Ltd.  | 10             | 112,579      | 112,579       | (b)       | 2.33              | 2.33          |
| Less : Provision for Diminution in the Value of Investment                      |                |              |               |           | (2.33)            | (2.33)        |
|   |                |              |               |           | -                 | -             |
| Gharda Chemicals Ltd.   | 100            | 114          | 114           | (c)       | 0.12              | 0.12          |
| Less : Provision for Diminution in the Value of Investment                      |                |              |               |           | (0.12)            | (0.12)        |
|   |                |              |               |           | -                 | -             |
| HyCa Technologies Pvt. Ltd.   | 10             | 12,436       | 12,436        | (b)       | 1.24              | 1.24          |
| Less: Provision for Diminution in the Value of Investment                       |                |              |               |           | (1.24)            | (1.24)        |
|   |                |              |               |           | -                 | -             |
| Tahir Properties Ltd. (Partly paid) *   | 100            | 25           | 25            | (d)       | 0.00              | 0.00          |
| Boston Analytics Inc.   | \$1            | 1,354,129    | 1,354,129     |           | 6.91              | 6.91          |
| Less : Provision for Diminution in the Value of Investment                      |                |              |               |           | (6.91)            | (6.91)        |
|   |                |              |               |           | -                 | -             |
| The Saraswat Co-op. Bank Ltd. *   | 10             | 1,000        | 1,000         |           | 0.00              | 0.00          |
| <b>2. Investment in Preference Shares (Fully paid unless stated otherwise)</b>  |                |              |               |           |                   |               |
| <b>Unquoted</b>   |                |              |               |           |                   |               |
| Tahir Properties Ltd. (Class - A) (partly paid) *                               | 100            | 25           | 25            | (d)       | 0.00              | 0.00          |
| Verseon Corporation - Class A Preferred Shares                                  | \$0.001        | 2,631,578    | 2,631,578     | (b) & (e) | 11.42             | 11.42         |
| Less : Provision for Diminution in the Value of Investment                      |                |              |               |           | (11.42)           | (11.42)       |
|   |                |              |               |           | -                 | -             |
| Verseon Corporation - Class B Preferred Shares                                  | \$0.001        | 715,668      | -             | (e)       | 10.62             | -             |
| Less : Provision for Diminution in the Value of Investment                      |                |              |               |           | (10.62)           | -             |
|   |                |              |               |           | -                 | -             |
| <b>3. Investment in Partnership Firm</b>  |                |              |               |           |                   |               |
| View Group LP *   |                | -            | -             | (f)       | 0.00              | 0.00          |
| Less : Provision for Diminution in the Value of Investment                      |                |              |               |           | 0.00              | 0.00          |
|   |                |              |               |           | 0.00              | 0.00          |

## Notes to Standalone Financial Statements

### NOTE 13 : Non Current Investments (Contd.)

| Investee Company / Entity                                      | Face value (₹) | Number       |               | Notes | Amount in ₹ Crore |                 |
|--|----------------|--------------|---------------|-------|-------------------|-----------------|
|  |                | Current Year | Previous Year |       | Current Year      | Previous Year   |
| <b>4. Other Non Current Investments</b>                        |                |              |               |       |                   |                 |
| <b>(a) Limited Liability Partnership</b>                       |                |              |               |       |                   |                 |
| Godrej Vikhroli Properties LLP                                 |                |              |               |       | 0.80              | 0.80            |
| Profit Accrued on share in Godrej Vikhroli Properties LLP      |                |              |               |       | 145.48            | 130.79          |
|  |                |              |               |       | 146.28            | 131.59          |
| <b>Total</b>   |                |              |               |       | <b>2,377.78</b>   | <b>2,048.26</b> |
| Aggregate Amount of Quoted Investments                         |                |              |               |       | 1,896.99          | 1,636.27        |
| Aggregate Amount of Unquoted Investments                       |                |              |               |       | 526.30            | 446.88          |
| Aggregate Provision for Diminution in the Value of Investments |                |              |               |       | 45.51             | 34.89           |
| Market Value of Quoted Investments                             |                |              |               |       | 11,180.05         | 9,180.64        |

\* Amount less than ₹ 0.01 crore.

#### Notes :

- (a) The Company has received additional shares on account of Bonus share issue by Godrej Agrovet Limited in the ratio of 6:1 (i.e. 6 (Six) fully paid-up Equity Shares of Face Value of ₹ 10/- each for every 1 (One) fully paid-up Equity Share of Face Value of ₹ 10/- held by the Company)
- (b) In the previous year, in accordance with the Scheme of Amalgamation of Swadeshi Detergents Limited with the Company, as approved by the Honourable Bombay High Court, the Company had restated/ revised the value of certain investments aggregating to ₹ 19.62 crore and adjusted the same in General Reserve.
- (c) The said shares have been refused for registration by the investee company.
- (d) Uncalled Liability on partly paid shares
- Tahir Properties Ltd. - Equity - ₹ 80 per share (Previous year - ₹ 80 per share).
  - Tahir Properties Ltd. - Preference - ₹ 30 per share (Previous year - ₹ 30 per share).
- (e) (i) During the year, the outstanding principal amount of Optionally Convertible Notes (OCN) amounting to ₹ 3.98 crore along with accrued interest thereon amounting to ₹ 6.64 crore have been converted into Class B Preferred Shares. The entire investment in Verseon Corporation has been fully provided for.
- (ii) Subsequent to the Balance Sheet date, the Company's holding of 2,631,578 Class A Preferred Shares and 715,668 Class B Preferred Shares have been converted into 6,694,492 New Common Shares in Verseon Corporation.
- (iii) The Company also has a right to Warrants which entitles it to 85,587 Class B Preferred Stock which would subsequently get converted into 171,174 New Common Shares in Verseon Corporation in satisfaction of the notice of exercise of the warrants.
- (f) View Group LP has been dissolved on December 14, 2012, however, the Company has still not received an approval from RBI for writing-off the investment. Information on partnership firm - View Group

| Sr. No. | Name of the partner                       | Country | % Holding Current Year | % Holding Previous Year |
|---------|---|---------|------------------------|-------------------------|
| 1.      | Mr. Robert Buirkle                        | USA     | 13.08%                 | 13.08%                  |
| 2.      | Mr. John H. Gutfreund                     | USA     | 13.08%                 | 13.08%                  |
| 3.      | Bonsal Trust                              | USA     | 6.54%                  | 6.54%                   |
| 4.      | Free Market Capital L.P.                  | USA     | 4.83%                  | 4.83%                   |
| 5.      | Kilbane Development SA                    | Monaco  | 6.54%                  | 6.54%                   |
| 6.      | Mazda Partners LP                         | USA     | 8.96%                  | 8.96%                   |
| 7.      | Ms. Mrinalini Jaikumar                    | USA     | 1.96%                  | 1.96%                   |
| 8.      | Mr. John Pries                            | USA     | 2.62%                  | 2.62%                   |
| 9.      | Mr. Marti Subrahmanyam                    | USA     | 1.96%                  | 1.96%                   |
| 10.     | R. Gregg Stone Trust                      | USA     | 1.28%                  | 1.28%                   |
| 11.     | Mr. Robert G. Stone, Jr.                  | USA     | 1.28%                  | 1.28%                   |
| 12.     | Mr. Michael R. Greenberg                  | USA     | 3.27%                  | 3.27%                   |
| 13.     | Mr. Paul D. Sonz                          | USA     | 1.25%                  | 1.25%                   |
| 14.     | VIEW Group Grantor Retained Annuity Trust | USA     | 2.03%                  | 2.03%                   |
| 15.     | BKE Partners L.P.                         | USA     | 4.83%                  | 4.83%                   |
| 16.     | VIEW LP Holding, Inc.                     | USA     | 4.83%                  | 4.83%                   |
| 17.     | Schwartz and Nystrom, as escrow agent     | USA     | 9.66%                  | 9.66%                   |
| 18.     | Godrej Industries Limited                 | India   | 12.00%                 | 12.00%                  |
|         | <b>Total</b>                              |         | <b>100.00%</b>         | <b>100.00%</b>          |

## Notes to Standalone Financial Statements

### Note 14 : Long Term Loans and Advances

|   | Current Year   | Amount ₹ in Crore<br>Previous Year |
|---|----------------|------------------------------------|
| Secured Loans and Advances - refer note 1 below   |                |                                    |
| Loans given   |                |                                    |
| Considered Doubtful   | <b>10.33</b>   | 10.33                              |
| Less : Provision for Doubtful Advances  | <b>(10.33)</b> | (10.33)                            |
|   | -              | -                                  |
| Unsecured and Considered Good (Unless otherwise stated)   |                |                                    |
| (a) Capital Advances  |                |                                    |
| Considered Good   | <b>15.11</b>   | 28.19                              |
| Considered Doubtful   | -              | 0.03                               |
| Less : Provision for Doubtful Advances  | -              | (0.03)                             |
|   | <b>15.11</b>   | 28.19                              |
| (b) Other Loans and Advances  |                |                                    |
| (i) Loans to Employees  | <b>0.59</b>    | 0.60                               |
| (ii) Statutory Deposits   | <b>21.80</b>   | 20.92                              |
| (iii) Advance Tax and Tax Deducted at Source<br>(Net of Provision for Taxation ₹ 57.96 crore,<br>previous year ₹ 53.31 crore) | <b>15.46</b>   | 16.04                              |
| <b>Total</b>  | <b>52.96</b>   | 65.75                              |

#### Notes :

- (1) The Company had advanced an amount of ₹ 10.33 crore to certain individuals who also pledged certain equity shares as security against the said advance. The Company has enforced its security and lodged the shares for transfer in its name. The said transfer application was rejected and Company has preferred an appeal to the Company Law Board (CLB). The CLB rejected the application and advised the parties to approach the High Court. The Company had filed an appeal before the Hon'ble High Court against the order of the Company Law Board under Section 10 F of the Companies Act, which is pending final disposal. The Hon'ble Bombay High Court passed an interim order dated September 18, 2012, restraining the Company from *inter alia*, dealing, selling or creating third party rights, etc. in the pledged shares and referred the matter to arbitration. The Company had filed a Special Leave Petition (SLP) before the Supreme Court against this interim order of the Bombay High Court which the Supreme Court has dismissed and the matter is before the Arbitrator. In the meantime, the Presiding Arbitrator has resigned as Arbitrator and appointment of new Arbitrator is in process, and the petition is pending before the Bombay High Court.

The Management is confident of recovery of this amount as underlying value of the said shares is substantially greater than the amount of loan and interest thereon. However, on a conservative basis, the Company has provided for the entire amount of ₹ 10.33 crore in the books of account.

## Notes to Standalone Financial Statements

(2) Details of Loans as per Clause 32 of Listing Agreement and under Section 186 (4) of Companies Act, 2013.

|   | Amount ₹ in Crore               |              |
|---|---------------------------------|--------------|
|   | Maximum Balance during the year | Current Year |
| Loans where there is no repayment schedule or repayment is beyond seven years |                                 |              |
| (i) Federal & Rashmikant  | 5.83                            | <b>5.83</b>  |
| <i>Previous Year</i>  | 5.83                            | <b>5.83</b>  |
| (ii) M/s. Dhruv & Co. (Regd.)   | 4.18                            | <b>4.18</b>  |
| <i>Previous Year</i>  | 4.18                            | <b>4.18</b>  |
| (iii) D. R. Kavasmaneck & Dr. P. R. Kavasmaneck                               | 0.32                            | <b>0.32</b>  |
| <i>Previous Year</i>  | 0.32                            | <b>0.32</b>  |

(3) Details of Loans under Section 186 (4) of Companies Act, 2013.

|   | Amount ₹ in Crore               |              |
|---|---------------------------------|--------------|
|   | Maximum Balance during the year | Current Year |
| Loans to Employees (as per Policy of the Company) | 0.60                            | <b>0.59</b>  |
| <i>Previous Year</i>                              | 0.76                            | <b>0.60</b>  |

### Note 15 : Other Non Current Assets

|   | Amount ₹ in Crore |               |
|---|-------------------|---------------|
|   | Current Year      | Previous Year |
| <b>Secured</b>  |                   |               |
| (a) Interest Accrued on loans   |                   |               |
| Considered Doubtful - refer note 1 below                                | <b>3.15</b>       | 3.15          |
| Less : Provision for Doubtful Interest Accrued                          | <b>(3.15)</b>     | (3.15)        |
|   | -                 | -             |
| <b>Unsecured</b>  |                   |               |
| (a) Interest Accrued on Investments                                     |                   |               |
| Considered Doubtful   | <b>1.11</b>       | 1.63          |
| Less : Provision for Doubtful Interest Accrued                          | <b>(1.11)</b>     | (1.63)        |
|   | -                 | -             |
| (b) Bank Deposit with more than 12 months maturity - refer note 2 below | <b>0.10</b>       | -             |
| <b>Total</b>  | <b>0.10</b>       | -             |

#### Notes :

- Interest on loan referred to in sub-note 1 under Note 14 Long Term Loans and Advances, amounting to ₹ 3.15 crore was accrued upto March 31, 2000 and has been fully provided for, no interest is being accrued thereafter.
- Fixed Deposit of ₹ 0.10 crore (previous year ₹ Nil) is held by bank as security against guarantees issued.

## Notes to Standalone Financial Statements

### Note 16 : Current Investments

| Investee Company / Entity                                     | Face value  | Current Year | Previous Year | Notes | Amount in ₹ Crore |               |
|---|-------------|--------------|---------------|-------|-------------------|---------------|
|   |             |              |               |       | Current Year      | Previous Year |
| <b>1 Other Current Investments</b>                            |             |              |               |       |                   |               |
| <b>Optionally Convertible Loan Notes / Promissory Notes :</b> |             |              |               |       |                   |               |
| <b>Unquoted :</b>   |             |              |               |       |                   |               |
| Boston Analytics Inc. (15%)                                   | \$750,000   | -            | -             | (a)   | 3.00              | 3.00          |
| Less : Provision for Diminution in the Value of Investment    |             |              |               |       | (3.00)            | (3.00)        |
|   |             |              |               |       | -                 | -             |
| Boston Analytics Inc. (20%)                                   | \$1,550,000 | -            | -             | (a)   | 6.73              | 6.73          |
| Less : Provision for Diminution in the Value of Investment    |             |              |               |       | (6.73)            | (6.73)        |
|   |             |              |               |       | -                 | -             |
| Boston Analytics Inc. (12%)                                   | \$950,000   | -            | -             | (b)   | 4.69              | 4.69          |
| Less : Provision for Diminution in the Value of Investment    |             |              |               |       | (4.69)            | (4.69)        |
|   |             |              |               |       | -                 | -             |
| Verseon Corporation (13%)                                     | \$1,000,000 | -            | -             | (c)   | -                 | 3.98          |
| Less : Provision for Diminution in the Value of Investment    |             |              |               |       | -                 | (3.98)        |
|   |             |              |               |       | -                 | -             |
| <b>Total</b>  |             |              |               |       | -                 | -             |
| Aggregate Amount of Quoted Investments                        |             |              |               |       | -                 | -             |
| Aggregate Amount of Unquoted Investments                      |             |              |               |       | 14.42             | 18.40         |
| Aggregate Provision for Diminution in Value of Investments    |             |              |               |       | 14.42             | 18.40         |
| Market Value of Quoted Investments                            |             |              |               |       | -                 | -             |

#### Notes :

- (a) The Optionally Convertible Promissory Notes (15%) of Boston Analytics Inc. in respect of which the Company did not exercise the conversion option and Boston Analytics Inc. promissory notes (20%) where there was a partial conversion option which the Company has not exercised were due for redemption on June 30, 2009 and August 21, 2009, respectively. The said promissory notes have not been redeemed as of the Balance Sheet date and have been fully provided for.
- (b) 12% promissory notes were repayable on or before December 31, 2011, along with interest on maturity. The said promissory notes have not been redeemed as of the Balance Sheet date and have been fully provided for.
- (c) In the previous year, in accordance with the Scheme of Amalgamation of Swadeshi Detergents Limited, the Company had restated / revised the value of investments amounting to ₹ 3.98 crore and adjusted the same in General Reserve. Also refer to sub-note (e) under Note 13 Non Current Investments.

## Notes to Standalone Financial Statements

### Note 17 : Inventories

|  | Amount ₹ in Crore |               |
|--|-------------------|---------------|
|  | Current Year      | Previous Year |
| Raw Material   | 50.40             | 93.54         |
| Packing Material   | 2.19              | 1.91          |
| Work in Progress   | 71.51             | 74.20         |
| Finished Goods (Includes In Transit ₹ 0.00 * crore, previous year ₹ Nil) | 35.15             | 58.59         |
| Stock in Trade   | 0.05              | 0.05          |
| Stores And Spares - refer note 2 below                                   | 7.04              | 3.88          |
| <b>Total</b>   | <b>166.34</b>     | <b>232.17</b> |

\* Amount less than ₹ 0.01 crore

#### Notes :

- (1) Inventories are valued at lower of cost and net realisable value. Cost is computed on weighted average basis and is net of cenvat.
- (2) In the previous year, in accordance with the Scheme of Amalgamation of Swadeshi Detergents Limited the Company had restated / revised the value of certain Stores and Spares from ₹ 3.36 crore to ₹ Nil and adjusted the same in General Reserve.

### Note 18 : Trade Receivables

|  | Amount ₹ in Crore |               |
|--|-------------------|---------------|
|  | Current Year      | Previous Year |
| <b>Secured and Considered Good</b> - refer note 1 below                                  |                   |               |
| (a) Outstanding for a period exceeding six months from the date they are due for payment | -                 | 0.03          |
| (b) Others   | 11.45             | 17.48         |
| <b>Unsecured</b>   |                   |               |
| <b>Considered Good</b>   |                   |               |
| (a) Outstanding for a period exceeding six months from the date they are due for payment | -                 | -             |
| (b) Others   | 92.85             | 76.48         |
| <b>Considered Doubtful</b>   |                   |               |
| (a) Outstanding for a period exceeding six months from the date they are due for payment | 0.99              | 0.99          |
| (b) Allowance for Doubtful Debts   | (0.99)            | (0.99)        |
| <b>Total</b>   | <b>104.30</b>     | <b>93.99</b>  |

#### Note :

- (1) Secured by Security Deposits collected from Customers, Letter of Credit or Bank Guarantees held against them.

## Notes to Standalone Financial Statements

### Note 19 : Cash and Bank Balances

|  | Amount ₹ in Crore |               |
|--|-------------------|---------------|
|  | Current Year      | Previous Year |
| <b>Cash and Cash Equivalents</b>   |                   |               |
| <b>Balances with Banks</b>   |                   |               |
| (a) Current Accounts   | 12.97             | 11.61         |
| (b) ESOP Trust Bank Balances (As detailed in sub-note 2 under Note 4 Reserves and Surplus) | -                 | 0.20          |
| (c) Deposits having maturity less than 3 months - refer note 1 below                       | 85.09             | 52.69         |
| Cash on Hand   | 0.37              | 0.22          |
|  | <b>98.43</b>      | 64.72         |
| <b>Other Bank Balances</b>   |                   |               |
| (a) Deposit with more than 3 months but less than 12 months maturity - refer note 1 below  | 8.52              | 3.50          |
| (b) Other Bank Balances - Unclaimed Dividend   | 0.35              | 0.33          |
| <b>Total</b>   | <b>107.30</b>     | 68.55         |

#### Note :

- (1) Fixed Deposit of ₹ 0.21 crore (previous year ₹ 0.19 crore) is held by bank as security against guarantees issued.

## Notes to Standalone Financial Statements

### Note 20 : Short Term Loans And Advances

|  | Current Year         | Amount ₹ in Crore<br>Previous Year |
|--|----------------------|------------------------------------|
| <b>Unsecured</b>   |                      |                                    |
| (a) Loans and Advance  |                      |                                    |
| (i) Loans to Employees   | 0.19                 | 0.15                               |
| (ii) Other Loans   | -                    | 9.46                               |
| (iii) Loan to GIL ESOP Trust   |                      |                                    |
| Considered Good  | 46.75                | 50.07                              |
| Considered Doubtful  | 16.70                | 16.70                              |
|  | <u>63.45</u>         | <u>66.77</u>                       |
| Less : Amount adjusted against ESOP Trust loan liability (As detailed in sub-note 2 under Note 4 Reserves and Surplus) | -                    | (66.77)                            |
|  | <u>63.45</u>         | -                                  |
| Less : Provision for Doubtful Loans - refer note 1 (a) below   | (16.70)              | (16.70)                            |
| Provision for doubtful loan written back in ESOP Trust Adjustments   | -                    | 16.70                              |
|  | <u>46.75</u>         | -                                  |
| (iv) Advances to Suppliers   |                      |                                    |
| Considered Good  | 0.94                 | 15.70                              |
| Considered Doubtful  | 0.37                 | 0.32                               |
| Less : Provision for Doubtful Advances   | (0.37)               | (0.32)                             |
|  | <u>0.94</u>          | 15.70                              |
| (v) Other Advances   |                      |                                    |
| Considered Good  | 49.82                | 48.66                              |
| Considered Doubtful  | 0.28                 | 0.11                               |
| Less : Provision for Doubtful Advances   | (0.28)               | (0.11)                             |
|  | <u>49.82</u>         | 48.66                              |
| (b) Inter Corporate Deposit  |                      |                                    |
| Considered Good - refer note 1 (b) below   | -                    | -                                  |
| Considered Doubtful  | 5.77                 | 5.77                               |
| Less : Provision for Doubtful Inter Corporate Deposit  | (5.77)               | (5.77)                             |
|  | <u>-</u>             | -                                  |
| (c) Deposits   |                      |                                    |
| (i) Statutory Authorities  | 17.08                | 25.06                              |
| (ii) Others  | 7.38                 | 5.44                               |
| <b>Total</b>   | <u><b>122.16</b></u> | <u>104.47</u>                      |

#### Notes :

- (1) (a) In the previous year, in accordance with the Scheme of Amalgamation of Swadeshi Detergents Limited the Company had made a provision of doubtful loan of ₹ 19.41 crore and adjusted the same in General Reserve. Also any realisation of assets which were considered for revision / restatement had been accounted in the Statement of Profit and Loss.
- (b) In the previous year, in accordance with the Scheme of Amalgamation of Swadeshi Detergents Limited the Company had made a provision of doubtful Inter Corporate Deposit of ₹ 8.14 crore and adjusted the same in General Reserve. Also any realisation of Assets which were considered for revision / restatement had been accounted in the Statement of Profit and Loss.

## Notes to Standalone Financial Statements

### Note 20 : Short-Term Loans and Advances (Contd.)

(2) Details of Loans as per Clause 32 of Listing Agreement and under Section 186 (4) of Companies Act, 2013.

|  | Amount ₹ in Crore               |              |
|--|---------------------------------|--------------|
|  | Maximum Balance during the year | Current Year |
| (a) Investments by the loanee in the shares of parent company and subsidiary company (without considering the ESOP Trust Loan Liability) |                                 |              |
| (i) GIL ESOP Trust   | 66.77                           | 63.45        |
| <i>Previous Year</i>   | 69.12                           | 66.77        |

(3) Details of Loans given under Section 186 (4) of Companies Act, 2013.

|   | Amount ₹ in Crore               |              |
|---|---------------------------------|--------------|
|   | Maximum Balance during the year | Current Year |
| (a) Loans to Employees (as per Policy of the Company) | 0.23                            | 0.19         |
| <i>Previous Year</i>                                  | 0.15                            | 0.15         |
| (b) Other Loans                                       |                                 |              |
| Mr. A. Mahendran                                      | 9.46                            | -            |
| <i>Previous Year</i>                                  | 9.46                            | 9.46         |
| (c) Inter Corporate Deposit                           |                                 |              |
| Tricom India Limited                                  | 5.77                            | 5.77         |
| <i>Previous Year</i>                                  | 5.77                            | 5.77         |

### Note 21 : Other Current Assets

|   | Amount ₹ in Crore |               |
|---|-------------------|---------------|
|   | Current Year      | Previous Year |
| Interest Accrued on Loans and Deposits  | 1.20              | 1.06          |
| Other Receivables   | 17.92             | 17.71         |
| Other Receivables of ESOP Trust (As detailed in sub-note 2 under Note 4 Reserves and Surplus) | -                 | 1.25          |
| Forward Cover Contracts Receivable  | 2.02              | 5.75          |
| Unamortised Premium on Forward Cover Contracts  | -                 | 4.80          |
| Assets held for Sale  | 3.93              | -             |
| <b>Total</b>  | <b>25.07</b>      | <b>30.57</b>  |

### Note 22 a : Utilisation of proceeds received under IPP

As per objects of the issue as stated in the offer document for the Institutional Placement Programme (IPP), the proceeds of IPP have been utilised towards Investment in Subsidiary Company amounting to ₹ Nil (previous year ₹ 249.83 crore).

## Notes to Standalone Financial Statements

### Note 22 b : Amalgamation of Wadala Commodities Limited (WCL)

During the year, the Honourable Bombay High Court and High Court of Madhya Pradesh, Indore Bench, approved a Scheme of Amalgamation ("Scheme") of Wadala Commodities Limited (WCL), whose business was trading in Vegetable Oils, with the Company effective from April 1, 2014 being the appointed date. The Effective Date is November 21, 2014, being the date of filing the approval of the Respective High Courts with the ROC.

In accordance with the Scheme :

- a) The Company has followed Purchase Method of accounting and as per the Scheme of Arrangement approved by the Bombay High Court.
- b) All the assets and liabilities of the erstwhile WCL have been transferred to and vest in the Company and have been recorded at their book value which are also their fair value.
- c) Income of ₹ 0.09 crore and Expense of ₹ 0.25 crore of WCL from April 2014 to November 2014 has been considered in Statement of Profit and Loss of the Company.
- d) Subsequently the Company has issued 2,00,243 equity shares in the Company in lieu of the equity shares in WCL and 10 equity shares in the Company in lieu of the preference shares in WCL held by the shareholders of the erstwhile WCL and also issued 67,504 bonus equity shares in the Company to the non-promoter shareholders of the Company.

## Notes to Standalone Financial Statements

### Note 23 : Contingent Liabilities

|  | Amount ₹ in Crore |               |
|--|-------------------|---------------|
|  | Current Year      | Previous Year |
| <b>a) Claims against the Company not acknowledged as debts :</b>   |                   |               |
| (i) Excise duty / Service Tax demands relating to disputed classification, post manufacturing expenses, assessable values, etc. which the Company has contested and is in appeal at various levels.  | 17.35             | 9.53          |
| (ii) Customs Duty demands relating to lower charge, differential duty, classification, etc.  | 4.21              | 4.21          |
| (iii) Sales Tax demands relating to purchase tax on Branch Transfer / disallowance of high seas sales, etc. at various levels.   | 45.59             | 31.57         |
| (iv) Octroi demand relating to classification issue on import of Palm Stearine and interest thereon.   | 0.29              | 0.29          |
| (v) Stamp duties claimed on certain properties which are under appeal by the Company.  | 1.82              | 1.82          |
| (vi) Income tax demands against which the Company has preferred appeals.   | 59.61             | 35.62         |
| (vii) Industrial relations matters under appeal.   | 2.33              | 2.18          |
| (viii) Others  | 7.46              | 1.31          |
| <b>b) Guarantees :</b>   |                   |               |
| (i) Guarantees issued by banks, including guarantees issued in respect of matters reported in (a) above.   | 36.88             | 36.29         |
| (ii) Guarantees given by the Company in respect of refund received from excise authority for exempted units of associate company - refer note 1 below.   | 19.86             | -             |
| <b>c) Other Money for which the Company is Contingently Liable :</b>   |                   |               |
| Letters of credit issued by bank on behalf of the Company.   | 19.22             | 8.77          |
| (1) Detail of Guarantee given covered under Section 186 (4) of the Companies Act, 2013 :<br>The Corporate Guarantee of ₹ 19.86 crore is in respect of refund received from excise authority for exempted units (North East) of Godrej Consumer Products Limited, an associate company.   |                   |               |
| (2) The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial results. |                   |               |

### Note 24 : Commitments

|   | Amount ₹ in Crore |               |
|---|-------------------|---------------|
|   | Current Year      | Previous Year |
| a) Estimated amount of contracts remaining to be executed on capital account and not provided for :<br>(Net of Advances amounting to ₹ 15.92 crore, previous year ₹ 5.58 crore) | 44.35             | 141.25        |
| b) Uncalled liability on partly paid shares / debentures (*)  | 0.00              | 0.00          |
| c) Other Commitments :<br>Contracts for Purchase of Raw Material  | 78.88             | 85.34         |

\* Amount less than ₹ 0.01 crore

## Notes to Standalone Financial Statements

### Note 25 : Revenue From Operations

|  | Amount ₹ in Crore |                 |
|--|-------------------|-----------------|
|  | Current Year      | Previous Year   |
| Sale of Products                           | 1,392.99          | 1,374.29        |
| Licence Fees and Service Charges           | 12.09             | 11.60           |
| Other Operating Revenues                   |                   |                 |
| (a) Export Incentives                      | 15.11             | 16.24           |
| (b) Processing Charges                     | 2.66              | 2.35            |
| (c) Sale of Scrap                          | 1.80              | 1.81            |
| (d) Dividend Income : (refer note 1 below) |                   |                 |
| (i) Subsidiary Companies                   | 67.61             | 48.73           |
| (ii) Other Long-Term Investments           | 40.84             | 37.28           |
| (e) Share of Profit for the year from LLP  | 14.69             | 51.49           |
| Total Gross Revenue From Operations        | 1,547.79          | 1,543.79        |
| Excise Duty                                | (93.15)           | (90.24)         |
| <b>Total</b>                               | <b>1,454.64</b>   | <b>1,453.55</b> |

#### Note :

- (1) Dividend Income has been disclosed under Revenue from Operations since Finance and Investments is an Operating Business Segment for the Company.

### Note 26 : Other Income

|                                       | Amount ₹ in Crore |               |
|---------------------------------------|-------------------|---------------|
|                                       | Current Year      | Previous Year |
| Interest Income (Gross)               | 17.76             | 29.37         |
| Less: Capitalised to Fixed Assets     | -                 | (3.06)        |
| Interest Income (net)                 | 17.76             | 26.31         |
| Profit on Sale of Fixed Assets (net)  | 3.99              | -             |
| Profit on Sale of Current Investments | 2.01              | 5.59          |
| Miscellaneous Income                  | 13.86             | 8.87          |
| <b>Total</b>                          | <b>37.62</b>      | <b>40.77</b>  |

## Notes to Standalone Financial Statements

### Note 27 : Cost of Materials Consumed

|   | Amount ₹ in Crore |               |
|---|-------------------|---------------|
|   | Current Year      | Previous Year |
| Raw Materials Consumed                        |                   |               |
| (a) Inventory at the Commencement of the Year | 93.54             | 50.77         |
| (b) Add : Purchases (net)                     | 863.35            | 992.67        |
|   | 956.89            | 1,043.44      |
| (c) Less : Inventory at the Close of the Year | (50.40)           | (93.54)       |
|   | 906.49            | 949.90        |
| Packing Materials Consumed                    |                   |               |
| (a) Inventory at the Commencement of the Year | 1.91              | 1.67          |
| (b) Add : Purchases (net)                     | 36.20             | 34.74         |
|   | 38.11             | 36.41         |
| (c) Less : Inventory at the Close of the Year | (2.19)            | (1.91)        |
|   | 35.92             | 34.50         |
| <b>Total</b>                                  | <b>942.41</b>     | <b>984.40</b> |

### Note 28 : Changes in Inventory of Finished Goods, Work in Progress and Stock in Trade

|  | Amount ₹ in Crore |                |
|--|-------------------|----------------|
|  | Current Year      | Previous Year  |
| <b>Inventory at the Commencement of the Year</b> |                   |                |
| (a) Finished Goods                               | 58.59             | 24.00          |
| (b) Work in Progress                             | 74.20             | 55.18          |
| (c) Stock in Trade                               | 0.05              | 0.04           |
|  | 132.84            | 79.22          |
| <b>Less: Inventory at the Close of the Year</b>  |                   |                |
| (a) Finished Goods                               | (35.15)           | (58.59)        |
| (b) Work in Progress                             | (71.51)           | (74.20)        |
| (c) Stock in Trade                               | (0.05)            | (0.05)         |
|  | (106.71)          | (132.84)       |
| <b>Total</b>                                     | <b>26.13</b>      | <b>(53.62)</b> |

### Note 29 : Employee Benefits Expenses

|   | Amount ₹ in Crore |               |
|---|-------------------|---------------|
|   | Current Year      | Previous Year |
| Salaries and Wages                        | 106.27            | 95.56         |
| Contribution to Provident and Other Funds | 11.61             | 5.51          |
| Expense on Employee Stock Option Scheme   | 1.29              | 3.47          |
| Staff Welfare Expense                     | 8.43              | 7.79          |
| <b>Total</b>                              | <b>127.60</b>     | <b>112.33</b> |

## Notes to Standalone Financial Statements

### Note 30 : Finance Costs

|                                    | Amount ₹ in Crore |               |
|------------------------------------|-------------------|---------------|
|                                    | Current Year      | Previous Year |
| Interest Expense (Gross)           | 119.32            | 100.76        |
| Less : Capitalised to Fixed Assets | (22.52)           | (36.52)       |
| Interest Expense (net)             | 96.80             | 64.24         |
| Other Borrowing Costs (Gross)      | 50.94             | 32.80         |
| Less : Capitalised to Fixed Assets | -                 | (2.20)        |
| Other Borrowing Costs (net)        | 50.94             | 30.60         |
| <b>Total</b>                       | <b>147.74</b>     | <b>94.84</b>  |

### Note 31 : Other Expense

|   | Amount ₹ in Crore |               |
|---|-------------------|---------------|
|   | Current Year      | Previous Year |
| Consumption of Stores and Spares                              | 7.10              | 7.87          |
| Power and Fuel  | 112.84            | 122.77        |
| Processing Charges  | 5.35              | 6.87          |
| Rent  | 5.00              | 5.06          |
| Rates and Taxes   | 7.28              | 8.42          |
| Repairs and Maintenance                                       |                   |               |
| (a) Machinery   | 9.88              | 10.12         |
| (b) Buildings   | 4.81              | 8.87          |
| (c) Other assets  | 0.37              | 0.44          |
| Insurance   | 1.43              | 1.56          |
| Freight   | 39.74             | 38.84         |
| Commission  | 3.90              | 4.73          |
| Discount  | 4.35              | 4.87          |
| Advertisement and Publicity                                   | 11.08             | 14.54         |
| Selling and Distribution Expenses                             | 6.70              | 9.15          |
| Provision / (Write back) for Doubtful Debts and Advances      | 0.68              | (6.37)        |
| Provision for Depletion in the value of Investment            | 6.13              | -             |
| (Write back) / Provision for Excise Duty on Closing Inventory | (1.94)            | 5.29          |
| Loss on Foreign Exchange Translation                          | 5.21              | 11.88         |
| Loss on Sale of Fixed Assets                                  | -                 | 0.14          |
| Legal and Professional fees                                   | 16.00             | 16.80         |
| Miscellaneous Expenses - refer note 2 below                   | 37.93             | 35.54         |
| <b>Total</b>  | <b>283.84</b>     | <b>307.39</b> |

#### Notes :

- (1) In accordance with the Scheme of Amalgamation of Wadala Commodities Limited (WCL) with the Company, expense of ₹ 0.25 crore of WCL for the period April to November 2014 have been considered as expenses of the Company.
- (2) In the previous year, in accordance with the Scheme of Amalgamation of Swadeshi Detergents Limited with the Company, as approved by the Honourable Bombay High Court, the costs and expenses incurred on the Scheme amounting to ₹ 0.23 crore had been adjusted in the General Reserve.

## Notes to Standalone Financial Statements

### Note 32 : Exceptional Items

|   | Amount ₹ in Crore |               |
|---|-------------------|---------------|
|   | Current Year      | Previous Year |
| (i) Profit on Sale of Long Term Investments           | 199.61            | 74.71         |
| (ii) Write back of Diminution in Value of Investments | -                 | 4.50          |
| (iii) Profit on assignment of Trademark               | -                 | 25.00         |
| <b>Total</b>  | <b>199.61</b>     | <b>104.21</b> |

### Note 33 : Earnings Per Share

|  | Current Year | Previous Year |
|--|--------------|---------------|
| 1. Calculation of weighted average number of equity shares - Basic             |              |               |
| (a) Number of equity shares at the beginning of the year                       | 335,455,260  | 335,165,917   |
| (b) Number of equity shares issued during the year                             | 426,714      | 289,343       |
| (c) Number of equity shares outstanding at the end of the year                 | 335,881,974  | 335,455,260   |
| Weighted average number of equity shares outstanding during the year           | 335,517,405  | 335,331,194   |
| 2. Calculation of weighted average number of equity shares - Diluted           |              |               |
| (a) Number of potential equity shares at the beginning of the year             | 335,825,871  | 335,678,641   |
| (b) Number of potential equity shares outstanding at the end of the year       | 336,153,734  | 335,825,871   |
| Weighted average number of potential equity shares outstanding during the year | 335,896,235  | 335,801,244   |
| 3. Net Profit After Tax (Amount ₹ in Crore)                                    | 148.81       | 119.69        |
| 4. Basic Earnings per share of ₹ 1 each  | 4.4352       | 3.5693        |
| 5. Diluted Earnings per share of ₹ 1 each                                      | 4.4302       | 3.5643        |

### Note 34 : Auditor's Remuneration

|                                      | Amount ₹ in Crore |               |
|--------------------------------------|-------------------|---------------|
|                                      | Current Year      | Previous Year |
| Audit Fees                           | 0.54              | 0.46          |
| Tax Audit Fees                       | 0.08              | 0.06          |
| Taxation Matters                     | 0.20              | 0.09          |
| Consultation and Management Services | 0.05              | 0.06          |
| Certification and Other Services     | 0.11              | 0.13          |
| Reimbursement of Expenses            | 0.01              | 0.01          |
| <b>Total</b>                         | <b>0.99</b>       | <b>0.81</b>   |

## Notes to Standalone Financial Statements

### Note 35 : Consumption of Raw Materials and Purchase of Goods

|                                     | Amount ₹ in Crore |               |
|-------------------------------------|-------------------|---------------|
|                                     | Current Year      | Previous Year |
| <b>Raw Material Consumed</b>        |                   |               |
| (i) Oils and Fats                   | 579.67            | 653.15        |
| (ii) Chemicals & Catalyst           | 264.00            | 232.17        |
| (iii) Packing Materials             | 35.92             | 34.50         |
| (iv) Others                         | 62.82             | 64.58         |
| <b>Total</b>                        | <b>942.41</b>     | <b>984.40</b> |
| <b>Purchase of Goods</b>            |                   |               |
| Refined Oil, Soaps, Toiletries, etc | 3.39              | 3.70          |

### Note 36 : Sales and Inventory of Finished Goods

| Product             | Amount ₹ in Crore |                 |                             |               |
|---------------------|-------------------|-----------------|-----------------------------|---------------|
|                     | Sales             |                 | Inventory of Finished Goods |               |
|                     | Current Year      | Previous Year   | Current Year                | Previous Year |
| (i) Fatty Acids     | 422.40            | 477.29          | 12.42                       | 16.03         |
| (ii) Glycerin       | 71.12             | 72.44           | 0.39                        | 4.41          |
| (iii) Fatty Alcohol | 542.99            | 518.79          | 13.40                       | 28.25         |
| (iv) Surfactants    | 256.43            | 207.52          | 8.94                        | 9.90          |
| (v) Others          | 6.90              | 8.01            | 0.05                        | 0.05          |
| <b>Total</b>        | <b>1,299.84</b>   | <b>1,284.05</b> | <b>35.20</b>                | <b>58.64</b>  |

### Note 37 : Inventory of Work in Progress

|                     | Amount ₹ in Crore |               |
|---------------------|-------------------|---------------|
|                     | Current Year      | Previous Year |
| (i) Fatty Acids     | 53.67             | 47.20         |
| (ii) Glycerin       | 1.13              | 1.54          |
| (iii) Fatty Alcohol | 12.19             | 19.55         |
| (iv) Surfactants    | 4.52              | 5.91          |
| <b>Total</b>        | <b>71.51</b>      | <b>74.20</b>  |

### Note 38 : Value of Imports on CIF Basis (includes only Imports directly made)

|                            | Amount ₹ in Crore |               |
|----------------------------|-------------------|---------------|
|                            | Current Year      | Previous Year |
| Raw Materials              | 309.67            | 392.85        |
| Spare Parts and Components | 1.93              | 1.52          |
| Capital Goods              | 6.65              | 7.70          |
| <b>Total</b>               | <b>318.25</b>     | <b>402.07</b> |

## Notes to Standalone Financial Statements

### Note 39 : Expenditure in Foreign Currency

|   | Amount ₹ in Crore |               |
|---|-------------------|---------------|
|   | Current Year      | Previous Year |
| Borrowing Cost (Includes Capitalised to fixed assets ₹ Nil, Previous year ₹ 8.97 crore) | 16.34             | 10.78         |
| Travelling  | 1.71              | 1.61          |
| Other Expenditure   | 6.72              | 12.10         |
| Foreign Branch Expenses :   |                   |               |
| (a) Salaries and Allowance  | 2.15              | 2.11          |
| (b) Rent ( * )  | 0.00              | 0.00          |
| (c) Others  | 0.03              | 0.03          |
| <b>Total</b>  | <b>26.95</b>      | <b>26.63</b>  |

\* Amount less than ₹ 0.01 crore.

### Note 40 : Consumption of Imported and Indigenous Raw Materials, Spare Parts and Components

|                                   | Current Year      |            | Previous Year     |            |
|-----------------------------------|-------------------|------------|-------------------|------------|
|                                   | Amount ₹ in Crore | %          | Amount ₹ in Crore | %          |
| <b>Raw Materials</b>              |                   |            |                   |            |
| Imported (including duty content) | 348.01            | 37         | 384.49            | 39         |
| Indigenous                        | 594.40            | 63         | 599.91            | 61         |
| <b>Total</b>                      | <b>942.41</b>     | <b>100</b> | <b>984.40</b>     | <b>100</b> |
| <b>Spare Parts and Components</b> |                   |            |                   |            |
| Imported (including duty content) | 1.80              | 25         | 2.64              | 34         |
| Indigenous                        | 5.30              | 75         | 5.23              | 66         |
| <b>Total</b>                      | <b>7.10</b>       | <b>100</b> | <b>7.87</b>       | <b>100</b> |

### Note 41 : Dividends Remitted in Foreign Currency

(subject to deduction of tax, as applicable)

|   | Amount ₹ in Crore |               |
|---|-------------------|---------------|
|   | Current Year      | Previous Year |
| Final Dividend for Financial Year 2013-14 to 5 shareholders on 2,790 equity shares*<br>(Previous year Final Dividend for Financial Year 2012-13 to 4 shareholders on 1,980 equity shares *) | 0.00              | 0.00          |
| <b>Total</b>  | <b>0.00</b>       | <b>0.00</b>   |

\* Amount less than ₹ 0.01 crore.

### Note 42 : Earnings in Foreign Exchange

|                              | Amount ₹ in Crore |               |
|------------------------------|-------------------|---------------|
|                              | Current Year      | Previous Year |
| Export of Goods on FOB Basis | 493.04            | 501.26        |
| Dividend                     | -                 | 11.93         |
| <b>Total</b>                 | <b>493.04</b>     | <b>513.19</b> |

## Notes to Standalone Financial Statements

### Note 43 : Employee Stock Benefit Plans

#### 1. Employee Stock Option Plans

- a) In December 2005, the Company had instituted an Employee Stock Option Plan I (GIL ESOP I) as approved by the Board of Directors and the Shareholders, for the allotment of 15,00,000 options, increased to 90,00,000 options on split of shares convertible into 90,00,000 equity shares of ₹ 1 each to eligible employees of participating companies. The maximum number of options that may be granted per employee per year shall not exceed 600,000 options.

In July 2009, the Company had instituted an Employee Stock Option Plan II (GIL ESOP II) as approved by the Board of Directors and the Shareholders, for the allotment of 90,00,000 options convertible into 90,00,000 shares of ₹ 1 each to eligible employees of participating companies. The maximum number of options that may be granted per employee per year shall not exceed 1,000,000 options.

The Plans are administered by an independent ESOP Trust created with IL&FS Trust Co. Ltd which purchased from the market shares equivalent to the number of options granted by the Compensation Committee. Pursuant to SEBI notification dated January 17, 2013, no further securities of the Company will be purchased from the open market. The particulars of the plans and movements during the year are as under :

#### ESOP I

|  | Current Year   |                                    | Previous Year  |                                    |
|--|----------------|------------------------------------|----------------|------------------------------------|
|  | No. of Options | Wt. average exercise price ₹ ( * ) | No. of Options | Wt. average exercise price ₹ ( * ) |
| Options Outstanding at the Beginning of the Year | 2,923,450      | 391.21                             | 3,337,200      | 388.21                             |
| Options Exercised During the Year                | 214,000        | 250.05                             | 130,000        | 250.26                             |
| Options Forfeited/Expired During the Year        | 262,450        | 286.17                             | 283,750        | 283.46                             |
| Options Outstanding at the Year End              | 2,447,000      | 399.70                             | 2,923,450      | 391.21                             |

#### ESOP II

|  | Current Year   |                                    | Previous Year  |                                    |
|--|----------------|------------------------------------|----------------|------------------------------------|
|  | No. of Options | Wt. average exercise price ₹ ( * ) | No. of Options | Wt. average exercise price ₹ ( * ) |
| Options Outstanding at the Beginning of the Year | 511,250        | 372.37                             | 692,250        | 355.33                             |
| Options Exercised During the Year                | 7,500          | 231.93                             | 49,000         | 231.93                             |
| Options Forfeited/Expired During the Year        | 105,000        | 310.07                             | 132,000        | 335.12                             |
| Options Outstanding at the Year End              | 398,750        | 376.84                             | 511,250        | 372.37                             |

( \* ) The Wt. average exercise price stated above is the price of the equity shares on the grant date increased by the interest cost to the ESOP Trust at the prevailing rates upto March 31, 2012 after which date no further interest is being accrued.

During the year, GIL ESOP Trust has received 3,348 bonus shares. The total excess shares at the year end are 12,68,487 (Previous year 8,97,689).

The overall weighted average balance life of options outstanding as on March 31, 2015 is 1.85 years.

The weighted average balance life of options outstanding as on March 31, 2015 for ESOP I is 1.90 years and for ESOP II is 1.55 years.

The Options granted shall vest after three/five years from the date of grant of option, provided the employee continues to be in employment and the option is exercisable within two/four years after vesting.

## Notes to Standalone Financial Statements

### Note 43 : Employee Stock Benefit Plans (Contd.)

- b) Prior to the SEBI notification mentioned in Para 1(a) above, the independent ESOP Trust had purchased equity shares of the Company from the market equivalent to the number of stock options granted from time to time to the eligible employees. These purchases are financed by loans from the respective participating companies. The Company has given a loan which along with interest thereon amounts to ₹ 63.45 crore (previous year ₹ 50.07 crore) (Net of provision ₹ 16.70 crore, previous year ₹ 16.70 crore) for financing the purchase of equity shares from the market equivalent to the number of option granted to the employees of the Company.

The repayment of the loans granted to the ESOP Trust and the interest payable by the Trust on the said loans is dependent on the exercise of the options by the employees during the exercise period and/or the market price of the underlying equity shares of the unexercised options at the end of the exercise period.

- c) During the current year, The Securities and Exchange Board of India (SEBI) has issued the SEBI (Share Based Employee Benefits) Regulation, 2014, which requires that the accounting treatment for employee share based payments to be based on the Guidance Note on Accounting for Employees Share-Based Payments issued by the Institute of Chartered Accountants of India. Accordingly, the Company has not included the Financial Statements of the Godrej Industries Limited Employees Stock Option Trust (ESOP Trust) in the preparation of the Standalone financial statements of the Company for the year ended March 31, 2015, as compared to the previous year where the same were consolidated. Consequently, these financials statements do not include the assets, liabilities, income and expenditure of the ESOP Trust and to that extent, the figures for the previous year are not comparable.

### 2. Employee Stock Grant Scheme

- a) The Company had set up the Employees Stock Grant Scheme 2011 (ESGS) pursuant to the approval by the Shareholders at their Meeting held on January 17, 2011.
- b) The ESGS Scheme is effective from April 1, 2011, (the "Effective Date") and shall continue to be in force until (i) its termination by the Board or (ii) the date on which all of the shares to be vested under Employee Stock Grant Scheme 2011 have been vested in the Eligible Employees and all restrictions on such Stock Grants awarded under the terms of ESGS Scheme, if any, have lapsed, whichever is earlier.
- c) The Scheme applies to the Eligible Employees who are in whole time employment of the Company or its Subsidiary Companies. The entitlement of each employee would be decided by the Compensation Committee of the respective Company based on the employee's performance, level, grade, etc.
- d) The total number of Stock Grants to be awarded under the ESGS Scheme are restricted to 25,00,000 (Twenty Five Lac) fully paid up equity shares of the Company. Not more than 5,00,000 (Five Lac) fully paid up equity shares or 1% of the issued equity share capital at the time of awarding the Stock Grant, whichever is lower, can be awarded to any one employee in any one year.
- e) The Stock Grants shall vest in the Eligible Employees pursuant to the ESGS Scheme in the proportion of 1/3rd at the end of each year from the date on which the Stock Grants are awarded for a period of three consecutive years, or as may be determined by Compensation Committee, subject to the condition that the Eligible Employee continues to be in employment of the Company or the Subsidiary company as the case may be.
- f) The Eligible Employee shall exercise her/his right to acquire the shares vested in her/him all at one time within 1 month from the date on which the shares vested in her/him or such other period as may be determined by the Compensation Committee.
- g) The Exercise Price of the shares has been fixed at ₹ 1 per share. The intrinsic value, being the difference between market price and exercise price is treated as Employee Compensation Expenses and charged to the Statement of Profit and Loss. The value of the options is treated as a part of employee compensation in the financial statements and is amortised over the vesting period.

## Notes to Standalone Financial Statements

### Note 43 : Employee Stock Benefit Plans (Contd.)

h) The Status of the above plan is as under :

|  | Numbers      |               |
|--|--------------|---------------|
|  | Current Year | Previous Year |
| Options Outstanding at the Beginning of the Year | 370,611      | 512,724       |
| Options Granted                                  | 112,747      | 173,560       |
| Options Vested                                   | 158,957      | 289,343       |
| Options Exercised                                | 158,957      | 289,343       |
| Options Lapsed/Forfeited                         | 52,641       | 26,330        |
| Total Options Outstanding at the end of the year | 271,760      | 370,611       |

Note : In the current year, as per the Scheme of Amalgamation of Wadala Comomodities Limited with the Company, 303 bonus shares on ESGs were granted. 127 bonus shares were vested and exercised.

3. The employee stock option plans have been accounted based on the intrinsic value method and no compensation expense has been recognised since the market price of the underlying share at the grant date is the same/less than the exercise price of the option, the intrinsic value therefore being Nil.

The employee stock grant scheme have been accounted based on the intrinsic value method and compensation expense of ₹ 1.29 crore has been recognised in Statement of Profit and Loss.

The fair value of the share under employee stock option plans and employee stock grant scheme has been determined using the Black-Scholes Option Pricing Model. Had the fair value method of accounting been used, the net profit and earnings per share would have been as per the proforma amounts indicated below.

| Particulars   | Amount ₹ in Crore |               |
|---|-------------------|---------------|
|   | Current Year      | Previous Year |
| Net Profit (as reported)  | 148.81            | 119.69        |
| Less : Employee Stock Option Plans compensation expense determined under fair value based method (Proforma)                                   | (0.64)            | (1.31)        |
| Add : Difference in Employee Stock Grant Scheme compensation expense determined under fair value method and intrinsic value method (Proforma) | 0.57              | 1.72          |
| Net Profit (Proforma)   | 148.74            | 120.10        |
|   | Amount ₹          | Amount ₹      |
| Basic Earnings per share (as reported)  | 4.4352            | 3.5693        |
| Basic Earnings per share (Proforma)   | 4.4332            | 3.5815        |
| Diluted Earnings per share (as reported)  | 4.4302            | 3.5643        |
| Diluted Earnings per share (Proforma)   | 4.4282            | 3.5765        |

## Notes to Standalone Financial Statements

### Note 44 : Employee Benefits

#### a) DEFINED CONTRIBUTION PLAN

##### Provident Fund :

The contributions to the Provident Fund and Family Pension Fund of certain employees are made to a Government administered Provident Fund and there are no further obligations beyond making such contribution.

#### b) DEFINED BENEFIT PLAN

##### Gratuity :

The Company participates in the Employees' Group Gratuity-cum-Life Assurance Scheme of ICICI Prudential Life Insurance Co. Ltd., HDFC Standard Life Insurance Co. Ltd. and SBI Life Insurance Co. Ltd., a funded defined benefit plan for qualifying employees. Gratuity is payable to all eligible employees on death or on separation/ termination in terms of the provisions of the Payment of Gratuity (Amendment) Act, 1997, or as per the Company's scheme whichever is more beneficial to the employees.

The liability for the Defined Benefit Plan is provided on the basis of a valuation, using the Projected Unit Credit Method, as at the Balance Sheet date, carried out by an independent actuary.

##### Provident Fund :

The Company manages the Provident Fund plan through a Provident Fund Trust for a majority of its employees which is permitted under The Employees' Provident Fund and Miscellaneous Provisions Act, 1952. The plan envisages contribution by the employer and employees and guarantees interest at the rate notified by the Provident Fund authority. The contribution by employer and employee, together with interest, are payable at the time of separation from service or retirement, whichever is earlier.

##### Pension :

The Company has Pension plan for eligible employees. The liability for the Defined Benefit Plan is provided on the basis of a valuation, using the Projected Unit Credit Method, as at the Balance Sheet date, carried out by an independent actuary.

#### c) Basis Used to Determine Expected Rate of Return on Assets :

The expected return on plan assets of 7.92% has been considered based on the current investment pattern in Government securities.

#### d) Amounts Recognised as Expense :

##### i) Defined Contribution Plan

Employer's Contribution to Provident Fund amounting to ₹ 2.54 crore (previous year ₹ 1.98 crore) has been included in Note 29 under Contribution to Provident Fund and Other Funds.

##### ii) Defined Benefit Plan

Gratuity cost amounting to ₹ 5.89 crore (previous year ₹ (-) 0.27 crore) has been included in Note 29 under Contribution to Provident and Other Funds.

Employer's Contribution to Provident Fund amounting to ₹ 2.81 crore (previous year ₹ 2.83 crore) has been included in Note 29 under Contribution to Provident Fund and Other Funds.

Pension cost amounting to ₹ (-) 0.09 crore (previous year ₹ (-) 0.04 crore) has been included in Note 29 under Contribution to Provident and Other Funds.

## Notes to Standalone Financial Statements

### Note 44 : Employee Benefits (Contd.)

e) The amounts recognised in the Company's financial statements as at the year end are as under :

|   | Gratuity   |               | Pension      |               |
|---|--|---------------|--------------|---------------|
|   | Current Year   | Previous Year | Current Year | Previous Year |
| Amount ₹ in Crore   |  |               |              |               |
| <b>i) Change in Present Value of Obligation</b>                     |  |               |              |               |
| Present value of the obligation at the beginning of the year        | 32.52  | 35.74         | 0.42         | 0.53          |
| Current Service Cost  | 1.14   | 1.34          | -            | -             |
| Interest Cost   | 3.04   | 2.86          | -            | -             |
| Actuarial (Gain) / Loss on Obligation                               | 5.69   | (1.30)        | (0.10)       | (0.04)        |
| Benefits Paid   | (5.39)   | (6.12)        | (0.06)       | (0.07)        |
| Present value of the obligation at the end of the year              | 37.00  | 32.52         | 0.26         | 0.42          |
| <b>ii) Change in Plan Assets</b>                                    |  |               |              |               |
| Fair value of Plan Assets at the beginning of the year              | 32.59  | 30.64         | -            | -             |
| Expected return on Plan Assets                                      | 3.05   | 2.45          | -            | -             |
| Actuarial (Gain) / Loss on Plan Assets                              | (0.94)   | (0.72)        | -            | -             |
| Contributions by the Employer                                       | -  | 4.90          | -            | -             |
| Benefits Paid   | (5.39)   | (6.12)        | -            | -             |
| Fair value of Plan Assets at the end of the year                    | 31.19  | 32.59         | -            | -             |
| <b>iii) Amounts Recognised in the Balance Sheet :</b>               |  |               |              |               |
| Present value of Obligation at the end of the year                  | 37.00  | 32.52         | -            | -             |
| Fair value of Plan Assets at the end of the year                    | 31.19  | 32.59         | -            | -             |
| Net Obligation at the end of the year                               | 5.81   | (0.07)        | -            | -             |
| <b>iv) Amounts Recognised in the statement of Profit and Loss :</b> |  |               |              |               |
| Current Service Cost  | 1.14   | 1.34          | -            | -             |
| Interest cost on Obligation   | 3.04   | 2.86          | -            | -             |
| Expected return on Plan Assets                                      | (3.05)   | (2.45)        | -            | -             |
| Net Actuarial (Gain) / Loss recognised in the year                  | 4.76   | (2.02)        | -            | -             |
| Net Cost Included in Personnel Expenses                             | 5.89   | (0.27)        | -            | -             |
| <b>v) Actual Return on Plan Assets</b>                              | 3.99   | 3.17          | -            | -             |
| <b>vi) Estimated Contribution to be made in Next Financial Year</b> | 3.63   | 1.07          | -            | -             |
| <b>vii) Actuarial Assumptions</b>                                   |  |               |              |               |
| i) Discount Rate  | 7.92% P.A.   | 9.35% P.A.    | 7.92% P.A.   | 9.35% P.A.    |
| ii) Expected Rate of Return on Plan Assets                          | 7.92% P.A.   | 9.35% P.A.    | -            | -             |
| iii) Salary Escalation Rate   | 5.00% P.A.   | 5.00% P.A.    | -            | -             |
| iv) Employee Turnover   | 1.00% P.A.   | 1.00% P.A.    | 1.00% P.A.   | 1.00% P.A.    |
| v) Mortality  |  |               |              |               |
|   | <b>Indian Assured Lives Mortality (2006-08) Ultimate</b> |               |              |               |

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

#### Experience Adjustments

Experience Adjustments (Gain) / Loss

|                      |  |
|----------------------|--|
| April 11 to March 12 |  |
| April 12 to March 13 |  |
| April 13 to March 14 |  |
| April 14 to March 15 |  |

| Amount ₹ in Crore   |                |
|---------------------|----------------|
| On Plan Liabilities | On Plan Assets |
| 1.43                | 0.26           |
| 2.84                | (0.23)         |
| 0.63                | (0.72)         |
| 2.24                | (0.95)         |

Note: Information has been furnished to the extent available with the Company

## Notes to Standalone Financial Statements

### Note 45 : Related Party Information

#### a) Names of related parties and description of relationship

##### Parties where control exists

Godrej & Boyce Mfg. Co. Ltd., the holding Company

##### Subsidiary Companies

Godrej Agrovet Ltd.

- Godrej Seeds & Genetics Ltd.
- Godvet Agrochem Ltd.
- Crop Sciense Advisors LLP

Godrej Properties Ltd.

- Godrej Realty Pvt. Ltd.
- Godrej Real Estate Pvt. Ltd.
- Happy Highrises Ltd.
- Godrej Premium Builders Pvt. Ltd.
- Godrej Buildcon Pvt. Ltd.
- Godrej Garden City Properties Pvt. Ltd.
- Godrej Projects Development Pvt. Ltd.
- Godrej Landmark Redevelopers Pvt. Ltd.
- Godrej Redevelopers (Mumbai) Pvt. Ltd.
- Godrej Green Homes Ltd.
- Godrej Home Developers Pvt. Ltd.
- Godrej Hill Side Properties Pvt. Ltd.
- Godrej Property Developers LLP
- Mosaic Landmark LLP
- Dream World Landmarks LLP
- Oxford Realty LLP
- SSPDL Green Acres LLP
- M S Ramaiah Ventures LLP
- Oasis Landmarks LLP
- Caroa Properties LLP
- Amitis Developers LLP
- Godrej Costruction Projects LLP
- Godrej Housing Projects LLP
- Godrej Buildcorp LLP

Natures Basket Ltd.

Ensemble Holdings & Finance Ltd.

Godrej International Ltd.

Godrej International Trading & Investments Pte. Ltd.

Godrej International Ltd. (Labuan) (w.e.f. March 11, 2015)

## Notes to Standalone Financial Statements

### Note 45 : Related Party Information (contd.)

#### Fellow Subsidiaries :

- Wadala Commodities Ltd. (merged into Godrej Industries Ltd. w.e.f. November 21, 2014)
- Godrej (Malaysia) Sdn Bhd (Incorporated in Malaysia)
- Godrej (Singapore) Pte. Ltd. (Incorporated in Singapore)
  - JT Dragon Pte. Ltd. (Incorporated in Singapore)
  - Godrej (Vietnam) Co. Ltd. (Incorporated in Vietnam) (a wholly owned subsidiary of JT Dragon Pte. Ltd.)
- Godrej Infotech Ltd.
  - Godrej Infotech Americas Inc. (a wholly-owned subsidiary incorporated in North Carolina, USA on February 28, 2014)
  - Godrej Infotech (Singapore) Pte. Ltd. (a wholly-owned subsidiary incorporated in Singapore on May 27, 2014)
  - LVD Godrej Infotech NV (Incorporated in Belgium on December 18, 2009 and a subsidiary w.e.f. October 22, 2014)
- Veromatic International B.V. (Incorporated in Netherlands)
  - Veromatic Services B.V. (Incorporated in Netherlands)
  - Prowama Trading B.V. (Incorporated in the Netherlands)
- Mercury Mfg. Co. Ltd.
- Busbar Systems (India) Ltd. (a wholly-owned subsidiary)
- Godrej Americas
- First Rock Infrastructures Pvt. Ltd. (a wholly-owned subsidiary w.e.f. March 31, 2015)
- MiracleTouch Developers Pvt. Ltd. (a wholly-owned subsidiary w.e.f. March 31, 2015)
- East View Estates Pvt. Ltd. (a wholly-owned subsidiary w.e.f. March 31, 2015)

#### Other related parties with whom the Company had transactions during the year

#### Associate / Joint Venture Companies

- Godrej Vikhroli Properties LLP
- Godrej Consumer Products Ltd. (also a fellow subsidiary)
- Godrej Household Products Lanka Pvt. Ltd.
- Godrej Household Products (Bangladesh) Pvt. Ltd.
- Godrej Consumer Products Bangladesh Ltd.
- Godrej South Africa (Proprietary) Ltd.
- Godrej Netherlands B.V.
  - Godrej UK Ltd.
    - Godrej Consumer Products (UK) Ltd.
    - Inecto Manufacturing Ltd.
    - Godrej Consumer Investments (Chile) Spa
    - Godrej Holdings (Chile) Limitada
    - Cosmetica Nacional
    - Plasticos Nacional
- Godrej Consumer Products Mauritius Ltd.
- Godrej Nigeria Ltd.

## Notes to Standalone Financial Statements

### Note 45 : Related Party Information (contd.)

- Godrej Argentina Dutch Cooperatief U.A.
- Godrej Netherlands Argentina Holding B.V.
- Godrej Netherlands Argentina B.V.
- Issue Group Brazil Ltd.
- Laboratoria Cuenca S.A
- Deciral S.A
- Issue Group Uruguay S.A
- Consell S.A
- Argencos S.A
- Panamar Producciones S.A
- Godrej Consumer Investments Holdings Ltd. (merged with Godrej Africa Holdings Ltd. w.e.f. March 31, 2015)
- Godrej Easy IP Holdings Ltd. (w.e.f. October 16, 2014)
- Godrej Consumer Products Holding (Mauritius) Ltd.
- Indovest Capital Ltd.
- Godrej Global Mid East FZE
- Godrej Indonesia IP Holdings Ltd. (w.e.f. March 17, 2015)
- Godrej Megasari Holdings Ltd. (w.e.f. March 18, 2015)
- Godrej Consumer Products Dutch Cooperatief U.A.
- Godrej Consumer Products (Netherlands) B.V.
- Godrej Consumer Holdings (Netherlands) B.V.
- PT Indomas Susemi Jaya
- PT Intrasari Raya
- PT Megasari Makmur
- PT Ekamas Sarijaya
- PT Sarico Indah
- Godrej Mauritius Africa Holdings Ltd.
- Darling Trading Company Mauritius Ltd. (w.e.f. January 22, 2015)
- Godrej Africa Holdings Ltd. (w.e.f. January 19, 2015)
- Godrej Weave Holdings Ltd. (merged with Godrej Africa Holdings Ltd. w.e.f. March 31, 2015)
- DGH Mauritius Pvt Ltd. (merged with Godrej Africa Holdings Ltd. w.e.f. March 31, 2015)
- Weave Business Holding Mauritius Pvt Ltd. (merged with Godrej Africa Holdings Ltd. w.e.f. March 31, 2015)
- DGH Phase Three Mauritius Pvt. Ltd. (merged with Godrej Africa Holdings Ltd. w.e.f. March 31, 2015)
- Frika Weave (Pty) Ltd. (w.e.f. March 1, 2015)
- Kinky Group (Proprietary) Ltd.
- Lorna Nigeria Ltd.
- Weave Ghana Ltd. (w.e.f. October 1, 2014)
- Godrej West Africa Holdings Ltd.
- Subinite Pty Ltd.

## Notes to Standalone Financial Statements

### Note 45 : Related Party Information (contd.)

Weave IP Holding Mauritius Pvt. Ltd.  
 Weave Mozambique Limitada  
 Weave Trading Mauritius Pvt. Ltd.  
 Hair Trading (Offshore) S.A.L.  
 Godrej East Africa Holdings Ltd.  
 Style Industries Ltd.  
 Godrej Tanzania Holdings Ltd.  
 DGH Tanzania Ltd.  
 Sigma Hair Ind Ltd.

#### Key Management Personnel

Mr. A. B. Godrej - Chairman  
 Mr. N. B. Godrej - Managing Director  
 Ms. T. A. Dubash - Executive Director & Chief Brand Officer  
 Mr. M. Eipe - Executive Director & President (Chemicals) (up to April 30, 2013)  
 Mr. N. S. Nabar - Executive Director & President (Chemicals) (from May 1, 2013)  
 Mr. C. G. Pinto - Chief Financial Officer (up to March 31, 2015)  
 Mr. K. R. Rajput - Company Secretary (up to March 31, 2015)

#### Relatives Key Management Personnel

Ms. P. A. Godrej - Wife of Mr. A. B. Godrej  
 Ms. N. A. Godrej - Daughter of Mr. A. B. Godrej  
 Mr. P. A. Godrej - Son of Mr. A. B. Godrej  
 Ms. R. N. Godrej - Wife of Mr. N. B. Godrej  
 Mr. B. N. Godrej - Son of Mr. N. B. Godrej  
 Mr. S. N. Godrej - Son of Mr. N. B. Godrej  
 Mr. H. N. Godrej - Son of Mr. N. B. Godrej  
 Ms. N. N. Nabar - Wife of Mr. N. S. Nabar  
 Ms. J. C. Pinto - Wife of Mr. C. G. Pinto  
 Mr. R. G. Pinto - Brother of Mr. C. G. Pinto  
 Ms. P. Mathias - Sister of Mr. C. G. Pinto

#### Enterprises over which key management personnel exercise significant influence

Godrej South Africa Pty. Ltd.  
 Laboratorio Cuenca S.A.  
 Anamudi Real Estates LLP  
 Godrej Investments P. Ltd.  
 Vora Soaps Ltd.  
 Godrej Tyson Foods Ltd.

## Notes to Standalone Financial Statements

## Note 45 : Related Party Information

Amount ₹ in Crore

## b) Transactions with Related Parties

| Nature of Transaction                               | Holding Company | Subsidiary Companies | Fellow Subsidiaries | Associate/Joint Venture Companies | Key Management Personnel | Relative of Key Management Personnel | Enterprises over which Key Mangement Personnel exercise significant influence | Total  |
|---|-----------------|----------------------|---------------------|-----------------------------------|--------------------------|--------------------------------------|---|--------|
| Sale of Goods                                       | -               | 0.01                 | -                   | 23.71                             | -                        | -                                    | 5.21  | 28.93  |
| Previous Year *                                     | -               | 0.00                 | -                   | 25.62                             | -                        | -                                    | 3.78  | 29.40  |
| Sale of Fixed Assets                                | -               | 0.14                 | -                   | 0.10                              | -                        | -                                    | -   | 0.24   |
| Previous Year                                       | -               | -                    | -                   | 7.88                              | -                        | 0.70                                 | -   | 8.58   |
| Purchase of goods                                   | 0.15            | -                    | -                   | 15.69                             | -                        | -                                    | -   | 15.84  |
| Previous Year                                       | 0.01            | -                    | 3.18                | 24.15                             | -                        | -                                    | -   | 27.34  |
| Purchase of Fixed Assets                            | 18.87           | -                    | -                   | 4.62                              | -                        | -                                    | 104.94  | 128.43 |
| Previous Year                                       | 1.87            | -                    | -                   | -                                 | -                        | -                                    | -   | 1.87   |
| Commission/Royalty received                         | -               | 0.21                 | -                   | 0.06                              | -                        | -                                    | -   | 0.27   |
| Previous Year                                       | -               | 0.43                 | -                   | -                                 | -                        | -                                    | -   | 0.43   |
| Licence fees/Service charges/Storage Income         | 0.13            | 4.14                 | -                   | 4.79                              | -                        | -                                    | 0.76  | 9.82   |
| Previous Year                                       | -               | 3.00                 | -                   | 4.27                              | -                        | -                                    | 0.22  | 7.49   |
| Other Income*                                       | 0.00            | 0.23                 | -                   | 0.46                              | -                        | -                                    | 0.00  | 0.69   |
| Previous Year*                                      | -               | 25.31                | 0.00                | 0.45                              | -                        | -                                    | -   | 25.76  |
| Recovery of establishment & Other Expenses          | -               | 12.39                | -                   | 13.38                             | -                        | -                                    | 0.16  | 25.93  |
| Previous Year *                                     | 0.00            | 8.23                 | 0.02                | 5.65                              | -                        | -                                    | 0.14  | 14.04  |
| Rent, Establishment & other expenses paid           | 2.44            | 0.48                 | 0.01                | 3.97                              | -                        | 0.79                                 | 0.01  | 7.70   |
| Previous Year                                       | 1.93            | 0.57                 | 0.19                | 2.48                              | -                        | 0.78                                 | 0.01  | 5.96   |
| Interest received *                                 | -               | 0.00                 | -                   | -                                 | -                        | -                                    | -   | 0.00   |
| Previous Year *                                     | -               | -                    | -                   | 0.00                              | -                        | -                                    | -   | 0.00   |
| Interest paid                                       | -               | -                    | -                   | -                                 | 0.06                     | 0.41                                 | -   | 0.47   |
| Previous Year                                       | -               | -                    | -                   | -                                 | 0.01                     | 0.79                                 | -   | 0.80   |
| Dividend income                                     | -               | 67.61                | -                   | 40.84                             | -                        | -                                    | -   | 108.45 |
| Previous Year *                                     | -               | 48.73                | 0.00                | 37.27                             | -                        | -                                    | -   | 86.00  |
| Dividend paid                                       | 32.94           | -                    | -                   | -                                 | 0.96                     | 3.52                                 | -   | 37.42  |
| Previous Year                                       | 32.76           | -                    | -                   | -                                 | 0.99                     | 3.52                                 | -   | 37.27  |
| Remuneration  | -               | -                    | -                   | -                                 | 9.05                     | -                                    | -   | 9.05   |
| Previous Year                                       | -               | -                    | -                   | -                                 | 8.78                     | 0.84                                 | -   | 9.62   |
| Purchase of Investments                             | -               | 54.11                | -                   | -                                 | -                        | -                                    | -   | 54.11  |
| Previous Year                                       | -               | 469.76               | -                   | -                                 | -                        | -                                    | -   | 469.76 |
| Sale of Investments                                 | -               | -                    | -                   | -                                 | -                        | -                                    | -   | -      |
| Previous Year                                       | 86.00           | -                    | -                   | -                                 | -                        | -                                    | -   | 86.00  |
| Other Deposits accepted                             | -               | 0.68                 | -                   | -                                 | -                        | -                                    | -   | 0.68   |
| Previous Year                                       | -               | 0.23                 | -                   | -                                 | -                        | 1.40                                 | -   | 1.63   |
| Other Deposits refunded                             | -               | 0.31                 | -                   | 0.04                              | -                        | 6.68                                 | -   | 7.03   |
| Previous Year                                       | -               | 0.31                 | -                   | 0.12                              | -                        | -                                    | -   | 0.43   |
| Other Deposits - Advanced during the year           | 0.06            | -                    | -                   | 0.07                              | -                        | -                                    | -   | 0.13   |
| Previous Year                                       | -               | -                    | -                   | -                                 | -                        | -                                    | -   | -      |
| Other Deposits - Repayment received during the year | 0.06            | -                    | -                   | 0.07                              | -                        | -                                    | -   | 0.13   |
| Previous Year                                       | -               | -                    | -                   | -                                 | -                        | -                                    | -   | -      |
| Share of profit in LLP                              | -               | -                    | -                   | 14.69                             | -                        | -                                    | -   | 14.69  |
| Previous Year                                       | -               | -                    | -                   | 51.49                             | -                        | -                                    | -   | 51.49  |
| Directors Fees                                      | -               | -                    | -                   | -                                 | 0.11                     | -                                    | -   | 0.11   |
| Previous Year                                       | -               | -                    | -                   | -                                 | 0.02                     | -                                    | -   | 0.02   |
| <b>Balance Outstanding as on March 31, 2015</b>     |                 |                      |                     |                                   |                          |                                      |   |        |
| Receivables   | 0.15            | 2.12                 | -                   | 14.62                             | -                        | -                                    | 1.20  | 18.09  |
| Previous Year                                       | 3.30            | 0.54                 | -                   | 9.95                              | -                        | -                                    | 1.09  | 14.87  |
| Payables  | 0.40            | 0.02                 | -                   | 7.62                              | -                        | -                                    | -   | 8.04   |
| Previous Year *                                     | -               | 0.16                 | 0.01                | 1.06                              | -                        | -                                    | 0.09  | 1.32   |
| Public Deposits Outstanding                         | -               | -                    | -                   | -                                 | 0.58                     | 2.50                                 | -   | 3.08   |
| Previous Year                                       | -               | -                    | -                   | -                                 | -                        | 8.73                                 | -   | 8.73   |

\* Amount less than ₹ 0.01 crores

## Notes to Standalone Financial Statements

### Note 45 : Related Party Information

c ) The significant Related Party transactions are as under :

| Nature of Transaction                                  | Current Year | Previous Year | Nature of Transaction               | Amount ₹ in Crore |               |
|--|--------------|---------------|-------------------------------------|-------------------|---------------|
|  |              |               |                                     | Current Year      | Previous Year |
| <b>Sale of goods</b>                                   |              |               | <b>Directors fees</b>               |                   |               |
| - Godrej Consumer Products Ltd.                        | 23.71        | 25.62         | - Mr. A. B. Godrej                  | 0.11              | 0.02          |
| - Laboratorio Cuenca S.A.                              | 4.10         | 3.24          |                                     |                   |               |
| - Godrej South Africa Pty Ltd.                         | 1.11         | 0.53          | <b>Interest paid</b>                |                   |               |
|  |              |               | - Ms. P. A. Godrej                  | 0.13              | 0.58          |
|  |              |               | - Mr. S. N. Godrej                  | 0.14              | 0.12          |
| <b>Purchase of goods</b>                               |              |               | - Mr. B. N. Godrej                  | 0.08              | 0.08          |
| - Godrej Consumer Products Ltd.                        | 15.69        | 24.15         | - Ms. N. N. Nabar                   | 0.01              | 0.01          |
| - Godrej & Boyce Mfg. Co. Ltd.                         | 0.15         | 0.01          | - Mr. M. Eipe                       | -                 | 0.01          |
| - Wadala Commodities Ltd.                              | -            | 3.18          | - Others                            | 0.11              | -             |
|  |              |               | <b>Other Deposits - Advanced</b>    |                   |               |
| <b>Purchase of fixed assets</b>                        |              |               | - Godrej Consumer Products Ltd.     | 0.07              | -             |
| - Anamudi Real Estates LLP                             | 104.94       | -             | - Godrej & Boyce Mfg. Co. Ltd.      | 0.06              | -             |
| - Godrej & Boyce Mfg. Co. Ltd.                         | 18.87        | 1.87          |                                     |                   |               |
| - Godrej Vikhroli Properties LLP                       | 4.62         | -             | Other Deposits - Repayment Received |                   |               |
|  |              |               | - Godrej Consumer Products Ltd.     | 0.07              | -             |
| <b>Commission / Royalty received</b>                   |              |               | - Godrej & Boyce Mfg. Co. Ltd.      | 0.06              | -             |
| - Natures Basket Ltd.                                  | 0.21         | 0.16          |                                     |                   |               |
| - Godrej Consumer Products Ltd.                        | 0.06         | -             | <b>Other Deposits Accepted</b>      |                   |               |
| - Godrej Properties Ltd.                               | -            | 0.27          | - Godrej Properties Ltd.            | 0.53              | 0.16          |
|  |              |               | - Godrej Agrovet Ltd.               | 0.13              | 0.07          |
| <b>Licence fees / Service charges / Storage income</b> |              |               | - Natures Basket Ltd.               | 0.02              | -             |
| - Godrej Consumer Products Ltd.                        | 4.79         | 4.27          | - Ms. P. A. Godrej                  | -                 | 1.40          |
| - Godrej Properties Ltd.                               | 2.41         | 1.51          |                                     |                   |               |
| - Godrej Agrovet Ltd.                                  | 1.38         | 1.15          | <b>Other Deposits Refunded</b>      |                   |               |
| - Anamudi Real Estates LLP                             | 0.54         | -             | - Ms. P. A. Godrej                  | 6.63              | -             |
| - Natures Basket Ltd.                                  | 0.35         | 0.34          | - Godrej Consumer Products Ltd.     | 0.04              | 0.12          |
| - Godrej Tyson Foods Ltd.                              | 0.22         | 0.22          | - Godrej Agrovet Ltd.               | 0.05              | 0.12          |
| - Godrej & Boyce Mfg. Co. Ltd.                         | 0.13         | -             | - Godrej Properties Ltd.            | 0.26              | 0.19          |
|  |              |               | - Ms. N. N. Nabar                   | 0.05              | -             |
| <b>Other Income</b>                                    |              |               | <b>Dividend income</b>              |                   |               |
| - Godrej Consumer Products Ltd.                        | 0.46         | 0.45          | - Godrej Consumer Products Ltd.     | 40.83             | 37.27         |
| - Godrej Agrovet Ltd.                                  | 0.20         | 0.16          | - Godrej Properties Ltd.            | 24.22             | 19.18         |
| - Godrej Properties Ltd.                               | 0.02         | 25.15         | - Godrej Agrovet Ltd.               | 42.91             | 16.00         |
| - Natures Basket Ltd. *                                | 0.00         | 0.00          | - Ensemble Holdings & Finance Ltd.  | 0.49              | 1.62          |
| - Godrej & Boyce Mfg. Co. Ltd. *                       | 0.00         | 0.00          | - Godrej International Ltd.         | -                 | 11.93         |
| - Wadala Commodities Ltd. *                            | -            | 0.00          |                                     |                   |               |
| <b>Recovery of Establishment &amp; other expenses</b>  |              |               | <b>Dividend paid</b>                |                   |               |
| - Godrej Consumer Products Ltd.                        | 9.54         | 5.62          | - Godrej & Boyce Mfg. Co. Ltd.      | 32.94             | 32.76         |
| - Godrej Agrovet Ltd.                                  | 7.47         | 5.18          | - Mr. S. N. Godrej                  | 0.97              | 0.97          |
| - Godrej Properties Ltd.                               | 4.32         | 2.71          | - Mr. B. N. Godrej                  | 0.95              | 0.95          |
| - Godrej Vikhroli Properties LLP                       | 3.84         | 0.03          | - Ms. T. A. Dubash                  | 0.75              | 0.75          |
| - Natures Basket Ltd.                                  | 0.60         | 0.35          | - Ms. N. A. Godrej                  | 0.75              | 0.75          |
| - Godrej Tyson Foods Ltd.                              | 0.16         | 0.13          |                                     |                   |               |
| - Wadala Commodities Ltd.                              | -            | 0.02          |                                     |                   |               |

## Notes to Standalone Financial Statements

### Note 45 : Related Party Information

c ) The significant Related Party transactions are as under:

| Nature of Transaction                                | Current |      | Previous   |       | Nature of Transaction         | Amount ₹ in Crore |               |
|--|---------|------|--|-------|-------------------------------|-------------------|---------------|
|  | Year    | Year | Year   | Year  |                               | Current Year      | Previous Year |
| <b>Rent, Establishment &amp; other expenses paid</b> |         |      |  |       | <b>Dividend paid (contd.)</b> |                   |               |
| - Godrej Vikhroli Properties LLP                     | 3.50    | 1.10 | - Mr. P. A. Godrej   | 0.75  | 0.75                          |                   |               |
| - Godrej & Boyce Mfg. Co. Ltd.                       | 2.44    | 1.93 | - Mr. N. B. Godrej   | 0.21  | 0.21                          |                   |               |
| - Ms. R. N. Godrej                                   | 0.79    | 0.78 | - Ms. R. N. Godrej   | 0.10  | 0.10                          |                   |               |
| - Godrej Consumer Products Ltd.                      | 0.47    | 1.38 |  |       |                               |                   |               |
| - Natures Basket Ltd.                                | 0.31    | 0.20 | <b>Remuneration to Key Management Personnel</b>              |       |                               |                   |               |
| - Godrej Properties Ltd.                             | 0.13    | 0.27 | - Mr. N. B. Godrej   | 3.72  | 3.59                          |                   |               |
| - Godrej Agrovet Ltd.                                | 0.04    | 0.10 | - Ms. T. A. Dubash   | 3.10  | 2.90                          |                   |               |
| - Godrej Tyson Foods Ltd.                            | 0.01    | 0.01 | - Mr. N. S. Nabar  | 1.37  | 0.99                          |                   |               |
| - Godrej Infotech Ltd.                               | 0.01    | 0.05 | - Others   | 0.85  | -                             |                   |               |
| - Wadala Commodities Ltd.                            | -       | 0.13 | - Mr. M. Eipe  | -     | 1.30                          |                   |               |
|  |         |      |  |       |                               |                   |               |
| <b>Sale of fixed assets</b>                          |         |      | <b>Remuneration to Relatives of Key Management Personnel</b> |       |                               |                   |               |
| - Godrej Consumer Products Ltd.                      | 0.10    | -    | - Ms. N. A. Godrej   | -     | 0.84                          |                   |               |
| - Godrej Properties Ltd.                             | 0.07    | -    |  |       |                               |                   |               |
| - Godrej Agrovet Ltd.                                | 0.07    | -    | <b>Sale of Investments</b>                                   |       |                               |                   |               |
| - Godrej Vikhroli Properties LLP                     | -       | 7.88 | - Godrej & Boyce Mfg. Co. Ltd.                               | -     | 86.00                         |                   |               |
| - Mr. P. A. Godrej                                   | -       | 0.70 |  |       |                               |                   |               |
|  |         |      | <b>Purchase of Investments</b>                               |       |                               |                   |               |
| <b>Interest received</b>                             |         |      | - Natures Basket Ltd.  | 54.11 | 33.53                         |                   |               |
| - Godrej Properties Ltd. *                           | 0.00    | 0.00 | - Godrej Properties Ltd.                                     | -     | 436.23                        |                   |               |
|  |         |      | <b>Share of profit in LLP</b>                                |       |                               |                   |               |
|  |         |      | - Godrej Vikhroli Properties LLP                             | 14.69 | 51.49                         |                   |               |

\* Amount less than ₹ 0.01 crores

## Notes to Standalone Financial Statements

### Note 46 : Leases

#### (1) Leases Granted by the Company

##### a) Operating Lease :

The Company has entered into Lease and Licence agreements in respect of its commercial and residential premises. The non-cancellable portion of the leases range between 3 months to 36 months and are renewable by mutual consent on mutually acceptable terms. Lease and Licence arrangements are similar in substance to operating leases. The Company has also granted lease for freehold land. The particulars of the operating lease arrangements are as under :

Amount ₹ in Crore

|                                   | Current Year | Previous Year |
|-----------------------------------|--------------|---------------|
| Gross Carrying Amount of Premises | 51.94        | 51.71         |
| Accumulated Depreciation          | 5.76         | 4.48          |
| Depreciation for the period       | 1.26         | 1.14          |

The aggregate future minimum lease receipts are as under :

Amount ₹ in Crore

|   | Current Year | Previous Year |
|---|--------------|---------------|
| Lease Income Recognised in the Statement of Profit and Loss | 12.09        | 11.60         |
| Future Lease Income   |              |               |
| - Within one year   | 12.11        | 3.84          |
| - Later than one year and not later than five years         | 37.74        | 1.12          |
| - Later than five years                                     | 1.14         | -             |

#### (2) Lease Taken by the Company

##### a) Operating Lease :

The Company's significant leasing arrangements are in respect of operating lease for land, office premises, residential premises, machinery and storage tanks. The aggregate lease rentals paid by the Company are charged to the Statement of Profit and Loss.

Amount ₹ in Crore

|  | Current Year | Previous Year |
|--|--------------|---------------|
| Lease Payment recognised in the Statement of Profit and Loss | 5.00         | 5.06          |
| Future Lease Commitments                                     |              |               |
| - Within one year  | 11.50        | 4.26          |
| - Later than one year and not later than five years          | 44.01        | 7.43          |
| - Later than five years                                      | 1.14         | -             |

## Notes to Standalone Financial Statements

### b) Finance Leases :

The Company has acquired vehicles under Finance Lease. Liability for minimum lease payment is secured by hypothecation of the vehicles acquired under the lease. The minimum lease payments outstanding as on March 31, 2015, in respect of vehicles acquired under lease are as under :

| Amount ₹ in Crore                                 |   |                     |   |
|---|---|---------------------|---|
| Particulars                                       | Total minimum lease payments outstanding as on March 31, 2015 | Un-matured Interest | Present value of minimum lease payments |
| Within one year                                   | -   | -                   | -                                       |
| <i>Previous Year</i>                              | <i>0.01</i>   | -                   | <i>0.01</i>                             |
| Later than one year and not later than five years | -   | -                   | -                                       |
| <i>Previous Year</i>                              | -   | -                   | -                                       |
| <b>Total</b>                                      | <b>-</b>  | <b>-</b>            | <b>-</b>                                |
| <i>Previous Year Total</i>                        | <i><b>0.01</b></i>  | <i>-</i>            | <i><b>0.01</b></i>                      |

### Note 47 : Hedging Contracts

The Company uses forward exchange contracts to hedge its foreign exchange exposure relating to the underlying transactions and firm commitments in accordance with its forex policy as determined by a Forex Committee. The Company also uses commodity futures contracts to hedge its exposure to vegetable oil price risk. The Company does not use foreign exchange forward contracts or commodity future contracts for trading or speculation purposes.

### i) Derivative Instruments Outstanding :

#### a) Commodity Futures Contracts

| Particulars                                  | Current Year |        | Previous Year |        |
|--|--------------|--------|---------------|--------|
|  | Purchase     | Sale   | Purchase      | Sale   |
| Total Number of Contracts Outstanding        | 22           | 31     | 30            | 22     |
| Number of units under above contracts in MT. | 23,960       | 21,460 | 22,810        | 14,860 |

#### b) Forward Exchange Contracts

| Particulars                           | Current Year |      | Previous Year |      |
|---------------------------------------|--------------|------|---------------|------|
|                                       | Purchase     | Sale | Purchase      | Sale |
| Total Number of Contracts Outstanding | -            | 22   | 46            | 34   |
| Foreign Currency Value                |              |      |               |      |
| - US Dollar (Crore)                   | -            | 0.96 | 2.45          | 1.11 |
| - Euro (Crore)                        | -            | 0.03 | -             | 0.10 |

## Notes to Standalone Financial Statements

### ii) Un-hedged Foreign Currency Exposures

| Particulars  | Current Year |      | Previous Year |      |
|--|--------------|------|---------------|------|
|  | Purchase     | Sale | Purchase      | Sale |
| Uncovered Foreign Exchange Exposure as at the year end |              |      |               |      |
| - US Dollar (Crore)                                    | 12.10 *      | 0.28 | 7.25 *        | 0.73 |
| - Euro (Crore) (**)                                    | -            | 0.02 | 0.00          | -    |
| - CHF (Crore) (**)                                     | -            | -    | 0.00          | -    |

(\* ) Uncovered Foreign Exchange Exposure includes US Dollar 10.56 crore (previous year US Dollar 6 crore) of External Commercial Borrowings (ECB) and Foreign Currency Term Loan (FCTL) taken for Capital Expenditure. Impact of fluctuation in Foreign Currency Rates on these borrowings will be capitalised to Fixed Assets and would not impact Statement of Profit and Loss.

(\*\*) Amount less than ₹ 0.01 crore.

#### Note : 48

The Company has a process whereby periodically all long-term contracts are assessed for material foreseeable losses. At the year end, the Company has reviewed and ensured that adequate provision as required under any law / accounting standards for material foreseeable losses on such long-term contracts has been made in the books of accounts.

#### Note : 49

As per Accounting Standard (AS) 17 on "Segment Reporting", segment information has been provided under the Notes of Consolidated Financial Statements.

#### Note : 50

Details of Loans Given, Investments made and Guarantee given covered under Section 186 (4) of the Companies Act, 2013 are given under the respective heads.

#### Note : 51

The figures of the current year are not strictly comparable with those of the corresponding figures of the previous year in view of amalgamation made since then, and the consolidation of the ESOP Trust with the Company.

Previous year figures have been regrouped and reclassified wherever necessary to conform to current year's presentation.

## FORM AOC -1

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

## STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENTS OF SUBSIDIARIES / LIMITED LIABILITY PARTNERSHIPS / ASSOCIATES / JOINT VENTURES AS PER COMPANIES ACT, 2013

## Part "A" : Subsidiaries / Limited Liability Partnerships

| Sr. No. | Name of Subsidiary/Limited Liability Partnership          | Reporting Currency | Exchange Rate | Accounting Period        | Capital | Reserves & Surplus | Total Assets | Total Liabilities <sup>6</sup> | Investments (Details except investment in Subsidiaries) | Turnover <sup>7</sup> | Profit before taxation | Provision for taxation | Profit after taxation | Proposed Dividend | % of Holding        | Country     | Amount in ₹ Crore |
|---------|---|--------------------|---------------|--------------------------|---------|--------------------|--------------|--------------------------------|---|-----------------------|------------------------|------------------------|-----------------------|-------------------|---------------------|-------------|-------------------|
|         |   |                    |               |                          |         |                    |              |                                |   |                       |                        |                        |                       |                   |                     |             |                   |
| 1.      | Godrej Agrovet Limited                                    | INR                | 1.00          | 2014-15                  | 92.57   | 512.46             | 1,653.68     | 1,653.68                       | 148.18  | 3,481.60              | 262.82                 | 59.69                  | 203.13                | -                 | 60.81%              | INDIA       |                   |
| 2.      | Godrej Seeds & Genetics Limited                           | INR                | 1.00          | 2014-15                  | 5.06    | (17.61)            | 46.75        | 46.75                          | -   | 44.21                 | (8.54)                 | -                      | (8.54)                | -                 | 54.72%              | INDIA       |                   |
| 3.      | Godvret Agrochem Limited                                  | INR                | 1.00          | 2014-15                  | 9.55    | 0.12               | 28.22        | 28.22                          | -   | 1.44                  | 0.27                   | 0.12                   | 0.15                  | -                 | 60.81%              | INDIA       |                   |
| 4.      | Natures Basket Limited*                                   | INR                | 1.00          | 2014-15                  | 160.19  | (145.62)           | 103.46       | 103.46                         | 0.00  | 209.45                | (42.62)                | -                      | (42.62)               | -                 | 100%                | INDIA       |                   |
| 5.      | Godrej International Limited                              | USD                | 62.50         | 2014-15                  | 21.26   | 57.45              | 84.99        | 84.99                          | 12.84   | 2,065.61              | 10.01                  | -                      | 10.01                 | -                 | 100%                | Isle of Man |                   |
| 6.      | Godrej International Trading & Investments Pte. Ltd.*     | USD                | 62.50         | 2014-15                  | 6.25    | 2.58               | 18.68        | 18.68                          | -   | 71.88                 | 0.61                   | 0.00                   | 0.61                  | -                 | 100%                | Singapore   |                   |
| 7.      | Ensemble Holdings & Finance Ltd.                          | INR                | 1.00          | 2014-15                  | 3.77    | 7.19               | 11.54        | 11.54                          | 11.15   | 0.97                  | 0.95                   | 0.13                   | 0.82                  | 0.47              | 100%                | INDIA       |                   |
| 8.      | Godrej Properties Limited                                 | INR                | 1.00          | 2014-15                  | 99.68   | 1,818.57           | 4,579.31     | 4,579.31                       | 302.71  | 718.70                | 143.72                 | 15.80                  | 127.92                | 39.90             | 57.10%              | INDIA       |                   |
| 9.      | Godrej Buildcon Private Limited                           | INR                | 1.00          | 2014-15                  | 0.05    | (1.42)             | 1,878.55     | 1,878.55                       | -   | 596.34                | (1.30)                 | (0.03)                 | (1.27)                | -                 | 57.10%              | INDIA       |                   |
| 10.     | Godrej Buildwell Private Limited <sup>1</sup>             | INR                | 1.00          | 01.04.2014 to 30.11.2014 | -       | -                  | -            | -                              | -   | 26.15                 | 0.64                   | 0.20                   | 0.44                  | -                 | 57.10% <sup>4</sup> | INDIA       |                   |
| 11.     | Godrej Garden City Properties Private Limited *           | INR                | 1.00          | 2014-15                  | 0.05    | 0.95               | 33.96        | 33.96                          | 0.00  | 5.19                  | 1.18                   | 0.39                   | 0.80                  | -                 | 57.10%              | INDIA       |                   |
| 12.     | Godrej Green Homes Limited                                | INR                | 1.00          | 2014-15                  | 0.05    | (0.02)             | 0.04         | 0.04                           | -   | -                     | (0.01)                 | -                      | (0.01)                | -                 | 57.10%              | INDIA       |                   |
| 13.     | Godrej Hillside Properties Private Limited                | INR                | 1.00          | 31.03.2015 to 31.03.2015 | -       | -                  | -            | -                              | -   | -                     | -                      | -                      | -                     | -                 | 57.10%              | INDIA       |                   |
| 14.     | Godrej Home Developers Private Limited                    | INR                | 1.00          | 30.03.2015 to 31.03.2015 | -       | -                  | -            | -                              | -   | -                     | -                      | -                      | -                     | -                 | 57.10%              | INDIA       |                   |
| 15.     | Godrej Landmark Redevelopers Private Limited <sup>2</sup> | INR                | 1.00          | 2014-15                  | 0.05    | 31.78              | 272.35       | 272.35                         | -   | 223.02                | 48.35                  | 16.62                  | 31.72                 | -                 | 29.12%              | INDIA       |                   |
| 16.     | Godrej Premium Builders Private Limited                   | INR                | 1.00          | 2014-15                  | 0.10    | 78.96              | 303.20       | 303.20                         | -   | 236.21                | 67.90                  | 23.29                  | 44.62                 | -                 | 57.10% <sup>5</sup> | INDIA       |                   |
| 17.     | Godrej Projects Development Private Limited               | INR                | 1.00          | 2014-15                  | 0.24    | 44.01              | 746.06       | 746.06                         | 227.93  | 83.73                 | (5.72)                 | (0.08)                 | (5.64)                | -                 | 57.10%              | INDIA       |                   |
| 18.     | Godrej Real Estate Private Limited                        | INR                | 1.00          | 2014-15                  | 0.05    | (0.23)             | 169.51       | 169.51                         | -   | -                     | (0.08)                 | (0.02)                 | (0.06)                | -                 | 57.10%              | INDIA       |                   |
| 19.     | Godrej Realty Private Limited *                           | INR                | 1.00          | 2014-15                  | 1.74    | 1.92               | 9.98         | 9.98                           | -   | -                     | (0.08)                 | (0.00)                 | (0.08)                | -                 | 29.12%              | INDIA       |                   |
| 20.     | Godrej Redevelopers (Mumbai) Private Limited <sup>2</sup> | INR                | 1.00          | 2014-15                  | 0.05    | 8.62               | 195.16       | 195.16                         | -   | 4.89                  | 0.92                   | 0.26                   | 0.65                  | -                 | 29.12%              | INDIA       |                   |
| 21.     | Happy Highrises Limited                                   | INR                | 1.00          | 2014-15                  | 0.20    | 98.27              | 324.34       | 324.34                         | -   | 81.90                 | 28.01                  | 9.55                   | 18.46                 | -                 | 29.12%              | INDIA       |                   |
| 22.     | Amitis Developers LLP <sup>3</sup>                        | INR                | 1.00          | 08.01.2015 to 31.03.2015 | -       | -                  | 2.01         | 2.01                           | -   | -                     | -                      | -                      | -                     | -                 | 26.27%              | INDIA       |                   |
| 23.     | Caro Properties LLP <sup>3</sup>                          | INR                | 1.00          | 2014-15                  | 1.27    | -                  | 251.64       | 251.64                         | -   | 3.15                  | 1.57                   | 0.54                   | 1.03                  | -                 | 19.99%              | INDIA       |                   |
| 24.     | Dream World Landmarks LLP <sup>3</sup>                    | INR                | 1.00          | 2014-15                  | 0.10    | (0.09)             | 54.55        | 54.55                          | -   | 0.03                  | (0.11)                 | (0.02)                 | (0.09)                | -                 | 22.84%              | INDIA       |                   |
| 25.     | Godrej Construction Projects LLP * <sup>3</sup>           | INR                | 1.00          | 22.12.2014 to 31.03.2015 | 0.00    | (0.01)             | 0.00         | 0.00                           | -   | -                     | (0.01)                 | -                      | (0.01)                | -                 | 57.10%              | INDIA       |                   |
| 26.     | Godrej Housing Projects LLP <sup>3</sup>                  | INR                | 1.00          | 22.12.2014 to 31.03.2015 | -       | -                  | 0.01         | 0.01                           | -   | -                     | -                      | -                      | -                     | -                 | 22.84%              | INDIA       |                   |
| 27.     | Godrej Vikhroli Properties LLP <sup>3</sup>               | INR                | 1.00          | 2014-15                  | 365.70  | -                  | 798.94       | 798.94                         | -   | 109.93                | 55.65                  | 18.93                  | 36.71                 | -                 | 74.26%              | INDIA       |                   |
| 28.     | M S Ramaiah Ventures LLP <sup>3</sup>                     | INR                | 1.00          | 04.04.2014 to 31.03.2015 | 2.04    | -                  | 2.37         | 2.37                           | -   | 0.03                  | 0.03                   | 0.01                   | 0.02                  | -                 | 28.26%              | INDIA       |                   |
| 29.     | Mosaic Landmarks LLP <sup>3</sup>                         | INR                | 1.00          | 2014-15                  | 24.29   | -                  | 73.56        | 73.56                          | -   | 46.74                 | 14.32                  | 4.87                   | 9.45                  | -                 | 29.12%              | INDIA       |                   |
| 30.     | Oasis Landmarks LLP <sup>3</sup>                          | INR                | 1.00          | 25.06.2014 to 31.03.2015 | 0.01    | (0.15)             | 158.74       | 158.74                         | -   | 0.70                  | (0.14)                 | 0.02                   | (0.15)                | -                 | 21.70%              | INDIA       |                   |
| 31.     | Oxford Realty LLP * <sup>3</sup>                          | INR                | 1.00          | 2014-15                  | 0.01    | (0.01)             | 88.69        | 88.69                          | -   | -                     | (0.01)                 | (0.00)                 | (0.00)                | -                 | 15.23%              | INDIA       |                   |
| 32.     | SSPDL Green Acres LLP <sup>3</sup>                        | INR                | 1.00          | 2014-15                  | 7.02    | -                  | 29.72        | 29.72                          | -   | 0.54                  | -                      | -                      | -                     | -                 | 25.12%              | INDIA       |                   |

\*Amount less than ₹ 0.01 crore

## Notes :

- Merged with Godrej Projects Development Private Limited w.e.f. December 1, 2014.
- Subsidiary of Godrej Projects Developments Private Limited.
- Percentage of Holding in LLPs denotes the Share of Profits in the LLPs.
- 49% of Godrej Properties Ltd. (Subsidiary due to control over composition of Board of Directors) upto November 13, 2014.
- 51% of Godrej Properties Ltd. upto December 28, 2014.
- Total Liabilities includes equity.
- Turnover includes other income.

## Part "B" : Associates

Statement pursuant to Section 129 (3) of the Companies Act , 2013 related to Associate Companies and Joint Ventures

Amount in ₹ Crore

| Sr. No. | Name of Joint Ventures           | Latest audited Balance Sheet Date | Shares of Joint Ventures held by the company on the year end |                                   |                     | Description of how there is significant influence | Reason why the associate/joint venture is not consolidated | Networth attributable to Shareholding as per latest audited Balance Sheet | Profit/Loss for the year    |                                 |
|---------|----------------------------------|-----------------------------------|--|-----------------------------------|---------------------|---|--|---|-----------------------------|---------------------------------|
|         |                                  |                                   | No. of Share   | Amount of Investment in Associate | Extend of Holding % |   |  |   | Considered in Consolidation | Not Considered in Consolidation |
| 1       | Godrej Consumer Products Limited | 31.03.2015                        | 80,277,620   | 1,286.86                          | 23.58%              | through % of holding                              | NA   | 1,017.20  | 199.96                      | -                               |

\*Amount less than ₹ 0.01 crore

For and on behalf of the Board

A. B. Godrej

Chairman

Mumbai, May 27, 2015.

N. B. Godrej

Managing Director

N. S. Nabar

Executive Director &amp; President (Chemicals)

P. Ganesh

Chief Financial Officer &amp; Company Secretary