

# **ZUARI CEMENT LIMITED**

**AUDITED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 2018**

**INDEPENDENT AUDITOR'S REPORT**

To the Members of Zuari Cement Limited

**Report on the Standalone Ind AS Financial Statements**

We have audited the accompanying standalone Ind AS financial statements of Zuari Cement Limited ("the Company"), which comprise the Balance Sheet as at December 31, 2018, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Standalone Ind AS 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

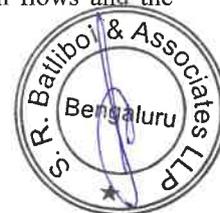
**Auditor's Responsibility**

Our responsibility is to express an opinion on these standalone Ind AS 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 of the standalone Ind AS financial statements in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as 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 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 standalone Ind AS 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 standalone Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of 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 standalone Ind AS 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 Ind AS financial statements.

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the standalone Ind AS 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 December 31, 2018, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.



# **S.R. BATLIBOI & ASSOCIATES LLP**

Chartered Accountants

## **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Sub-section (11) of Section 143 of the Act, we give in the Annexure 1 a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) The Balance Sheet, Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
  - (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
  - (e) On the basis of written representations received from the directors as on December 31, 2018, and taken on record by the Board of Directors, none of the directors is disqualified as on December 31, 2018, from being appointed as a director in terms of Section 164 (2) of the Act;
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
  - (g) In our opinion, the managerial remuneration for the year ended December 31, 2018 has been paid/provided by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to the Act;
  - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements – Refer Note 30 (e) to the standalone Ind AS financial statements;
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

per **Sunil Gaggar**

Partner

Membership Number: 104315

Place of Signature: Bengaluru

Date: February 12, 2019



## Annexure 1 referred to in clause 1 of Report on Other Legal and Regulatory Requirements paragraph of our report of even date

The Annexure referred to in our report to the members of Zuari Cement Limited ('the Company') for the year ended December 31, 2018. We report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) All fixed assets have not been physically verified by the Management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given by the Management, the title deeds of immovable properties, included in property, plant and equipment are held in the name of the Company, except for the immovable properties acquired on acquisition in earlier years as mentioned in Note 3 of the financial statements for which registration of title deeds is in progress.
- (ii) The inventory, except for goods in transit, stock lying with third parties and clinker included in work in progress, has been physically verified by the Management during the year. In our opinion, the frequency of verification is reasonable and no material discrepancies were noticed on such physical verification. As explained to us, stock of clinker included in work in progress, is stored in sealed containers, the content of which cannot be verified.
- (iii) (a) The Company has granted loan to one Company covered in the register maintained under Section 189 of the Companies Act, 2013. In our opinion and according to the information and explanations given to us, the terms and conditions of the grant of such loans are not prejudicial to the Company's interest.
- The repayment of the principal and the interest on aforesaid loan is not yet due. Accordingly, paragraph 3 (iii) (b) and 3 (iii) (c) of the Order is not applicable.
- (iv) In our opinion and according to the information and explanations given to us, provisions of Section 185 and 186 of the Companies Act, 2013 in respect of loans to directors including entities in which they are interested and in respect of loans and advances given, investments made and, guarantees, and securities given have been complied with by the Company.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under Section 148(1) of the Companies Act, 2013, related to the manufacture of cement, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.
- (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, duty of custom, goods and service tax, cess and other statutory dues applicable to it.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, service tax, sales-tax, duty of custom, duty of excise, goods and service tax, cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

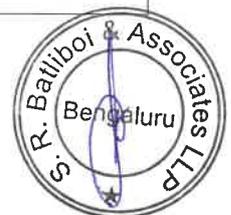


# S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

- (c) According to the records of the Company, the dues of income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax and cess on account of any dispute, are as follows:

Name of the statute	Nature of the dues	Amount (INR in lakhs) *	Period to which the amount relates	Forum where dispute is pending
Andhra Pradesh General sales Tax Act, 1957	Cenvat Credit	23.88	April 2011- March 2013	Appellate Authorities
Andhra Pradesh General sales Tax Act, 1957	Sales Tax	4,616.04	2012-13	Appellate Authorities
Andhra Pradesh Valued Added Tax Act, 2005	Cenvat Credit	2.18	2013-14 & 2014-15	Appellate Authorities
Andhra Pradesh Valued Added Tax Act, 2005	Entry Tax	178.33	2009-11	Honourable High Court of Andhra Pradesh
Central Excise Act, 1944	Cenvat Credit	531.41	December 2007 to June 2015	Tribunal
Central Excise Act, 1944	Cenvat Credit	2,054.68	2007-08, July 2012 to September 2012, July 2014 to March 2015 and 2015-17	Appellate Authorities
Central Excise Act, 1944	Cenvat Credit	36.18	1997-98	Honourable High Court of Andhra Pradesh
Central Excise Act, 1944	Excise Duty	9.83	2005-08 & April-2010 to March-2012	Tribunal
Central Sales Tax Act, 1956	Central Sales Tax	3,061.79	2002-2005	Tribunal
Central Sales Tax Act, 1956	Central Sales Tax	205.00	1998-1999	Honourable High Court of Andhra Pradesh
Central Sales Tax Act, 1956	Central Sales Tax	1,070.00	1997-98	Honourable High Court of Andhra Pradesh
Kerala VAT Rules, 2005	Sales Tax	108.12	2012-14	Honourable High Court of Kerala
Odisha Entry Tax Act, 1999	Entry Tax	28.98	2005-06, 2011-12 & 2012-13	Tribunal
Odisha Sales Tax Act, 1947	Sales Tax	1.43	1991-92 and 2004-05	Tribunal
Odisha Sales Tax Act, 1947	Sales Tax	16.73	1992-93	Honourable High Court of Orissa
Tamil Nadu General Sales Tax Act, 1959	CST	9.87	1992-93	Appellate Authorities



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Name of the statute	Nature of the dues	Amount (INR in lakhs) *	Period to which the amount relates	Forum where dispute is pending
Tamil Nadu General Sales Tax Act, 1959	Sales Tax	1.55	July 2012- June 2013	Appellate Authorities
Tamil Nadu General Sales Tax Act, 1959	Sales Tax	0.44	1991-92	Appellate Authorities
Tamil Nadu General Sales Tax Act, 1959	Sales Tax	26.44	2011-12	Tribunal
The Customs Act, 1962	Customs Duty	1,631.30	January 2012 to December 2012	Honourable Supreme Court of India
The Customs Act, 1962	Customs Duty	616.04	February 2012-13	Tribunal
The Finance Tax ,1994	Service Tax	59.63	2012-14 to 2016-17	Appellate Authorities
The Income Tax Act, 1961	Income Tax	1,077.17	2009-10	Appellate Authorities
The Income Tax Act, 1961	Income Tax	4,948.75	2008-09, 2010-11, 2011-12, 2012-13 and 2013-14	Tribunal

\*net off of amount paid under protest

- (viii) The Company did not have any outstanding loans or borrowing dues in respect of a financial institution or bank or to government or dues to debenture holders during the year.
- (ix) According to the information and explanations given by the Management, the Company has not raised any money way of initial public offer / further public offer / debt instruments and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the Management, we report that no fraud by the Company or no fraud / material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
- (xi) According to the information and explanations given by the Management, the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act, 2013.
- (xii) In our opinion, the Company is not a nidhi Company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.
- (xiii) According to the information and explanations given by the Management, transactions with the related parties are in compliance with Sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the Company and, not commented upon.



# **S.R. BATLIBOI & ASSOCIATES LLP**

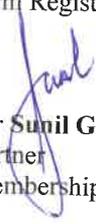
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- (xv) According to the information and explanations given by the Management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in Section 192 of Companies Act, 2013.
- (xvi) According to the information and explanations given to us, the provisions of Section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For **S.R. Batliboi & Associates LLP**

Chartered Accountants

Firm Registration Number: 101049W/E300004

per  **Sunil Gaggar**

Partner

Membership Number: 104315



Place of Signature: Bengaluru

Date: February 12, 2019

## **Annexure 2 to the Independent Auditor's Report of even date on the standalone financial statements of Zuari Cement Limited**

### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of Zuari Cement Limited ("the Company") as of December 31, 2018 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls over financial reporting with reference to these standalone financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these standalone financial statements.

#### **Meaning of Internal Financial Controls Over Financial Reporting with reference to these Standalone Financial Statements**

A company's internal financial control over financial reporting with reference to these standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the



# **S.R. BATLIBOI & ASSOCIATES LLP**

Chartered Accountants

company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## **Inherent Limitations of Internal Financial Controls Over Financial Reporting with reference to these Standalone Financial Statements**

Because of the inherent limitations of internal financial controls over financial reporting with reference to these standalone financial statements, including the possibility of collusion or improper Management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting with reference to these standalone financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## **Opinion**

In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these standalone financial statements and such internal financial controls over financial reporting with reference to these standalone financial statements were operating effectively as at December 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

  
per **Sunil Gaggar**

Partner

Membership Number: 104315

Place of Signature: Bengaluru

Date: February 12, 2019



**Zuari Cement Limited**  
**Balance sheet as at December 31, 2018**  
(Presented in INR Lakhs except share data and EPS)

	Notes	December 31, 2018	December 31, 2017
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3	176,670.74	185,036.33
Capital work-in-progress	3	2,683.41	2,240.04
Intangible assets	4	81.89	195.76
Investment in subsidiaries	5	15,345.96	15,221.64
<b>Financial assets</b>			
Investments	5	21.70	21.70
Loans	6	12,200.69	11,746.26
Other financial assets	6A	5,516.08	2,989.30
Other assets	7	11,812.48	11,354.52
		<b>224,332.95</b>	<b>228,805.55</b>
<b>Current assets</b>			
Inventories	8	23,689.82	14,926.04
<b>Financial assets</b>			
Trade receivables	9	10,422.14	11,114.18
Cash and cash equivalent	10	20,971.98	19,308.39
Loans	6	486.40	485.06
Other financial assets	6A	146.29	87.83
Other assets	7	6,722.85	3,150.00
		<b>62,439.48</b>	<b>49,071.50</b>
<b>Total assets</b>		<b>286,772.43</b>	<b>277,877.05</b>
<b>Equity and liabilities</b>			
<b>Equity</b>			
Equity share capital	11	27,496.14	27,496.14
Other equity	12	115,225.68	121,048.27
		<b>142,721.82</b>	<b>148,544.41</b>
<b>Non-current liabilities</b>			
<b>Financial liabilities</b>			
Borrowings	13	58,327.79	58,513.41
Provisions	14	4,604.99	5,652.35
Deferred tax liabilities (net)	15	17,239.71	18,068.01
Other non-current liabilities	16	660.55	693.57
		<b>80,833.04</b>	<b>82,927.34</b>
<b>Current liabilities</b>			
<b>Financial liabilities</b>			
Trade payables	17	-	-
-Total outstanding dues of micro enterprises and small enterprises		-	-
-Total outstanding dues of creditors other than micro enterprises and small enterprises		45,239.22	29,028.01
Other financial liabilities	18	12,297.81	12,722.40
Provisions	14	426.98	449.71
Other liabilities	18A	5,253.56	4,205.18
		<b>63,217.57</b>	<b>46,405.30</b>
<b>Total liabilities</b>		<b>144,050.61</b>	<b>129,332.64</b>
<b>Total equity and liabilities</b>		<b>286,772.43</b>	<b>277,877.05</b>

**Summary of significant accounting policies**

2

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S.R. Batliboi & Associates LLP  
Chartered Accountants  
ICAI Firm Registration Number: 101049W/E300004

per Sunil Gaggur  
Partner  
Membership number: 104315



Place: Bengaluru  
Date: February 12, 2019

For and on behalf of the Board of Directors of  
**Zuari Cement Limited**  
CIN: U26942AP2000PLC050415

Jamshed Naval Cooper  
Managing Director  
DIN: 01527371

L.R. Neelakanta  
Company Secretary

Place: Gurugram  
Date: February 12, 2019

Sushil Kumar Tiwari  
Director  
DIN: 03265246

Vimal Kumar Choudhary  
Chief financial officer



**Zuari Cement Limited**  
**Statement of profit and loss for the year ended December 31, 2018**  
(Presented in INR Lakhs except share data and EPS)

	Notes	December 31, 2018	December 31, 2017
<b>Income</b>			
Revenue from operations (gross)	19	209,745.87	203,313.84
Other income	20	4,877.25	3,477.06
<b>Total Income (I)</b>		<b>214,623.12</b>	<b>206,790.90</b>
<b>Expenses</b>			
Cost of raw material and components consumed	21	37,695.41	31,982.36
Change in inventories of traded goods, finished goods and work-in-progress	22	(3,405.00)	2,771.85
Excise duty on sale of goods		-	13,450.28
Employee benefits expense	23	7,988.13	7,619.21
Finance costs	24	5,538.48	5,953.66
Depreciation and amortisation	25	11,511.88	11,905.04
Other expenses	26	150,732.37	115,648.50
<b>Total Expense (II)</b>		<b>210,061.27</b>	<b>189,330.90</b>
<b>Profit before tax (I) - (II)</b>		<b>4,561.85</b>	<b>17,460.00</b>
<b>Tax expense</b>			
Current tax	15	1,374.04	3,942.43
Deferred tax charge	15	(865.24)	1,252.76
<b>Total tax expense</b>		<b>508.80</b>	<b>5,195.19</b>
<b>Profit for the year (III)</b>		<b>4,053.05</b>	<b>12,264.81</b>
<b>Other comprehensive income (OCI)</b>			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:			
Remeasurement gains/(losses) of net defined benefit plans		105.71	33.99
Income tax effect		(36.94)	(11.76)
<b>Other comprehensive income for the year, net of tax (IV)</b>		<b>68.77</b>	<b>22.23</b>
<b>Total comprehensive income for the year, net of tax (III) + (IV)</b>		<b>4,121.82</b>	<b>12,287.04</b>
<b>Earnings per share [nominal value of share INR 10 (December 31, 2017: INR 10)]</b>			
Basic	27	1.47	4.46
Diluted		1.47	4.46
<b>Summary of significant accounting policies</b>	2		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

**For S.R. Batliboi & Associates LLP**  
Chartered Accountants  
ICAI Firm Registration Number: 101049W/E300004

per **Sunil Gaggar**  
Partner  
Membership number: 104315



Place: Bengaluru  
Date: February 12, 2019

**For and on behalf of the Board of Directors of**  
**Zuari Cement Limited**  
CIN: U26942AP2000PLC050415

**Jamshed Naval Cooper**  
Managing Director  
DIN: 01527371

**L.R. Neelakanta**  
Company Secretary

Place: Gurugram  
Date: February 12, 2019

**Sushil Kumar Tiwari**  
Director  
DIN: 03265246

**Vimal Kumar Choudhary**  
Chief financial officer



**Zuari Cement Limited****Statement of changes in equity for the year ended 31 December 2018**

(Presented in INR Lakhs except share data and EPS)

**a. Equity Share Capital:**

Equity shares of INR 10 each issued, subscribed and fully paid

	Number	Amount
At January 1, 2017	274,961,400	27,496.14
Increase/(decrease) during the year	-	-
At December 31, 2017	274,961,400	27,496.14
Increase/(decrease) during the year	-	-
At December 31, 2018	274,961,400	27,496.14

**b. Other equity:**

For the year ended 31 Dec 2018

Particulars	Attributable to the equity holders			Total
	Securities premium (Note 12)	Retained earnings (Note 12)	Items of OCI (Note 12)	
At January 1, 2018	37,201.93	83,868.21	(21.87)	121,048.27
Profit for the year	-	4,053.05	-	4,053.05
Dividend on equity and tax thereon (Note 34)	-	(9,944.41)	-	(9,944.41)
Other comprehensive income	-	-	68.77	68.77
At December 31, 2018	37,201.93	77,976.85	46.90	115,225.68

For the year ended December 31, 2017

Particulars	Attributable to the equity holders			Total
	Securities premium (Note 12)	Retained earnings (Note 12)	Items of OCI (Note 12)	
At January 1, 2017	37,201.93	81,578.21	(44.10)	118,736.04
Profit for the year	-	12,264.81	-	12,264.81
Dividend on equity and tax thereon (Note 34)	-	(9,974.81)	-	(9,974.81)
Other comprehensive income	-	-	22.23	22.23
At December 31, 2017	37,201.93	83,868.21	(21.87)	121,048.27

**Summary of significant accounting policies**

Note 2

The accompanying notes are an integral part of the financial statements.

As per our report of even date

**For S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

per Sunil Gagar

Partner

Membership number: 104315

Place: Bengaluru

Date: February 12, 2019

**For and on behalf of the Board of Directors of****Zuari Cement Limited**

CIN: U26942AP2000PLC050415

Jamshed Nava Cooper

Managing Director

DIN: 01527371

L.R. Neelakanta

Company Secretary

Place: Gurugram

Date: February 12, 2019

Sushil Kumar Tiwari

Director

DIN: 03265246

Vimal Kumar Choudhary

Chief financial officer



**Zuari Cement Limited**

**Cash flow statements for the year ended December 31, 2018**

(Presented in INR Lakhs except share data and EPS)

	December 31, 2018	December 31, 2017
<b>Cash flow from operating activities</b>		
<b>Profit before tax</b>	4,561.85	17,460.00
Adjustment to reconcile profit before tax to net cash flows		
Depreciation and amortisation	11,511.88	11,905.04
Interest income	(2,087.64)	(1,391.59)
Gain on fair valuation of investments	(124.32)	(108.09)
Interest expense	5,467.04	5,843.55
(Profit)/loss on sale of property, plant and equipment net	630.54	(8.44)
Sundry balances written off	10.48	5.59
Unrealised foreign exchange differences (gain)/loss	162.07	(46.90)
Fair value of investment-amortisation of advance	293.41	293.41
Provision no longer required written back	(1,055.92)	(1,729.61)
<b>Operating profit before working capital changes</b>	<b>19,369.39</b>	<b>32,222.96</b>
Movements in working capital:		
Increase / (decrease) in trade payables	17,706.98	(18,427.61)
Decrease in long-term provisions	(1,047.36)	(87.38)
Decrease in short-term provisions	(22.73)	(132.13)
Decrease in other long-term liabilities	(33.02)	(33.03)
Increase in other financial liabilities	1,360.00	275.93
Increase in other short term liabilities	1,048.39	73.12
Decrease in trade receivables	692.04	1,305.97
Decrease / (increase) in inventories	(8,763.78)	1,553.09
Decrease in long-term loans	1,092.69	1,869.46
Decrease / (increase) in short-term loan	(1.34)	4.23
Decrease / (increase) in other financial assets	(2,527.25)	(2,911.39)
Increase in other non-current assets	(320.95)	136.49
Decrease / (increase) in other current assets	(3,771.03)	2,214.44
<b>Cash generated from operations</b>	<b>24,782.03</b>	<b>18,064.15</b>
Income taxes paid (net of refunds)	(1,599.60)	(3,738.81)
<b>Net cash flow from operating activities (A)</b>	<b>23,182.43</b>	<b>14,325.34</b>
<b>Cash flows from investing activities</b>		
Purchase of property, plant and equipment, including capital work in progress and capital advances	(4,978.00)	(2,833.46)
Proceeds from sale of PPE	4.40	45.96
Purchase of non-current investments	(1,500.00)	(1.10)
Redemption/maturity of bank deposits (having original maturity of more than twelve months)	0.47	37.16
Interest received	482.06	667.64
<b>Net cash flow used in investing activities (B)</b>	<b>(5,991.07)</b>	<b>(2,083.80)</b>
<b>Cash flows from financing activities</b>		
Proceeds from long-term borrowings	-	50,000.00
Repayment of long-term borrowings	(966.74)	(50,117.72)
Dividends paid on equity shares (including corporate dividend tax)	(9,944.41)	(9,974.81)
Interest paid	(4,616.62)	(2,810.11)
<b>Net cash flow used in in financing activities (C)</b>	<b>(15,527.77)</b>	<b>(12,902.64)</b>
<b>Net increase/(decrease) in cash and cash equivalents (A + B + C)</b>	<b>1,663.59</b>	<b>(661.10)</b>
Cash and cash equivalents at the beginning of the year	19,308.39	19,969.49
<b>Cash and cash equivalents at the end of the year</b>	<b>20,971.98</b>	<b>19,308.39</b>



**Zuari Cement Limited**  
**Cash flow statements for the year ended December 31, 2018**  
(Presented in INR Lakhs except share data and EPS)

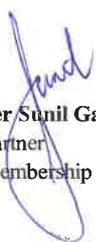
	December 31, 2018	December 31, 2017
<b>Components of cash and cash equivalent</b>		
Cash on hand	1.67	2.33
Balance with banks:		
- On current accounts	3,940.31	7,506.06
- Deposits with original maturity of less than three months	17,030.00	11,800.00
<b>Total cash and cash equivalent (note 10)</b>	<b>20,971.98</b>	<b>19,308.39</b>

**Summary of significant accounting policies** Note 2

The accompanying notes are an integral part of the financial statements.

As per our report of even date

**For S.R. Batliboi & Associates LLP**  
Chartered Accountants  
ICAI Firm Registration Number: 101049W/E300004

  
**per Sunil Gagar**  
Partner  
Membership number: 104315



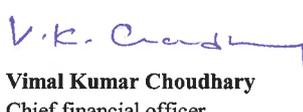
Place: Bengaluru  
Date: February 12, 2019

**For and on behalf of the Board of Directors of**  
Zuari Cement Limited  
CIN: U26942AP2000PLC050415

  
**Jamshed Naval Cooper**  
Managing Director  
DIN: 01527371

  
**Sushil Kumar Tiwari**  
Director  
DIN: 03265246

  
**L.R. Neelakanta**  
Company Secretary

  
**Vimal Kumar Choudhary**  
Chief financial officer

Place: Gurugram  
Date: February 12, 2019



## Zuari Cement Limited

### Notes to financial statements for the year ended December 31, 2018

(Presented in INR Lakhs except share data and EPS)

#### 1. Corporate Information

Zuari Cement Limited (hereinafter referred to as “ZCL” or “the Company”) is domiciled in India. The Company is engaged in the manufacturing of cement and trading of other construction materials. The Company was a joint venture between Zuari Global Limited (‘ZGL’) and Ciments Français S.A. (‘CF’, part of the Italcementi Group) up to May 31, 2006. Pursuant to CF’s acquisition of 50% stake held by ZGL, the Company became a wholly owned subsidiary of CF (‘the Holding Company’), effective May 31, 2006. The Ultimate Holding Company upto June 30, 2016 was Italcementi S.p.A (‘the Ultimate Holding Company’).

HeidelbergCement AG has completed the acquisition of Italcementi S.p.A from Italmobiliare and become the ultimate holding Company w.e.f. July 1, 2016.

The financial statements were authorised for issue in accordance with a resolution of the directors on 12 February 2019.

#### 2. Significant accounting policies

The Significant accounting policies applied by the Company in preparation of its financial statements are listed below:

##### 2.1 Basis of preparation

The Significant accounting policies applied by the Company in preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements unless otherwise indicated.

The financial statements have been prepared on historical cost basis except certain items which need to be stated at fair value as per Ind AS. The financial statements are presented in Rupees Lakhs, except when otherwise indicated.

##### 2.2 Summary of significant accounting policies

###### a. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period



**Zuari Cement Limited**

**Notes to financial statements for the year ended December 31, 2018**

*All amounts are in Rupees Lakhs, unless otherwise stated*

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

**b. Foreign currencies**

The Company's financial statements are presented in INR, which is also the Company's functional currency.

**Transaction and balances**

Transactions in foreign currencies are initially recorded at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

**c. Fair Value Measurement**

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.



## Zuari Cement Limited

### Notes to financial statements for the year ended December 31, 2018

All amounts are in Rupees Lakhs, unless otherwise stated

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

#### d. Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made.

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Sales are presented gross of excise duty and net of Goods and Services Tax (GST), Value Added Tax (VAT)/ Sales Tax, wherever applicable.

In accordance with Ind AS 18 on "Revenue" and Schedule III to the Companies Act, 2013, Sales for the period 1 Jan 2017 to 30 June 2017 were reported gross of Excise Duty and net of Value Added Tax (VAT)/ Sales Tax. Excise Duty was reported as a separate expense line item. Consequent to the introduction of Goods and Services Tax (GST) with effect from 1 July 2017, VAT/Sales Tax, Excise Duty etc. have been subsumed into GST and accordingly the same is not recognised as part of sales as per the requirements of Ind AS 18.

The following specific recognition criteria must also be met before revenue is recognized:

##### *Sale of goods*

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

##### *Interest Income*

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by



**Zuari Cement Limited**

**Notes to financial statements for the year ended December 31, 2018**

*All amounts are in Rupees Lakhs, unless otherwise stated*

considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

**e. Taxes**

*Current income tax*

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

*Deferred tax*

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Deferred tax assets include Minimum Alternate Tax ('MAT') paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.



**Zuari Cement Limited**

**Notes to financial statements for the year ended December 31, 2018**

*All amounts are in Rupees Lakhs, unless otherwise stated*

**f. Property, plant and equipment ('PPE')**

Property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

The Company identifies and determines cost of each component/part of the asset separately, if the component/part has a cost which is significant to the total cost of the asset having useful life that is materially different from that of the remaining asset. These identified components are depreciated over their useful lives; the remaining asset is depreciated over the life of the principal asset.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the asset as follows:

<u>Asset category</u>	<u>Useful lives estimated by the management (years)</u>
Buildings	10-60
Plant and machinery	3-25
Railway sidings	15
Furniture and fittings	10
Motor vehicles	8
Office equipment	3 – 25
Computer hardware	5 – 6

Further, the management has estimated the useful lives of asset individually costing INR 5,000 or less to be less than one year, which is lower than those indicated in schedule II. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the asset are likely to be used.

Cost of mineral reserve embedded in the cost of freehold mining land is depreciated in proportion of actual quantity of minerals extracted to the estimated quantity of extractable mineral reserves. Freehold non mining land is not depreciated.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Cost of assets not ready for their intended use at the balance sheet date are disclosed under capital work-in-progress.

**g. Intangible Assets**

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses, if any.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the



**Zuari Cement Limited**

**Notes to financial statements for the year ended December 31, 2018**

*All amounts are in Rupees Lakhs, unless otherwise stated*

amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Costs incurred on acquisition of intangible assets are capitalized and amortized on a straight-line basis over useful lives, as mentioned below:

<u>Asset category</u>	<u>Useful lives estimated by the management (years)</u>
Computer Software	5

**h. Borrowing Cost**

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

**i. Government grants and subsidies**

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the Group receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments. When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

Government grants in the nature of Sale tax incentive are recognised in the Statement of Profit and Loss in the period in which they become receivable.

**j. Inventories**

Raw materials, packing materials, coal and fuel, stores and spares are valued at lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of raw materials, packing materials, coal and fuel, stores and spares is determined on a weighted average basis and includes cost incurred in bringing the material to its present location and condition. Stores and spares which do not meet the definition of property, plant and equipment are accounted as inventories.



**Zuari Cement Limited**

**Notes to financial statements for the year ended December 31, 2018**

*All amounts are in Rupees Lakhs, unless otherwise stated*

Work-in-progress and finished goods are valued at lower of cost and net realizable value. Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost of finished goods includes excise duty. Cost is determined on a weighted average basis.

Traded goods are valued at lower of cost and net realizable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on a weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

**k. Leases**

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

*Company as a Lessee*

A lease is classified at the inception date as a finance lease or an operating lease. Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.

*Company is lessor*

Leases in which the company does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Assets subject to operating leases are included in property, plant and equipment. Rental income from an operating lease is recognized in the statement of profit and loss on a straight-line basis over the lease term. Costs, including depreciation, are recognized as an expense in the statement of profit and loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the statement of profit and loss.

**l. Impairment of non-financial assets**

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.



## Zuari Cement Limited

### Notes to financial statements for the year ended December 31, 2018

All amounts are in Rupees Lakhs, unless otherwise stated

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Goodwill is tested for impairment annually and when circumstances indicate that the carrying value may be impaired.

#### m. Provisions

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

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

##### *Provision for mine reclamation expenses*

The Company provides for the estimated expenses to reclaim the quarries used for mining. The total estimate of restoration expenses is apportioned over the estimate of mineral reserves and a provision is made based on the minerals extracted during the year.

Site restoration expenses are incurred on an ongoing basis and until the closure of the mine. The actual expenses may vary based on the nature of reclamation and the estimate of reclamation expenses.

#### n. Retirement and other employee benefits

Superannuation Fund (being administered by Trusts) and Employees' State Insurance Corporation (ESIC) are defined contribution schemes and the contributions are charged to the statement of profit and loss for the period when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective funds.

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts



**Zuari Cement Limited**

**Notes to financial statements for the year ended December 31, 2018**

*All amounts are in Rupees Lakhs, unless otherwise stated*

included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The Company presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

**o. Financial instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**Financial Assets**

*Initial recognition and measurement*

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

*Subsequent measurement*

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

*Debt instruments at amortised cost*

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:



## Zuari Cement Limited

### Notes to financial statements for the year ended December 31, 2018

All amounts are in Rupees Lakhs, unless otherwise stated

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

#### *Debt instrument at FVTOCI*

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the P&L. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to P&L. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

#### *Debt instrument at FVTPL*

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Company has not designated any debt instrument as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

#### *Equity investments*

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.



## Zuari Cement Limited

### Notes to financial statements for the year ended December 31, 2018

All amounts are in Rupees Lakhs, unless otherwise stated

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

#### *Derecognition*

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

#### *Impairment of financial assets*

Financial assets, other than those at Fair Value through Profit and Loss (FVTPL), are assessed for indicators of impairment at the end of each reporting period. Financial assets are considered to be impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been affected, or a significant or prolonged decline in the fair value of the security below its cost is considered to be objective evidence of impairment.

For all other financial assets, objective evidence of impairment could include:

- Significant financial difficulty of the issuer or counterparty;
- Breach of contract, such as a default or delinquency in interest or principal payments;
- It becoming probable that the borrower will enter bankruptcy or financial re-organisation; or the disappearance of an active market for that financial asset because of financial difficulties.

For certain categories of financial assets, such as trade receivables, assets are assessed for impairment on individual basis.

For financial assets that are carried at cost, the amount of impairment loss is measured as the difference between the asset's carrying amount and the present value of the estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment loss will not be reversed in subsequent periods.



## Zuari Cement Limited

### Notes to financial statements for the year ended December 31, 2018

All amounts are in Rupees Lakhs, unless otherwise stated

For financial assets measured at amortised cost, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what e amortised cost would have been had the impairment not been recognized.

#### Financial Liabilities

##### *Initial recognition and measurement*

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade other payables loans and borrowings.

##### *Subsequent measurement*

The measurement of financial liabilities depends on their classification, as described below:

##### *Financial liabilities at fair value through profit or loss*

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

##### *Loans and borrowings*

This is the category most relevant to the group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings. For more information refer Note 13.

##### *Derecognition*

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially



**Zuari Cement Limited**

**Notes to financial statements for the year ended December 31, 2018**

*All amounts are in Rupees Lakhs, unless otherwise stated*

different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

*Offsetting of financial instruments*

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**p. Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management. Deposits with initial maturity greater than 3 months are considered as cash and cash equivalents if the deposits can be converted to cash without significant penalty on principle.

**q. Segment reporting**

The Company is primarily engaged in the manufacturing of cement and hence entire operation represents a single primary segment. The company operates within India only and hence geographical segment is not applicable to the company.

**r. Contingent liabilities**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements.

**s. Dividend Distributions**

The Company recognizes a liability to make payment of dividend to owners of equity when the distribution is authorized and is no longer at the discretion of the Company and is declared by the shareholders. A corresponding amount is recognised directly in equity.

**t. Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.



Zuari Cement Limited

Notes to financial statements for the year ended Dec 31, 2018  
(Presented in INR Lakhs except share data and EPS)

3. Property, plant and equipment

	Freehold non mining land**	Freehold mining land#	Buildings	Plant and machinery	Railway sidings	Furniture and fittings	Motor vehicles	Office equipment	Computer hardware	Total	Capital work in progress
<b>Cost or valuation</b>											
At January 1, 2017	6,665.78	6,169.19	53,415.92	113,600.71	23,545.69	427.99	581.77	298.51	604.18	205,309.74	5,128.36
Additions	-	608.54	578.39	4,032.69	108.90	12.36	11.10	81.02	16.08	5,449.08	2,560.76
Adjustments	-	-	-	135.54	-	127.87	(139.00)	(16.48)	(107.93)	-	-
Disposals	-	(4.48)	(36.39)	(13.64)	-	(1.64)	(22.06)	(1.21)	-	(79.42)	(5,449.08)
At December 31, 2017	6,665.78	6,773.25	53,957.92	117,755.30	23,654.59	566.58	431.81	361.84	512.33	210,679.40	2,240.04
Additions/Adjustments	20.25	-	1,721.73	1,850.48	-	53.80	-	-	19.87	3,666.13	4,109.50
Disposals	-	-	(613.98)	(76.78)	-	(0.20)	(8.55)	-	(0.15)	(699.66)	(3,666.13)
At December 31, 2018	6,686.03	6,773.25	55,065.67	119,529.00	23,654.59	620.18	423.26	361.84	532.05	213,645.87	2,683.41
<b>Depreciation</b>											
At January 1, 2017	-	216.57	1,974.59	10,204.41	1,218.03	54.64	107.22	35.78	147.44	13,958.68	-
Charge for the year	-	14.16	2,397.15	7,110.98	1,728.07	219.87	74.85	74.59	106.62	11,726.29	-
Disposals	-	-	(24.04)	(6.04)	-	(0.51)	(10.58)	(0.73)	-	(41.90)	-
At December 31, 2017	-	230.73	4,347.70	17,309.35	2,946.10	274.00	171.49	109.64	254.06	25,643.07	-
Charge for the year	-	2.77	2,384.64	6,984.99	1,726.25	90.43	66.11	65.15	76.44	11,396.78	-
Disposals	-	-	(49.24)	(10.24)	-	(0.06)	(5.07)	-	(0.11)	(64.72)	-
At December 31, 2018	-	233.50	6,683.10	24,284.10	4,672.35	364.37	232.53	174.79	330.39	36,975.13	-
<b>Net Book Value</b>											
At December 31, 2017	6,665.78	6,542.52	49,610.22	100,445.95	20,708.49	292.58	260.32	252.20	258.27	185,036.33	2,240.04
At December 31, 2018	6,686.03	6,539.75	48,382.57	95,244.90	18,982.24	255.81	190.73	187.05	201.66	176,670.74	2,683.41

\*\*Freehold land includes INR 516.21 lakhs (December 31, 2017: INR 516.21 lakhs) in respect of land at Yerraguntala of which conveyance documents have been submitted to the Registering Authority for registration. Pursuant to the scheme of arrangement between Zuari Global Limited (formerly "Zuari Industries Limited") and the Company, sanctioned by the Honourable High Court of Bombay on January 12, 2001, the cement undertaking of Zuari Global Limited stood vested in the Company with effect from April 1, 2000. The Company is taking necessary steps for securing the title deeds in respect of land at Yerraguntala in its name.

# Cost of mineral reserve embedded in the cost of freehold mining land has been depreciated in proportion of actual quantity of minerals extracted to the estimated quantity of mineral reserve.



**Zuari Cement Limited**  
**Notes to financial statements for the year ended Dec 31, 2018**  
(Presented in INR Lakhs except share data and EPS)

**4. Intangible assets**

	Computer software	Total	Capital work in progress
<b>Cost or valuation</b>			
At January 1, 2017	521.83	521.83	-
Additions/Adjustments	86.71	86.71	86.71
Disposals	-	-	(86.71)
<b>At December 31, 2017</b>	<b>608.54</b>	<b>608.54</b>	<b>-</b>
Additions/Adjustments	1.23	1.23	1.23
Disposals	-	-	(1.23)
<b>At December 31, 2018</b>	<b>609.77</b>	<b>609.77</b>	<b>-</b>
<b>Amortisation/ Impairment</b>			
At January 1, 2017	234.03	234.03	-
Charge for the year	178.75	178.75	-
Disposals	-	-	-
<b>At December 31, 2017</b>	<b>412.78</b>	<b>412.78</b>	<b>-</b>
Charge for the year	115.10	115.10	-
Disposals	-	-	-
<b>At December 31, 2018</b>	<b>527.88</b>	<b>527.88</b>	<b>-</b>
<b>Net Block</b>			
At December 31, 2017	195.76	195.76	-
At December 31, 2018	81.89	81.89	-

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**Zuari Cement Limited**

Notes to financial statements for the year ended December 31, 2018

(Presented in INR Lakhs except share data and EPS)

**5. Non-current investments**

	December 31, 2018	December 31, 2017
<b>Investments in Equity Instruments (fully paid)</b>		
<b>Subsidiaries</b>		
<b>Unquoted equity instruments</b>		
A. 999,940 (December 31, 2017: 999,940) equity shares of INR 10/- each fully paid up in Sitapuram Power Limited. (refer note (i))	3,850.99	3,850.99
B. 22,496,691 (December 31, 2017: 22,496,691) equity shares of INR 10/- each fully paid up in Gulbarga Cement Limited. (refer note (ii))	10,541.93	10,541.93
	<u>14,392.92</u>	<u>14,392.92</u>
<b>Others</b>		
<b>Unquoted equity instruments</b>		
A. 22,460 (December 31, 2017: 22,460) equity shares of INR. 10/- each fully paid up of Energon Power Resources Private Limited. (refer note (iv))	2.32	2.32
B. 44,962 (December 31, 2017: 44,962) equity shares of INR. 10/- each fully paid up of Echanda Urja Private Limited. (refer note (v))	4.50	4.50
	<u>6.82</u>	<u>6.82</u>
	<u>14,399.74</u>	<u>14,399.74</u>
<b>Investments in Preference Shares</b>		
<b>Subsidiaries</b>		
<b>Unquoted preference shares</b>		
A. 2,749,000 (December 31, 2017: 2,749,000) 0.01% cumulative redeemable preference shares of INR 100/- each fully paid up in Sitapuram Power Limited redeemable after 20 years from the date of issue. (refer note (iii))	953.04	828.72
	<u>953.04</u>	<u>828.72</u>
<b>Others</b>		
<b>Unquoted preference shares</b>		
A. 14,419 (December 31, 2017: 14,419) cumulative compulsorily convertible non-participative preference shares of INR. 100/- each fully paid up in Energon Power Resources Private Limited. (refer note (iv))	14.88	14.88
	<u>14.88</u>	<u>14.88</u>
	<u>967.92</u>	<u>843.60</u>
<b>Aggregate value of investment in subsidiaries (Unquoted shares)</b>	15,345.96	15,221.64
<b>Aggregate value of other investments (Unquoted shares)</b>	21.70	21.70

**(i). Investments in Sitapuram Power Limited and Power Arrangement Agreement**

The Company was holding 51% of share-holding in Sitapuram Power Limited (SPL). During the previous year, the Company executed a binding Share Purchase Agreement (SPA) on December 25, 2017 with KSK Energy Ventures Limited (KSK) for purchase of balance non-controlling 49% equity stake held by them in SPL for a consideration of INR 1,500.00 Lakhs.

The Board of Directors of the Company has approved the proposed amalgamation of SPL with the Company vide its resolution dated July 26, 2018. The proposed amalgamation is being undertaken in accordance with and pursuant to the provisions of Sections 230 to 232 of Companies Act, 2013 ("the Act"), the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable rules and regulations made thereunder and notifications issued in terms thereof and will be subject to the approvals of the shareholders and, or, the creditors of the Company as may be required under the applicable laws and subject to the approval of National Company Law Tribunal, Hyderabad Bench and other Government Authorities as may be required.

**(ii). Investments in Gulbarga Cement Limited**

The Company has given a long term loan of INR 6,848.69 lakhs to Gulbarga Cement Limited (GCL) and carries an interest at SBI base rate plus 1% per annum. The loan is repayable in 12 quarterly instalments along with interest accrued after expiry of 10 years from the date of loan. To comply with requirements of Ind AS, the Company has disclosed the loan given at amortised cost. On the date of transition to Ind AS, the difference between the loan given and fair value of the loan amounting to INR 2,067.61 lakhs is accounted as investment in GCL.

**(iii). Investments in preference shares of Sitapuram Power Limited**

As per Ind AS, on the transition date, difference between carrying value of investment in preference shares of Sitapuram Power Limited (SPL) redeemable at the end of the term and its fair value is recognised as prepaid expenses grouped under other assets in the balance sheet. The prepaid expense is amortised and recognised in statement of profit or loss on a systematic and rational basis over life of the term of the relevant agreement. Interest income on the discounted value of investment is also recognised under Other Income.

**(iv). Investments in Energon Power Resources Private Limited**

During the year ended December 31, 2014, the Company, had executed a Share Subscription and Shareholders Agreement (SSHA) dated June 2, 2014 with Energon Power Resources Private Limited ("EPRPL") and Energon Renewables Private Limited. Pursuant to the terms of SSHA, the Company has invested a sum of INR 2.32 Lakhs to acquire 2.89% equity stake and INR 14.88 Lakhs to acquire 2.89% cumulative compulsorily convertible non-participative preference shares in ERPL in the year 2014. This will provide an entitlement of 6 MW dedicated wind energy capacity in EPRPL for the Company.

**(v). Investment in Echanda Urja Private Limited**

During the year ended December 31, 2016, the Company, had executed a Shareholders Agreement (SHA) dated April 26, 2016 with Echanda Urja Private Limited (EUPL) and Energon Renewables Private Limited for the procurement of wind energy upto 10 MKWh. During the year ended December 31, 2017, the Company made a further investment of INR 1.10 lakhs in EUPL for the supply of wind energy upto 16.2 MKWh.



**Zuari Cement Limited**  
**Notes to financial statements for the year ended December 31, 2018**  
(Presented in INR Lakhs except share data and EPS)

**6. Loans**

	Non-current		Current	
	December 31, 2018	December 31, 2017	December 31, 2018	December 31, 2017
<b>Loan to related parties</b>				
Unsecured, considered good				
Inter-corporate loan to Gulbarga Cement Limited (refer note 5(ii))	9,695.82	8,148.70	-	-
	<b>9,695.82</b>	<b>8,148.70</b>	-	-
<b>Security deposit</b>				
Unsecured, considered good	2,504.87	3,597.56	486.40	485.06
	<b>12,200.69</b>	<b>11,746.26</b>	<b>486.40</b>	<b>485.06</b>

**6A. Other financial assets**

	Non-current		Current	
	December 31, 2018	December 31, 2017	December 31, 2018	December 31, 2017
Interest accrued on other deposits	-	-	146.29	87.83
VAT/GST Incentive receivables	5,515.52	2,988.27	-	-
Non-current bank balances (refer note 10)	0.56	1.03	-	-
	<b>5,516.08</b>	<b>2,989.30</b>	<b>146.29</b>	<b>87.83</b>

**7. Other assets**

	Non-current		Current	
	December 31, 2018	December 31, 2017	December 31, 2018	December 31, 2017
<b>Capital advances</b>				
Unsecured, considered good	-	86.40	-	-
	-	<b>86.40</b>	-	-
<b>Other- unsecured, considered good</b>				
Advance income tax, net of provision for tax	848.43	622.87	-	-
Balance with government authorities	384.11	125.35	3,010.39	1,407.27
Amount paid under protest	5,349.14	5,094.40	-	-
Employee advances	-	-	1.60	48.78
Advance to suppliers	-	-	945.36	464.56
Due from related parties (refer note 29)	-	-	1,380.86	-
Prepaid gratuity fund (refer note 31)	-	-	195.35	75.12
Prepaid expenses@	5,230.80	5,425.50	697.43	1,153.52
Other receivables	-	-	491.86	0.75
	<b>11,812.48</b>	<b>11,268.12</b>	<b>6,722.85</b>	<b>3,150.00</b>
	<b>11,812.48</b>	<b>11,354.52</b>	<b>6,722.85</b>	<b>3,150.00</b>

@ includes non-refundable premium paid to Cochin Port Trust for allotment of 2.40 hectares of land for a period of thirty years effective from September 24, 2013 amounting to INR 3,968.47 lakhs (December 31, 2017: INR 4,137.51 lakhs) under non-current and INR 164.96 lakhs (December 31, 2017: INR 162.92 lakhs) under current prepaid expenses.



**Zuari Cement Limited**  
**Notes to financial statements for the year ended December 31, 2018**  
(Presented in INR Lakhs except share data and EPS)

**8. Inventories (valued at lower of cost and net realizable value)**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Raw materials	1,615.92	2,534.60
Packing materials	550.17	562.24
Work-in-progress	4,240.64	1,467.32
Finished goods	2,149.50	1,517.82
Stores and spares	4,304.78	4,362.95
Less: Provision for obsolete and slow moving inventories	(1,440.12)	(1,215.85)
	<u>11,420.89</u>	<u>9,229.08</u>
Coal and fuel*	12,268.93	5,696.96
	<u>23,689.82</u>	<u>14,926.04</u>

\*Including goods in transit aggregating to INR 1,954.47 lakhs (December 31, 2017: Nil).

**9. Trade receivables**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Trade Receivables	8,702.66	9,389.41
Receivables from other related parties (Note 29)	1,719.48	1,724.77
<b>Total Trade Receivables</b>	<u>10,422.14</u>	<u>11,114.18</u>

**Break-up for security details:**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Secured, considered good	654.15	567.33
Unsecured, considered good	9,767.99	10,546.85
Doubtful	319.71	318.32
	<u>10,741.85</u>	<u>11,432.50</u>
<b>Impairment Allowance (allowance for bad and doubtful debts)</b>		
Doubtful debts	(319.71)	(318.32)
	<u>10,422.14</u>	<u>11,114.18</u>

**10. Cash and cash equivalent**

	Non-current		Current	
	<u>December 31, 2018</u>	<u>December 31, 2017</u>	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Cash on hand	-	-	1.67	2.33
Balance with banks:				
- On current accounts	-	-	3,940.31	7,506.06
- Deposits with original maturity of less than three months	-	-	17,030.00	11,800.00
	-	-	<u>20,971.98</u>	<u>19,308.39</u>
<b>Other bank balances</b>				
Deposits with remaining maturity for more than twelve months	0.56	1.03	-	-
	<u>0.56</u>	<u>1.03</u>	-	-
Amount disclosed under non-current financial assets (note 6A)	(0.56)	(1.03)	-	-
	<u>-</u>	<u>-</u>	<u>20,971.98</u>	<u>19,308.39</u>

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short term deposits made for varying periods of upto 3 months, depending on the immediate cash requirement of the Company, and earn interest at the respective short-term deposit rates.

For the purpose of the statement of cash flows, cash and cash equivalents comprise the following:

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Cash on hand	1.67	2.33
Balance with banks:		
- On current accounts	3,940.31	7,506.06
- Deposits with original maturity of less than three months	17,030.00	11,800.00
	<u>20,971.98</u>	<u>19,308.39</u>



**Zuari Cement Limited**

**Notes to financial statements for the year ended December 31, 2018**

(Presented in INR Lakhs except share data and EPS)

**11. Share capital**

	Equity Shares		Preference Shares	
	Number	Amount	Number	Amount
<b>Authorized share capital</b>				
At January 1, 2017	300,000,000	30,000.00	140,000,000	14,000.00
Increase/(decrease) during the year	-	-	-	-
At December 31, 2017	300,000,000	30,000.00	140,000,000	14,000.00
Increase/(decrease) during the year	-	-	-	-
At December 31, 2018	300,000,000	30,000.00	140,000,000	14,000.00

**Terms/ rights attached to equity shares and preference shares**

The Company has only one class of equity shares having par value of INR 10/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The 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 of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**Issued equity capital**

Equity shares of INR 10 each issued, subscribed and fully paid

	Number	Amount
At January 1, 2017	274,961,400	27,496.14
Increase/(decrease) during the year	-	-
At December 31, 2017	274,961,400	27,496.14
Increase/(decrease) during the year	-	-
At December 31, 2018	274,961,400	27,496.14

**(a) Shares held by holding/ ultimate holding Company and/ or their subsidiaries/ associates is given below**

Out of the equity shares issued by the Company, shares held by its holding Company, ultimate holding Company and their subsidiaries/ associates are as below:

	December 31, 2018	December 31, 2017
Ciments Français S.A, the Holding Company	266,461,350	266,461,350
Compagine Pour l'Investment Financier En Inde	8,500,000	8,500,000
Investcim S.A.S	10	10
Sax S.A.S	10	10
Cafipar S.A.S	10	10
Tercim S.A.S	10	10
Menaf S.A.S	10	10

**(b) Details of shareholders holding more than 5% shares in the Company**

Equity shares of INR 10/- each fully paid

Name of the shareholder	December 31, 2018		December 31, 2017	
	Number	Amount	Number	Amount
Ciments Français S.A, the Holding Company	266,461,350	96.91%	266,461,350	96.91%

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

The Company has neither issued any bonus shares nor bought back any shares from the date of incorporation of the Company.



**Zuari Cement Limited**

**Notes to financial statements for the year ended December 31, 2018**

(Presented in INR Lakhs except share data and EPS)

**12. Other equity**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
<b>A) Retained earnings</b>		
At January 1, 2017	83,868.21	81,578.21
Add: Profit for the year	4,053.05	12,264.81
Less: Appropriations		
Dividend on equity shares (refer note 34)	(8,248.84)	(8,248.84)
Tax on equity dividend (refer note 34)	(1,695.57)	(1,725.97)
<b>Closing balance (A)</b>	<u>77,976.85</u>	<u>83,868.21</u>
<b>B) Remeasurement gain/ (losses) of net defined benefit plans, net of tax</b>		
At January 1, 2017	(21.87)	(44.10)
Additions during the year	68.77	22.23
<b>Closing balance (B)</b>	<u>46.90</u>	<u>(21.87)</u>
<b>C) Securities premium account</b>		
At January 1, 2017	37,201.93	37,201.93
<b>Closing balance (C)</b>	<u>37,201.93</u>	<u>37,201.93</u>
<b>Total (A+B+C)</b>	<u>115,225.68</u>	<u>121,048.27</u>

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**Zuari Cement Limited**

**Notes to financial statements for the year ended December 31, 2018**

(Presented in INR Lakhs except share data and EPS)

**13. Borrowings**

	Non-current		Current	
	December 31, 2018	December 31, 2017	December 31, 2018	December 31, 2017
<b>From related parties</b> (unsecured)				
-Rupee denominated bonds ("masala bond") (refer note (i))	50,000.00	50,000.00	-	-
<b>Other loans and advances</b> (secured)				
Deferred payment liability				
- Sales tax deferral loan (refer note (ii))	8,327.79	8,513.41	1,039.25	966.74
	<b>58,327.79</b>	<b>58,513.41</b>	<b>1,039.25</b>	<b>966.74</b>
<b>The above amount includes</b>				
Secured borrowings	8,327.79	8,513.41	1,039.25	966.74
Unsecured borrowings	50,000.00	50,000.00	-	-
current maturities of long term borrowings disclosed under the head "other current liabilities" (note 18)	-	-	(1,039.25)	(966.74)
	<b>58,327.79</b>	<b>58,513.41</b>	<b>-</b>	<b>-</b>

**Details of repayment terms, interest and maturity**

(i) Rupee denominated bonds ("masala bond") issued to HeidelbergCement AG, with a total outstanding balance of INR 50,000 lakhs. The interest is payable semi-annually at the rate of 8.70% per annum. Bonds are redeemable at par in two tranches of INR 25,000 lakhs each at the end of 4th and 5th year from the date of allotment of 16 January, 2017.

(ii) To promote the industries in backward area (i.e. at Yerraguntla, Andhra Pradesh), Government of Andhra Pradesh, announced an interest free sales tax loan facility. To avail the facility, the Company has entered into an agreement with the Government of Andhra Pradesh for deferring payment of sales tax collected during the period February 15, 1999, to February 14, 2013 (fourteen (14) years). The deferred amount will be repaid by the year ended March 31, 2027. The amount repayable within a period of one year from the reporting date, i.e. INR 1,039.25 Lakhs (December 31, 2017: INR 966.74 Lakhs) is included in current maturities of long-term borrowings. It is secured by way of movable and immovable properties of the Company.

As per Ind AS 109, Sales Tax Deferment loan results into an interest-free loan from the government. Accordingly, the Company has retrospectively measured the sales tax deferral loan as on transition date by arriving at the present value, which is the discounted amount of the loan computed using the market rate of interest for a similar loan for the period for which the entity is not required to deposit the sales tax amount with the government.

**14. Provisions**

	Non-current		Current	
	December 31, 2018	December 31, 2017	December 31, 2018	December 31, 2017
<b>Provision for employee benefits</b>				
Compensated absences	-	-	426.98	449.71
	-	-	<b>426.98</b>	<b>449.71</b>
<b>Others</b>				
Provision for litigation (refer note 30(e))	3,513.61	4,560.97	-	-
Provision for site restoration expense (refer note 30(f))	1,091.38	1,091.38	-	-
	<b>4,604.99</b>	<b>5,652.35</b>	<b>-</b>	<b>-</b>
	<b>4,604.99</b>	<b>5,652.35</b>	<b>426.98</b>	<b>449.71</b>

**15. Income tax & deferred tax liability**

The major components of income tax expense for the years ended December 31, 2018 and December 31, 2017 are:

Statement of Profit or loss :	December 31, 2018	December 31, 2017
<b>Current income tax:</b>		
Current income tax charge	1,374.04	3,942.43
Relating to origination and reversal of temporary differences	(865.24)	1,252.76
<b>Income tax expense reported in the statement of profit or loss</b>	<b>508.80</b>	<b>5,195.19</b>
<b>Other comprehensive income:</b>		
<b>Deferred tax related to items recognised in OCI during the year:</b>		
Net gains/(losses) on remeasurements of defined benefit plans	(36.94)	(11.76)
<b>Income tax charged to OCI</b>	<b>(36.94)</b>	<b>(11.76)</b>



**Zuari Cement Limited**

**Notes to financial statements for the year ended December 31, 2018**

(Presented in INR Lakhs except share data and EPS)

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
<b>Reconciliation of tax expense and the accounting profit multiplied by India's tax rate for December 31, 2018 and December 31, 2017:</b>		
Accounting profit before income tax	4,561.85	17,460.00
At India's statutory income tax rate of 34.944% (December 31, 2017: 34.61%)	1,594.09	6,042.56
Adjustments in respect of of previous years	(715.56)	(31.04)
Deductible expenses for tax purposes	(298.81)	(906.27)
Non recognition of DTA due to tax holiday period	(407.91)	-
Non-deductible expenses for tax purposes	19.43	41.29
Corporate social responsibility expenditure	97.29	48.65
Impact of change in tax rate	220.27	-
<b>At the effective income tax rate of 11.15% (December 31, 2017: 29.75%)</b>	<b>508.80</b>	<b>5,195.19</b>
Income tax expense reported in the statement of profit and loss	<b>508.80</b>	<b>5,195.19</b>

Company is entitled to avail exemption under section 80IA of the Income Tax Act, 1961 from income tax on profits of business. Based on the assessment of the Company, deferred tax as on December 31, 2018 has been recognised only to the extent the timing differences arising in the current period which does not get reversed within the tax holiday period.

**Deferred tax liabilities (net)**

**Deferred tax liability**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Fixed assets: Impact of difference between tax depreciation and depreciation/ amortization charged for the financial reporting	24,013.19	23,766.44
Expenditures allowed under tax on payment basis	-	192.12
<b>Gross deferred tax liability</b>	<b>24,013.19</b>	<b>23,958.56</b>

**Deferred tax asset**

Unused tax credits (MAT credit entitlement)	5,657.83	5,345.56
Expenditures allowed under tax on payment basis	577.28	-
Provision for doubtful debts and advances	113.53	110.17
Provision for employee related liabilities	424.84	434.82
<b>Gross deferred tax asset</b>	<b>6,773.48</b>	<b>5,890.55</b>
<b>Net deferred tax liability</b>	<b>17,239.71</b>	<b>18,068.01</b>

**16. Other non-current liabilities**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Income received in advance	660.55	693.57
	<b>660.55</b>	<b>693.57</b>

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**Zuari Cement Limited****Notes to financial statements for the year ended December 31, 2018**

(Presented in INR Lakhs except share data and EPS)

**17. Trade payables**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Due to creditors other than micro and small enterprises (refer note 40)		
-Total outstanding dues of micro enterprises and small enterprises	-	-
-Total outstanding dues of creditors other than micro enterprises and small enterprises	36,783.52	25,750.75
Due to related parties (refer note 29)	8,455.70	3,277.26
	<u><b>45,239.22</b></u>	<u><b>29,028.01</b></u>

**18. Other financial liabilities**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Current maturities of long-term borrowings (refer note 13)	1,039.25	966.74
Payable to KSK Energy Ventures Limited (refer note 5(i))	-	1,500.00
Interest accrued but not due on borrowings	1,892.87	1,905.20
Interest accrued but not due on deposits	278.37	269.25
Dealer deposits	7,048.97	6,163.21
Capital creditors	-	953.66
Employee related liabilities	1,438.58	959.31
Derivative liability	599.77	5.03
	<u><b>12,297.81</b></u>	<u><b>12,722.40</b></u>

**18 A. Other liabilities**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Advance from customer	1,839.04	2,321.94
Income received in advance	33.03	33.03
Statutory liabilities	3,381.49	1,850.21
	<u><b>5,253.56</b></u>	<u><b>4,205.18</b></u>

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**Zuari Cement Limited****Notes to financial statements for the year ended December 31, 2018**

(Presented in INR Lakhs except share data and EPS)

**19. Revenue from operations**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
<b>Revenue from operations</b>		
Sale of products		
Cement	194,057.22	191,870.71
Clinker	12,329.60	8,261.14
Others	71.20	213.76
	<u>206,458.02</u>	<u>200,345.61</u>
Other operating revenue		
Scrap sales	441.40	528.23
Revenue from disposal of hazardous waste	319.20	536.25
Government grant- sales tax incentive (refer note 32)	2,527.25	1,903.75
<b>Revenue from operations (gross)</b>	<u>209,745.87</u>	<u>203,313.84</u>

**20. Other income**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Interest income		
On bank deposits	309.97	474.92
On inter-corporate loan@	1,612.88	762.37
Others	164.79	154.30
Gain on fair valuation of investments (refer note 5(iii))	124.32	108.09
Provision no longer required written back	1,055.92	1,729.61
Rental income	52.39	47.49
Profit on sale of property, plant and equipment net	-	8.44
Foreign exchange gain, net	-	103.34
Miscellaneous income	1,556.98	88.50
	<u>4,877.25</u>	<u>3,477.06</u>

(@ Interest income on inter-corporate loan include INR 955.18 lakhs (31 December 2017: INR 56.96 Lakhs) as per Ind AS 109)

**21. Cost of raw material and packing material consumed**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Inventory of materials at the beginning of the year	3,096.84	1,880.22
Add: Purchases during the year	36,764.66	33,198.98
Less: Inventory of materials at the end of the year	2,166.09	3,096.84
	<u>37,695.41</u>	<u>31,982.36</u>

**22. Change in inventories of finished goods and work-in-progress**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Opening stock		
Finished goods	1,517.82	3,235.54
Work-in-progress	1,467.32	2,521.45
	<u>2,985.14</u>	<u>5,756.99</u>
Less: closing stock		
Finished goods	2,149.50	1,517.82
Work-in-progress	4,240.64	1,467.32
	<u>6,390.14</u>	<u>2,985.14</u>
	<u>(3,405.00)</u>	<u>2,771.85</u>



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**Zuari Cement Limited****Notes to financial statements for the year ended December 31, 2018**

(Presented in INR Lakhs except share data and EPS)

**23. Employee benefits expense**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Salaries, wages and bonus	7,137.34	6,850.29
Gratuity expense (refer note 31)	123.13	134.51
Contribution to provident fund and other funds	424.82	446.62
Staff welfare expenses	302.84	187.79
	<u>7,988.13</u>	<u>7,619.21</u>

**24. Finance costs**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Interest expense		
On term loans and cash credit from banks	0.79	411.29
On long term borrowings from related party	4,338.08	4,206.99
On others#	1,128.17	1,225.27
Bank charges	71.44	110.11
	<u>5,538.48</u>	<u>5,953.66</u>

(# Interest on other include INR 858.99 lakhs (December 31 2017: INR 853.63 Lakhs) for interest expenses on sales tax deferral loan as per IND AS 109)

**25. Depreciation and amortisation**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Depreciation on tangible fixed assets (refer note 3)	11,396.78	11,726.29
Amortisation/impairment of intangible fixed assets (refer note 4)	115.10	178.75
	<u>11,511.88</u>	<u>11,905.04</u>

**26. Other expenses**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Power and fuel@	74,460.22	50,090.91
Freight outward [after netting off freight recoveries from customers]	51,169.32	42,548.88
Consumption of stores, loose tools and spare parts	6,018.36	5,226.47
Rent	1,297.15	1,444.55
Rates and taxes	905.19	491.28
Legal and professional	774.47	226.19
Payment to auditor*	66.58	66.73
Repairs and maintenance:		
- Plant and machinery	2,854.35	3,557.22
- Buildings	95.42	118.31
- Others	139.86	416.93
Technical know how (refer note 29)	2,674.37	4,896.15
Sundry balances written off (gross)	10.48	5.59
Selling and distribution expenses	3,597.19	1,746.72
Sales commission	1,195.95	969.86
Advertisement and sales promotion	773.09	851.51
Corporate social responsibility (refer note 33)	278.42	140.58
Loss on sale of fixed assets, net	630.54	-
Insurance	560.94	508.12
Traveling and conveyance	751.84	761.25
Communication	526.19	303.94
Foreign exchange loss, net	363.48	-
Site restoration expenses (refer note 30 (f))	-	49.40
Miscellaneous expenses	1,588.96	1,227.91
	<u>150,732.37</u>	<u>115,648.50</u>

[@ Power and fuel cost include INR 293.41 lakhs (December 31 2017: INR 293.41 Lakhs) as per IND AS 109 .Also refer note 5(iii)]

**\*Payment to auditor**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
As statutory auditor	32.11	32.00
Other matters	34.47	32.50
Reimbursement of expenses	-	2.23
	<u>66.58</u>	<u>66.73</u>

**27. Earnings per share (EPS)**

The following reflects the profit and share data used in the basic and diluted EPS computations:

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Profit after tax available to equity shareholders	4,053.05	12,264.81
Net profit for calculation of basic/Diluted EPS	<b>4,053.05</b>	<b>12,264.81</b>
Weighted average number of equity shares in calculating Basic/Diluted EPS (in lakhs)	2,749.61	2,749.61
Basic and Diluted EPS (in INR)	<b>1.47</b>	<b>4.46</b>



## **28. Significant accounting judgements, estimates and assumptions**

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

### **Judgements**

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements.

### **Contingent liabilities**

Contingent liabilities may arise from the ordinary course of business in relation to claims against the Company, including legal, land access and other claims. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgement and the use of estimates regarding the outcome of future events.

### **Estimates and assumptions**

The key assumptions concerning the future and other key sources of estimating uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company has based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market change or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

#### **(i) Useful Lives of Property, Plant & Equipment:**

The Company uses its technical expertise along with historical and industry trends for determining the economic life of an asset/component of an asset. The useful lives are reviewed by management periodically and revised, if appropriate. In case of a revision, the unamortised depreciable amount is charged over the remaining useful life of the assets.

#### **(ii) Defined benefit plans**

The cost of the defined benefit gratuity plan and other post-employment defined benefits are determined using actuarial valuations. An actuarial valuation involves various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. Further details about gratuity obligations are given in Note 31.

#### **(iii) Fair value measurement of financial instrument**

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer Note 35 of the financials.

#### **(iv) Mines reclamation expenses:**

In determining the fair value of the Mines Restoration Obligation, assumptions and estimates are made in relation to discount rates, the expected cost of mines restoration and the expected timing of those costs.

#### **(v) Taxes**

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the nature of business, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective domicile of the companies.

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

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**29. Related party disclosures**

**a. Names of related parties and related party relationship**

**Names of related parties where control exists irrespective of whether transactions have occurred or not:**

Ultimate holding Company	HeidelbergCement AG
Holding Company	Ciments Français S.A
Subsidiary Companies	Sitapuram Power Limited Gulbarga Cement Limited

**Related parties with whom transactions have taken place during the year**

Entities under common control	CTG S.p.A. Interbulk Trading SA Suez Cement Company SAE Singha Cement (Pvt.) Limited Asia Cement Public Company Limited HeidelbergCement India Limited Cochin Cements Limited HC Trading Malta Ciments Calcia SA HC Asia Pte Ltd Butra HeidelbergCement Sdn Bhd Italcementi S.p.A
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**Additional related parties as per the Companies Act, 2013 with whom transactions have taken place during the year**

Chief Financial Officer	Mr. Vimal Kumar Choudhary w.e.f 1st December 2018 Mr. Varaprasad Kalepalli, upto April 2, 2018
Company Secretary	Mr. L. R. Neelakanta
Key Management Personnel	Mr. Jamshed Naval Cooper, Managing Director Mr. Krishna Srivastav, Whole time director, up to August 29, 2017 Mr. R. Ramakrishnan, Independent director, up to October 25, 2018 Mrs. Akila Krishnakumar, Independent director, up to October 25, 2018 Mr. Kevin Gluskie, Non-executive director Mr. Juan-Francisco Defalque, Non-executive director Ms. Soek Peng Sim, Non-executive director Mr. Sushil Kumar Tiwari, Non-executive director

**b. Related party transactions**

The following table provides the total amount of transactions that have been entered in to with related parties for the relevant periods:

**i. Transactions during the year:**

<u>Name of related party</u>	<u>Nature of transaction</u>	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Sitapuram Power Limited	Purchase of power	17,589.09	11,007.50
	Expenses recoverable	81.22	59.21
	Reimbursement of expenses	1,455.92	-
Gulbarga Cement Limited	Interest income on inter-corporate loan (gross)	657.70	705.41
	Expenses recoverable	0.78	3.57
Singha Cement (Pvt.) Limited	Sale of manufactured products	-	260.28
	Reimbursement of expenses	33.23	0.56
	Expenses recoverable	-	202.98
HC Trading Malta	Purchase of materials	9,015.43	2,778.11
	Sale of manufactured products	575.95	772.88
	Expenses recoverable	-	215.60
Ciments Français S.A	Expenses recoverable	-	3.52
Italcementi S.p.A	Technical know how	300.36	3,767.12
	Sub license fee	-	1,129.03
	Information Technology recharges and other technical services	-	100.92
Interbulk Trading SA	Purchase of fuel	-	3.09
Suez Cement Company SAE	Expenses recoverable	-	23.38



**Zuari Cement Limited**

**Notes to financial statements for the year ended December 31, 2018**

(Presented in INR Lakhs except share data and EPS)

**i. Transactions during the year (Contd.)#**

<u>Name of related party</u>	<u>Nature of transaction</u>	<u>December 31, 2018</u>	<u>December 31, 2017</u>
HeidelbergCement AG	Masala bonds issued	-	50,000.00
	Interest expenses on masala bonds	4,338.08	4,206.99
	Management charge back	374.71	134.31
	Licence fee (Technical know how)	2,374.01	-
	Service income	32.04	-
	Reimbursement of expenses	-	13.63
HeidelbergCement India Limited	Sale of manufactured products	3,974.92	2,364.29
	Services received	527.29	297.80
Cochin Cements Limited	Sale of manufactured products	1,103.78	1,294.33
HC Asia pte Ltd	Technical service	44.23	-
	Reimbursement of expenses	9.80	-
Butra HeidelbergCement Sdn Bhd	Sale of Packing material	6.91	-

**ii. Balance outstanding at the year end**

<u>Nature of transaction</u>	<u>Name of related party</u>	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Trade receivables	HeidelbergCement India Limited	825.27	802.69
	Cochin Cements Limited	894.21	615.74
	Singha Cement (Pvt.) Limited	-	87.73
	HC Trading Malta	-	218.61
Advances given	Sitapuram Power Limited	1,380.86	-
Trade payables	Ciments Calcia SA	17.79	17.79
	Sitapuram Power Limited	-	363.05
	HC Trading Malta	3,952.40	-
	Italcementi S.p.A	1,405.53	2,071.46
	Ciments Français S.A	404.99	374.02
	HeidelbergCement India Limited	143.33	297.80
	HeidelbergCement AG	2,473.30	145.69
	HC Asia Pte Ltd	50.20	-
CTG S.p.A.	8.17	7.46	
Interest accrued but not due	HeidelbergCement AG	1,892.87	1,905.20
Loan payable (Masala bond)	HeidelbergCement AG	50,000.00	50,000.00
Inter-corporate loan given (refer note 6)	Gulbarga Cement Limited	9,695.82	8,148.70

**iii. Transactions with key management personnel\***

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Short-term employee benefits	95.93	184.28
Termination benefits	23.32	11.33
Director sitting fees	16.00	22.00
<b>Total compensation paid to key management personnel</b>	<b>135.25</b>	<b>217.61</b>

\*As the liabilities for gratuity and leave encashment are provided on an actuarial basis for the Company as a whole, the amounts pertaining to the key management personnel are not included above.

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**Zuari Cement Limited**

**Notes to financial statements for the year ended December 31, 2018**

(Presented in INR Lakhs except share data and EPS)

**30. Commitments and Contingencies**

**a) Capital Commitments**

i. Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) INR 282.19 lakhs (December 31, 2017: INR 811.75 lakhs).

b) The Company is further committed as follows:

- Agreement with Sitapuram Power Limited for off take of 160 to 175 Million Kwh in one financial year as per Power Purchase Agreement.

**c) Other commitments (Leases)**

**i. Operating lease: Company as lessee**

The Company is obligated under non-cancellable leases for office premises. Total rental expenses under such leases during the year amounted to INR 365.64 lakhs (December 31, 2017: INR 276.81 lakhs). Future minimum rentals payable under non-cancellable operating leases are as follows:

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Not later than one year	135.95	291.25
Later than one year but not later than five years	368.73	423.18
Later than five years	2,079.50	2,070.92

The Company has also taken cancellable operating leases for office premises, godowns, residential apartments and guest houses, which are renewable at the option of both the lessor and lessee. Total rental expense under cancellable leases amounted to INR 764.85 lakhs (December 31, 2017: INR 1,167.74 lakhs).

**ii. Operating lease: Company as lessor**

The Company has leased out railway sidings under non-cancellable lease. Total rental income under such leases during the year amounted to INR 12.89 lakhs (December 31, 2017: INR 12.89 lakhs). Future minimum lease payments expected to receive under non-cancellable operating leases are as follows:

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Not later than one year	12.89	12.89
Later than one year but not later than five years	51.57	51.57
Later than five years	206.26	219.15

**d) Contingent Liability**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Sales Tax/Trade Tax/Entry Tax	10,917.67	9,864.16
Excise Duty/Service Tax/CENVAT Credit	4,525.49	3,247.09
Customs duty	942.07	942.07
Income tax matters	15,184.54	15,560.09
Electricity charges	2,173.89	2,173.89
Stamp duty and registration charges	4,383.83	3,096.48
	<u>38,127.49</u>	<u>34,883.78</u>

**e) Provision for litigations**

	<u>Balance as at Jan 1, 2017</u>	<u>Additions during the year charged to respective expenses head</u>	<u>Amounts reversed/utilised during the year</u>	<u>Balance as at Dec 31, 2018</u>
Electricity duty	103.49	-	-	103.49
	(245.36)	-	(141.87)	(103.49)
Sales tax matters	1,907.63	-	-	1,907.63
	(2,373.27)	(56.18)	(521.82)	(1,907.63)
Electricity charges	29.74	-	-	29.74
	(29.74)	-	-	(29.74)
Custom duty	1,377.89	-	-	1,377.89
	(1,377.89)	-	-	(1,377.89)
Life Tax	94.86	-	-	94.86
	(94.86)	-	-	(94.86)
Railway claims	-	-	-	-
	(301.13)	-	(301.13)	-
Additional power cost	1,048.96	-	1,048.96	-
	(976.77)	(72.19)	-	(1,048.96)
<b>Total</b>	<b>4,562.57</b>	<b>-</b>	<b>1,048.96</b>	<b>3,513.61</b>
	<b>(5,399.02)</b>	<b>(128.37)</b>	<b>(964.82)</b>	<b>(4,562.57)</b>

Note: Figures in brackets are for the previous year

Provisions have been made against demands raised by various authorities. All these cases are under litigation and are pending with various authorities; the resulting outflow of economic benefits cannot be specified. Amount deposited under protest against these provisions are shown under other assets (note 7)



**f) Movement of provision for site restoration expenses during the period as required by Ind AS 37**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Opening provision	1,091.38	1,041.98
Add: Provision made during the year	-	49.40
Less: Provision utilised during the year	-	-
Closing provision	<u>1,091.38</u>	<u>1,091.38</u>

Site restoration expense is incurred on an ongoing basis and until the closure of mines. The actual expenses may vary based on the nature of restoration and the estimate of restoration expenses.

**31. Gratuity and other post-employment benefit plans**

The Company has two post-employment funded plans, namely Gratuity and Superannuation.

**A. Gratuity**

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age. Gratuity being administered by a Trust is computed as 15 days salary, for every completed year of service or part thereof in excess of 6 months and is payable on retirement/termination/resignation. The Gratuity plan for the Company is a defined benefit scheme where annual contributions as demanded by the insurer are deposited to a Gratuity Trust Fund established to provide gratuity benefits. The Trust Fund has taken a Scheme of Insurance, whereby these contributions are transferred to the insurer. The Company makes provision of such gratuity asset/liability in the books of accounts on the basis of actuarial valuation as per the projected unit credit method.

The following tables summarize the components of net benefit expense recognized in the statement of profit and loss and the amounts recognized in the balance sheet for the Gratuity:

**(i) Statement of profit and loss**

Net employee benefit expense (recognized in employee cost)

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Current service cost	132.21	134.60
Interest cost on benefit obligation	(9.08)	(0.09)
<b>Defined benefit cost included in Statement of Profit &amp; Loss</b>	<u>123.13</u>	<u>134.51</u>
Remeasurement recognised in other comprehensive income		
- changes in financial assumptions	(108.98)	(49.73)
- change in experience adjustments	(27.58)	90.05
-(Return) on plan asset (excluding interest income)	30.85	(74.31)
<b>Amount recognised in OCI</b>	<u>(105.71)</u>	<u>(33.99)</u>

**(ii) Balance Sheet**

**Reconciliation of present value of defined benefit obligation**

Particulars	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Balance at the beginning of the year	1,828.39	1,804.91
Current service cost	132.21	134.60
Interest cost on benefit obligation	126.06	117.79
Actuarial (gains) losses recognised in other comprehensive income		
- changes in financial assumptions	(108.98)	(49.73)
- experience adjustments	(27.58)	90.05
Benefit paid	(295.77)	(269.23)
<b>Balance at the end of the year</b>	<u>1,654.33</u>	<u>1,828.39</u>

**Reconciliation of the present value of plan assets**

Particulars	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Balance at the beginning of the year	1,903.51	1,681.18
Interest Income	135.15	117.87
Contribution by employer	137.64	299.38
Return on plan assets recognised in other comprehensive income	(30.85)	74.31
Benefits paid	(295.77)	(269.23)
<b>Balance at the end of the year</b>	<u>1,849.68</u>	<u>1,903.51</u>

**Details of provision for gratuity**

	<u>December 31, 2018</u>	<u>December 31, 2017</u>
Present value of defined benefit obligation	1,654.33	1,828.39
Present value of plan assets	1,849.68	1,903.51
<b>Net defined benefit liability/(assets)</b>	<u>(195.35)</u>	<u>(75.12)</u>



The principal assumptions used in determining gratuity for the Company's plans are shown below:

	December 31, 2018	December 31, 2017
Discount rate	8.10%	7.10%
Salary increase rate	7.50%	7.50%
Mortality table	Indian Assured Lives Mortality (IALM) (2006-2008) (modified) Ult.	Indian Assured Lives Mortality (IALM) (2006-2008) (modified) Ult.
Withdrawal	5.00%	5.00%
Retirement age	60 years	60 years

**Note**

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.

Assumptions regarding future mortality are based on published statistics and mortality tables.

*- Sensitivity analysis*

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

Gratuity Plan Assumptions	Sensitivity level		Impact on DBO	
	December 31, 2018	December 31, 2017	December 31, 2018	December 31, 2017
Discount rate	-1.00%	-1.00%	108.99	128.69
	1.00%	1.00%	(98.03)	(115.12)

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

**Plan assets**

The principal plan asset consists of a scheme of insurance taken by the Trust, which is a qualifying insurance policy. As at December 31, 2018 and December 31, 2017, 100% of the plan assets were vested in investment with insurance company.

The following payments are expected contributions to the defined benefit plan in future years:

	December 31, 2018	December 31, 2017
Within the next 12 months (next annual reporting period)	104.97	105.51
Between 2 and 5 years	914.65	914.69
Beyond 5 years	1,489.64	1,569.23

The average duration of the defined benefit plan obligation at the end of the reporting period is 5 years (December 31, 2017: 5 years).

**B. Superannuation Fund**

Retirement benefits in the form of Superannuation Fund (being administered by Trusts) are funded defined contribution schemes and the contributions are charged to the Statement of profit and loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable. The contributions for the year ended December 2018 is INR 76.00 lakhs and for the year ended December 2017 is INR 82.80 Lakhs.

**32. Sales tax incentive**

The Company is entitled to benefits under Package Scheme of Incentives - 2007 as notified by Government of Maharashtra for the Manufacturing set up for cement production facility at Solapur, Maharashtra w.e.f. September 1, 2015. Under the said policy, the Company is entitled for refund of Value Added Tax (which is now subsumed on GST), exemption from electricity duty and waiver of stamp duty for a period of seven (7) years. Accordingly, as at December 31, 2018, the Company has recognised INR 2,527.25 lakhs (December 31, 2017: INR 1,903.75 lakhs) as income and disclosed under "Other operating revenue".

**33. Corporate social responsibility (CSR):**

a. Gross amount required to be spent by the Company during the year:

During the year, the gross amount required to be spent by the Company on activities related to Corporate Social Responsibility (CSR) amounted to INR 258.83 Lakhs (December 31, 2017: INR 88 lakhs).

b. Amount spent during the year

	December 31, 2018	December 31, 2017
Education, medical and community development	278.42	140.58
	<u>278.42</u>	<u>140.58</u>

**34. Dividend paid and proposed:**

**Dividend declared and paid during the year:**

	December 31, 2018	December 31, 2017
Final Dividend for the year ended on 31 December 2017: Rs 3.00 per share	8,248.84	8,248.84
Corporate Dividend Tax on Final Dividend	1,695.57	1,725.97
	<u>9,944.41</u>	<u>9,974.81</u>

**Proposed Dividends on equity shares:**

Proposed dividend for the year ended on 31 December 2018: INR 2.00 per share (31 December 2017: Rs 3.00 per share)	5,499.23	8,248.84
Corporate Dividend Tax on proposed dividend	1,130.38	1,695.57
	<u>6,629.61</u>	<u>9,944.41</u>

Proposed dividends on equity shares are subject to approval at the Annual General Meeting and are not recognised as a liability (including DDT thereon) as at December 31, 2018.



35. Fair Value

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

	Carrying value		Fair Value	
	December 31, 2018	December 31, 2017	December 31, 2018	December 31, 2017
<b>Financial assets</b>				
Investment	974.74	850.42	974.74	850.42
Loans and advances	12,687.09	12,231.32	12,687.09	12,231.32
Other financial assets	5,662.37	3,077.13	5,662.37	3,077.13
<b>Financial liabilities</b>				
Borrowings	58,327.79	58,513.41	58,327.79	58,513.41
Other financial liability	12,297.81	12,722.40	12,297.81	12,722.40

The management assessed that cash and cash equivalents, trade receivable, trade and other payables approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

36. Fair Value Hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets as at December 31, 2018:

Assets measured at fair value:

Date of Valuation	Total	Fair value measurement using		
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Unquoted instruments				
December 31, 2018	974.74	-	-	974.74
December 31, 2017	850.42	-	-	850.42

The fair value of unquoted instruments is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities.

37. Financial risk management objectives and policies

The Company's principal financial liabilities, other than derivatives, comprise of trade payables, other payables and borrowings. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include security deposits, receivables and cash and cash equivalents which are part of the Company's operations.

The Company is exposed to market risk, liquidity risk, and credit risk. The policies and procedures considered by Company's senior management to oversee the management of these risks has been summarised below.

A. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. The Company is exposed to two types of market risk: foreign currency risk and interest rate risk.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency). As on December 31, 2018, the Company has following foreign currency exposures:

Derivative instruments and unhedged foreign currency exposure

a. Derivatives outstanding as at the reporting date

Currency	December 31, 2018		December 31, 2017		
	In foreign currency (in lakhs)	Amount in INR (in lakhs)	In foreign currency (in lakhs)	Amount in INR (in lakhs)	
Forward exchanged contracts (to hedge trade payables)	USD	8.60	599.78	0.08	5.03
		<b>8.60</b>	<b>599.78</b>	<b>0.08</b>	<b>5.03</b>

b. Particulars of unhedged foreign currency exposure as at the reporting date

Currency*	December 31, 2018		December 31, 2017		
	in foreign currency (in lakhs)	Amount in INR (in lakhs)	in foreign currency (in lakhs)	Amount in INR (in lakhs)	
Capital creditors	USD	-	-	0.15	9.56
					<b>9.56</b>
Trade payables	EUR	2.31	185.17	0.17	12.71
	USD	121.77	8,495.22	45.96	2,929.89
			<b>8,680.39</b>		<b>2,942.60</b>
Advance to supplier	USD	0.81	56.41	0.04	2.62
	JPY	3.94	2.50	-	-
	GBP	0.22	19.13	-	-
	EUR	0.30	24.13	1.49	114.12
			<b>102.17</b>		<b>116.74</b>
Due to related parties	EUR	54.82	4,385.44	34.19	2,616.55
	USD	56.81	3,962.89	-	-
			<b>8,348.33</b>		<b>2,616.55</b>

\*USD – US Dollar, EUR – Euro, GBP- Great Britain Pound, JPY- Japan Yen



#### Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in EUR and USD exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities.

5% increase in foreign exchange rates will have the following impact on profit before tax:

	December 31, 2018	December 31, 2017
EUR	(227.60)	(124.68)
USD	(627.23)	(144.48)
JPY	0.11	-
GBP	0.97	-

Note: If the rate is decreased by 500 bps, profit will increase by an equal amount for Dec 31, 2018 and Dec 31, 2017.

#### Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's policy is to maintain most of its borrowings at fixed rate. The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

#### B. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting financial obligations towards settlement of financial liabilities. Financial liabilities are settled by delivering cash or another financial asset. The Company's objective is to maintain a balance between continuity of funding and flexibility through use of bank overdrafts, bank loans and other similar credit facilities.

The table below summarises the maturity profile of the Company's financial liabilities at the end of the reporting period based on contractual undiscounted payments.

As at December 31, 2018	<1 year	1-5 years	>5 years	Total
<b>Financial Liabilities</b>				
Borrowings*	1,039.25	55,876.69	7,361.53	64,277.47
Trade payables**	45,239.22	-	-	45,239.22
Other financial liabilities	11,258.56	-	-	11,258.56
<b>As at December 31, 2017</b>				
<b>Financial Liabilities</b>				
Borrowings*	966.74	54,935.17	9,342.30	65,244.21
Trade payables**	29,028.01	-	-	29,028.01
Other financial liabilities	11,755.66	-	-	11,755.66

\* Borrowings are shown excluding interest amount.

\*\* Trade payables are repayable on demand

#### C. Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments. The Company has no significant concentration of credit risk with any counterparty.

#### Trade receivables

Customer credit risk is managed in line with the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed through internal evaluation which takes into account the financial parameters, past experience with the counterparty and current economic/market trends. Individual credit limits are thus defined in accordance with this assessment. Outstanding customer receivables are regularly monitored and any shipments to major customers are generally covered by advances, security deposits, bank guarantees etc. Trade receivables are consisting of a large number of customers. The Company does not have higher concentration of credit risks to a single customer.

#### Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made with approved counterparties. Credit Risk on cash and cash equivalent, deposits with the banks/financial institutions is generally low as the said deposits have been made with the banks/financial institutions who have been assigned high credit rating by international and domestic rating agencies.

#### 38. Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents.

	December 31, 2018	December 31, 2017
Borrowings	58,327.79	58,513.41
Current maturities of long term borrowings	1,039.25	966.74
Less: Cash and cash equivalent	(20,971.98)	(19,308.39)
Net debt	38,395.06	40,171.76
Equity attributable to equity share holder	142,721.82	148,544.41
Capital and debt	181,116.88	188,716.17
Gearing ratio	21.20%	21.29%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

#### 39. Standard issued but not yet effective

The amendments to standards that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective. The Ministry of Corporate Affairs (MCA) has issued the Companies (Indian Accounting Standards) Amendment Rules, 2017 and Companies (Indian Accounting Standards) Amendment Rules, 2018 amending the following standard. The Company is currently assessing the requirements of the amendments and has not yet determined the impact on the financial statements.



**Ind AS 115 -Revenue from Contracts with Customers**

Ind AS 115 was issued on March 28, 2018 and establishes a five-step model to account for revenue arising from contracts with customers. Under Ind AS 115 revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The new revenue standard will supersede all current revenue recognition requirements under Ind AS. Either a full retrospective application or a modified retrospective application is required for annual periods beginning on or after April 1, 2018.

**Appendix B to Ind AS 21 Foreign Currency Transactions and Advance Consideration**

The Appendix clarifies that, in determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which an entity initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, then the entity must determine the transaction date for each payment or receipt of advance consideration.

Entities may apply the Appendix requirements on a fully retrospective basis. Alternatively, an entity may apply these requirements prospectively to all assets, expenses and income in its scope that are initially recognised on or after:

- i) The beginning of the reporting period in which the entity first applies the Appendix, or
- ii) The beginning of a prior reporting period presented as comparative information in the financial statements of the reporting period in which the entity first applies the Appendix.

The Appendix is effective for annual periods beginning on or after April 1, 2018.

The Company is currently evaluating the requirements of the amendments and has not yet determined the impact on the financial statements.

**Ind AS 116 -Leases**

Ind AS 116 Leases was notified in October 2018 and it replaces Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after 1 April 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset.

Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.

Lessor accounting under Ind AS 116 is substantially unchanged from today's accounting under Ind AS 17. Lessors will continue to classify all leases using the same classification principle as in Ind AS 17 and distinguish between two types of leases: operating and finance leases.

Ind AS 116, which is effective for annual periods beginning on or after 1 April 2019, requires lessees and lessors to make more extensive disclosures than under Ind AS 17. The Company is currently evaluating the requirements of the amendments and has not yet determined the impact on the financial statements.

**40. Details of dues to micro and small enterprises as defined under the MSMED Act, 2006**

Based on information available with the Company, there are no suppliers who are registered as micro, small or medium enterprises under "The Micro, Small and Medium Enterprises Development Act, 2006" as at December 31, 2018 and December 31, 2017.

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**Zuari Cement Limited**

**Notes to financial statements for the year ended December 31, 2018**

(Presented in INR Lakhs except share data and EPS)

**41. Previous year figures**

Previous year figures have been regrouped / reclassified, where necessary, to conform to this year's classification.

As per our report of even date

**For S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

  
per Sunil Gaggar

Partner

Membership number: 104315

Place: Bengaluru

Date: February 12, 2019



**For and on behalf of the Board of Directors of**

CIN: U26942AP2000PLC050415

  
Jamshed Naval Cooper

Managing Director

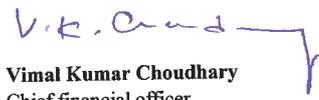
DIN: 01527371

  
L.R. Neelakanta  
Company Secretary

  
Sushil Kumar Tiwari

Director

DIN: 03265246

  
Vimal Kumar Choudhary  
Chief financial officer

Place: Gurugram

Date: February 12, 2019

