

AMBUJA CEMENTS LIMITED

ANNUAL REPORT 2015

OUR VISION

To be the most sustainable and competitive company in our industry.

OUR MISSION-

CREATE VALUE FOR ALL

Delighted Customers | Inspired Employees
Enlightened Partners | Energised Society | Loyal Shareholders
Healthy Environment

CONTENTS

Chairman's Letter	05
Financial Highlights of 5 Years	07
Performance Highlights	08
I Can - Some Highlights	12
Directors' Report and Management Discussion & Analysis	18
Annexure to Directors' Report	41
Report on Corporate Governance	62
Business Responsibility Report for the Year 2015	83
Auditor's Report	93
Financial Statements	96
Consolidated Accounts with Auditor's Report	124
Notice	157

GIVE A MAN ORDERS
AND HE WILL DO THE TASK
REASONABLY WELL.
BUT LET HIM SET HIS
OWN TARGETS, GIVE HIM
THE FREEDOM AND
THE AUTHORITY,
AND HIS TASK BECOMES
A PERSONAL MISSION:



CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. N. S. Sekhsaria

- Chairman

Mr. Eric Olsen (w.e.f. 27.07.2015)

- Vice Chairman

Mr. Bernard Fontana (up to 16.07.2015)

Mr. Bernard Terver (up to 10.02.2016)

Mr. Christof Hassig (w.e.f. 09.12.2015)

Mr. Martin Kriegner (w.e.f. 11.02.2016)

Mr. Nasser Munjee

Mr. Rajendra P. Chitale

Mr. Shailesh Haribhakti

Dr. Omkar Goswami

Mr. Haigreve Khaitan

Ms. Usha Sangwan

Mr. B. L. Taparia

Mr. Ajay Kapur

Managing Director &
 Chief Executive Officer

CHIEF FINANCIAL OFFICER

Mr. Suresh Joshi (w.e.f. 01.02.2016)

COMPANY SECRETARY

Mr. Rajiv Gandhi

EXECUTIVE COMMITTEE

Mr. Ajay Kapur

- Managing Director & CEO

Mr. Suresh Joshi

- Chief Financial Officer

Mr. Vilas Deshmukh

- Chief Manufacturing Officer

Mr. Sanjay Gupta

- Chief Marketing Officer

Ms. Meenakshi Narain

- Chief HR Officer

Mr. Henning Sasse

- Head of Techport

Mr. Pierre Alexandre De Lavallaz

- Chief Procurement Officer

AUDITORS

M/s. SRBC & Co.LLP (Statutory Auditors)
M/s. P. M. Nanabhoy & Co. (Cost Auditors)
M/s. Rathi & Associates (Secretarial Auditors)

CORPORATE OFFICE

Elegant Business Park, MIDC Cross Road 'B', Off Andheri-Kurla Road, Andheri (E), Mumbai 400 059.

REGISTERED OFFICE

P. O. Ambujanagar, Tal. Kodinar Dist. Gir Somnath, Gujarat 362 715.

CHAIRMAN'S LETTER

Dear Shareholders,

Last year, our industry witnessed a historic event when two of the world's largest cement companies merged. Holcim Ltd. Switzerland and Lafarge SA, France announced the completion of their global merger in July 2015, to create LafargeHolcim Ltd. – a leader in the cement and building material industry, present in 90 countries, with over 1,15,000 employees. LafargeHolcim will support Ambuja in all our business functions, just as Holcim has so ably in the past. We look forward to strengthening our relationship with LafargeHolcim, with even greater achievements enabled by the many synergies and interests shared between us.

India's slow-moving economy in 2015 adversely impacted the cement industry, which has always been closely tied with the country's growth. The demand for cement last year grew by just 1.5%, on a YOY basis, due to a weak rural economy and reduced government spending. A poor monsoon, for the second consecutive year, further affected the rural economy.

Once again, when faced with a challenge, our teams used their grit and ingenuity to steer the Company to safer ground. Because of their hard work, Ambuja's sales volume remained constant through 2015, even in the face of weak demand. Our teams were able to offset negative growth in the 1st quarter by improving sales performance in the 2nd quarter. They were also able to improve efficiencies in cost management by using a better energy mix (pet coke and alternative fuels), helped in part by softer fuel prices. However in the final analysis, weak cement demand, excess capacity and failing prices had a negative impact on the Company's financial performance, with net sales lower by 5.5% to ₹9368 crores. Net profit was down by 46% at ₹808 crores due to lower prices, additional depreciation and tax provisions, and higher tax write-backs in 2014.

On a positive note, the government has announced various initiatives that could lead to growth for the cement industry. Revival of infrastructure projects would increase demand, thereby reducing the gap between supply and demand. Going forward, it's not unreasonable to foresee cement demand enjoying a compounded growth rate of 6-7% over the next five years. This is expected to be driven by strong urbanisation and residential demand coming from individual home builders, along with government's announcement of various initiatives and their on-ground implementation. We are also confident that our various Operational Excellence Programs will yield results for the Company across every parameter.

The Company embarked on an initiative to strengthen customer support in 2015. A network of 7 Ambuja Knowledge Centres (AKC) were added to the existing 20 AKCs that were set up in metros and towns to reach out to construction professionals. These centres bring in world-renowned speakers to give lectures and practical guidance on contemporary construction practices. This enables small contractors across India to use cutting-edge techniques to improve the quality and efficiency of their work.

Over the last few years, sustainability has been a key focus area for the Company. Our journey to achieve sustainability continued this year with improved performance in governance, environmental protection and social responsiveness. Our efforts have borne fruit yet again. I'd like to congratulate our teams for winning the prestigious CII Sustainability Award for Corporate Excellence for the 5th year in a row.

Our CSR initiatives have also broken new ground. I am happy to share that the Ambuja Cement Foundation (ACF) has made new strides to develop the employment skills of young people in our communities. ACF has established 16 Skill and Entrepreneurship Development Institutes (SEDI) across 10 states that provide vocational training in 12 sectors. Till date, SEDI has trained over 26,000 youth, 70% of which have been successfully employed in various industries. I am also delighted to share with you the outstanding performance of two intellectually challenged students of the Ambuja Manovikas Kendra (AMK), who brought glory to their school at the Summer Special Olympics held in Los Angeles.

The coming year may be as challenging as the last. But I am confident, as in the past, that our people's I Can spirit will help us turn adversity into opportunity, and we will rise to overcome every challenge the year brings.

With warm regards,

N.S. Sekhsonia

N.S. Sekhsaria 25th February, 2016

FINANCIAL HIGHLIGHTS OF 5 YEARS

Amount in ₹crores

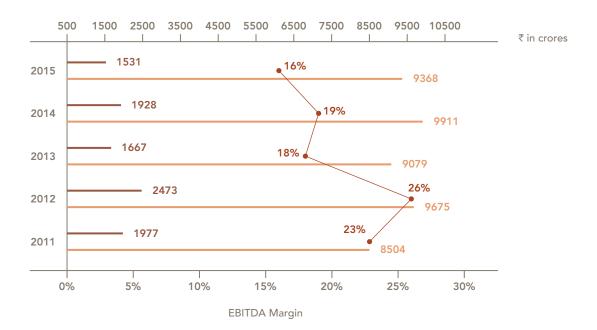
	2015	2014	2013	2012	2011
INCOME STATEMENT					
Net Sales	9,368	9,911	9,079	9,675	8,504
Operating EBITDA	1,531	1,928	1,667	2,473	1,97
Profit Before Tax	1,172	1,783	1,514	1,902	1,70
Profit After Tax	808	1,496	1,295	1,297	1,22
BALANCE SHEET					
Net Worth	10,307	10,103	9,486	8,805	8,06
Borrowings	33	29	29	35	4
Capital Employed	10,946	10,763	10,121	9,414	8,77
Fixed Assets - Gross Block	12,013	11,429	10,826	10,184	9,70
Fixed Assets - Net Block	6,092	6,227	6,063	5,862	6,18
Current Assets	6,549	5,995	5,537	5,276	4,26
Current Liabilities	3,226	3,138	2,843	2,899	2,76
CASH FLOW STATEMENT					
Net Cash Generated from Operations	1,553	1,675	1,287	1,858	1,53
Cash and Cash Equivalents	5,032	4,459	3,961	3,860	2,89
SIGNIFICANT RATIOS					
Operating EBITDA / Net Sales	16%	19%	18%	26%	23%
Return on Capital Employed (EBIT / Avg. CE)	12%	18%	16%	22%	219
Debt Equity Ratio (Debt / [Debt+NW])	0.00	0.00	0.00	0.00	0.0
Price Earning Ratio#	39.02	23.65	21.79	23.83	19.3
Book Value Per Share (₹)	66.52	65.29	61.43	57.24	52.6
Basic Earning Per Share (₹)	5.21	9.67	8.39	8.43	8.0
Dividend Per Share (₹)	2.80	5.00	3.60	3.60	3.2
Dividend Payout Ratio	65%	62%	50%	50%	469
Current Ratio	2.03	1.91	1.95	1.82	1.5
DPERATIONS					
Cement Capacity - Million Tonnes	29.65	28.75	27.95	27.95	27.3
Cement Production - Million Tonnes	21.54	21.43	20.96	21.62	20.9

[#] Market Price as per BSE on last day of the year.

Except for the year 2011, figures of the rest of the years are based on Revised Schedule VI.

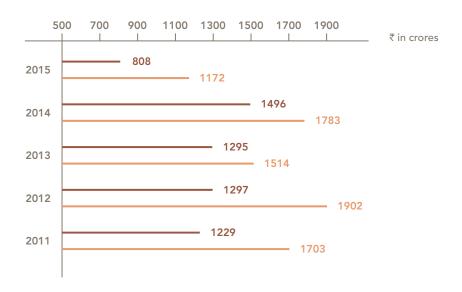
PERFORMANCE HIGHLIGHTS

Net Sales, EBITDA & EBITDA Margin



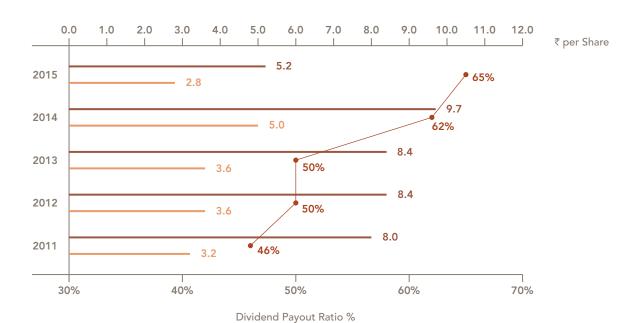
Profit Before Tax & Profit After Tax

Profit Before Tax Profit After Tax



Dividend Per Share, Earning Per Share & Dividend Payout Ratio

DPS EPS - Dividend Payout Ratio



Book Value Per Share

Book Value Per Share (₹)

