



ANNUAL
REPORT

2019

Contents

Board of Directors	02
Corporate Information	04
Chairman's Statement	06
Financial Highlights	11
Notice & Explanatory Statement	13
Board's Report	33
Report on Corporate Governance	91
Auditors' Report (Consolidated)	129
Consolidated Accounts	142
Auditors' Report (Standalone)	257
Standalone Accounts	266
Statement Pursuant to Section 129	331

BOARD OF **DIRECTORS**



Adi Godrej
Chairman



Nadir Godrej
Managing Director

Tanya Dubash
Executive Director &
Chief Brand Officer



Jamshyd Godrej



Vijay Crishna



Nitin Nabar
Executive Director &
President (Chemicals)

Mathew Eipe



Ganapati Yadav





Amit Choudhury



Saleem Ahmadullah

Kersi Dastur



Keki Elavia



Kavas Petigara



Aspy Cooper

Rashmi Joshi



Corporate Information

AUDITORS	:	BSR & Co. LLP, Chartered Accountants
BOARD COMMITTEES		
Audit Committee	:	Mr. Kersi Dastur (Chairman) Mr. Saleem Ahmadullah Mr. Kavas Petigara Mr. Amit Choudhury
Nomination & Remuneration Committee	:	Mr. Saleem Ahmadullah (Chairman) Mr. Amit Choudhury Mr. Kavas Petigara
Stakeholders Relationship Committee	:	Mr. Adi Godrej (Chairman) Mr. Nadir Godrej Ms. Tanya Dubash Mr. Nitin Nabar
Corporate Social Responsibility Committee	:	Mr. Nadir Godrej (Chairman) Ms. Tanya Dubash Mr. Kavas Petigara Mr. Amit Choudhury
Risk Management Committee	:	Mr. Nadir Godrej (Chairman) Ms. Tanya Dubash Mr. Nitin Nabar
Management Committee	:	Mr. Adi Godrej (Chairman) Mr. Nadir Godrej Mr. Aspy Cooper Ms. Tanya Dubash Mr. Nitin Nabar
CHIEF FINANCIAL OFFICER	:	Mr. Clement Pinto
COMPANY SECRETARY & COMPLIANCE OFFICER	:	Ms. Nilufer Shekhawat (upto October 31, 2018) Ms. Tejal Jariwala (w.e.f. November 12, 2018)
REGISTERED OFFICE	:	Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai 400 079. Phone: 022-2518 8010, 2518 8020, 2518 8030 Fax: 022-2518 8066 Website: www.godrejindustries.com CIN No.: L24241MH1988PLC097781

REGISTRARS & TRANSFER AGENT : Computech Sharecap Limited
147, Mahatma Gandhi Road, Opp. Jahangir
Art Gallery, Fort, Mumbai 400 001.
Phone: 022 - 2263 5000, 2263 5001
Fax: 022 - 2263 5001
E-Mail: helpdesk@computechsharecap.in
Website: www.computechsharecap.com

FACTORIES

Ambernath : Plot No.N-73, Additional Ambernath
Industrial Area, Anand Nagar, Village Jambivali,
Taluka Ambernath (East), District Thane,
Maharashtra, Pin - 421 506.
Phone: 0251 - 2624000

Valia : Burjorjinagar, Plot No. 3, Village Kanerao,
Taluka - Valia, District Bharuch,
Gujarat - 393 135.
Phone: 02643 - 270756 to 270760
Fax: 02643 - 270018

Wadala : L.M. Nadkarni Marg, Near M.P.T. Hospital,
Wadala (East), Mumbai 400 037.
Phone: 022 - 2415 4816, 2414 8770
Fax: 022 - 2414 6204

Dombivali : Plot No: W-61, MIDC Phase II,
Sagaon, Sonarpada, Dombivali – East,
Thane, Maharashtra, 421204.
Phone: 0251 - 2871177

BANKERS

Central Bank of India
State Bank of India
Bank of India
HDFC Bank Limited
Citibank N.A.
HSBC Limited
DBS Bank Limited
Kotak Mahindra Bank Limited
Axis Bank Limited

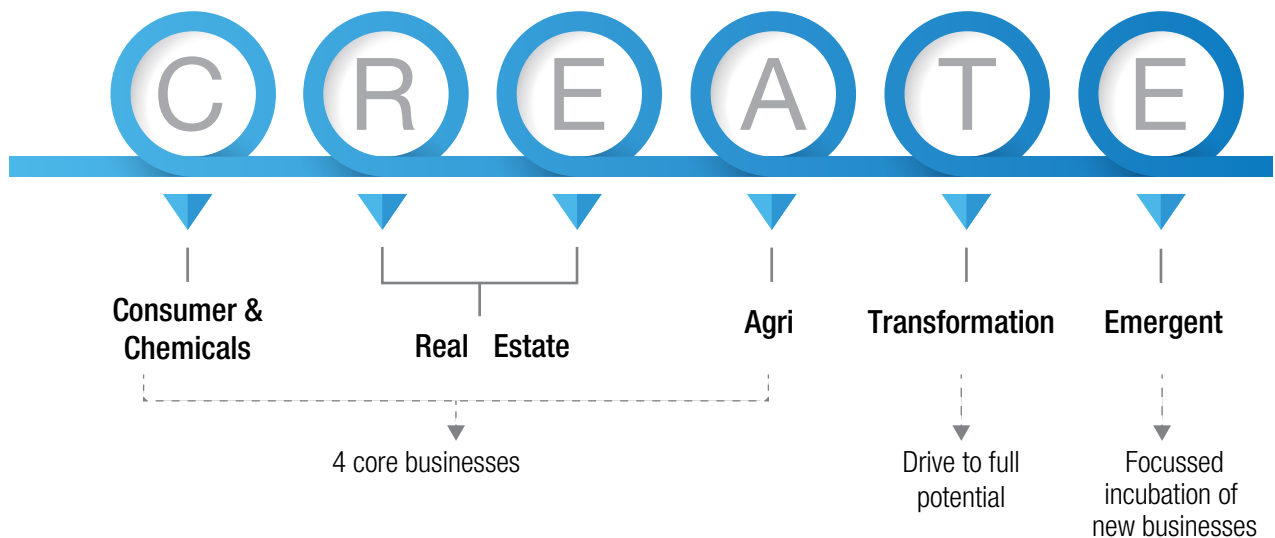


CHAIRMAN'S STATEMENT

Dear Shareholders,

I am delighted to share with you the events and developments of your Company during the course of the Financial Year (FY) 2018-19. The overall performance of your Company has witnessed a healthy growth in profits with consolidated Net Profit increasing by 75%. We continued to do well in most of our core businesses.

The year gone by is representative of the value Godrej Industries continues to create for all its stakeholders. As a conglomerate with diverse business interest, growth at consolidated level is pursued through competitively growing your Company's core businesses, building an environment to achieve transformation while also nurturing and investing in emergent businesses of the future. This approach of your Company's business strategy is captured in the approach called CREATE which stands for:



I would like to summarize the performance for each dimension of your Company's CREATE strategy:

C – Consumer and Chemicals

Consumer (GCPL)

Godrej Consumer Products Limited (GCPL), an associate of your Company, has continued to grow ahead of the overall FMCG sector, as well as the home and personal care categories that it participates in, despite a challenging macroeconomic environment.

In line with our 3 by 3 approach to international expansion at GCPL, it is building a presence in 3 emerging markets (Asia, Africa, Latin America) across 3 categories (home care, personal care, hair care). GCPL ranks among the largest household insecticide and hair care players in emerging markets. In household insecticides, GCPL is the leader in India and Indonesia and is expanding its footprint in Africa. It is the leader in serving the hair care needs of women of African descent and the number one player in hair colour in India and Sub-Saharan Africa and among the leading players in Latin America. GCPL ranks number two in soaps in India and is the number one player in air fresheners in India and Indonesia and a leader in wet tissues in Indonesia.

I am confident that with our clear strategic focus, differentiated product portfolio, superior execution and top-notch team, we will continue to deliver industry-leading results in the future.

Chemicals

Our Chemicals business has delivered a strong fiscal with operating profit increasing by 47% over the previous year.

The chemicals business continued its strong focus on cost control and operational efficiencies.

I am happy to share that our Valia (Gujarat) factory was awarded the 'Energy Efficient Unit' by the Confederation of Indian Industry (CII) for a fourth time in a row. Our Valia factory was also awarded

‘GreenCo Gold’ under the Green Company Rating System of CII. I am also happy to share with you that our Ambarnath (Maharashtra) factory is amongst the first in India to receive the ISO certification for safety management.

R E – Real Estate (GPL)

FY19 has been the best ever year for business development in the history of Godrej Properties Limited (GPL) in terms of area added under development. GPL recorded another strong performance in the fiscal year 2018-19.

GPL’s total income for FY19 increased by 57% and stood at ₹ 3,236 crore, EBITDA increased by 111% to ₹ 597 crore, and net profit increased by 191% to ₹ 253 crore.

I am happy to share that GPL was ranked 4th in Asia & 8th globally by GRESB (Global Real Estate Sustainability Benchmark) - an industry-driven organization which assesses Environmental, Social and Governance (ESG) performance of real estate assets globally.

The real estate sector in India holds huge potential and given our national presence, strong brand and large number of new projects, we believe, we are well-positioned to fully capitalize on this opportunity.

A – Agri Business (GAVL)

Financial Year 2018-19 was a tough year for the agriculture sector. However, Godrej Agrovet Limited (GAVL) has been able to grow revenues and maintain profitability levels. For the Financial Year 2018-19, consolidated total income (excluding non-recurring income) grew by 12.6%.

In the animal feed segment, volume growth was strong at 14.2% for the year. Crop protection segment's performance continues to remain healthy with a revenue growth of 12% for FY19. In the Vegetable Oil segment, GAVL benefitted from increase in prices of crude palm oil. Vegetable Oil's segment revenues for the Financial Year 2018-19 grew by 16%. In the dairy segment, the focus remains on strengthening the Jersey brand and increasing the share of value added products.

In the Financial Year 2018-19, GAVL increased its stake to 51% in Godrej Tyson Foods Limited (GTFL). The business focused on increasing the product portfolio in the ‘Yummiez’ product range and on growing the live bird business.

Currently, the Indian agricultural value chain offers immense business opportunities to enhance productivity as practices are largely unorganized. However, GAVL is well placed to capitalize on these opportunities given its presence across unpenetrated & unorganized segments of the agri value chain and its strong focus on research & development.

T – Transformation

As a Group, your Company believes in inclusive growth that aims at enhancing the competitiveness of the businesses while simultaneously advancing the economic and social conditions of the communities