Greenply/2021-22
August 20, 2021

The Manager	**The Manager**
BSE Limited	National Stock Exchange of India Limited
Department of Corporate Services	Exchange Plaza, Bandra Kurla Complex
Floor 25, P. J. Towers, Dalal Street	Bandra (E)
Mumbai - 400 001	Mumbai - 400 051
Security Code: 526797	Symbol - GREENPLY

Dear Sir/Madam

Sub: Submission of Annual Report for the Financial Year 2020-21

Pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are forwarding herewith a copy of Annual Report of the Company for the financial year 2020-21.

The aforesaid Annual Report has also been placed on the website of the Company viz. www.greenply.com/investors.

Thanking you,

Yours faithfully,
For **Greenply Industries Limited**

Kaushal Kumar Agarwal
Company Secretary &
Vice president-legal

Encl.: A/a

2020-21
ANNUAL REPORT

Greenply Industries Limited

NEW ENERGY. NEW HORIZONS.

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To view or download this report online, please visit: **www.greenply.com**

Forward-looking statement

In this annual report, we are presenting some forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. Wherever possible, we have tried to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

GREENPLY STANDS TODAY AT THE CUSP OF SCALING NEW HEIGHTS.

Leveraging the transformation agenda we had unleashed more than a year ago, we are powered to harness the unfolding opportunities of the future, To deliver sustained value across our stakeholder groups.

Infused with new energies, we are steering the next phase of our growth and expansion, through increased focus on operational and cost efficiencies. We are continuously harnessing the power of technology and innovation, to create a smarter organisation, designed to enhance customer experience. Building on the legacy of our deep-rooted values and our sustainability focus, we are surging ahead to reinforce the Greenply brand.

In our quest to reach new and brighter horizons of performance and progress, we are investing in further energising the core of our business to drive greater sustainable and inclusive long-term growth.

THE GREENPLY EDGE

BRAND EDGE

One of the largest
Interior infrastructure brands in India

30
Years of experience in delivering quality plywood products

Significant
Share in organised plywood market in India

INNOVATION EDGE

E-0
India's first Zero Emission plywood launched in 2020

FSC® - FM Certification
1st in panel industry to receive the prestigious certificate in 2021

CARB Certification
For Greenply's Green Gold Platinum & Wood Crest Platinum in 2020

One of the first in industry
To use Okoume – a natural timber harvested under the Sustainable Forest Management plan

SUSTAINABILITY EDGE

Plantations
Sustained access to raw material supply

Strategic location
Of manufacturing units

Pan India
Distribution reach

Powerful
Brand recall

CUSTOMER EDGE

28
States of presence

900
Cities being serviced

2,300
Dealers & authorised stockists

PEOPLE EDGE

Great Place to Work
Certification received two years in a row (2020 & 2021)
Also Certified as 'India's Best Workplaces in Manufacturing 2021' in Top 30 category

ENERGISED FOR THE FUTURE

Greenply Industries Limited (Greenply) is one of India's largest interior infrastructure brands, with strong presence in the organised plywood market across the country. Led by innovation and driven by its goal of scaling new horizons, the Company is on an all-encompassing organisation-wide transformation, in line with the evolving market trends and consumer needs. Its growth strategy is powered by its sharp technological edge, and is nurtured in an employee-friendly environment, designed to deliver long-term value to all stakeholders.

OUR VISION

- Transform every house into a home.

OUR MISSION

- Ensure on-time delivery of high-quality products
- Create a cordial atmosphere within the organisation
- Implement environmentally and socially considerate decisions for ourselves and the community

OUR VALUE DRIVERS

- Nurturing a growth-oriented environment where passionate and skilled problem-solvers can unleash their potential
- Offering right products through a deep understanding of one's own requirements
- Adopting ground-breaking measures that reshaped the plywood industry

An Energised Business Entity

At the heart of our operational excellence is a future-focussed strategy that makes us energised for sustainable growth. Led by this approach, we manufacture and market a comprehensive range of high-quality, safe and eco-friendly plywood, block boards, decorative veneers, flush doors, and other allied products.

Our brand and product showcase is rooted in quality, and founded on a platform of technology, innovation and production excellence. It is designed to serve a wide gamut of customer segments, across their evolving aspirational needs.

Our world-class products are certified to global standards, including the prestigious FSC-COC, CE and E-1. Our newly launched E-0 range of products has given us a competitive edge to further strengthen our leadership presence in the market. A well-established network of channel partners enables us to reach out to our growing clientele, across regions in urban, semi-urban and rural segments, pan India.

Our Manufacturing Excellence

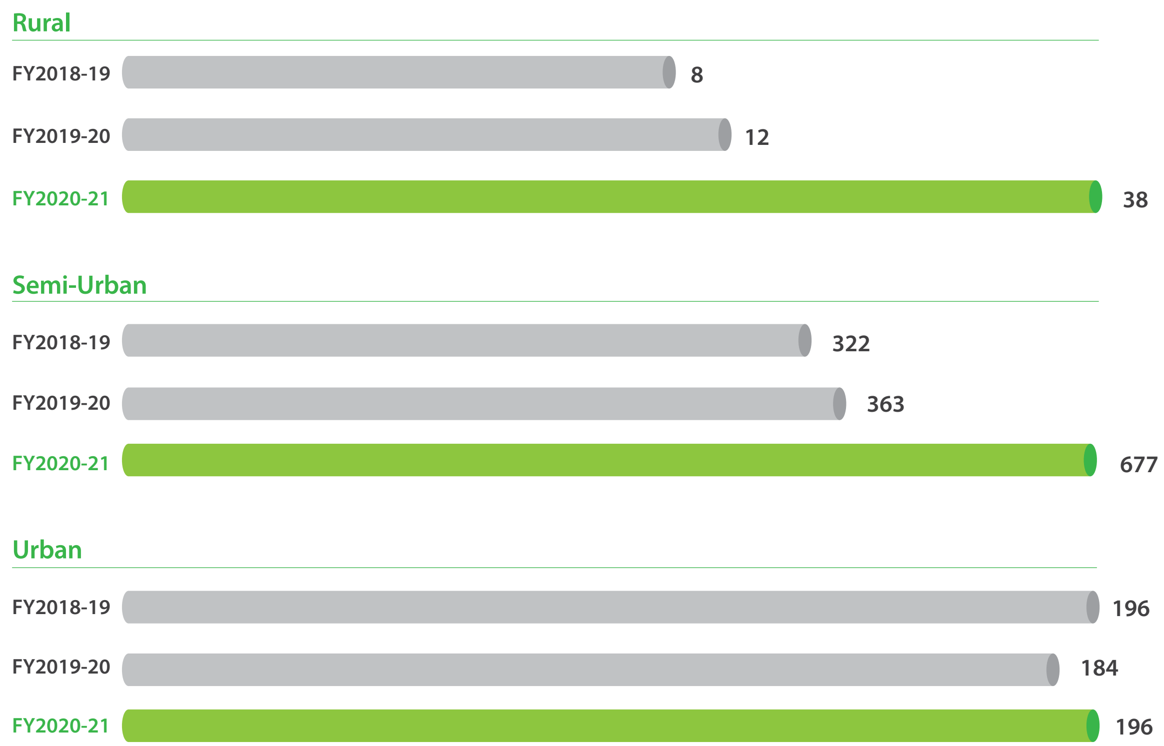
Our three state-of-the-art Manufacturing facilities in India and one in Gabon (West Africa), produce world-class interior products for the domestic and global markets. The units are powered by sustainable operations and industry-best practices, benchmarked to the highest global standards.

KRIPARAMPUR West Bengal	TIZIT Nagaland	BAMANBORE Gujarat	GABON West Africa
Strategic location close to Kolkata Port	Proximity to Nagaland timber belts	Location in proximity to Kandla Port	Strategic proximity to abundant Okume species & to Port
Serves East and South Indian markets	Rich source of raw material	Serves West and North Indian markets	Access to global markets
Capacity 6 million sq. mtrs.	**Capacity** 4.50 million sq. mtrs.	**Capacity** 14.40 million sq. mtrs.	**Capacity** 96,000 CBM (Peeling capacity)

24.9
Million sq. mtrs.
Total Manufacturing Capacity

All our manufacturing units are compliant to the highest environmental standards, and are equipped with waste water recycling facility and ESP to check emission. No petroleum product or coal is used in the boilers.

No. of Cities



536 Total Cities in FY 2018-19

559 Total Cities in FY 2019-20

913 Total Cities in FY 2020-21

(Rural, Semi-Urban and Urban)

We reach out to customers through our growing network of branches and channel partners, which expanded further in FY21 to include 55 branches (including virtual branches) and 7,500+ channel partners, comprising distributors/dealers/retailers across India.

Our Product & Brand Suite

We have a comprehensive range of reputed brands, comprising high-quality products, to cater to diversified needs of customers across regions and price-points. Our products are aligned to the evolving consumer and market trends, which we are continuously mapping and analysing to transform our offerings in tandem.

Raising the product bar with E-0

During FY2020-21, we pushed the bar of our innovation to pioneer India's first-of-its-kind E-0 plywood range

Green Club Plus Seven Hundred

Our foray into the revolutionary zero-emission product range kickstarted in January 2020, with the launch of our new Green Club Plus Seven Hundred. This was a unique product underlining our brand promise to provide healthy homes with superior strength, with no core gap or overlap. It came with the unique promise of seven times money back guarantee on manufacturing defects.

This power-packed product is equipped with features like fire retardant and acoustic properties. Conforming strictly to the global E-0 grade emission standards, this zero-emission plywood is used for making furniture, partitions, panelling, false ceilings and other interior applications. It safeguards the air quality in interior spaces to create healthy homes.

During FY21, we expanded our E-0 range with the launch of:

- **Green Gold Platinum with CARB certification**
- **Engineered Veneers**
- **Wood Crests Farbivo decorative veneers**

In February 2021, we extended the E-0 compliance to the entire range of our Green and Optima products.

FROM THE CHAIRMAN'S DESK

Dear Shareholders,

Amid the pandemic challenge, we moved fast to energise our ongoing transformation process, and invested strategically in the most critical areas of our long-term growth and value creation model

The situation continued to remain uncertain as we moved into the next fiscal, with the second and deadlier COVID wave in India threatening to derail the growth revival which had started becoming visible towards the second half of the year under review. Economic sentiment was seen to be low and consumer demand once again witnessed a downslide as we moved into FY22.

A challenging scenario

Greenply, too, did not remain unaffected, as the lockdown at the start of the fiscal, and the various curbs imposed across regions through the rest of the year, impacted growth and profitability. Plant operations were suspended for a few weeks at the start of the year, while restrictions on travel and movement in various states hindered the supply chain, hit logistics, and put a massive burden on resources. The situation was further exacerbated by massive diesel price hikes and increase in raw material costs during the year.

Amid this difficult external environment, we moved swiftly to put in place new systems and processes within the organisation, in adherence to the government-mandated COVID safety protocols. We also actively and urgently scaled up our technology and digital outreach, while pushing the bar of operational and cost efficiencies through more optimal resource deployment.

Energising the transformation process

Amid the pandemic challenge, we moved fast to energise our ongoing transformation process, and invested strategically in the most critical areas of our long-term growth and value creation model. New initiatives and measures were introduced across functions, while systems and processes were strengthened manifold to create an enabling environment for the Company to scale new horizons in its forward journey. Staying on top of the industry learning curve became an imperative rather than a choice, amid the fast-paced developments in the industry, the market and the organisation.

Responding with agility

At Greenply, differentiation has always been the key propeller of our growth strategy, and the pandemic situation added several new layers of distinctiveness to our business approach. While the COVID outbreak was undoubtedly a catastrophe, we saw in it the opportunity to fast-track the transformation process that we had already unleashed across the organisation. We embraced the latest digital and technological innovations even more aggressively to evolve into a more empowered and robust organisation. Our approach was aimed at ensuring business continuity in the short term, and propelling durable, sustainable and equitable growth in the long-term. We further augmented our innovation edge to expand into new environment-friendly product lines, with the revolutionary E-0 plywood leading the way. We also focussed on strategic expansion to tap into the rural growth opportunity, while moving towards capacity expansion to meet the emerging demand, not just from our new markets but also for the new breakthrough products which we are continuously introducing to meet the transforming needs of customers.

Focussed strategic initiatives

Our targeted measures during the year helped us remain energised for delivering on our goal of sustainable long-term growth. The infusion of new talent pool, especially at the senior Management level, has ushered a new level of dynamism into the organisation, as we gear up to become future-ready across functions, systems, processes and people. It has sharpened our visionary outlook, and catapulted us to higher levels of professional excellence. It has stimulated our efforts to scale new horizons of performance, growth, profitability and value creation, as we move towards greater collective progress for all stakeholders of the Company.

Led by our inspiring leadership, we have remained dedicatedly focussed on maintaining strong cost and operational discipline, which has been an integral facet of our transformational agenda. Instead of taking a myopic short-term view to cut costs, we remained focussed on steering our long-term strategy of rationalisation and optimisation, backed by digitalisation and automation of systems and processes.

Concurrently, in line with our diversification and de-risking approach of the last couple of years, we have further expanded our product basket to adapt it to the evolving needs and aspirations of people in these changing times. Our rural market penetration drive is aligned to this strategy, and we expanded into new markets, particularly in the rural and semi-urban areas, not just in our traditional command areas of growth but across India.

At Greenply, differentiation has always been the key propeller of our growth strategy, and the pandemic situation added several new layers of distinctiveness to our business approach.

Promoting Sustainable growth

Sustainability is a critical area of our growth strategy, and we are making regular strategic investments in innovative initiatives, not just for our direct stakeholders but also the society at large. Our steadfast commitment towards building a lean, green and clean organisation continues to translate into more eco-friendly products and processes across our business value chain. Our innovative E-0 product reinforced this focus during the year. Our plantation drive across facilities gives us uninterrupted access to high-quality timber as part of our sustainable growth agenda, which also yields significant benefits for the farmers.

Investing in Brand Greenply

As a responsible organisation focussed on sustainability and value creation, Greenply remains invested in enhancing its brand credentials on a consistent basis. Our brand attributes of reliability, trust, credibility and relevance are central to our business strategy, and we took various targeted initiatives during the year to further strengthen these tenets and enhance brand visibility.

Nurturing our People core

We have kept our people at the core and nurtured them by identifying their needs for well-being, learning and development, health and safety, and overall growth of our employees. Our COVID policy cover – Kavach, has enhanced the financial and emotional security of the employees during these pandemic times. We took a major leap in fostering our human resources during the year by initiating our first ever ESOPs grant, transforming several employees into owners in the organisation, as we believe people will help us foster our Brand and will help us realise our long-term goals. The Great Place to Work certification received by Greenply in April 2020 validated our people-friendly policies, as well as the culture of learning, safety and growth we have imbued across the organisation.

In conclusion

I would like to extend my personal gratitude and appreciation to all our employees for their contribution in building Brand Greenply as a trusted, respected and reliable Plywood brand. I look forward to their continued support, and that of all our partners, vendors, influencers, distributors and dealers, in our journey to scale new horizons.

On behalf of the Board, I would also like to thank all our investors, shareholders, banking partners and others, whose faith in the Greenply ethos has enabled us to emerge stronger through the COVID crisis. Even as the uncertainty over the pandemic continues, I am confident that together, we shall overcome every challenge to succeed in our endeavour to become an even bigger industry player in the coming years.

RAJESH MITTAL

Chairman cum Managing Director

Q&A WITH JOINT MD & CEO

Our efforts were targeted at bringing in greater efficiencies and cost discipline, along with a seamless transition to the new normal of functioning in an environment of total safety for our people and the communities around which we operate.

The Company had been in the midst of an external and internal change management process even before the COVID outbreak. Did the pandemic scuttle your transformation plans, or did your efforts in this direction contribute to ensuring a stable performance despite the difficult circumstances?

Far from slowing us down, the pandemic actually energised us into accelerating our transformation process in every way, across every function and department. We made sharp strategic shifts to restructure our systems and process internally, even as we responded with agility to further rationalise and optimise our operational and cost structures in the context of the external environment. Our efforts were targeted at bringing in greater efficiencies and cost discipline, along with a seamless transition to the new normal of functioning in an environment of total safety for our people and the communities around which we operate.

COVID changed the way of thinking, planning and operating for the Company in unimaginable ways, many of which we believe are here to stay. Hence, we wasted no time in introducing new initiatives and changes in our way of doing business, which helped us deliver stable performance during the year, after an initial dip in numbers. We see this yielding long-term benefits for the Company.

What were the key initiatives that helped the Company adapt quickly to the fast-transforming business and work environment?

It was a combination of strategic and functional changes that facilitated our fast-paced transformation in the crisis situation. One of the key strategic shifts that helped us grow even in the new business order was our decision to go rural, where we saw significant emerging opportunity for growth in both, the near and long term. We appointed 26 dealers/distributors in rural areas in FY21 to harness this opportunity. To deliver a more balanced and responsive customer proposition, we also went in for a better product mix. At the same time, we focussed on generating increased efficiencies by optimising our processes and costs in many different ways.

Training programmes for our teams and our partner dealers, distributors, influencers, coupled with logistics support to our Sales & Distribution teams, further catalysed our operational excellence to reach new horizons. Through the lockdown period, we hand-held our employees and took care of their safety and well-being, and when operations resumed, they also went the extra mile to support us in business revival. Among our key employee-friendly measures during the pandemic crisis was the 'COVID Kavach' policy cover to help support them in case of any sudden COVID-related medical emergency.

What was the rationale behind the aggressive rural foray and expansion into Tier II & III towns? Will your business focus be sharpened further in these markets, going forward, or are you looking at a more balanced approach?

It was a bold, well thought of and well-strategised decision, prompted by the faster demand pick-up witnessed in the post-lockdown period in the rural markets, as well as in towns with less

At Greenply, we are well poised to seize the opportunity, at the back of our strong credentials, and our exciting product mix that spans price points and diversified customer needs.

than 2-lakh population. As the economy started reopening, we discovered that not only were these markets showing quicker revival of consumer sentiment, but were also yielding higher realisations as compared to urban areas.

We are working on the right product mix that will help us cater effectively to the price sensitive demands of the rural consumer. What we see from the current trends is a fine balance emerging between the demand for economical and affordable mass products and the aspiration for premium and branded products. We are confident that our strategic approach of driving expansion into both the rural and the urban/metro markets will yield dividends going forward.

IT and digital empowerment emerged as a significant factor in distinguishing successful enterprises during the pandemic. What is your strategy for scaling up the digital and technological outreach of the Company, and aligning all your people and functions to the transformation?

When the pandemic hit us, we had already embraced a massive digital and IT transformation, to empower our people across all the key functions. Systems and processes were being systematically upgraded technologically, and functions were being automated to make them less labour-intensive, as well as more operationally efficient and cost-effective. With the pandemic throwing up unprecedented business challenges, we augmented our checks and control mechanism through our Disha app, which equipped us to monitor functions and gaps closely, and helped us address the same through suitable timely interventions.

We shall now leverage our technological platforms to surge towards an all-encompassing digitalisation journey over the next 2-3 years. Automation, Internet of Things (IoT), data analytics & predictability, technological upgradation across our equipment and plants, backed by Industry 4.0 best practices, will be the drivers of this journey. The thrust will be on intelligent manufacturing and smart functioning.

What were the challenges faced in managing your working capital during the year? Did you go in for any major trade policy changes to meet these challenges?

If I have to name one major defining factor of our performance during FY21, it will be our fiscal discipline and cost management. Our focus on maintaining cost efficiencies blended with our measures to tighten our control on receivables and bolster recoveries, to keep our performance largely on track, despite some short-term setbacks. We took a conscious call on working capital management both, for the company as well as dealers. We started initiating discussions not only within the organisation but also reached out to the dealers to educate them on the need to manage cash flows effectively in these critical times. 'Sell more with less inventory' was our message to the dealers, to whom we extended our full support, with offer to give smaller deliveries, which worked remarkably well in the rural markets where demand for small supplies is generally the norm.

Our focus was on doing things differently, with a more rationalised approach to optimise resource utilisation for enhanced efficiencies and productivity. Strict control on commercials further helped us in maintaining a healthy balance sheet in these difficult times. Not only are we net debt-free on standalone basis, as of March 31, but for the first time, we have over ₹ 100 crore cash in Fixed Deposits to lend us financial security.

What is the Company's outlook for the next few years, particularly in context of the uncertainty that still prevails in the market environment?

We remain optimistic about our prospects. The energies we have steadfastly infused into the organisation are making us future-ready. They are fortifying us to harness the emerging opportunities in the short and long term.

The new work-from-home normal is expected to have a positive impact on business as people move towards bigger homes with more functional and well equipped offices. This will translate into a larger share of the opportunity pie for branded Plywood manufacturers, as the unorganised players are finding it increasingly difficult to survive in the post-COVID environment.

At Greenply, we are well poised to seize the opportunity, at the back of our strong credentials, and our exciting product mix that spans price points and diversified customer needs. Our digital transformation journey, aimed at promoting operational and cost efficiencies, is another lever which we shall continue to accelerate as we move towards more targeted expansion into new geographies and customer segments.

MANOJ TULSIAN

Joint Managing Director and CEO

ENERGISED RESPONSE IN CHALLENGING TIMES

The unprecedented crisis triggered by the COVID outbreak at the start of FY21 led to a sudden change in the business environment. Total suspension of operations due to the lockdown, and also briefly again in our West Bengal unit due to the Amphan cyclone, impacted business performance at the beginning of the fiscal. As operations resumed, the situation improved but some external and internal challenges remained, which we tackled through our continuous concerted focus on the key parameters of our transformation strategy.

EXTERNAL CHALLENGES

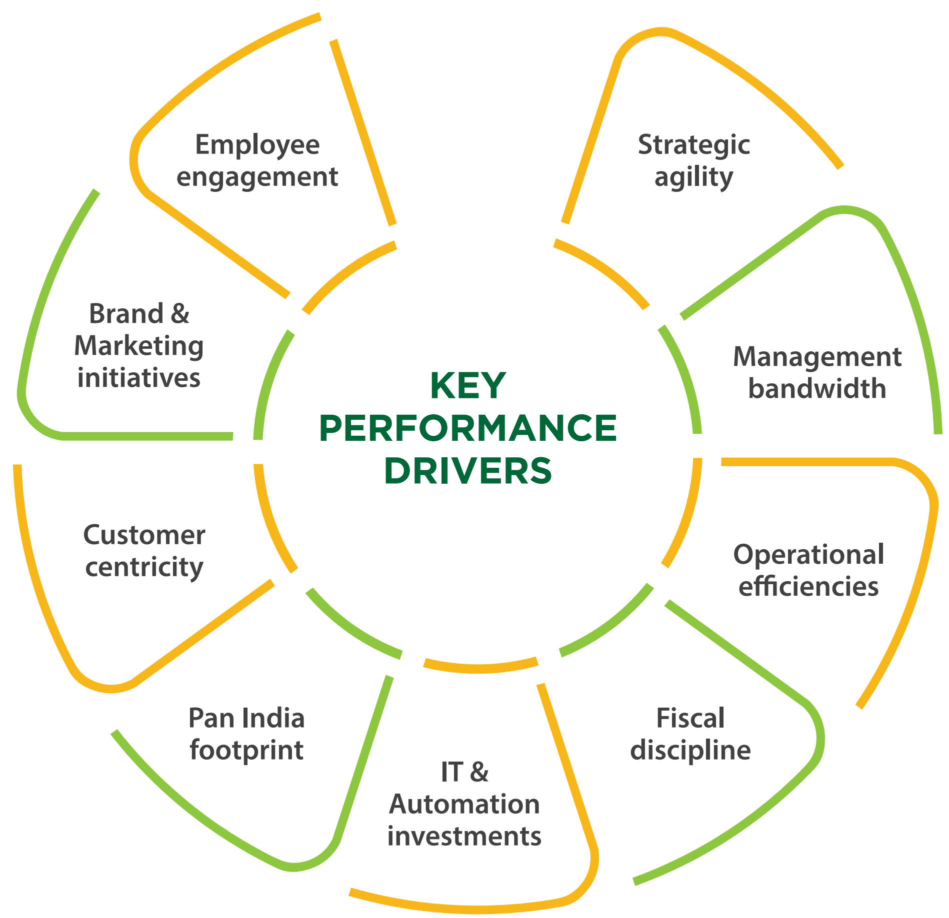
- **Business continuity amid COVID**
- **Raw material & diesel price hikes**
- **Transportation & logistics problems due to lockdowns/travel restrictions**
- **Demand pressure**

INTERNAL CHALLENGES

- **Supply chain issues**
- **Large-scale digitalisation**
- **Employee safety**
- **Continued customer engagement**
- **Dealer expansion**
- **Managing costs (receivables were impacted)**

Responding to change

Responding rapidly to the transforming situation, we, at Greenply, succeeded in managing the crisis quite well to post a decent performance for FY21. Our strategic thrust on managing operational and cost efficiencies enabled us to report commendable margins, despite the logistics, raw material and supply chain issues. We quickly harnessed the learnings of our ongoing transformation to align our business strategy to the new normal. The challenge of managing both external and internal change reinvigorated our conviction in our brand and its strengths. It encouraged us to fast-track our efforts to transform Greenply into a more efficient organisation. It gave us the opportunity to reinvent ourselves by relooking all our systems, controls and processes, with the overarching aim of preparing our business for long-term growth.



Reorienting our strategy

In the process of reorienting our strategy to the needs of the transforming reality, we adopted a multi-pronged approach to leverage the emerging opportunity in the new normal.

- We identified our strengths and moved proactively towards harnessing the growth potential that we saw unfolding in the housing sector at the back of various government incentives
- We used the strategic location of our plants to ensure easy and continued access to raw material from the plantations we had nurtured in the vicinity
- We utilised our lean operational structure and efficiencies to control our costs and maintain a healthy balance sheet
- We sharpened our focus on long-term growth and value delivery for our stakeholders, including our employees, by setting our strategic agenda for the next five years

What steered our strategic plans was the robust platform of the strengths and performance drivers we had developed through our change agenda in the previous years.

ENERGISED STRATEGIC FOCUS

The transformational trajectory on which we had embarked earlier infused an exceptional level of energy into the organisation. It enabled us to move with unparalleled speed to adapt to the changed environment during FY21

IN LINE WITH THIS, WE HAVE ADOPTED A THREE PILLAR STRATEGY OF:

- Seizing the Rural Opportunity
- Strengthening the Management Bandwidth
- Fiscal Discipline

Enhancing Management Bandwidth

To bring in a fresh vision and infuse new energies into the organisation, we invested significantly in unleashing change management during the year.

- The management bandwidth was augmented to effectively drive our transition - from the conventional to the contemporary and more relevant way of doing business.
- Leadership across major departments was strengthened to enable expeditious adoption of new best practices, with greater focus on achieving higher efficiencies
- The process of building new teams has been initiated to create the next level of leadership as the Company prepares to scale new horizons

Tapping into the Rural Opportunity

With demand uptick in the rural segment more clearly defined in the initial months post the 2020 national lockdown, it made logical sense to expand into the rural markets. The reverse migration from the cities to the villages in the wake of the lockdown opened up a new opportunity window as disposable income saw an immediate surge in these areas. We decided, thus, to strategically expand into the rural and semi-urban markets to leverage our strengths to harness the large perceptible untapped opportunity in these regions.

The expansion of our dealer network into rural/Tier II & III markets, and setting up of warehouses, as needed to address the demand for smaller quantities, was in line with this decision. We have appointed around 600 retailers in the smaller markets and we see them emerging as the dealers of tomorrow for Greenply. We aim to have one dealer for every one lakh population, going forward.

Our efforts to penetrate the rural markets, across India, were steered by multiple initiatives during the year.

- Addition of almost 390 dealers in the rural and semi-urban markets to facilitate prolonged reach to mass consumers in a cost-effective manner
- Establishment of a network of regional warehouses connecting in rural and semi-urban regions to cater to the demand for small quantities
- Reorientation of our product mix (premium/mid/low segments) to address the emerging aspirations and demands of the rural population
- Uday Bharat initiative to expand outreach in Tier II/III towns through our own dealer network, supported by retailers
- Samriddh Bharat initiative to establish strong presence in the underpenetrated rural market

Our growing distribution reach with focus on rural markets

No. of Dealers

	FY2018-19	FY2019-20	FY2020-21
Rural	9	12	38
Semi-Urban	509	543	910
Urban	1,293	1,329	1,352

Our strategic approach is aimed at striking a profitable balance between our rural and urban presence, even as we create a robust infrastructure in villages to strengthen our outreach in this market.

1,811	Total dealers in FY 2018-19
1,884	Total dealers in FY 2019-20
2,300	Total dealers in FY 2020-21

(Rural, Semi-Urban and Urban)

INVESTING IN SUSTAINABLE ENERGIES

As a responsible corporate that owes its resources to nature, we remain strongly committed to expanding the Green footprint of our business. Our philosophy is rooted in building the right blocks for sustainable long-term growth and value creation for all stakeholders.

Securing sustained resource availability is thus a strategic driver of our business approach,

WITH OUR FOCUS ON MAINTAINING ECOLOGICAL HARMONY DRIVEN BY THE 2-FOLD PRINCIPLE OF:

1 Take as little as possible from Nature

2 Give back more to Nature than we take

Led by this approach, we invested in augmenting our capacity and capability to achieve higher sustainable energies during FY21

Breathe Easy with game-changing E-0 plywood

The Greenply innovation edge touched new horizons with the launch of India's first E-0 (Zero Emission) plywood. With strict compliance to E-0 standards, the Greenply product range has revolutionised India's plywood market, by creating a new niche of eco-friendly and health-safe products suitable for interior & exterior applications for the discerning, environment-conscious customer of today.

With its "Breathe Easy" (*Khul ke saans lo*) proposition, our E-0 product suite is designed to connect with the customer aspiration for cleaner, greener and safer homes and offices. It gives them a strong sense of total protection in environment-friendly premises. It has emerged as the `healthy product for healthy homes'. By safeguarding the air quality in interior spaces, it protects human health from the deadly formaldehyde emissions.

The E-0 Edge

An exceptional quality edge and the highest standards of environmental safety standards are ingrained in E-0 plywood, making it the preferred choice for interior applications the world over.

E-0 ADVANTAGES

1. One of the highest formaldehyde emission standards for plywood
2. Zero emission on chemicals released from plywood or furniture
3. Keeps homes & offices safe
4. Protects individuals & families from health ailments like skin irritation/ allergies due to prolonged exposure to volatile organic compounds such as Fomaldehyde

Scan here to know more

Breathe Healthy with CARB compliant products

Greenply's commitment to cater to essential health and safety needs in the interior segment finds validation in its various awards and certifications. Our California Air Resources Board (CARB) certification by the Environment Protection Agency (EPA) is an endorsement of our globally benchmarked environmental compliances. This paved the way for the launch of our CARB certified Zero Emission Green Gold Platinum plywood for discerning customers during 2020. Conforming to E-0 grade emission, the Breathe Easy Green Gold Platinum Plywood combines health and durability of the highest quality. It offers the best solution to protect the indoor air quality of our interiors, enabling users to breathe clean and safe air. The product is available in various standard thicknesses viz. from 4 mm to 25 mm, with a warranty of 27 years.

This year, CARB certification has been extended to other value-added products such as Green Club Plus Seven Hundred, Green Club 5 Hundred & Green Defender.

By bringing into India the E-0 emission plywood, which is one of the highest formaldehyde emission standards for plywood, along with California Air Resources Board (CARB) certification, issued by Environment Protection Agency (EPA), Greenply is on a mission to cater to essential health needs within the interior sector.

LEADING THE SUSTAINABLE WAY OF GROWTH

As a future-focussed organisation driven by the goal of sustainable and holistic growth, Greenply is a pioneer among the Indian interior infrastructure companies to adopt a self-sustainable approach in business. Our plantation and agro-forestry drive lends us a leadership edge in sustainable development. It has emerged for us as an imperative for meeting the present human development goals, while concurrently conserving the eco-system for the socio-economic growth of future generations.

Our concerted focus on promoting large-scale plantations in strategic proximity with our manufacturing facilities has enabled us to ensure sustained, long-term raw material supply, while protecting the environment for the local communities. Covering marginal and degraded farm lands, our plantation drive enables prudent management of the renewable raw material used in the plywood industry. Besides providing region-specific saplings free of cost to farmers from the nurseries at our facilities, we educate them in sustainable timber plantation practices through the Demo plots at our plants.

We were one of the first companies in India to promote the use of Okoume – a natural timber harvested under the Sustainable Forest Management Plan.

THE BENEFITS

01 Facilitates perpetual and uninterrupted supply of raw material for the Company

02 Promotes conservation of the natural timber resource used in plywood manufacturing for future generations

03 Enables uplift of the socio-economic conditions of the local communities through continuous replenishment of the forest areas

04 Development & distribution of good quality saplings helps farmers increase productivity, yield and income

05 As a long-term measure, this helps in fostering crop diversification among farmers

06 Platinum LEED (Leadership in Energy & Environmental Design) credit points for the Company give it marketing benefits needed for sustainable business growth

~4 LAKHS Saplings distributed and planted by farmers during FY21.

~25 LAKHS Saplings planted so far

~5000 ACRES of area brought under plantation so far

FSC® - FM CERTIFICATION

In FY21, Greenply became the first organisation in the Indian Panel industry to be awarded the prestigious FSC ® – FM certification in the interior infrastructure category. Awarded for our Sustainable Forest Management programme in Nagaland, the certification endorses the Company's commitment to globally increase its use of certified interior infrastructure products. It validates the success of our efforts to drive environmentally responsible practices through our raw material supply chain. Guidelines for the FSC® certification process include a stringent evaluation process, with an in-depth review of the forest management systems and their impacts on the land.

FSC® certified products are recognised globally, thereby creating new markets for Greenply products that are manufactured under FSC® principles and guidelines. It gives us access to the global furniture hub, opening up new markets of export for us. The certification commits us to source about half our raw material from certified plantations. It will allow us to use FSC® 100% and FSC® Mix labels on many of our products manufactured from FSC® certified plantation wood.


SCS Global Services does hereby certify that an independent audit has been completed and conformity to the applicable standard(s) has been confirmed for:

Greenply Industries Limited

Well Managed Group of Plantations Certification

Certificate Code: SCS-FM/COC-007306
Trademark License Code: FSC-C157698
Valid from: 24 February 2021 Expiry date: 23 February 2026

SCSglobal SERVICES

INFUSING EFFICIENCIES IN BUSINESS

FY21 witnessed a further strengthening of our ongoing transformation efforts, aimed at overcoming the immediate short-term challenges while propelling our long-term profitable growth agenda. We initiated several new measures during the year, as listed below:

- Improvement in operational and plant efficiencies
- Optimisation of resource utilisation
- Streamlining of logistics & supply chain networks
- Strengthening of our marketing and distribution channels
- Acceleration in the pace of automation & digitalisation
- Upgradation of our quality metrics
- Empowerment of our people and partners

These efforts translated into many positive results, leading to healthy fiscal performance despite an extremely difficult macro environment. They ensured continued improvement of our working capital cycle and healthy operating margins, along with better RoI cycle, which cumulatively led to robustness in the balance sheet. This helped us become a net debt free company during the year – a remarkable feat given the circumstances.

Systemic inputs

To achieve the above-mentioned goals, we undertook several targeted initiatives across our business cycle during the year.

Further tightening of credit discipline → Stringent focus on cost management → De-risking and diversifying across geographies, segments (rural-urban) & product categories → Better supply chain management → Continued efforts to streamline inventory costs

Sustained outputs

The various initiatives and interventions yielded significant benefits in the immediate term, even as it facilitated our efforts to strengthen the foundations of long-term sustainable growth.

Significant reduction in receivables → Sufficient liquidity - net debt free on standalone basis → Credible & robust balance sheet → Productivity & efficiency enhancement → Positive fiscal performance & healthy margins

TAKING BOLD STEPS

We believe that courageous timely interventions are the only impactful way of building a sustainable business that is designed for sustained value creation across the various stakeholder groups. During the fiscal under review, we took the following measures to ensure long-term growth for the Company.

Tightening of credit discipline

In an extremely bold decision, we tightened the credit lines to our dealers through a complete overhaul of our dealer payment package. We replaced our earlier soft policy of giving an extended credit line to our existing channel partners with a new, more disciplined payment cycle spread. The reduction of credit lines helped us improve collections, and thus gave us the liquidity needed for moving forward on our transformation trajectory. At the same time, it led to greater efficiencies and Return on Investment in the dealer system, with a more prudent inventory management and related storage cost. For our new dealers, appointed mostly in the rural and Tier II/III markets, we adopted an advance payment strategy to open up the cash flows for both, the Company and the dealers.

Making judicious investments

During FY21, we invested in two companies for contract manufacturing, where we saw the opportunity to secure maximum returns for our stakeholders through minimum investment. One of the units commenced plywood production in the third quarter of the year, while the other is set to start manufacturing shuttering plywood boards by around mid FY22.

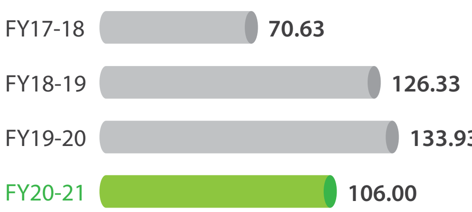
ENERGISED FOR PROFITABLE GROWTH

The various initiatives taken during the year have made Greenply an entity energised for holistic long-term growth. We remain focussed on continuous increase in both the topline and the bottom-line through fast-paced strategic alignments to the transforming business landscape. As we move forward to seize the opportunities of tomorrow across new horizons, we shall continue to explore organic as well as inorganic growth prospects in the near and long term.

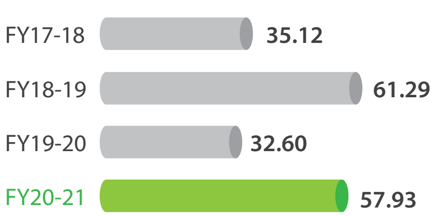
FINANCIAL PERFORMANCE

Revenues
(₹ crore)

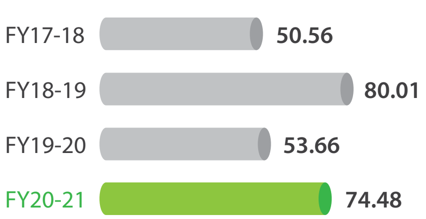
EBITDA
(₹ crore)



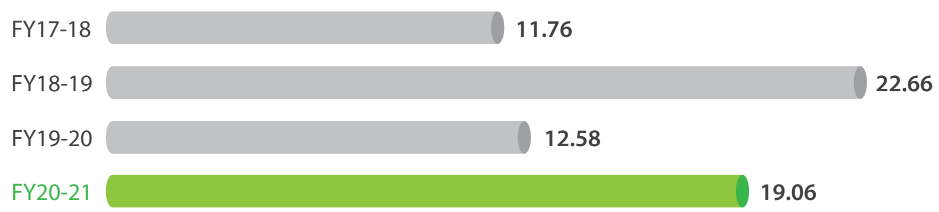
PAT
(₹ crore)



Cash Profit
(₹ crore)

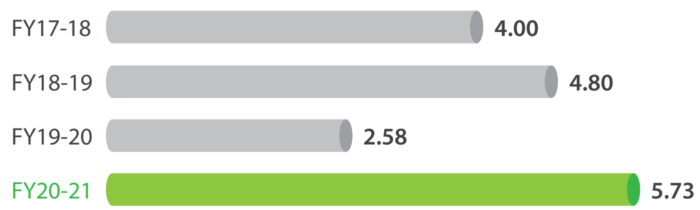


ROCE – Pre-Tax
(%)



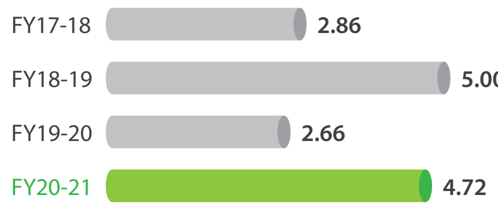
EBITDA Margin
(%)

PAT Margin
(%)



Average Realisation Per Sq. metre
(₹)

Earnings Per Share
(₹)



CREATING NEW TOUCHPOINTS OF CHANGE

Our leadership position in India's plywood market is driven as much by our close and trusted relationships with dealers/distributors, customers and influencers, as it is by our sustained focus on sustainable growth. Our extensive and pan-India network of dealers and distributors gives us the last-mile connect with the end customer, and we remain committed to continuous fostering of these close-knit relationships.

Staying connected with channel partners

Cognizant of the importance of our channel partners/dealers/distributors/retailers, we actively supported them through the turbulence of FY21.

We helped them upgrade their physical and digital infrastructure

We held workshops through webinars to educate them across the product portfolio

We trained them in cross-selling and in-selling of value-added products to create greater value and profitability

We offered them a better product mix to improve their profitability

We deployed our manpower and other resources extensively during the year to hand-hold our newly appointed dealers in rural and semi-urban markets through various innovative means. We focussed on giving them the confidence that their relationship with Greenply will be profitable and long-term, even as we initiated several automation measures to help them better manage their inventory and improve their ROI and ROCE.

New Display Horizons

In pushing the bar to enhance our dealer connect, we devised many new and pioneering solutions that went on to become game-changing initiatives for the industry. One such ground-breaking solution was the Digital Display of our decorative veneer products. The expensive Decorative Veneer product line requires a touch-feel experience for consumers to relate to it. With the COVID crisis hindering physical display, we decided to transition to a digital display showroom concept, involving high-end digital images showcased on panels at the dealer shop itself. The technology has been received well, inspiring us to take the next leap in our journey to provide a complete digital immersive experience to the consumer through new digital, mobile and display tools. In addition, we went mobile with our displays. Trucks with mobile displays helped us take the Decorative Veneer experience to their doorstep in these challenging times. We supplemented our mobile displays with small exhibitions in rural areas.

UNLEASHING A DIGITAL TRANSFORMATION

Automation and digitalisation have been propelling Greenply towards new horizons, as part of the organisation-wide transformation process under way for the past couple of years. Our sustained investments in augmenting our IT and technological prowess have made us a digitally empowered company, which seamlessly shifted to the new norms of industry.

RAISING THE BAR WITH QR CODE

The Greenply leadership edge continues to steer its sustainable growth across its business value chain. We remain dedicatedly focussed on pioneering new initiatives to ensure sustained quality, backed by a 360-degree service proposition for our growing customer base. With our decision to implement the QR code across the Greenply portfolio, we are geared to mark another major milestone in our progressive journey.

With this initiative, which we kickstarted during FY21, we are in the process of augmenting our quality protection proposition for our product bouquet, which remains the preferred choice of the aspirational customer across regions and segments.

The QR coding system will enable us:

- To ensure end-to-end tracking of every Greenply product through the entire supply chain – from manufacturing to the end-customer
- To facilitate a more streamlined logistics system, with time-bound and secure delivery processes
- To achieve sales discipline, promote sales, enable inventory tracking and management, control ageing of inventory through in-depth data analytics
- To provide high-quality aftersales service to customers

The QR coding system will help check counterfeiting of our world-class products. With the QR code, customers will be assured of excellence in all products manufactured at the Greenply facilities.

The initiative is all set to usher a new era into Greenply's brand journey of new milestones and new horizons, as we move towards integrating our Quick Response tool with all the key functions, across communication platforms.

Our organisation-wide digital interventions are aimed at: improving operational efficiencies, reducing costs, boosting productivity, enhancing quality, augmenting profitability, and building the foundations of long-term sustainable growth by making the Greenply brand more visible and valuable.

EMPOWERING PEOPLE TO SCALE NEW HORIZONS

The Greenply growth philosophy, and the energies that drive it, are centred around its People. Our people are our partners in progress and the biggest building block of our successful journey of transformation. They are the central core of our leadership position in the Plywood industry, and the key propeller of our growing share in the market. They motivate us towards sustained mutual growth and collective progress. We thus remain steadfastly committed to ensuring the well-being, health and safety of our employees, and to providing a congenial environment for their career growth and progression.

Great Place to Work

Greenply's certification as a Great Place to Work in April 2020 was more than a recognition. This was an endorsement of the trust that our employees have in the management team of our people-centric company. It is the validation of our high performance culture, which fosters an atmosphere of mutual growth by promoting innovation and improvisation at the workplace. It underpinned our shared philosophy, which motivates us to adopt the best learning practices in a spirit of collective progress. With this prestigious certification awarded to the Company now two years in a row, Greenply stands tall as the preferred employer of choice in its product category.

Our manufacturing operations has been recognised among: 'India's Best Workplaces in Manufacturing 2021' – Top 30 category.

SHARING WEALTH

Turning Employees into Owners

Reinforcing our philosophy of 'Scaling new horizons by sharing', we introduced our first ever Employee Stock Option Plan (ESOPs) during the year to share wealth with employees. A token of our appreciation and gratitude for their belief in the organisation, the stock options were aligned to the Management's belief that equity should be entrusted to the employees.

NURTURING EMPLOYEE ENGAGEMENT

Keep the employees at the core of our growth plans, we continued to invest in their formal and informal learning and training, while remaining steadfastly and closely engaged with them through the turbulent times of FY21. Reward, recognition, motivation and incentivisation were the key to our People development efforts, which we remained focussed on nurturing even amid the COVID crisis.

We took several initiatives for employee and their families well-being, including vaccination tie-up. We extended support to them through COVID specific health insurance plans and enrolled all employees on them. Our HR team members made Quick Response Teams (QRTs) for providing instant support to any affected employees.

MANAGING THE COVID CHALLENGE

Our approach to keeping our people positive and enthused during the COVID crisis was focussed on multiple support initiatives.

Insuring employee health & safety during COVID

Among the first few corporates to opt for additional protection for employees, we provided ₹ 3 lakh flat coverage for all of them through the "COVID Kavach" Employee Safety Promise policy, in addition to the existing Group Mediclaim Policy. Besides adherence to all Government-mandated protocols and safety measures, we also provided accommodation to employees within our facilities. In-house doctor was on call and we also tied up with hospitals for emergency care as a precautionary measures. A fully operational medical laboratory with all basic testing facilities was created, and an ambulance cum medical van was on standby at the facilities.

As part of our efforts to ensure employee well-being at all times, we tied up with Apollo for a Complimentary Vaccination drive for our employees and their families.

INVESTING IN PEOPLE GROWTH

During FY21, we undertook several initiatives to nurture the growth, learning, training, skill development and career progression of our employees.

'Plyosophy' Training Programmes launched for our 560 Employees and 735 Channel Partners, to reemphasise our value-added products and their FAB Quotients.

`Secret Santa' celebrations held to spread Christmas joy among all Greenply employees across locations, with all branch managers provided Management Books for them to become "The Secret Santa" for their selected team member(s).

Untangling Greenply Contest and "Know Your Organisation" – Snakes & Ladders quiz contests launched to spread awareness among employees about the Company and its milestones over the years.

SAMPARK – Refer & Earn! (It Pays To Have Friends @ Workplace) initiative revived for open vacancies to give employees the opportunity to refer their friends and earn lucrative incentives.

Disha Championship – Be a Samrat or Bahubali or Baazigar – launched to make it a way of life for our Territory In-Charges. Overall, 35 TIs qualified in this Incentive programme.

ENHANCING BRAND OUTREACH

The Greenply brand ethos is rooted in its history of excellence. It is embedded in the trust of its stakeholders, and the differentiation of its products. Ensuring brand relevance, and keeping it aligned to the contemporary needs of customers in an evolving business environment, is thus integral to our strategic approach.

During FY21, we launched various branding and marketing activities designed to promote Greenply as a brand of national repute. Incorporation of new health related product features, with consistent delivery on customer promise, further helped enhance our brand equity.

E-0 Chuno - Khul ke saans lo

To expand the outreach of our revolutionary E-0 product range, we unleashed a pan-India national TV campaign during the year through an exciting an engaging TVC, focussed on the key communication of Plywood ke andar ke khatre se bachayega kaun? The campaign ran across all the major national and regional TV news channels across the country for 6 weeks.

The TVC was created by Ogilvy India and featured actor Boman Irani in the lead. It was designed to raise concern and trigger awareness on the dangers of formaldehyde emissions in plywood. The core message was communicated in an engaging, lyrical, humorous and lively story-telling format. Going beyond a conventional product advertisement, the campaign ended up being a highly relevant message issued in public interest.

Scan here to know more

OTHER KEY MARKETING CAMPAIGNS

Breathe Easy with Green Gold Platinum

This promotion campaign was aimed at spreading awareness about the E-0 & CARB certified plywood. Besides a film, it included a series of product promotions.

Digital Campaign

To start a positive conversation during lockdown we engaged our audience digitally through #DontBecomeFurniture, #OnTheGreenerSide & #TimelessPieces campaign, incorporating the brand subtly.

#DontBecomeFurniture

Through this campaign, we engaged with consumers, telling them not to become furniture during the lockdown period (i.e. remain stationary) but instead do some sort of fun activity like exercise, play games or dance, making use of any piece of furniture.

#OnTheGreenerSide

It talked about the positives of lockdown, which included quality time with family, healing of the environment, more time for self-love, and time to pursue one's forgotten hobbies/interests.

#TimelessPieces

During the lockdown, most of us took the time out to reminisce old memories through pictures, videos and stories from childhood, while taking comfort in some of the oldest yet memorable pieces of furniture passed onto us through generations.

#MyMatchSpot – IPL

Cricket is a religion that has rituals of its own, one of them being the spot we sit on, a spot that's our lucky charm for every match India plays. Be it the chair we sit on, or the stool beside the bed, or the middle seat of a sofa, each spot hold its charm. Based on this, we created a digital contest driven campaign and asked audiences to share their lucky spots.

#GharKiDiwali

Diwali being the most important festival of many households in the country, the idea was to digitally engage with people on this auspicious festival and share their excitement to create beautiful festive spaces.

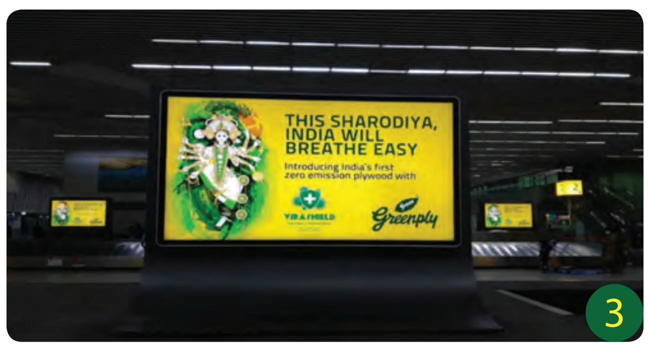
#SpotTheShield – Durga Pujo

This campaign was launched on the occasion of Durga Puja 2020, to highlight Greenply's new offering of zero emission plywood with antiviral and antibacterial protection. Involving installation of larger than life shield, the campaign enabled us to reach out to the mass with the message of Greenply's promise to deliver environment-friendly products to consumers. Assured prizes were given out for spotting, clicking and sharing the picture while tagging Greenply on social media handles.

In addition, we also launched various Below the Line (BTL) activities to engage closely with our customers and influencers on ground. These included:

- One-to-One awareness sessions
- Expansion of social media presence, WhatsApp used extensively for all communication
- Sales promotions at dealer points, distribution of point of purchase material, signboards and in-shop at dealer points
- Interactive and engaging activities & merchandising for all influencer categories
- Consumer videos showcasing safety measures at exclusive veneer showrooms
- Conducted branding at prominent airports and major cities and through wall painting across interior locations

- We also launched the Disha App for educating distributors, dealers and trade partners on Greenply brands & products
- We went to the markets directly with our innovative Veneerscape roadshow, showcasing our veneers and interior design concepts. We held around 200 exhibitions as part of this campaign to engage with our channel partners and the end customers, enabling us to tap the demand in our new markets effectively



1 In-Shop Branding
2 Wall Painting
3 Durga Puja Campaign
4 Veneerscape Event

SEEING BEYOND THE HORIZON

The Greenply value proposition is centred around a long-term growth strategy. Even as we continued, during the year, to focus on ways to sustain our near-term performance, we strove actively to prepare ourselves for harnessing the long-term growth prospects of our business.

As we continue to scale our transformation journey, we shall set our strategic priorities to create holistic value for the Company and all the stakeholders. Our multi-pronged approach will encompass:

PRODUCT EXPANSION

- **Diversification into new but synergistic areas, such as wood-based, with enhanced focussed on eco-friendly and sustainable products**
- **Balance between Premium & Economy (Mass & Mid) level product segments**

GEOGRAPHICAL DIVERSIFICATION

- **Continued de-risking beyond Eastern & North-Eastern regions of dominance**
- **Increased focus on rural & Tier II/III regional opportunities with expansion of dealer network**

AUTOMATION & DIGITALISATION STRENGTH

- **Improvement in data quality, analytics & predictability for better future-readiness**
- **Digitalisation of every process & function to reduce people dependence & raise the quality standards**

FISCAL DISCIPLINE IMPROVEMENT

- **Ensure sustained cost management with optimal credit discipline & sufficient cash flows to improve margins & profitability**
- **Better inventory management & optimal resource utilisation**

MANAGEMENT DISCUSSION AND ANALYSIS

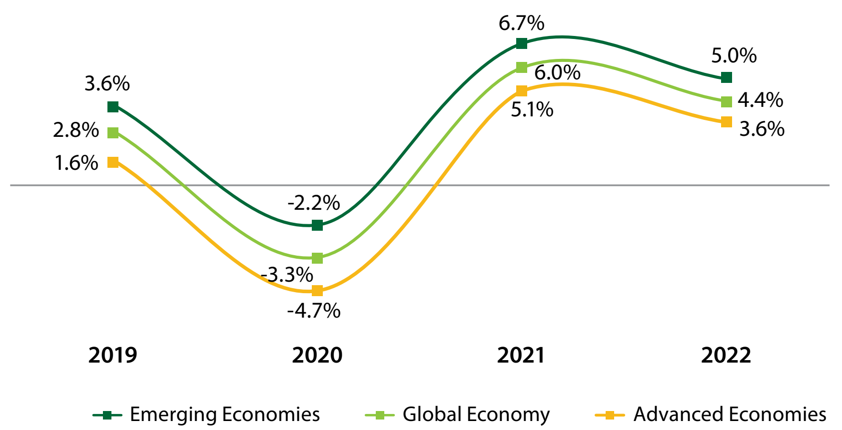
GLOBAL ECONOMY

The global economy grappled with extraordinary challenges, triggered by the COVID-19 pandemic, during the year. However, the expanded policy actions taken by various central banks, coupled with the fiscal measures initiated by governments across the globe, aided a stronger-than-projected economic recovery, across regions in the second half of 2020. Growth in the global economy is thus expected to contract by 3.3% in 2020. Multiple national lockdowns slowed or even temporarily stop the flow of raw materials and finished goods globally. The pandemic brought to light the vulnerabilities of the global supply chain driving the organisations to work on redefining their supply chain. Global trade declined due to supply constraints and lower demand. Global trade was also affected due to the jamming of one of the largest container ship in Suez Canal, halting traffic in both directions for several days.

As per the IMF World Economic Outlook, April 2021, the global economy is projected to grow 6% in 2021 and 4.4% in 2022, as a result of additional policy support in a few large economies and expectations of widespread vaccine deployment.

However, the continued spread of COVID-19 around the world and a sharp resurgence of infections in some areas could moderate the expected recovery in global economic growth. The strength of the projected recovery varies across countries, depending on the severity of the health crisis and the extent of domestic disruptions to activity. As the situation remains uncertain, the projections for 2021 and 2022 could change significantly.

Global GDP Growth



Source: IMF World Economic Outlook, April 2021

INDIAN ECONOMY

A slowing Indian economy was hit hard by the COVID-19 outbreak, which brought economic activity to a near standstill because of the nationwide lockdown imposed by the Government. To mitigate the social and economic impacts of the pandemic induced crisis, the Reserve Bank of India (RBI) provided liquidity and other regulatory support (including forbearance measures). The Government of India increased spending on health and social protection through expenditure re-prioritising and fiscal expansion.

Infused by these incentives, the economy regained its momentum. As per provisional National Income Estimates released by the National Statistical Office (NSO), the economy contracted to 7.3% in FY21. Manufacturing GVA contracted to 7.2% in FY21 compared to 2.4% contraction in FY20. Construction GVA contracted to 8.6% in FY21 compared to 1% growth in FY20.

The per capita income was ₹86,659 in FY21 compared to ₹94,566 in FY20, contracting 8.4% in FY21 compared to 2.5% growth in FY20.

Weakness in private consumption showed a marked easing during the third quarter, though contraction in growth remained. Consumption of durable goods increased following the lifting of lockdown, while those of services continued to weigh on private spending. CPI inflation rose to 5.52% in March 2021 (new base 2012=100), compared with 5.03% in February 2021, due to higher fuel and food prices. WPI inflation was at eight years high in March 2021 reaching to 7.39% – a sharp jump compared to 4.17% in February2021.The rising cost of fuel and energy has escalated the price of most commodities and services.

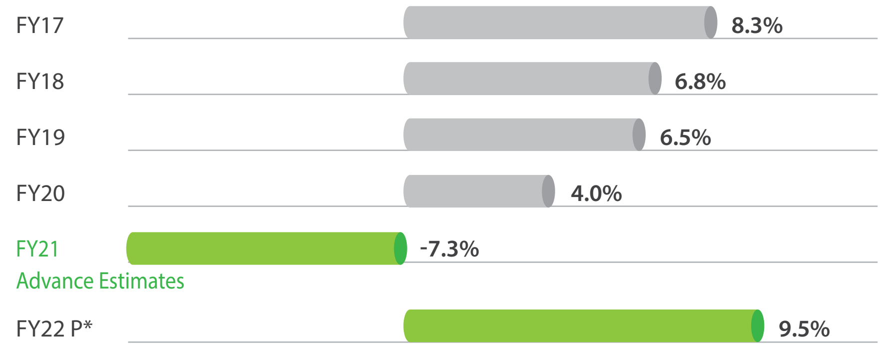
The RBI consumer confidence survey in March 2021 pointed out that the consumer confidence index fell to 53.1 in March 2021 from 55.5 in January 2021, on the back of growing COVID-19 cases in India. Future expectations commensurately dipped to 108.8 from 117.1 during the period. The moderation was driven by lower expectations on the economic situation, the employment scenario, and income conditions.

Outlook of the Indian Economy

India's GDP growth is estimated to be 9.5% in FY22 as per RBI estimate on the assumption that second wave of COVID-19 will not last for a long period. Growth estimate for FY22 depends on the pace of vaccination campaign proceeds, mobility restrictions and the world economy recovery. Manufacturing growth is expected to receive support from the production-linked-incentive scheme (PLI) attracting the global manufacturers shifting from China as a part of their future risk-hedging strategy. However, the second wave of COVID-19 could be a dampener to the projected growth.

RBI projects the CPI inflation at 5.1% in FY22. The inflation is likely to be shaped by uncertainties due to the rising trajectory of international commodity prices, especially of crude, together with logistics costs.

India GDP Growth



* P-Projected (FY22 projection is as per RBI Estimate)

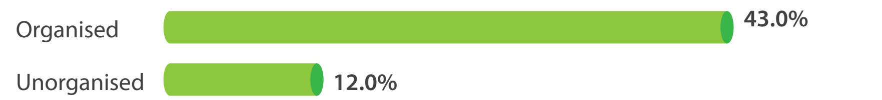
Source: NSO, RBI Estimate

THE INDIAN FURNITURE MARKET

The Furniture industry is one of the most promising sectors in India with huge headroom for evolution in terms of modernisation and upgradation. The rising trend of home décor and home furnishing with modular furniture, growing urbanisation, technological advancement is expected to propel the growth for furniture market in India. The online furniture market, consisting of a small portion of total furniture market has recorded strong growth due to the shifting trend of work and study from home.

The furniture market size in India is estimated at US$ 20 billion in 2020 and it has grown at a CAGR of 16% during 2015-20. The furniture industry is highly fragmented with unorganised segment accounting for about 80% of the market. The unorganised market has grown at a CAGR of 12% and organised market has grown by 43% during 2015-20. The furniture market is expected to record a CAGR of 10-12% over the next decade.

Organised and Unorganised Furniture Market Growth (2015-20)



Source: Yes Securities

Changing consumer lifestyle during the lockdown driven by increasing trend of redesigning the living space propelled growth for the furniture market. The need to spend extended hours at home, sharing space with family members while working / studying from home, and spending leisure time together has driven the demand for office furniture, living room seating like recliners and bean bags. Additionally, with the increasing awareness about sustainability and recycling, consumers are making more informed choices, picking engineered wooden furniture/ refurbished furniture over plastic furniture. Plywood has been one of the most preferred wood for manufacturing furniture in India. The increasing awareness about sustainability has helped the strong acceptance of plywood for any furniture application.

Source: Interior Infrastructure Industry Report by Yes Securities

Government Policies

A slew of Government initiatives promise growth for the furniture market in India. Import substitution and increased production has been the major focus areas of the Government in the furniture sector.

India imported US$ 955.2 million of furniture in the April-February period of FY21, more than half of which came from China. The other main exporters to India include Malaysia, Germany, Italy, and Singapore. Lack of modernisation and innovative designs, coupled with lack of quality control in the domestic furniture industry has driven the growth of imports.

The Government of India plans to bring a new scheme to promote domestic furniture manufacturing to reduce India's dependence on imported furniture. The Department for Promotion of Industry and Internal Trade (DPIIT) is in talks with other ministries and states to rollout a scheme to make India self-reliant in furniture manufacturing through incentives such as tax breaks.

The Government is also exploring the idea of furniture clusters, on the line of leather clusters, for large scale manufacturing. As per Yes Securities report, the Government has earmarked US$ 16-17 billion to boost overall domestic manufacturing, out of which furniture industry would receive US$ 10-11 billion towards setting up 3-4 manufacturing clusters near ports.

Source: Interior Infrastructure Industry Report by Yes Securities

Growth Drivers for Furniture Industry

The furniture market in India is growing due to increasing urbanisation and higher affluence among the rural people. Shifting consumer behaviour towards comfort suiting with the trend of work or study from home, growing awareness towards the benefit of environmentally friendly products over hazardous products and online retailing is also driving the growth for the market.

Growth in Real Estate Market

Rationalisation in pricing and low interest rates surged demand in the housing segment. In the long term, real estate market is expected to receive impetus from residential segment along with commercial and other segments.

Shifting Consumer Preference

Consumer behaviour has shifted during the pandemic. Consumer preference towards purchasing comfortable chairs, recliners and sofas are driving the manufacturing of such ideal furniture products that have a complete configuration of comfort, aesthetics and design.

Urbanisation

The growing urbanisation and housing construction to meet with the increasing demand for living space in the cities are propelling the growth of furniture market in India.

E-Retailing

The preference for purchasing products online due to the pandemic and the apprehensions around stepping out is spurring the growth for online furniture market. The online distribution channel is gaining popularity due to technological advancements, such as access to smart gadgets and the availability of high-speed 4G networks.

Preference for Luxury Product

Growing preference for branded products and accelerating demand for eco-friendly luxury furniture is expected to drive growth for premium furniture market in India.

Growth in Rural India

Rural India has been more resilient than the metros and Tier-1 cities through the COVID-19 pandemic. Increasing affordability in rural India on the back of favourable agricultural sector performance, government initiatives towards rural employment generation is expected to lead to higher sales of various products including furniture.

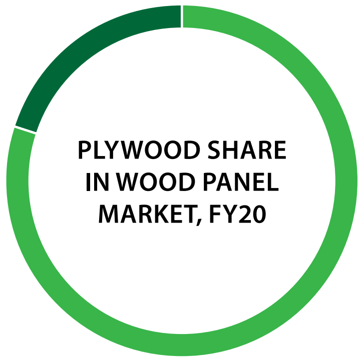
Young Population

The young (15 to 29 years) and working (25 to 59 years) population in India is constantly rising. Realisation of demographic dividend is expected to result in acceleration of the economy driving higher growth for every segment of economy.

THE INDIAN PLYWOOD MARKET

The increasing focus of the Government for low cost housing and infrastructure development, coupled with the growth in the construction and furniture industry in the country will benefit the Indian plywood market.

The Indian plywood market size was estimated to be about ₹20,000 crore in FY20 as per Yes Securities report. Plywood had 78-80% share of total wood panel market in India in FY20 and the new-age engineered products including MDF, particleboard and PVC/WPC boards accounted for the remaining share.



- **80%** Plywood
- **20%** Others

Source: Yes Securities

The unorganised segment constitutes 75% of the total plywood market. Organised sector is growing at a higher rate compared to unorganised sector leading to expansion in share of the organised sector from 20% in FY11 to 25% in FY20.

MARKET SHARE OF ORGANISED SECTOR

20% FY11

25% FY20

Going forward, organised sector is expected to grow at higher pace compared to the unorganised sector due to improved raw material security, expansion in mid-segments via outsourcing model and increasing shift towards MDFs from low-end plywood leading to decline in unorganised sector.

During the year, plywood manufacturing was affected due to the closure of production facilities during the lockdown. The manufacturers had to operate at lower capacity even after the relaxation of lockdown due to the shortage of labourers. Higher overheads owing to scarce availability of labour and timber led to increase in the rates of all types of plywood.

Raw Material Procurement Overview

Indian Companies shifted the sourcing of face veneer from Myanmar and Laos to Africa in the recent time due to restriction imposed by the Government of these Asian countries on tree logging. Okoume face veneer produced in Gabon became the substitute for the import from Asian countries by the Indian plywood manufacturers.

Even though the price of phenol was at a lower level at the beginning of FY21, its price has risen in November 2020 sharply led by rise in crude prices along with higher sea freight rates and container shortage. Increasing prices of phenol has pushed the prices of glue and resins that are adding up to the input cost of plywood.

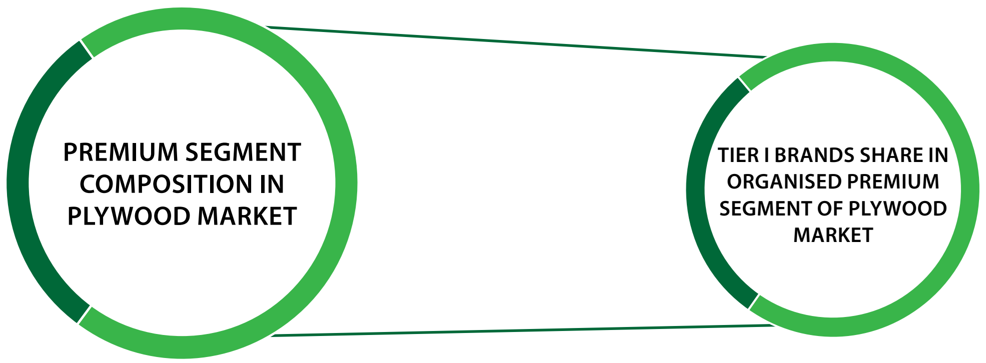
Plywood Market Segment

Plywood industry is divided into premium, medium and low-end segment depending on the type of timber and quality of chemicals used. Organised segment has grown considerably better than the total industry on account of higher growth in premium segment as compared to medium and low-end segment.

Organised players have strong presence in the premium segment accounting for 70% market share. Tier I brands are estimated to account for over 71% of the organised market in premium segment.

Mid and low-end segment reported flat to negative growth over last five years majorly due to shift towards MDFs and Particle boards. Unorganised sector controls the entire low-end plywood market segment and Tier I and Tier II brands has negligible presence in this market.

Segment	Growth Drivers
LUXURY/PREMIUM MARKET	• GST Implementation • E-Way Bill Implementation • Creation of smart cities • Increasing discretionary spends/aspirations resulting in upgrading • Higher A&P spends by corporate creating mind recall • Increasing quality consciousness
MID/MASS MARKET	• Policy reform – Housing for All / focus on affordable housing • Consistent shift from unbranded to branded products playing out with increasing quality consciousness



30% Unorganised • **70%** Organised • **29%** Others • **71%** Tier I brands

Source: Yes Securities

COMPANY OVERVIEW

Greenply Industries Limited (hereafter referred to as 'the Company' or 'Greenply') is a leading interior infrastructure brand in India. Regarded as one of the leading plywood Company, Greenply is engaged in the manufacturing and marketing of plywood and allied products.

The Company has three state-of-the-art manufacturing facilities for plywood across the country producing world-class interior products. It has a manufacturing facility for face veneer in Gabon meeting its own need of raw material and serving the market in India, Europe, Middle East and Southeast Asia. The Company has a presence in over 900 cities, towns and villages across 28 states and 6 Union territories serviced through a well-entrenched distribution network of dealers and authorised stockists, a retail network, and branches on pan-India basis.

Products and Brands

Greenply has an extensive product line to cater the diversified customer segments. The wide spectrum of product offerings of the Company include plywoods and blockboards, decorative veneers, flush doors, speciality plywood and PVC products.

The Company offers its products in various brand names as follows:

Plywoods and Blockboards	Decorative Veneers	Flush Doors	Speciality Plywood	PVC Products
BRANDS	**BRANDS**	**BRANDS**	**BRANDS**	**BRANDS**
• Green • Optima G • Ecotec • Bharosa Ply • Jansathi	• Wood Crests • Kohl Forest • Engineered Veneers • Burma Teak • Royal Crown	• Green Doors • Optima G Doors • Ecotec Doors	• Green Compressed Wood Plate • Californ Plywood	• Green Ndure Boards • Green Ndure Doors • Green Ndure Plastic Sections

Plywoods & Blockboards

Greenply offers an array of plywoods and blockboards under the brand name of Green, Optima G, Ecotec, Bharosa Ply & Jansathi. These brands operate at different price points, catering to a wide segment of customers.

Aiming to minimise its carbon footprint, Greenply manufactures eco-friendly and Zero-emission (emits negligible quantities of formaldehyde as per E-0 and E-1 formaldehyde emission levels) plywood. The Company has been the pioneer in India to launch E-0 grade plywood. The complete range of zero emission plywood, first of its kind in India, comes with Virashield protection to ensure health and safety in the interior sector.

Greenply was the first Indian player to offer a lifetime guarantee on high-end products like Green Club and Green Club Plus premium plywood, among others. The Company's Green Defender - Fire Retardant Plywood is certified by the ASTM E84 – 16 (American Society for Testing & Materials)

Decorative Veneers

The Company offers a wide range of decorative veneers under the brand names of Wood Crests, Royal Crown, Kohl Forest, Burma Teak and Engineered Veneers. Greenply veneers are made of exotic species sourced from across the globe including America, Brazil, Europe, and Africa. The veneers are environment friendly as they comply with the norms set by FSC, IGBC and conform to E-1 emission level.

Flush Doors

The Company offers various types of flush doors under the brand name of Green, Optima G and Ecotec. Greenply flush doors have dimensional stability and high impact resistance to offer security, protection and privacy. These doors have provision for lock on both sides and are available in three varieties - one-sided decorative, both-sided decorative and non-decorative wooden flush doors. The doors are preservative-treated and demonstrate sufficient strength to resist knocking and slamming.

Speciality Plywood

Greenply produces speciality plywood for variety of requirement, ranging from the automobiles, railways to construction-specific uses for building structures. The super strong and highly-compressed plywood can be used in several industries due to its impressive quality and performance.

PVC Products

Greenply markets PVC boards, doors & plastic sections under the Green Ndure brand. PVC boards are lighter, affordable and offer various performance advantages. PVC products are easy-to-install, water-proof, maintenance-free and most importantly lead-free.

MANUFACTURING FACILITIES

The Company has three manufacturing facilities of plywood and allied products in India and one manufacturing facility of face veneer through wholly-owned subsidiary in Gabon.

Plywood Production Capacity in million sq. mtrs.				Face Veneer Log Peeling Capacity in CBM
4.5 Tizit, Nagaland	6.0 Kriparampur, West Bengal	14.4 Bamanbore, Gujarat	24.9 Total	96,000 Gabon, Africa

BUSINESS STRENGTH

1 Leadership

Greenply, incorporated in 1990, has a long track record of operation in the plywood industry. The Company is a leading organised player in the plywood industry in India based on its rich market experience along with quality products and brand image.

2 Differentiated & Eco-Friendly Products

The Company invests in the latest technologies leading to product innovation driving quality excellence. Greenply was the first in India to introduce a lifetime guarantee for high-end products. As part of its innovation drive, the Company has recently launched a range of zero emission plywood (E-0) in India, a unique product with a brand promise to provide healthy homes with superior strength. The E-0 grade product emits negligible formaldehyde compared to ordinary plywood. The E-0 product offers safer air quality in interior spaces reflects the continued effort of the Company to launch differentiated products in the market gaining competitive advantage.

3 Strong Distribution Network

Greenply is among the most widely available plywood brands with a presence across 900 cities, towns and villages on the back of a large dealers/distributors network of 2,300, more than 50 physical and virtual branch offices, and more than 6,000 retailers across the country. A strong network provides improved reach across the nation. It is expanding distribution network in rural area also to benefit from higher affordability among rural people.

4 Strategically-located Manufacturing Facilities

Adequate availability of raw material is imperative for the plywood manufacturers. Key raw material required for manufacturing plywood includes timber and chemicals. The existing plants of the Company are strategically located near to the source of raw-material or adjacent to the port. This ensures adequate availability of raw material at a competitive cost. Proximity of timber belt to Tizit plant in Nagaland, Kolkata port to plant in West Bengal and Kandla port to plant in Gujarat provides strong raw material linkages to these manufacturing facilities. While face veneer is a high-quality premium timber, usually derived from matured trees and largely imported, core timber is mainly sourced from the domestic market. The face veneer manufacturing facility set up in Gabon provides raw material security.

5 Catering to all Consumer Segments

Greenply's presence in the luxury segment is marked by brands like Green Club 5 Hundred and Green Club Plus Seven Hundred. In the premium segment, the Company offers brands like Green Defender, Green Gold and Green Gold Platinum. The luxury/premium segment is growing at the fastest pace among all the segments in plywood market. A strong presence in the luxury or premium segment helps the Company to gain from its growth prospect.

Greenply has Ecotec brand in the economy plywood segment and Bharosa Ply and Jansathi brand in the mass plywood segment. GST and E-way bill implementation will also support Tier I brands to strengthen their positions in the segment.

BUSINESS DEVELOPMENT STRATEGY

1 Focus on Outsourcing

The Company is engaging in selective outsourcing in premium and mid segment without compromising product quality. It is outsourcing allied products including Mat plywood (semi-finished plywood) and mid segment plywood along with increasing the capacity utilisation of its existing units. This has enabled the Company to increase its revenue without incurring any additional capital expenditure; thus, generating higher returns for the business.

The Company also invested in two Bareilly units - Nemani Panels Pvt. Ltd and Panchjanya Ply & Boards Pvt. Ltd via equity participation to manufacture plywood, doors, film face plywood and allied products.

2 Backward Integration through Expansion in Gabon

The Company had set up a manufacturing facility in Gabon for commercial production of face veneer with peeling capacity of 36,000 CBM per annum for steady sourcing of raw material. The capacity was expanded to 96,000 CBM per annum in November 2019. Gabon forests are operated under a sustainable forest management system where in 25-year management plan is drawn. The manufacturing facility will help in securing future supply of face veneer for the Company.

3 Focus on Zero Emission Products

In line with its commitment to provide interior and exterior plywood for healthy homes, the Company has launched Zero emission plywoods conforming to E-0 grade emission standards.

The Zero emission products aimed at safeguarding the indoor air quality reflecting the Company's aim to innovate and upgrade in line with the increasing consumer preference for healthy living.

4 Expanding in Rural Areas

The Company has a pan-India presence through a large distribution network. Increased affordability in rural areas has driven the Company to strengthen its rural presence. Rural India has strong purchasing power due to healthy performance of agricultural sector, and higher employment through government initiatives. The Company is expanding its distribution network in rural and semi-urban markets. Towards this initiative, the Company has added almost 390 dealers in these markets in addition to 20 dealers in urban markets during the year. As of March 31, 2021, it has around 945 dealers in rural & semi-urban market. Expansion of network in rural areas will help the Company to widen its customer base.

OPERATING PERFORMANCE

Production declined to 26.76 million square metre in FY21 compared to 35.31 million square metre in FY20 due to shutdown of manufacturing plants during lockdown and closure of operations on account of Amphan cyclone in West Bengal in May 2020. Capacity utilisation in FY21 was 107% compared to 142% in FY20.

Particulars	FY20	FY21
Annual Capacity (million square metre)	24.90	**24.90**
Production (million square metre)	35.31	**26.76**
Sales Volume (million square metre)	56.41	**45.63**
Capacity Utilisation	142%	**107%**

Income Statement

Net Sales declined to ₹1,011.7 crore in FY21 compared to ₹1,263.1 crore in FY20 due to lower sales on account of COVID-19 pandemic during the year.

EBITDA declined to ₹106.0 crore in FY21 from ₹133.9 crore in FY20.

EBITDA margin slightly declined to 10.5% in FY21 from 10.6% in FY20 due to lower scale of operations. Better operational efficiencies and expected price hikes in new product launches will improve profitability next year onwards.

Profit after tax increased to ₹57.9 crore in FY21 from ₹32.6 crore in FY20, a growth of 77.7%. PAT margin increased to 5.7% in FY21 from 2.6% in FY20.

Financial Analysis (on Standalone basis)

	FY20	FY21	Change
Net Sales	1,263.1	1,011.7	**-19.9%**
EBITDA	133.9	106.0	**-20.9%**
PBT	46.0	78.4	**70.3%**
PAT	32.6	57.9	**77.7%**

Balance Sheet

Net worth increased to ₹410.7 crore in FY21 from ₹357.0 crore in FY20.

Details of Significant Change in Key Financial Ratios

Key Ratios	FY20	FY21
EBITDA Margin	10.6%	**10.5%**
Net Profit Margin	2.6%	**5.7%**
EBITDA/Net Interest	7.9	**9.6**
Debt Equity	0.40	**0.14**
Return on Equity	9.1%	**14.1%**
Receivable Days	89	**59**
Earnings per Share	2.66	**4.72**

Total borrowings declined to ₹58.5 crore in FY21 from ₹143.1 crore in FY20 driven by strong receivable collection.

Total Fixed Assets declined to ₹195.9 crore in FY21 from ₹203.9 crore in FY20.

Cash and Cash Equivalent & Bank balances increased to ₹124.1 crore in FY21 from ₹9.7 crore in FY20 due to reduction in working capital.

Inventories declined to ₹131.4 crore in FY21 from ₹143.8 crore in FY20.

Receivables declined to ₹163.3 crore in FY21 from ₹307.9 crore in FY20. The Company has strong focus on improvement of working capital days and is currently providing cautious credits to its dealers and tightening its supply chain.

Payables declined to ₹200.4 crore in FY21 from ₹218.4 crore in FY20.

Outlook

The Company stands to gain from the steady demand, driven by positive market environment including strong rural market and increasing acceptance of furniture suited for work or study from home. Improved demand scenarios and continued initiatives towards branding and distribution network will benefit the Company. The performance of the Company is expected to improve once the logistic issues related to availability of trucks in India and containers in Gabon are resolved. However, operation of the Company could be affected due to second wave of COVID-19 impacting its future prospect.

COVID Vaccination drive at Head office, Kolkata

COVID-19 Impact

The operations of the Company were impacted in Q1 FY21 due to closure of plants during COVID-19 induced lockdown. The manufacturing facilities reopened in May 2020 after remaining closed in April 2020. The plant in West Bengal restarted operation in June 2020 after cyclone AMPHAN damaging the plant and some machinery. A comprehensive study of possible COVID-19 impact on its business, and operation concluded that the Company does not foresee any significant material impact. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration. The Company will continue to monitor any material changes to future economic conditions and the consequent impact on its business, if any.

Amidst the crisis, the safety of employees has been the top-most priority and the Greenply has taken several measures to ensure their well-being. Most of the employees in the offices worked from home in accordance with the guidelines issued by the central, state and municipal authorities.

Starting March 2020, the Company emphasised on creating awareness amongst employees on basic Do's & Don'ts on COVID–19. Though sudden lockdown announcement disturbed the entire operations all around at Greenply, the Company utilised the time in developmental activities. It connected with the employees and channel partners through training programs called "Plyosophy" over digital platform. These programs aimed at reemphasising on value-added products and their FAB (Fuel + Activate + Behave) quotients. In total 560 employees and 735 Channel partners were engaged through Plyosophy.

RISK MANAGEMENT

The Company is subject to various risks and uncertainties that may affect its financial performance. The business, results of operations or financial conditions of the Company could be adversely affected by the risks described below:

Risk	Mitigation Measures
EXTERNAL RISK	
Economic slowdown	The Company tracks the economic scenario in India and globally at a regular basis. It assesses the impact and defines the role of the Company in the changing scenario to mitigate the negative impact of the adverse economic scenario.
Slowdown in demand from downstream sectors could affect the growth	The Company has a large range of product offerings at every price point across diversified sectors. This reduces its dependence on the slowdown of any particular sector.
Inadequate raw material supply could affect the production	The Company has association with many vendors to access to raw materials. Investment in a peeling unit in Gabon will ensure face veneer supplies, an essential raw material for plywood.
STRATEGIC RISK	
Regulatory changes could affect the Company performance	The Company conforms to all regulations. It deployed a dedicated team to monitor new regulatory compliance or any shift in it and take corrective action whenever required.
Marketing initiatives may not attract the desired results	The Company launched various marketing initiatives including influencer program for carpenters, product promotion through road shows, and local branding activity to improve product knowledge among the selected groups and enhance visibility.
OPERATIONAL RISK	
Higher cost could reduce profitability	The Company has taken various cost reduction initiatives to become one of the lowest cost Indian plywood manufacturers.
Low quality products could affect sales	The Company's products conform to major global standards including CE, IGBC and BIS, among others. The Company invests in cutting-edge equipment running on advanced technology and high-grade raw materials to produce superior products. The in-house quality control team monitors the product quality to conform to the highest quality standards.
Violation of environmental norms could lead to censure and closure	The Company follows best-in-class practices to protect the environment and is one of the most respected brands in the industry.
FINANCIAL RISK	
Inability to borrow funds could impact expansion plans	The debt equity ratio was 0.14 in FY21 reflecting scope to source higher funding.
Improper working capital management could impede operation	The Company has strong focus on improvement of working capital days and is providing cautious credits to its dealers and tightening its supply chain. The receivable days has improved to 59 days in FY21 compared to 89 days in FY20.

Health, Safety and Environment (HSE)

Greenply believes health, safety and environment (HSE) management is important in maintaining an organisation's sustainability. The environmental and social responsible efforts by the Company aims to benefit the workforce, public, and environment. Its HSE objectives include complying with all applicable laws relevant to the industry.

The objectives of HSE management are:

- Complying with all applicable laws and relevant industry standards of practice
- Elevating the health, safety and environmental aspects of equipment and services
- Making everyone responsible and accountable to HSE, right from entry-level employees to the management team

The HSE measures taken by the Company are described below:

- The health and safety of each individual working within the plant area is a prime concern of the management. Therefore, appropriate precautions are taken in the area as per the safety norms
- The entire electrical panel's operation area is provided with rubber mats. This provides safety against electrical shock during operation and maintenance efforts
- The rotating equipment is provided with safety fence and motor guards for human safety. All the hot surface pipes and equipment are provided with appropriate insulation for safety to the human body
- Appropriate work platforms and ladders are provided for operation and maintenance of the components located at heights
- Precautionary signboards are displayed at specific locations for awareness of the operation staff. Earplugs, safety goggles, shoes, helmets, gloves, masks and safety gadgets (PPE), among others, are provided to the staffs for safe working
- First-aid boxes are provided across the plant for treatment of minor injuries. An ambulance is also available round-the-clock within the plant for the transfer of an injured worker in case of an emergency

Human Resources

Greenply's prudent human resource practices helped reinforce its sectoral leadership. The organisation continued its endeavour of attracting best-in-class talent through multiple talent engagement initiatives for both campus as well as lateral talent pool. Development of talent through learning journeys anchored around the competency frameworks and organisational values. The Company provides formal and informal training coupled with on-the-job training to its employees for skill and knowledge enhancement and improved services leading to career growth. Several learning initiatives and innovative formats conducted in partnership with institutes and external agencies to support the employees in enhancing their business acumen, perspective and holistic leadership.

Greenply believes employee engagement is essential for retention and organisational growth.

It provides an amicable workplace, and maintains an ongoing dialogue with each person within the organisation. Employee retention rate in the Company is one of the highest in the industry and it continues to work on leadership development to drive organisational growth. As on March 31, 2021, the Company's employee base stood at 2,321.

In line with the growing trend towards businesses outsourcing non-core functions of their operations, Greenply outsourced its payroll processing to Allsec Technologies, a Quess company effective October 2020. Allsec Technologies introduced Employee Self Service (ESS) portal allowing employees to independently view and download monthly salary slips, submit investment declaration and proofs, online LTA processing etc.

The Company took the following measures to safeguard the health of its employees from the impact of COVID-19

- Making hand sanitisers available at entrance of all offices and plants and sanitisation of office every day
- Discontinuation of biometric system for recording of attendance to protect the health of employees

Safety precautions being taken at office

- Restriction on visitors / guests in Greenply premises highly required personnel and screening at the entrance
- Avoiding all sorts of meetings to the extent possible and conducting VC/ Conference calls and other modes
- Restriction on outside food by the delivery partners at any of the office premises
- Staggered lunch time (12:00 hrs. – 15:00 hrs.) to ensure smaller groups of employees at one time in the cafeteria
- Clogging all parcels/couriers at the entrance for 24 hours by the administration team
- Designing of alternate day working roster to ensure minimal attendance at work area
- Extending Pick & Drop facility to employees to avoid availing public transport

Internal Control

The Company has established strong and well-embedded internal control procedures commensurate with its size and operations. The Company believes that adequate internal controls and standardising operational processes is the key to protect assets and business efficiency. The internal control and risk management system is designed and applied as per the principles and criteria outlined in the corporate governance policy of the organisation.

Compliance to these policies and procedures is an integral part of the management review process. Adequacy and effectiveness of these internal controls are routinely tested by internal auditors based on their risk-based audit plan. The audit plan covers the key process across the functions, including plants, depots and other establishments. Suggestions to further strengthen the processes or make them more effective are shared with the process owners and changes are made suitably.

It involves a range of personnel who act in coordination while executing their respective responsibilities. The Board of Directors offers its guidance and strategic supervision to the Executive Directors and management, monitoring and support committees.

CSR

The Company has constituted a Corporate Social Responsibility (CSR) Committee in accordance with Section 135 of the Companies Act, 2013 to promote sustainable growth for society and communities. The CSR Policy designed by the Company aims at the basic life necessities of the individual and collective life amenities of the community.

The Company adopted an integrated approach to address the community, societal & environmental concerns by taking up a range of the following activities

Healthcare

An ongoing healthcare project through Mobile Medical Van (MMV) in the nearby villages of Tizit, Dist.- Mon, Nagaland provides basic diagnostic, medicine, curative, referral and counselling services to the rural population. The initiative aims to improve the access to medical services in the remote areas and bring awareness among the community towards healthy and hygienic living.

In its second year, Greenply's healthcare initiative "Drishti, the eye check-up camp" organised in partnership with NGO Vision for Mission has screened more than 370 people across locations in India. In these camps, all vision-related check-ups are done and spectacles are provided free of cost in required cases. Since inception, total 1,906 people are screened and total 1,080 number of spectacles are already provided under this initiative.

Drishti, Eye Check-up camp in progress

Mobile Health check-up at Tizit, Nagaland

Education

In association with Udayan Care - an NGO in West Bengal, Greenply undertook an initiative to support the deserving and talented girls from economically weaker sections of the society. Udayan's Shalini Fellowship Programme was a unique academic excellence and personality development program that aimed at empowering girls and women.

Skill development initiatives were taken up by the Company to fill the gap between skilled manpower and industrial requirement. The carpenter orientation program, launched by the Company in association with Skill India supports skilled carpenters.

Sponsoring Girl Child Education

Environment

The following activities were taken up providing environmental benefit:

- A nursery and clonal propagation centre were set up in Tizit to introduce genetically superior planting material
- Free saplings are distributed to local farmers

Plantation at Nagaland

IT Control Systems

The Company has always been on the forefront in terms of leveraging technology for the business. The technology has been used to create improved customer experiences, improve the operational productivity and aid in better decision-making. The Company upgraded IT infrastructure implementing SAP S4 Hana to strengthen overall supply chain and also Implemented Microsoft CRM (Customer Relationship Management) Module. Information security and data privacy continue to remain the Company's focus. The Company continues to make the necessary investments to secure its systems and information assets.

Cautionary Statement

The Company's objectives, projections, estimates, expectations, plans or predictions or industry conditions or events discussed in the 'Management Discussion and Analysis' are 'forward-looking statements' within the meaning of applicable securities laws and regulations. A number of factors including though not limited to global and domestic economic conditions, successful implementation of devised strategies, R&D, growth and expansion plans, technological advancements, changes in laws and regulations that apply to the Company, rising competition in and the conditions of its customers, suppliers and the overall industry, are likely to impact the Company's performance due to which the final results may vary materially from those expressed or implied. Any subsequent development, new information or future events or otherwise that may impact any forward-looking statements, need not be publicly updated, amended, modified or revised by the Company except as required by applicable law.

DIRECTORS' REPORT

To
The Members,

Your Directors have pleasure in presenting their 31st Annual Report on the business and operations of the Company along with the Audited Accounts of the Company for the Financial Year ended March 31, 2021.

Financial highlights

The financial performance of your Company, for the year ended March 31, 2021 is summarized below:

(₹ in Lakhs)

Particulars	2020-21		2019-20	
	Standalone	Consolidated	Standalone	Consolidated
Turnover	**1,01,167.46**	**1,16,162.74**	**1,26,307.08**	**1,41,581.91**
Profit before Exceptional items, Finance charges, Tax, Depreciation/ Amortization (PBITDA)	10,599.73	12,347.74	13,393.01	15,767.15
Less: Finance Charges	1,104.86	1,664.97	1,685.19	2,079.39
Profit before Exceptional items, Depreciation/Amortization (PBTDA)	9,494.87	10,682.77	11,707.82	13,687.76
Less: Depreciation	1,654.62	2,307.89	2,106.60	2,571.91
Net Profit before Exceptional items & Taxation (PBT)	7,840.25	8,374.88	9,601.22	11,115.85
Exceptional items	-	-	(4,997.05)	(4,997.05)
Net Profit before Taxation (PBT)	7,840.25	8,374.88	4,604.17	6,118.80
Provision for taxation	2,047.13	2,047.13	1,344.47	1,344.47
Profit/(Loss) after Taxation (PAT)	5,793.12	6,327.75	3,259.70	4,774.33
Share of profit/(loss) of Joint Venture	N.A.	(236.53)	N.A.	(49.26)
Profit/(Loss) after Taxation and share of profit/(loss) of Joint Venture	5,793.12	6,091.22	3,259.70	4,725.07
Profit/(Loss) after Taxation for the year	5,793.12	6,091.22	3,259.70	4,725.07

Result of operations and the state of Company's affairs

During the year under review, your Company achieved revenue of ₹ 1,01,167.46 Lakhs as against ₹ 1,26,307.08 Lakhs in the previous year. Profit for the year 2020-2021 was ₹ 5,793.12 Lakhs as against ₹ 3,259.70 Lakhs in the previous year.

As per the consolidated financial statements, the revenue and profit for the year 2020-2021 were ₹ 1,16,162.74 Lakhs and ₹ 6,091.22 Lakhs respectively as against ₹ 1,41,581.91 Lakhs and ₹ 4725.07 Lakhs in the previous year.

Your Company is present across different price points to cater to the needs of all customers across the high-end, mid-market and value-for-money segments. Your Company continues to retain and reinforce its market share under organised sector with a pan India distribution network comprising of distributors/ dealers and retailers. Your Company is the preferred partner of choice for a large number of offices and home builders, having a comprehensive product portfolio servicing client at every point of the price spectrum.

The Hon'ble Supreme Court of India vide its Order dated April 22, 2020 upheld the Special Leave Petition filed by the Union of India and Others in Civil Appeal Nos.2256-2263 of 2020 arising out of S.L.P. (C) Nos.28194-28201/ 2010 in respect of availing of area based exemption under Central Excise. The Company is one of the Respondents in the subject matter. Based on the management's assessment, the Company may have to refund maximum principal amount of ₹ 2,709.36 Lakhs in respect of excess refund received from the Excise Department for the period from 01.04.2008 to 30.06.2017. Further, the Company has estimated an interest amount of ₹ 2,120.31 Lakhs from the date of various refund till 31.03.2020 at the prescribed rate. However, the applicability of interest is litigative in nature. The Company also draws reference to Clause No. 4.3.6 of the Composite Scheme of Arrangement between Greenply Industries Limited and Greenpanel Industries Limited, duly approved by the Hon'ble National Company Law Tribunal, Guwahati Bench on 28.06.2019, as per which the above principal amount along with interest, if any, shall be shared by Greenply Industries Limited and Greenpanel Industries Limited in the ratio of 60:40. Therefore, the Company has recorded provision of its share of 60% for principal and interest amounting to ₹ 1,625.62 Lakhs and ₹ 1,272.18 Lakhs respectively. In addition to the above, the Company has also written off amount of ₹ 2,099.25 Lakhs in respect of pending refund receivable from the Excise Department for the period from 01.04.2008 to 16.05.2015, as appearing in the books. Accordingly, the total impact of the aforesaid judgment in the financial result for the year ended March 31, 2020 was ₹ 4,997.05 Lakhs. Considering the nature and size of transaction, the Company has already disclosed the above-mentioned impact as an "exceptional items" in the financial result for the year ended March 31, 2020.

During current year ended March 31, 2021, the Company has paid under protest its share of liability of ₹ 1,625.62 Lakhs (being 60% of the total demand as referred above) as on March 31, 2021. Also the Company has made a provision of ₹ 60.12 Lakhs and ₹ 243.84 Lakhs towards interest which is included in the finance costs for the quarter and year ended March 31, 2021 respectively. The Company continues to work with its legal counsel on this matter and will take all the necessary steps as may be appropriate from time to time.

Impact of COVID-19 pandemic on the business:

The COVID-19 pandemic has emerged as a global challenge. The second wave of pandemic hit the country and adversely affected the human life as well as economy of the Country. The situation became grave in the month of April and May 2021. The unexpected spike of COVID-19 cases and consequent lockdown enforced by many States Governments drove the economy of the Country into a technical recession. The physical and mental wellbeing of employees continues to be Company's top priority. The Company issued COVID-19 alert as per guidelines of WHO/ Government of India and adopted suitable policies to safe guard employees and for smooth functioning of Company's operations. Adequate safety measures including vaccination, reduction of physical attendance of employees at workplace, work from home, social distancing, wearing masks within office premises and multiple levels of sanitization have been implemented. With the ever- changing nature of the pandemic, it will be difficult to put an estimate of the future impact of COVID-19 on the Company's operations. As for the demand for products and services is concerned, there is a decline in demand as there is reliance of this industry on the real estate market which is affected since the onset of COVID-19. There can be an impact on demand as many carpenters have gone back to their home-towns and are yet to return.

As part of its endeavour to combat the challenges of the ongoing pandemic and in line with its overall business strategy, the Company is continuously exploring opportunities to become more efficient and rationalise costs. The Company's business is largely dependent on new constructions in the real estate sector as well as renovations of existing homes. The real estate sector has been facing challenges over the last year and these have only been accentuated post the pandemic. Given the limited clarity as to how this pandemic is going to impact in coming days, it is difficult to share any precise outlook for the business.

Outlook and expansion

The Company's outlook remains favourable on account of its product integration capabilities, increasing brand visibility and the continuous support from its stakeholders. Plywood market is one of the major verticals of the interior infrastructure, comprising materials used in building furniture. Such materials include plywood, boards, decorative veneers, doors. Your Company is currently operating primarily in the structural sphere of interior infrastructure domain with almost all the products in its basket catering to the structural needs of the customers. The demand for readymade furniture is growing. Your company also focused on the value-added products to improve margin.

Going forward, there is an increasing shift being witnessed towards the organised sector owing to brand and quality awareness. With wider choice, product innovation and warranty, being offered by organised players, customers are shifting more focus on this segment.

The Board of Directors of the Company at its meeting held on May 10, 2021 approved incorporation of a wholly owned subsidiary of the Company in India and setting-up of a new unit in Sandila Industrial Area, Sandila, Dist.- Hardoi, Uttar Pradesh, for manufacturing of plywood and its allied products by the said new wholly owned subsidiary considering proximity of principal raw material i.e. agro forestry timber, availability of workers, growing demand in northern and central markets of India and to secure seamless supply of plywood and its allied products. Accordingly, on May 24, 2021 a company named Greenply Sandila Private Limited was incorporated as a wholly owned subsidiary of the Company.

Earlier the said project was approved by the Board of Directors of the Company to set-up a manufacturing unit directly in Greenply Industries Limited. However, considering the tax benefits under Section 115BAB of the Income Tax Act, the Board has decided to set-up the aforesaid production unit through a wholly owned subsidiary to ensure seamless supply of the Company's products.

Your Directors are optimistic of achieving better results in the coming years.

Corporate Guarantee to Landesbank Baden-Wurttemberg (LBBW)

The Board of Directors of the Company at their meeting held on February 11, 2020, subject to approval of shareholders by way of Postal Ballot including remote e-voting and other regulatory authorities, approved extension of a corporate guarantee to Landesbank Baden-Wurttemberg (LBBW) for an amount not exceeding EURO 12,500,000 (Maximum Amount), in respect of the loan provided by LBBW to the erstwhile MDF Division of the Company which has now been shifted by way of demerger to Greenpanel Industries Limited vide the Composite Scheme of Arrangement duly approved by the Hon'ble National Company Law Tribunal, Guwahati Bench, vide its order dated June 28, 2019. The Shareholders of the Company approved the same through Postal Ballot including remote e-voting on March 26, 2020 subject to other regulatory approval(s). However, the Company has not issued the said Corporate Guarantee to LBBW during the year under review.

Subsidiaries and Joint Venture

Presently, your Company has two overseas wholly owned subsidiaries viz. (i) Greenply Holdings Pte. Ltd., Singapore, which is holding the investment in Greenply Alkemal (Singapore) Pte. Ltd., Singapore. (ii) Greenply Middle East Limited, Dubai, UAE, which is managing, controlling and holding investment in Greenply Gabon SA, Gabon, West Africa and also engaged in general trading business. Also, your Company has an Indian wholly owned subsidiary namely Greenply Sandila Private Limited which was incorporated on May 24, 2021 for manufacturing of plywood and its allied products.

Further, your Company has an overseas step-down wholly owned subsidiary viz. Greenply Gabon SA, Gabon, West Africa, (Subsidiary of Greenply Middle East Limited, Dubai, UAE) having manufacturing unit at Nkok SEZ in Gabon, West Africa. The same is engaged in the business of manufacturing and marketing of veneers.

Your Company also has one step-down overseas joint venture namely Greenply Alkemal (Singapore) Pte. Ltd. (a joint venture company of Greenply Industries Limited, India through its wholly owned subsidiary Greenply Holdings Pte. Ltd., Singapore and Alkemal Singapore Pvt. Ltd., Singapore) engaged in the business of trading and marketing of commercial veneers and panel products. Further, the joint venture company also control the Myanmar based company i.e. Greenply Industries (Myanmar) Pvt. Ltd., which is engaged in the business of manufacturing and trading of veneer and lumber.

The statement in form AOC-1 containing the salient features of the financial statements of subsidiaries/associate companies/ joint ventures pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014 is annexed to this Report.

Further, the contribution of Greenply Holdings Pte. Ltd., Singapore, Greenply Middle East Limited, Dubai, UAE, wholly owned subsidiaries and Greenply Alkemal (Singapore) Pte. Ltd., Joint Venture to overall performance of the Company during the year under review is as mentioned below:

	Net assets (total assets minus total liabilities)		Share in profit or loss	
	As % of consolidated net assets	₹ in Lakhs	As % of consolidated profit or loss	₹ in Lakhs
Holding Company				
Greenply Industries Limited	94.05%	41,074.49	95.11%	5,793.12
Subsidiaries:				
Foreign				
Greenply Holdings Pte. Limited	-0.01%	(4.50)	-0.12%	(7.35)
Greenply Middle East Limited ^	7.02%	3,064.93	8.89%	541.98
Joint venture:				
Foreign				
Greenply Alkemal (Singapore) Pte. Limited	-1.06%	(463.82)	-3.88%	(236.53)
Non-controlling interests in all subsidiaries	0.00%	-	0.00%	-
At March 31, 2021	**100.00%**	**43,671.10**	**100.00%**	**6,091.22**

	Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated other comprehensive income	₹ in Lakhs	As % of consolidated total comprehensive income	₹ in Lakhs
Holding Company				
Greenply Industries Limited	12.57%	29.21	92.06%	5,822.33
Subsidiaries:				
Foreign				
Greenply Holdings Pte. Limited	0.00%	-	-0.12%	(7.35)
Greenply Middle East Limited ^	87.43%	203.10	11.80%	745.08
Joint venture:				
Foreign				
Greenply Alkemal (Singapore) Pte. Limited	0.00%	-	-3.74%	(236.53)
Non-controlling interests in all subsidiaries	0.00%	-	0.00%	-
At March 31, 2021	**100.00%**	**232.31**	**100.00%**	**6,323.53**

^ includes a wholly owned step-down subsidiary company - Greenply Gabon SA

Consolidated financial statements

For the period under review, the Company has consolidated the financial statements of its wholly owned subsidiaries viz. Greenply Holdings Pte. Ltd., Singapore and Greenply Middle East Limited, Dubai (UAE). In accordance with Section 136(1) of the Companies Act, 2013, the Annual Report of the Company, containing therein its standalone and the consolidated financial statements has been placed on the website of the Company, www.greenply.com. Further, as per the said section, audited annual accounts of the subsidiary companies and Joint Venture Company have also been placed on the website of the Company, www.greenply.com. Shareholders interested in obtaining a physical copy of the audited annual accounts of the subsidiary companies and Joint Venture Company may write to the Company Secretary at the Company's registered office. A statement containing salient features of the financial statements of subsidiary/associate companies/joint venture in form AOC -1 is annexed to this Report.

Credit Rating

During the year, "Credit Analysis and Research Ltd. (CARE)" and "India Ratings & Research" have re-affirmed our external credit rating for both long term and short-term borrowings as detailed below:

Rating Agency	Instrument	Rating
CARE	Banking Facilities – Long Term	CARE AA-
CARE	Banking Facilities – Short Term	CARE A1+
India Ratings & Research	Banking Facilities – Long Term	IND AA-
India Ratings & Research	Banking Facilities – Short Term	IND A1+
India Ratings & Research	Short Term Debt (including Commercial Paper)	IND A1+

Above credit rating reflects Company's commitment and capability to persistent growth through prudence and focus on financial discipline.

Dividend

Your Directors recommend a final dividend of 40% i.e. Re.0.40 per equity share (compared to previous year of 40% i.e.Re.0.40 per equity share of Re.1/-each) on the Company's 12,26,27,395 equity shares of Re.1/- each for financial year 2020-2021. The final dividend on the equity shares, if approved by the members as above, would involve an outflow of ₹ 490.51 Lakhs towards dividend.

The dividend payment is subject to approval of members at the ensuing Annual General Meeting. The dividend pay-out is in accordance with the Dividend Distribution Policy of the Company adopted by the Board of Directors in their meeting held on July 25, 2016 and amended on 08.02.2019. The Dividend Distribution

Policy of the Company is annexed to this Report and also has been uploaded on the website of the Company available at the weblink at https://www.greenply.com/assets/investors/11/original/Dividend_Distribution_Policy.pdf?1564572436

Transfer to Reserves

No amount has been proposed to be transferred to the General Reserve during the Financial Year 2020-21.

Share Capital

During the year under review, there were no changes in the Share Capital of the Company.

Directors and Key Managerial Personnel

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Manoj Tulsian (DIN: 05117060), Joint Managing Director & CEO of the Company, will retire by rotation at the ensuing Annual General Meeting and is eligible for re-appointment.

The Board of Directors at its Meeting held on November 4, 2020, subject to approval of Members of the Company, had accorded its approval to re-appoint Mr. Rajesh Mittal [DIN: 00240900] as Chairman cum Managing Director of the Company, liable to retire by rotation, for a further period of five years with effect from January 1, 2021. The same was recommended to the Board of Directors by the Nomination and Remuneration Committee at its meeting held on November 4, 2020. The Shareholders of the Company approved the re-appointment of Mr. Rajesh Mittal as Chairman cum Managing Director of the Company for a period of 5 years w.e.f. January 1, 2021 through postal ballot including e-voting process on December 23, 2020. The detailed terms and conditions including remuneration had already been mentioned in the Postal Ballot Notice dated November 4, 2020 circulated by the Company. Further, the details of Mr. Rajesh Mittal [DIN: 00240900] as required under Listing Regulations and SS-2 had also been provided in the said notice.

None of the Directors of your Company is disqualified under the provisions of Section 164(2)(a) & (b) of the Companies Act, 2013 and a certificate dated May 22, 2021 received from a Practising Company Secretary certifying that none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of the companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority is annexed to the Corporate Governance Report.

All the Independent Directors of the Company have complied with the requirement of inclusion of their names in the Data bank of Independent Directors maintained by Indian Institute of Corporate Affairs. Mr. Vinod Kumar Kothari, Mr. Susil Kumar Pal and Ms. Sonali Bhagwati Dalal are not required to pass the online proficiency self-assessment test as per the first proviso of Rule 6(4) of the Companies (Appointment and Qualification of Directors) Rules, 2014 whereas Mr. Upendra Nath Challu has successfully qualified the online proficiency self-assessment test for Independent Director's Databank on January 30, 2021. Further, in the opinion of the Board of Directors, the Independent Directors of the Company are persons of integrity and possess relevant expertise and experience.

Declaration by Independent Sirectors

For the financial year 2020-21, all the Independent Directors of the Company have given their declarations to the Company that they meet the criteria of independence as provided in Section 149(7) read with Section 149(6) of the Companies Act, 2013 and Regulation 16 of Listing Regulations.

Meetings of the Board of Directors

Five (5) Board Meetings were held during the financial year ended March 31, 2021. The details of the Board Meetings with regard to their dates and attendance of each of the Directors thereat have been provided in the Corporate Governance Report.

Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Listing Regulations, the Board has carried out the annual performance evaluation of the Directors individually as well as evaluation of the working of the Board as a whole and of the Committees of the Board, by way of individual and collective feedback from Directors.

Pursuant to Para VII of Schedule IV of the Companies Act, 2013 ('Act, 2013') and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), a meeting of the Independent Directors ('IDs') of the Company was convened on March 17, 2021 to perform the following:

- review the performance of the Chairperson of the Company, taking into account the views of executive directors and non-executive directors;
- review the performance of non-independent directors and the Board as a whole;
- assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties

Further, the Nomination and Remuneration Committee also evaluated the performance of all the directors of the Company.

The criteria for evaluation are briefly provided below:

a. **For Independent Directors:**
- General parameters
- Roles & responsibilities to be fulfilled as an Independent director
- Participation in Board process.

b. **For Executive & Non-executive Directors:**
- Governance
- Strategy
- Stakeholder focus
- Communication & influence
- Quality or capability
- Performance improvement
- Financial & risk awareness

The result of review and evaluation of performance of Board, it's Committees and of individual Directors was found to be satisfactory.

Familiarisation Programme

The details of the familiarisation programme undertaken during the year have been provided in the Corporate Governance Report along with the web link thereof.

Managerial Remuneration

As per the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including any amendment thereof, the Company is required to disclose the following information in the Board's Report.

(a) ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2020-21;

Name	Designation	Ratio to median remuneration of employees
Mr. Rajesh Mittal	Chairman cum Managing Director	174.15
Mr. Sanidhya Mittal	Joint Managing Director	64.91
Mr. Manoj Tulsian	Joint Managing Director & Chief Executive Officer	133.89
Mr. Susil Kumar Pal	Independent Director	7.09
Mr. Vinod Kumar Kothari	Independent Director	7.09
Ms. Sonali Bhagwati Dalal	Independent Director	7.09
Mr. Upendra Nath Challu	Independent Director	7.09

(b) percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year 2020-21;

Name	Designation	% increase
Mr. Rajesh Mittal	Chairman cum Managing Director	-1%
Mr. Sanidhya Mittal	Joint Managing Director	-10%
Mr. Manoj Tulsian	Joint Managing Director & Chief Executive Officer	851%
Mr. Susil Kumar Pal	Independent Director	36%
Mr. Vinod Kumar Kothari	Independent Director	36%
Ms. Sonali Bhagwati Dalal	Independent Director	36%
Mr. Upendra Nath Challu	Independent Director	36%
Mr. Mukesh Agarwal	Chief Financial Officer	-3%
Mr. Kaushal Kumar Agarwal	Company Secretary & Vice President-Legal	1%

(c) percentage increase in the median remuneration of employees in the financial year 2020-21;

18.00 %

(d) number of permanent employees on the rolls of Company;

2321

(e) average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;

4.16% (non-Managerial personnel) 33.57% (Managerial Personnel)

(f) We hereby affirm that the remuneration paid to the Executives is as per the Remuneration Policy of the Company approved by the Board of Directors.

(g) Managing Directors and Whole-time Directors of the Company do not receive any commission from its subsidiary companies.

All elements of remuneration package as required under Listing Regulations have been provided in the Corporate Governance Report.

Statutory Auditors and their report

The Shareholders of the Company at their 27th Annual General Meeting held on 21.08.2017, approved appointment of M/s. B S R & Co. LLP, Chartered Accountants (ICAI Firm Registration No. 101248W/W-100022) as the Statutory Auditors of the Company to hold office for a term of 5 (five) consecutive years i.e. from the conclusion of 27th Annual General Meeting, until the conclusion of the 32nd Annual General Meeting.

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and, therefore, do not call for further clarification. The Statutory Auditor's Report for Financial Year ended March 31, 2021 does not have any qualification and adverse remark.

Cost Auditors

During the year under review, cost audit was not applicable to the Company.

Internal Auditor

The Company has in-house Internal Audit team headed by qualified and experienced Executives. The scope, functioning, periodicity and methodology for conducting internal audit were approved by the Board of Directors and reviewed by the Audit Committee from time to time. Further, the Audit committee discussed and reviewed the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official, heading the department, reporting structure coverage and frequency of internal audit.

Secretarial Auditor

Pursuant to the provisions of Section 204 of the Act, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company has appointed M/s. Nidhi Bagri & Company, Practising Company Secretary (Membership No. ACS 24765/COP No.9590), Kolkata, to conduct Secretarial Audit for the financial year 2020-2021. The Secretarial Audit Report of M/s. Nidhi Bagri & Company, Practising Company Secretary, in Form MR-3, for the financial year ended March 31, 2021, is annexed to this report. The Secretarial Auditor's report does not contain any qualifications, reservations, or adverse remarks or disclaimer.

Disclosure on Employee Stock Option Plan/Scheme

During the year under review, your Company has adopted the Greenply Employee Stock Option Plan ('ESOP 2020'/ 'Plan'), for granting of options to eligible employees of your Company.

The members of the Company, with a view to motivate the key work force seeking their contribution to the corporate growth, to create an employee ownership culture, to attract new talents, and to retain them for ensuring sustained growth, passed the resolutions through postal ballot including e-voting on October 15, 2020 and December 23, 2020 for introducing 'Greenply Employee Stock Option Plan 2020' ("ESOP 2020"/"Plan").

The resolutions also accorded approval to the Board of Directors/ Nomination and Remuneration Committee of the Company under Regulation 5 of the SEBI (Share Based Employee Benefits) Regulations, 2014 to create, grant and vest from time to time, in one or more tranches, not exceeding 54,00,000 (Fifty-four Lakhs only) employee stock options, to or for the benefit of such person(s) who are in permanent employment of the Company and its subsidiary company(ies).

The Nomination and Remuneration Committee at its meeting held on March 17, 2021, approved the grant of 13,44,500 stock options exercisable into 13,44,500 Equity Shares of Re.1/- each of the Company to the eligible employees. ESOP 2020 is in compliance with the applicable provisions of the Companies Act, 2013 and the Rules issued thereunder, Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 ("Employee Benefit Regulations") and other applicable regulations, if any.

The disclosures as required under Companies (Share Capital and Debentures) Rules, 2014 and Employee Benefit Regulations as on March 31, 2021 is as under:

Options granted during the financial year 2020-21			13,44,500
Options vested during the financial year 2020-21			Nil
Options exercised during the financial year 2020-21*			NA
The total number of shares arising as a result of exercise of option during the year 2020-21*			NA
Options lapsed during the year 2020-21			9,500
Exercise Price (₹)			55
Variation of terms of options during the year 2020-21			No variation
Money realized by exercise of options during the year 2020-21			Nil
Total number of options in force during the year 2020-21			13,35,000
Employee wise details of options granted to:			
1.	Senior managerial personnel:		
	a)	Mr. Manoj Tulsian, Joint Managing Director & CEO (KMP)	10,00,000
	b)	Mr. Kaushal Kumar Agarwal, Company Secretary & VP – Legal (KMP)	7,000
	c)	Mr. Sanjay Jain (SMP)	7,000
	d)	Mr. Sunil Lohia (SMP)	7,000
	e)	Mr. Narendra Kumar Puhan (SMP)	7,000
2.	Any other employee who receives a grant of options in any one year of option amounting to five percent or more of options granted during the year 2020-21		Nil
3.	Identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant during the year 2020-21.		NIL

** Not yet vested*

There have been no material changes to the ESOP 2020 during the Financial Year.

The certificate from B S R & CO. LLP (Firm Registration Number 101248W/W-100022) Statutory Auditors of the Company, confirming that the scheme has been implemented in accordance with the aforesaid regulations and in accordance with the resolution passed by the Members of the Company through postal ballot including e-voting, would be placed before the Members at the ensuing Annual General Meeting. A copy of the same will be available for inspection at the Company's website and can be accessed on the weblink www.greenply.com/investors.

The disclosures on the scheme, details of options granted, changes to the scheme, if any, etc. are placed on the website of the Company as required under Employee Benefit Regulations, 2014 read with SEBI Circular No. CIR/CFD/POLICY CELL/2/2015 dated June 16, 2015 and can be accessed on the weblink www.greenply.com/investors.

In line with the Indian Accounting Standards ("Ind AS") 102 on 'Share Based Payments' issued by the Ministry of Corporate Affairs in consultation with Accounting Standards Board (ASB) of the Institute of Chartered Accountants of India ("ICAI") and the National Advisory Committee on Accounting Standards, your Company has computed the cost of equity settled transactions by using the fair value of the options at the date of the grant and recognized the same as employee compensation cost over the vesting period.

Audit Committee

As on March 31, 2021, the Company's Audit Committee comprises of three Non-Executive Independent Directors viz. Mr. Susil Kumar Pal, Mr. Vinod Kumar Kothari and Mr. Upendra Nath Challu and one Executive-Promoter Directors viz. Mr. Rajesh Mittal. The Committee inter-alia reviews the Internal Control System, reports of Internal Auditors, compliance of various regulations and evaluates the internal financial controls and risk management system of the Company. The Committee also reviews at length the Financial Statements and results before they are placed before the Board. The terms of reference of the Audit Committee and other details have been provided in the Corporate Governance Report.

Vigil Mechanism

In pursuance to the provisions of section 177(9) & (10) of the Companies Act, 2013 and Regulation 22 of the Listing Regulations, 'Whistle Blower Policy' to establish vigil mechanism for directors and employees to report genuine concerns had been framed and implemented. This policy provides a process to disclose information, confidentially and without fear of victimization, where there is reason to believe that there has been serious malpractice, fraud, impropriety, abuse or wrong doing within the Company. The policy safeguards the whistle blowers to report concerns or grievances and also provides a direct access to the Chairman of the Audit Committee. During the year under review, none of the personnel has been denied access to the Chairman of the Audit Committee. The policy has been uploaded on the website of the Company and is available at the weblink at

https://www.greenply.com/assets/investors/2/original/Vigil_Mechanism_Policy_1.pdf?1564571968

Nomination and Remuneration Committee

As on March 31, 2021, the Company's Nomination and Remuneration Committee comprises of three Non-Executive Independent Directors viz. Mr. Susil Kumar Pal, Mr. Vinod Kumar Kothari, Mr. Upendra Nath Challu and one Executive-Promoter Director Mr. Rajesh Mittal (Chairman cum Managing Director). The terms of reference and other details of the Nomination and Remuneration Committee has also been provided in the Corporate Governance Report.

The Remuneration Policy of the Company is uploaded on the website of the Company which can be viewed at https://www.greenply.com/assets/investors/8/original/Remuneration_policy.pdf?1564572312

However, brief outline of the Remuneration Policy is as follows:

The Remuneration Policy applies to all the "Executives" of the Company. The Policy also helps the Company to attain Board diversity and creates a basis for succession planning. In addition, it is intended to ensure that-

a) the Company is able to attract, develop and retain high-performing and motivated Executives in a competitive international market;

b) the Executives are offered a competitive and market aligned remuneration package, with fixed salaries being a significant remuneration component, as permissible under the Applicable Law;

c) remuneration of the Executives are aligned with the Company's business strategies, values, key priorities and goals.

In framing the aforesaid Remuneration Policy, the Nomination and Remuneration Committee ensures that a competitive remuneration package for all Executives is maintained and is also benchmarked with other multinational companies operating in national and global markets.

The nomination of the Independent Directors of the Company shall be in accordance with the principles as stated under the said Policy.

The assessments for Functional Heads are done on the basis of below parameters by the concerned interview panel of the Company -

a) Competencies
b) Capabilities
c) Compatibility
d) Commitment
e) Character
f) Strong interpersonal skills
g) Culture among others.

The various remuneration components would be combined to ensure an appropriate and balanced remuneration package.

The five remuneration components are -

- fixed remuneration (including fixed supplements)
- performance based remuneration (variable salary)
- pension schemes, where applicable
- other benefits in kind
- severance payment, where applicable

The fixed remuneration is determined on the basis of the role and position of the individual, including professional experience, responsibility, job complexity and local market conditions.

The performance-based remuneration motivates and rewards high performers who significantly contribute to sustainable results, perform according to set expectations for the individual in question, and generates stakeholder value within the Group.

Any fee/remuneration payable to the Non-Executive directors of the Company shall abide by the following norms -

i. If any such director draws or receives, directly or indirectly, by way of fee/remuneration any such sums in excess of the limit as prescribed or without the prior sanction, where it is required, under the Applicable law such remuneration shall be refunded to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive the recovery of any sum refundable to it;

ii. Such directors may receive remuneration by way of fee for attending meetings of the Board or Committee thereof or for any other purpose whatsoever as may be decided by the Board, as permissible under Applicable law;

iii. An independent director shall not be entitled to any stock option and may receive remuneration only by way of fees and reimbursement of expenses for participation in meetings of the Board or Committee thereof and profit related commission, as may be permissible by the Applicable law.

Stakeholders Relationship Committee

As on March 31, 2021, the Stakeholders Relationship Committee comprises two executive Promoter Directors viz. Mr. Rajesh Mittal and Mr. Sanidhya Mittal one Non-Executive Independent Director viz. Mr. Susil Kumar Pal. The detailed terms of reference and other details of the Committee has been provided in the Corporate Governance Report.

Risk Management Policy

The Company has a Risk Management system for identification and mitigation of various risks. On the basis of risk assessment criteria, your Company has identified risks as minor/moderate/important/material or severe depending on their impact on turnover, profit after tax and return on capital employed. A risk library wherein the Company has allotted scores to the risks based on risk significance and risk likelihood. On the basis of risk scores the Company has identified few material risks for the organization. The risks scores were initially done at the level of Operational Heads of Finance & Accounts, Sales, Production and HR and finally assessment was done based on scores given by an internal committee of the Company. However, the risks are dynamic and the Company will be adding new risks and removing some of the existing risks as and when the Company develop solutions for the existing risks. Accordingly, the Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. The Audit Committee of the Board evaluates risks management system of the company on quarterly basis.

Risk Management Committee

The Members of the Audit Committee at its Meeting held on February 11, 2021 recommended to the Board to form a Risk Management Committee to give proper attention and time on the evaluation of Risk Management System/Policy of the Company.

Accordingly on February 11, 2021 the Risk Management Committee was constituted, comprising of two executive directors Mr. Manoj Tulsian, Joint Managing Director & CEO, Mr. Sanidhya Mittal, Joint Managing Director and the Chief Financial Officer of the Company Mr. Mukesh Agarwal. Further, considering the SEBI (LODR) (Second Amendment) Regulations, 2021 issued on May 5, 2021 bringing in various amendments in SEBI LODR, the Board of Directors had re-constituted the Risk Management Committee on June 14, 2021. The Company's Risk Management Committee currently comprises of, one Executive - Non Promoter Director, one Executive - Promoter Director, two Non-Executive Independent Directors and the Chief Financial Officer (CFO) of the Company. The Board of Directors also defined the terms of reference of the said Committee.

Annual Return

The extract of Annual Return, as at the Financial Year ended March 31, 2021, as required under section 134(3) (a) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014 in Form No. MGT-9, is annexed to this Report. The Annual Return of the Company is available on the website of the Company i.e. http://www.greenply.com/investors.

Material changes and commitments

Except as disclosed elsewhere in this Report, there have been no material changes and commitments affecting the financial position of the Company since the close of financial year i.e. since March 31, 2021 till the date of this Report. Further, it is hereby confirmed that there has been no change in the nature of business of the Company except as disclosed in this report.

Significant and material orders passed by the Regulators / Courts / Tribunals impacting the going concern status and the Company's operations in future

Except as disclosed elsewhere in this Report, there is no significant and material order has been passed by any Regulator/Court/Tribunals impacting the going concern status and the Company's operations in future.

Internal financial controls

The Directors had laid down Internal Financial Controls procedures to be followed by the Company which ensure compliance with various policies, practices and statutes in keeping with the organization's pace of growth and increasing complexity of operations for orderly and efficient conduct of its business. The Audit Committee of the Board, from time to time, evaluated the adequacy and effectiveness of internal financial control of the Company with regard to:

1. Systems have been laid to ensure that all transactions are executed in accordance with management's general and specific authorization. There are well-laid manuals for such general or specific authorization.
2. Systems and procedures exist to ensure that all transactions are recorded as necessary to permit preparation of financial statements in conformity with generally accepted accounting principles or any other criteria applicable to such statements, and to maintain accountability for aspects and the timely preparation of reliable financial information.
3. Access to assets is permitted only in accordance with management's general and specific authorization. No assets of the Company are allowed to be used for personal purposes, except in accordance with terms of employment or except as specifically permitted.
4. The existing assets of the Company are verified/checked at reasonable intervals and appropriate action is taken with respect to any differences, if any.
5. Proper systems are in place for prevention and detection of frauds and errors and for ensuring adherence to the Company's policies.

Further, the certificate from Joint Managing Director & CEO and Chief Financial Officer, in terms of Regulation 17(8) of the SEBI Listing Regulations, provided in this Annual Report, also certifies the adequacy of our Internal Control systems and procedures.

Insurance

Your Company's properties, including building, plant, machineries and stocks, among others, are adequately insured against risks.

Particulars of loans/advances/investments as required under Schedule V of the Listing Regulations

The details of related party disclosures with respect to loans/advances/investments at the year end and maximum outstanding amount thereof during the year as required under Part A of Schedule V of the Listing Regulations have been provided in the notes to the Financial Statements of the Company. Further, there was no transaction with person or entity belonging to the promoter/promoter group which hold(s) 10% or more shareholding in the Company as per Para 2A of the aforesaid Schedule.

Loans/advances, guarantee and investments under Section 186 of the Companies Act, 2013

Details of loans/advances granted, guarantees given and investments made during the year under review, covered under the provisions of Section 186 of the Companies Act, 2013 are annexed to this Report.

Public Deposits

During the financial year 2020-2021, the Company did not invite or accept any deposits from the public under the Companies Act, 2013.

Listing of shares

The Equity Shares of the Company are listed on the BSE Limited (BSE) with scrip code No. 526797 and on National Stock Exchange of India Limited (NSE) with scrip symbol GREENPLY. The Company confirms that the annual listing fees to both the stock exchanges for the financial year 2020-21 have been duly paid.

Related party transactions

There have been no materially significant related party transactions undertaken by the Company which may have potential conflict with the interest of the Company. Related party transactions that were entered into during the year under review were on arm's length basis and were in ordinary course of business. The Particulars of material related party transaction, if any, are provided in Form AOC-2 as required under section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014. Further, suitable disclosure as required by the Accounting Standards (Ind AS 24) has been made in the notes to the Financial Statements.

The Board has approved a policy for related party transactions which has been uploaded on the Company's website. The web link as required under Listing Regulations is as under: https://www.greenply.com/assets/investors/5/original/Related_Party_Transactions_Policy.pdf?1564572178

Corporate Governance

Your Company is committed to observe good Corporate Governance practices. The report on Corporate Governance for the financial year ended March 31, 2021, as per Regulation 34(3) read with Schedule V of the Listing Regulations forms part of this Annual Report and annexed to this Report. The requisite certificate from Statutory Auditors, M/s. B S R & Co. LLP, Chartered Accountants (ICAI Firm Registration No. 101248W/W-100022) confirming compliance with the conditions of corporate governance, is attached to this Annual Report.

Management Discussion and Analysis Report

The Report on Management Discussion and Analysis Report in terms of Regulation 34, read with Schedule V of the Listing Regulations, forms part of this Annual Report and is annexed to this Report. Certain Statements in the said report may be forward looking. Many factors may affect the actual results, which could be different from what the Directors envisage in terms of the future performance and outlook.

Policy on Sexual Harassment of Women at Workplace

The Company has in place a Policy on prevention of Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

Further, the Company has complied with the provisions relating to constitution of Internal Complaints Committee under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

No complaint was filed under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 during the year under review.

Conservation of energy, technology absorption, foreign exchange earnings and outgo

The particulars related to the conservation of energy, technology absorption and foreign exchange earnings and outgo, as required under section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, is annexed to this Report.

Corporate Social Responsibility

As on March 31, 2021, the Corporate Social Responsibility Committee (CSR Committee) comprises two executive Promoter Directors viz. Mr. Rajesh Mittal and Mr. Sanidhya Mittal and two Non-Executive Independent Directors viz. Mr. Vinod Kumar Kothari and Mr. Upendra Nath Challu. The terms of reference of the Committee have been provided in the Corporate Governance Report. The CSR Committee has formulated a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, which has also been approved by the Board. The CSR Policy may be accessed on the Company's website at the link https://www.greenply.com/assets/investors/518/original/Corporate_Social_Responsibility_Policy.pdf?1627109345

The salient features of the CSR Policy of the Company are as below:

1. Vision: The Company's CSR Vision is "improving lives in pursuit of collective development and environmental sustainability". This vision should encompass all CSR activities of the Company.
2. Mission: The Company's CSR Mission is primarily to pursue initiatives directed towards enhancing welfare of society based on long term social and environmentally sustainable CSR activities.
3. The Company recognises the need to carry business in accordance with principles of sustainability, balance and equity. It strives to enhance corporate value while achieving a stable and long-term growth for the benefit of stakeholders. The Company also encourages its directors and employees to recommend meaningful CSR projects that may be taken up by the Company.
4. The CSR activities carried by the Company are either identified by the CSR Committee of the Company or as recommended by various stakeholders. The Company either undertakes the activities itself or through some external agency in compliance with the provisions of Section 135 of the Companies Act, 2013 read with Companies (CSR Policy) Rules, 2014.
5. The CSR Committee shall periodically monitor and evaluate the performance of the Projects and seek statements and reports from the CSR Cell on the progress of each of CSR projects from time to time. A certificate shall be obtained from CFO or the person responsible for financial management that the funds disbursed have been utilised for the purpose and in the manner as approved. In case of Ongoing Projects, the Board of the Company shall monitor the implementation of the Project with reference to the approved timelines and year-wise allocation and shall be competent to make modifications, if any, for smooth implementation of the project within the overall permissible time period.
6. The Company has chosen some of the projects as mentioned in Schedule VII of the Companies Act, 2013 as its Priority Projects which are as below:
   a) eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water;
   b) promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
   c) promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;

- d) ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga;

- e) training to promote rural sports, nationally recognised sports, Paralympic sports and Olympic sports;

- f) disaster management, including relief, rehabilitation and reconstruction activities.

7. The Company shall approve Annual Action Plan every year covering list of activities to be undertaken, manner of execution, utilisation of funds, monitoring etc. Impact assessment of CSR activities will be undertaken if the conditions specified in the Policy and under the Companies (CSR Policy) Rules, 2014 in this regard is fulfilled.

Further, the CSR activities carried out during the Financial Year ended March 31, 2021 in the format prescribed under Rule 9 of the Companies (Accounts) Rules, 2014 including amendment thereof, is annexed to this Report.

Directors' Responsibility Statement

In terms of provisions of Section 134(3)(c) and Section 134(5) of the Companies Act, 2013, your directors state that:

(i) in preparation of the Annual Accounts for the financial year ended March 31, 2021, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;

(ii) the Directors had selected such Accounting Policies as listed in the Financial Statements and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year as on March 31, 2021 and of the profits of the Company for that period;

(iii) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(iv) the directors had prepared the Annual Accounts on a going concern basis;

(v) the directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.

(vi) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

CEO and CFO certification

Pursuant to the Listing Regulations, the Joint Managing Director & CEO and CFO certification is attached with the Annual Report. The Chairman cum Managing Director and the Chief Financial Officer also provides a quarterly certification on financial results while placing the financial results before the Board for approval in terms of the Listing Regulations.

Code of Conduct for Directors and senior management personnel

The Code of Conduct for Directors and Senior Management Personnel is posted on the Company's website. The Joint Managing Director & CEO of the Company has given a declaration that all Directors and Senior Management Personnel concerned, affirmed compliance with the Code of Conduct with reference to the year ended on March 31, 2021. The declaration is attached with the annual report.

Disclosure regarding compliance of applicable Secretarial Standards

The company has complied with all the mandatorily applicable secretarial standards issued by The Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Companies Act, 2013.

Corporate Governance and Compliance Certificate regarding compliance of conditions of Corporate Governance

A detailed Report on Corporate Governance for the financial year 2020-2021, pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the certificate received from M/s. B S R & Co. LLP, Chartered Accountants (ICAI Firm Registration No. 101248W/W-100022), Statutory Auditors of the Company, to the effect of compliance of conditions of Corporate Governance as required under Schedule V of the Listing Regulations are annexed with the Report.

Business Responsibility Report

The Business Responsibility Report, describing the initiatives taken by the Company during the period under review from an environmental, social and governance perspective, has been annexed to this Report.

Fraud Reporting

There was no fraud reported by the Auditors of the Company under sub-section (12) of section 143 of the Companies Act, 2013, to the Audit Committee or the Board of Directors during the year under review.

Disclosures with respect to Demat Suspense Account/ Unclaimed Suspense Account

The relevant details in this regard have been provided in the Corporate Governance Report annexed to this Report.

Particulars of employees

During the year, five employees employed throughout the year were in receipt of remuneration of ₹ 1.02 crore or more per annum and no employee employed for the part of the year was in receipt of remuneration of ₹ 8.5 lac or more per month.

In accordance with the provisions of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the names and particulars of the top ten employees in terms of remuneration drawn and of the aforementioned employees form part of the Directors' / Board's Report as an annexure. However, in terms of the provisions of Section 136(1) of the Companies Act, 2013 read with the rule, the Directors'/ Board's Report is being sent to all shareholders/ members of the Company excluding the same. The said information is available for inspection at the registered office of the Company during the working hours.

Any shareholder/ member interested in obtaining a copy of the annex may write to the Company Secretary. Disclosures on managerial remuneration in terms of Rule 5(1) of the aforesaid Rules are annexed to this Report.

The members are also informed that this Report is to be considered as an abridged report to the extent of the aforesaid exclusion only and all other information as required under applicable law form part of this Report without any exclusion.

Acknowledgements

Your Directors place on record their sincere thanks and appreciation for the continuing support of financial institutions, consortium of banks, vendors, clients, investors, Central Government, State Governments and other regulatory authorities. The Directors also place on record their heartfelt appreciation for the commitment and dedication of the employees of the Company across all the levels who have contributed to the growth and sustained success of the Company.

For and on behalf of the Board of Directors

Rajesh Mittal
Chairman cum Managing Director
DIN: 00240900

Place: Kolkata
Date: June 14, 2021

Form AOC-1

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures
[Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014]

Part "A": Subsidiaries		**₹ in Lakhs**
1.	Name of the subsidiary	Greenply Holdings Pte. Ltd., Singapore
2.	Reporting period for the subsidiary	01.04.2020 - 31.03.2021
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year	USD / INR = 73.105
4.	Share Capital	2777.99
5.	Reserves & Surplus	-476.18
6.	Total Assets	4.26
7.	Total Liabilities	8.76
8.	Investments*	2306.31
9.	Turnover	NIL
10.	Profit / (Loss) before taxation (including Other Comprehensive Income)	-240.63
11.	Provision for taxation	-
12.	Profit / (Loss) after taxation (including Other Comprehensive Income)	-240.63
13.	Proposed Dividend	NIL
14.	% of shareholding	100%

**Including ₹ (236.53) Lakhs towards share of loss from investment in the Joint Venture Company, Greenply Alkemal (Singapore) Pte. Ltd., Singapore*

Part "A": Subsidiaries		**₹ in Lakhs**
1.	Name of the subsidiary	Greenply Middle East Ltd., Dubai, UAE
2.	Reporting period for the subsidiary	01.04.2020 - 31.03.2021
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year	USD / INR = 73.105
4.	Share Capital	1991.96
5.	Reserves & Surplus	-795.43
6.	Total Assets	7091.05
7.	Total Liabilities	8370.37
8.	Investments	2475.85
9.	Turnover	14954.60
10.	Profit / (Loss) before taxation (including Other Comprehensive Income)	71.09
11.	Provision for taxation	-
12.	Profit / (Loss) after taxation (including Other Comprehensive Income)	71.09
13.	Proposed Dividend	Nil
14.	% of shareholding	100%

Part "A": Subsidiaries		**₹ in Lakhs**
1.	Name of the subsidiary	Greenply Gabon SA, Gabon
2.	Reporting period for the subsidiary	01.04.2020 - 31.03.2021
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year	XFA / INR = 0.1307
4.	Share Capital	2614.57
5.	Reserves & Surplus	3624.42

Part "A": Subsidiaries		**₹ in Lakhs**
6.	Total Assets	19113.29
7.	Total Liabilities	12874.30
8.	Investments	0.00
9.	Turnover	13173.89
10.	Profit / (Loss) before taxation (including Other Comprehensive Income)	452.33
11.	Provision for taxation	0.00
12.	Profit / (Loss) after taxation (including Other Comprehensive Income)	452.33
13.	Proposed Dividend	NIL
14.	% of shareholding	100%

Notes:

1. Names of subsidiaries which are yet to commence operations – Greenply Sandila Private Limited
2. Names of subsidiaries which have been liquidated or sold during the year - Nil

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

Part "B": Associates and Joint Ventures (JV)		
1	Name of Joint Venture	Greenply Alkemal (Singapore) Pte. Ltd., Singapore
2.	Latest audited Balance Sheet Date	31.03.2021
3.	Shares of Associate/Joint Venture held by the Company on the year end	The Company has no direct shareholding in the JV. It holds through its Wholly Owned Subsidiary i.e. Greenply Holdings Pte. Ltd., Singapore
a.	Number of Shares	37,50,000 ordinary shares of USD 1 each
b	Amount of Investment in Associate/Joint Venture	USD 37,50,000
c	Extend of Holding %	50% through Greenply Holdings Pte. Ltd., Singapore, a wholly owned subsidiary of the Company.
4.	Description of how there is significant influence	No significant influence
5.	Reason why the associate/joint venture is not consolidated	The Company has consolidated the accounts of Greenply Holdings Pte. Ltd., which has accounted for its share of profit in the Joint venture company.
6	Net worth attributable to Shareholding as per latest audited Balance Sheet	₹ 3876.01 Lakhs
7	Profit / (Loss) for the year (including Other Comprehensive Income)	₹ (473.05) Lakhs
i	Considered in Consolidation	₹ (236.53) Lakhs
ii	Not Considered in Consolidation	₹ (236.53) Lakhs

Notes:

1. Names of associates or joint ventures which are yet to commence operations - N.A.
2. Names of associates or joint ventures which have been liquidated or sold during the year - N.A.

For and on behalf of the Board of Directors

	Rajesh Mittal Chairman cum Managing Director (DIN: 00240900)	**Manoj Tulsian** Joint Managing Director & CEO (DIN: 05117060)
Place: Kolkata Date: June 14, 2021	**Mukesh Agarwal** Chief Financial Officer	**Kaushal Kumar Agarwal** Company Secretary & Vice President-Legal

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

1. Details of contracts or arrangements or transactions not at arm's length basis: Nil
2. Details of material contracts or arrangement or transactions: Nil

Sr. No.	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangement/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any
1.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

For and on behalf of the Board of Directors

Rajesh Mittal
Chairman cum Managing Director
(DIN: 00240900)

Manoj Tulsian
Joint Managing Director & CEO
(DIN: 05117060)

Place: Kolkata
Date: June 14, 2021

Mukesh Agarwal
Chief Financial Officer

Kaushal Kumar Agarwal
Company Secretary & Vice President-Legal

Certificate of Non-Disqualification of Directors

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
Greenply Industries Limited
Makum Road,
Tinsukia,
Assam-786125

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Greenply Industries Limited having CIN L20211AS1990PLC003484 and having registered office at Makum Road, Tinsukia, Assam-786125 (hereinafter referred to as the 'Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31.03.2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Mr. Rajesh Mittal, Chairman cum Managing Director	00240900	28.11.1990
2.	Mr. Sanidhya Mittal, Joint Managing Director	06579890	07.02.2018
3.	Mr. Manoj Tulsian, Joint Managing Director and CEO	05117060	11.02.2020
4.	Mr. Susil Kumar Pal, Independent Director	00268527	06.12.2005
5.	Mr. Vinod Kumar Kothari, Independent Director	00050850	31.05.2006
6.	Ms. Sonali Bhagwati Dalal, Independent Director	01105028	11.07.2007
7.	Mr. Upendra Nath Challu, Independent Director	05214065	31.08.2012

Please note that ensuring the eligibility of / for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on qualification/disqualification of directors as per provisions of law based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Thanking you,

For **Nidhi Bagri & Company**
(Practising Company Secretary)

(Nidhi Bagri)
Proprietor
ACS No. 24765
C.P.No. 9590

Date: May 22, 2021
Place: Kolkata
UDIN: A024765C000357108

MR-3
Secretarial Audit Report

For the Period from April 1, 2020 to March 31, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule no. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Greenply Industries Limited
Makum Road
Tinsukia
Assam-786 125

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Greenply Industries Limited** (hereinafter called the "*Company*"). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

On the basis of verification of the secretarial compliance and on the basis of secretarial audit of Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and as shown to us during the said audit and also based on the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion and to the best of our understanding, the Company has, during the audit period, that is to say, from April 01, 2020 to March 31, 2021 (hereinafter referred to as *"Audit Period"*), complied with the statutory provisions listed hereunder and also that the Company has adequate Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We further report that compliance with applicable laws is the responsibility of the Company and our report constitutes an independent opinion. Our report is neither an assurance for future viability of the Company nor a confirmation of efficient management by the Company.

We have examined the secretarial compliance based on the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2021 and as shown to us during our audit, according to the provisions of the following laws:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. Secretarial Standards 1 and 2 issued by ICSI;
3. The Securities Contracts (Regulation) Act, 1956 and the rules made thereunder;
4. The SEBI (Depositories and Participants) Regulations, 2018 and the Regulations and Bye-Laws framed thereunder;
5. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Overseas Direct Investment; **(FEMA)**
6. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act,1992 (SEBI Act) viz :-
   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
   b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
   c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
   d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; and
   e) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "**SEBI LODR**")

      During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.
7. Laws specifically applicable to the industry to which the Company belongs, as identified by the management, that is to say:
   a) Environment Protection Act, 1986
   b) The Hazardous Wastes (Management, Handling and Trans boundary Movement) Rules, 2008
   c) The Water (Prevention & Control of Pollution) Act, 1974 and Rules made thereunder
   d) The Air (Prevention & Control of Pollution) Act, 1981
   e) The Legal Metrology Act, 2009
   f) Intellectual Property Acts
   g) Foreign Trade Development and Regulation Act, 1992
   h) Customs Act, 1962
   i) Indian Boilers Act, 1923
   j) Indian Forest Act read with State Rules.
   k) Bureau of Indian Standards Act, 1986

The Company has further confirmed that during the period under review they have not contravened any of the provisions of the above specific laws and had obtained all the requisites registrations, permits and licenses except in some units where few licenses are under process of renewal.

We further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Woman Director and Independent directors.
2. Adequate notice is given to all directors for the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
3. There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
4. We have not found any material event during the year under review which has major bearing on the Company's affairs in pursuance of any of the laws, rules, regulations or guidelines covered by this audit except as follows:

Impact of COVID-19 pandemic and consequent lockdown nationwide on the business operations and performance of the Company

During the period of the lock down and amidst the COVID-19 pandemic, though the capital and financial resources of the Company have not been much affected, however, there has been an impact on profitability as Company's factories were completely shut during the nationwide lockdown since the business of the Company do not fall in the essential services category.

Procedure for monitoring and ensuring compliance with General Laws

We have been informed that a proper procedure has been laid down to monitor and ensure compliance with general laws. On perusal of the documents provided by the Company, we observed that the Company has a system of ensuring compliance with applicable laws. The Company Secretary of the Company also provides an internal compliance certificate which is placed in the Board Meetings.

Our Secretarial Audit Report for the financial year ended March 31, 2021 of even date is to be read along with the annexure to this letter.

Thanking you,

For **Nidhi Bagri & Company**
(Practising Company Secretary)

(Nidhi Bagri)
Proprietor
ACS No. 24765
C.P.No. 9590

Date: May 22, 2021
Place: Kolkata
UDIN A024765C000356767

Annexure to Secretarial Audit Report

To,
The Members,
Greenply Industries Limited
Makum Road
Tinsukia
Assam-786 125

Our Secretarial Audit Report for the financial year ended March 31, 2021 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Thanking you,

For Nidhi Bagri & Company
(Practising Company Secretary)

(Nidhi Bagri)
Proprietor
ACS No. 24765
C.P.No. 9590

Date: May 22, 2021
Place: Kolkata
UDIN A024765C000356767

Form No. MGT-9
EXTRACT OF ANNUAL RETURN

as on financial year ended on March 31, 2021
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. Registration and other details:

i) CIN: L20211AS1990PLC003484

ii) Registration Date: 28.11.1990

iii) Name of the Company: GREENPLY INDUSTRIES LIMITED

iv) Category/Sub-Category of the Company: PUBLIC COMPANY LIMITED BY SHARES

v) Address of the registered office and contact details: MAKUM ROAD, TINSUKIA, ASSAM- 786125, PHONE: (033) 30515000, FAX: (033) 3051 5010

vi) Whether listed company ☑Yes /❑ No

vii) Name, Address and Contact details of Registrar and Share Transfer Agent, if any:
S. K. Infosolutions Pvt. Ltd.
D/42, Katju Nagar Colony, Ground Floor,
Near South City Mall, PO & PS - Jadavpur,
Kolkata, West Bengal-700032
PHONE: (033) 2412-0027/0029
FAX: (033) 2412-0027

II. Principal business activities of the Company

All the Business activities contributing 10 % or more of the total turnover of the Company are:-

Sl. No.	Name and Description of main products/ services	NIC Code-2008 of the Product/ service	% to total turnover of the Company
1.	PLYWOOD	1621	99.60

III. Particulars of holding, subsidiary and associate companies

Sl. No.	Name and Address of the company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares Held	Applicable section
1	GREENPLY ALKEMAL (SINGAPORE) PTE. LTD., 3, Shenton Way, #12-01A, Shenton House, Singapore – 068805	201413887Z	ASSOCIATE (JOINT VENTURE COMPANY)	50% INVESTMENT THROUGH GREENPLY HOLDINGS PTE. LTD., SINGAPORE	2(6) OF THE COMPANIES ACT, 2013
2	GREENPLY HOLDINGS PTE. LTD., 3, Shenton Way, #12-01A Shenton House, Singapore - 068805	201616966N	SUBSIDIARY	100 %	2(87)(i)&(ii) OF THE COMPANIES ACT, 2013
3	GREENPLY MIDDLE EAST LIMITED, 409, City Tower 1, Sheikh Zayed Road, P.O. Box 118767, Dubai, United Arab Emirates	181478	SUBSIDIARY	100 %	2(87)(i)&(ii) OF THE COMPANIES ACT, 2013
4	GREENPLY GABON SA, Parcel C-13, NKOK SEZ, BP 1024, Libreville, Gabon	004-24628GU1	100% THROUGH Greenply Middle East Limited, Dubai, UAE	100% THROUGH Greenply Middle East Limited, Dubai, UAE	2(87)(i)&(ii) OF THE COMPANIES ACT, 2013

IV. Share holding pattern (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a)Individual/HUF	17576811	0	17576811	14.33	17589201	0	17589201	14.34	0.01
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	46206496	0	46206496	37.68	46417179	0	46417179	37.85	0.17
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f)Any Other	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (1):-	**63783307**	**0**	**63783307**	**52.01**	**64006380**	**0**	**64006380**	**52.20**	**0.19**
(2) Foreign									
a) NRIs -Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b)Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e)Any Other	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (2):-	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**0.00**
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	**63783307**	**0**	**63783307**	**52.01**	**64006380**	**0**	**64006380**	**52.20**	**0.19**
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	27495108	0	27495108	22.42	33421618	0	33421618	27.25	4.83
b) Banks / FI	15707	0	15707	0.01	0	0	0	0.00	-0.01
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Alternate Investment Funds	550468	0	550468	0.45	0	0	0	0.00	-0.45
g) Insurance Companies	0	0	0	0.00	1115234	0	1115234	0.91	-0.91
h) FIIs	0	0	0	0.00	0	0	0	0.00	0.00
i) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
j) Others : Foreign Portfolio Investors	13267026	0	13267026	10.82	2436187	0	2436187	1.99	-8.83
Sub-total (B)(1):-	**41328309**	**0**	**41328309**	**33.70**	**36973039**	**0**	**36973039**	**33.15**	**-0.55**
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	1689641	8000	1697641	1.38	5841768	8000	5841768	4.76	3.38
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individualshareholders holding nominal share capital upto ₹ 1 lakh	7160838	59860	7220698	5.89	9771207	59850	9831057	8.02	2.13
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	2758329	0	2758329	2.25	5616631	0	5616631	4.58	2.33
c) Others (specify)									
NRI	712937	0	712937	0.58	1467301	0	1467301	1.20	0.62

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Trust	246390	0	246390	0.20	59798	0	59798	0.05	-0.15
HUF	145796	0	145796	0.12	1657908	0	1657908	1.35	1.23
NBFCs registered with RBI	918835	0	918835	0.75	358520	0	358520	0.29	-0.46
FCB	0	0	0	0.00	0	0	0	0.00	0.00
Clearing Members	133823	0	133823	0.11	812219	0	812219	0.66	0.55
Foreign National	1250	0	1250	0.00	0	0	0	0.00	0.00
Foreign Companies	3639875	0	3639875	2.97	0	0	0	0.00	-2.97
Greenply Industries Limited-Unclaimed Suspense Account	3020	0	3020	0.00	3020	0	3020	0.00	0.00
IEPF	37185	0	37185	0.03	37799	0	37799	0.03	0.00
Sub-total (B)(2):-	**17447919**	**67860**	**17515779**	**14.28**	**21580126**	**67850**	**21647976**	**17.65**	**3.37**
Total PublicShareholding (B)=(B)(1)+(B)(2)	**58776228**	**67860**	**58844088**	**47.99**	**58553165**	**67850**	**58553165**	**47.80**	**(0.19)**
C. Shares held by Custodian for GDRs & ADRs	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**0.00**
Grand Total(A+B+C)	**122559535**	**67860**	**122627395**	**100.00**	**122559545**	**67850**	**122627395**	**100.00**	**0.00**

ii) Shareholding of Promoters and Promoter Group:

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in Share holding during the year
		No. of Shares	% oftotal Shares of the Company	% of Shares Pledged / Encumbered to total Shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / Encumbered to total shares	
1	RAJESH MITTAL	3079900	2.51	0.00	3079900	2.51	0.00	0.00
2.	SHOBHAN MITTAL	739000	0.60	0.00	739000	0.60	0.00	0.00
3.	SHIV PRAKASH MITTAL AND SHOBHAN MITTAL ON BEHALF OF TRADE COMBINES, PARTNERSHIP FIRM	11702380	9.54	0.00	11702380	9.54	0.00	0.00
4.	SANIDHYA MITTAL	100000	0.08	0.00	100000	0.08	0.00	0.00
5.	SANTOSH MITTAL	1165900	0.95	0.00	1165900	0.95	0.00	0.00
6.	KARUNA MITTAL	680000	0.55	0.00	680000	0.55	0.00	0.00
7.	PRIME HOLDINGS PVT. LTD.	12042800	9.82	0.00	12042800	9.82	0.00	0.00
8.	S. M. MANAGEMENT PVT. LTD.	32715641	26.68	0.00	32926324	26.85	0.00	0.17
9.	VANASHREE PROPERTIES PVT. LTD.	1448055	1.18	0.00	1448055	1.18	0.00	0.00
10.	SHIV PRAKASH MITTAL	0	0.00	0.00	0	0.00	0.00	0.00
11.	CHITWAN MITTAL	0	0.00	0.00	0	0.00	0.00	0.00
12.	MASTER ADITYA MITTAL	0	0.00	0.00	0	0.00	0.00	0.00
13.	EDUCATIONAL INNOVATIONS PVT. LTD.	0	0.00	0.00	0	0.00	0.00	0.00
14.	NIRANJAN INFRASTRUCTURE PVT. LTD.	0	0.00	0.00	0	0.00	0.00	0.00
15.	RS HOMCON LIMITED	0	0.00	0.00	0	0.00	0.00	0.00
16.	SHOWAN INVESTMENT PVT. LTD.	0	0.00	0.00	0	0.00	0.00	0.00
17.	BRIJBHUMI MERCHANTS PVT. LTD.	0	0.00	0.00	0	0.00	0.00	0.00
18.	BRIJBHUMI TRADEVIN PVT. LTD.	0	0.00	0.00	0	0.00	0.00	0.00

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in Share holding during the year
		No. of Shares	% oftotal Shares of the Company	% of Shares Pledged / Encumbered to total Shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / Encumbered to total shares	
19.	MASTERMIND SHOPPERS PVT. LTD.	0	0.00	0.00	0	0.00	0.00	0.00
20.	DHOLKA PLYWOOD INDUSTRIES PVT. LTD.	0	0.00	0.00	0	0.00	0.00	0.00
21.	MITTALGREEN PLANTATIONS LLP	0	0.00	0.00	0	0.00	0.00	0.00
22.	RAJESH MITTAL & SONS, HUF	109631	0.09	0.00	122021	0.10	0.00	0.01
23.	BLUESKY PROJECTS PVT. LTD.	0	0.00	0.00	0	0.00	0.00	0.00
24.	TRADE COMBINES PTE. LTD., INCORPORATED IN SINGAPORE	0	0.00	0.00	0	0.00	0.00	0.00
25.	RKS FAMILY FOUNDATION	0	0.00	0.00	0	0.00	0.00	0.00
26.	MITTAL BUSINESS HOLDINGS TRUST	0	0.00	0.00	0	0.00	0.00	0.00
	Total	**63783307**	**52.01**	**0.00**	**64006380**	**52.20**	**0.00**	**0.19**

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

Sl. No.		Shareholding at the beginning of the year (01.04.2020)		Cumulative Shareholding during the year (01.04.2020 - 31.03.2021)	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	63783307 Equity shares of Re.1/- each	52.01%	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus / sweat equity etc.):	5100*	0.00	63788407	52.01
		(06.05.20 - Purchase)			
		87582	0.07	63875989	52.08
		(06.11.20 - Purchase)			
		15000	0.01	63890989	52.09
		(09.11.20 - Purchase)			
		38759	0.03	63929748	52.12
		(10.11.20 - Purchase)			
		11732	0.01	63941480	52.13
		(11.11.20 - Purchase)			
		30000	0.02	63971480	52.15
		(13.13.20 - Purchase)			
		10000	0.01	63981480	52.16
		(14.11.20 - Purchase)			
		20000	0.02	64001480	52.18
		(17.11.20 - Purchase)			
		4000	0.01	64005480	52.19
		(18.11.20 - Purchase)			
		900	0.00	64006380	52.20
		(18.11.20 - Purchase)			
	At the end of the year	-	-	64006380 Equity shares of Re.1/- each	52.20%

** On 20.03.2020 S. M. Management Pvt. Ltd. had acquired 16,710 equity shares, but due to an error at the Broker's end the said equity shares were inadvertently credited to the De-mat account of other shareholder(s) [i.e. 11,610 equity shares to the de-mat account of Rajesh Mittal & Sons HUF and 5100 equity shares to the de-mat account of some other shareholder] instead of De-mat account of M/s. S. M. Management Pvt. Ltd. Later on, in May, 2020 the said shares were reversed by the Broker and credited to the De-mat account of M/s. S. M. Management Pvt. Ltd. Therefore, the said 5100 equity shares have been reflected as purchase in May, 2020.*

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters/Promoter Group and Holders of GDRs and ADRs):

Sl. No.	Name of the Shareholder	Shareholding at the beginning of the year (01.04.2020)		Cumulative Shareholding during the year (01.04.2020 - 31.03.2021)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of thecompany
1	**HDFC SMALL CAP FUND**				
	At the beginning of the year	11027655	8.99	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/sweat equity etc.):	-126600	- 0.10	10901055	8.89
		(12.02.21 - Sale)	- 0.04	10851355	8.85
		-49700	-0.07	10762907	8.78
		(26.02.21 - Sale)			
		-88448			
		(05.03.21 - Sale)			
	At the end of the year (or on the date of separation, if separated during the year)	-	-	10762907	8.78
2	**IDFC STERLING VALUE FUND**				
	At the beginning of the year	4785000	3.90	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer/ bonus/sweat equity etc.):	5000	0.01	4790000	3.91
		(10.04.20 - Purchase)			
		10000	0.01	4800000	3.92
		(08.05.20 - Purchase)			
		20000	0.02	4820000	3.94
		(22.05.20 - Purchase)			
		40000	0.03	4860000	3.97
		(05.06.20 - Purchase)			
		40000	0.03	4900000	4.00
		(12.06.20 - Purchase)			
		100000	0.08	5000000	4.08
		(19.06.20 - Purchase)			
		40000	0.03	5040000	4.11
		(26.06.20 - Purchase)			
		50000	0.04	5090000	4.15
		(03.07.20 - Purchase)			
		10000	0.01	5100000	4.16
		(17.07.20 - Purchase)			
		30000	0.03	5130000	4.19
		(24.07.20 - Purchase)			
		20000	0.02	5150000	4.21
		(31.07.20 - Purchase)			
		20000	0.02	5170000	4.23
		(07.08.20 - Purchase)			
		30000	0.02	5200000	4.25
		(14.08.20 - Purchase)			
		107706	0.09	5307706	4.34
		(23.10.20- Purchase)			
		192294	0.15	5500000	4.49

Sl. No.	Name of the Shareholder	Shareholding at the beginning of the year (01.04.2020) No. of shares	Shareholding at the beginning of the year (01.04.2020) % of total shares of the company	Cumulative Shareholding during the year (01.04.2020 - 31.03.2021) No. of shares	Cumulative Shareholding during the year (01.04.2020 - 31.03.2021) % of total shares of thecompany
		(30.10.20 - Purchase)			
		300000	0.24	5800000	4.73
		(06.09.19 - Purchase)			
		-100000	-0.08	5700000	4.65
		(04.12.20- Sale)			
		-60948	-0.05	5639052	4.60
		(11.12.20 - Sale)			
		-39052	-0.03	5600000	4.57
		(08.01.21 - Sale)			
		-329449	-0.27	5270551	4.30
		(19.02.21 - Sale)			
		-120551	-0.10	5150000	4.20
		(26.02.21 - Sale)			
		180049	0.15	5330049	4.35
		(05.03.21 - Purchase)			
		133669	0.11	5463718	4.46
		(12.03.21 - Purchase)			
		50000	0.04	5513718	4.50
		(26.03.21 - Purchase)			
		12309	0.01	5526027	4.51
		(31.03.21 - Purchase)			
	At the end of the year (or on the date of separation, if separated during the year)	-	-	5526027	4.51
3	**L&T MUTUAL FUND TRUSTEE LIMITED-L&T EMER**				
	At the beginning of the year	3520106	2.87	-	-
	Date wise Increase / (Decrease) in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/sweat equity etc.):	222195	0.18	3742301	3.05
		(04.12.20 - Purchase)			
		17391	0.01	3759692	3.06
		(29.01.21 - Purchase)			
		180107	0.15	3939799	3.21
		(05.02.21 - Purchase)			
		1307933	1.07	5247732	4.28
		(26.02.21- Purchase)			
	At the end of the year (or on the date of separation, if separated during the year)	-	-	5247732	4.28
4	**TATA MUTUAL FUND - TATA SMALL CAP FUND**				
	At the beginning of the year	3853400	3.14	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/sweat equity etc.):	-1201900	-0.98	2651500	2.16
		(21.08.20 - Sale)			
		1850000	1.51	4501500	3.67
		(28.08.20 - Purchase)			
		25000	0.02	4526500	3.69
		(04.09.20 - Purchase)			
		25000	0.02	4551500	3.71

Sl. No.	Name of the Shareholder	Shareholding at the beginning of the year (01.04.2020) No. of shares	Shareholding at the beginning of the year (01.04.2020) % of total shares of the company	Cumulative Shareholding during the year (01.04.2020 - 31.03.2021) No. of shares	Cumulative Shareholding during the year (01.04.2020 - 31.03.2021) % of total shares of thecompany
		(11.09.20 - Purchase)			
		500000	0.41	5051500	4.12
		(18.09.20 - Purchase)			
		40000	0.03	5091500	4.15
		(16.10.20 - Purchase)			
		-100000	-0.08	4991500	4.07
		(01.01.21 - Sale)			
		-220000	-0.18	4771500	3.89
		(08.01.21 - Sale)			
		-50000	-0.04	4721500	3.85
		(22.01.21 - Sale)			
	At the end of the year (or on the date of separation, if separated during the year)	-	-	4721500	3.85
5	**SBI CONSUMPTION OPPORTUNITIES FUND**				
	At the beginning of the year	4007280	3.27	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/sweat equity etc.):	21000	0.02	4028280	3.29
		(06.11.20 - Purchase)	-0.05	3966280	3.24
		-62000	-0.01	3948547	3.23
		(01.01.21 - Sale)	-0.19	3716280	3.03
		-17733			
		(19.02.21 - Sale)			
		-232267			
		(26.02.21 - Sale)			
	At the end of the year (or on the date of separation, if separated during the year)	-	-	3716280	3.03
6	**VANAJA SUNDAR IYER**				
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/sweat equity etc.):	500000	0.41	500000	0.41
		(19.02.21 - Purchase)	0.12	650000	0.53
		150000	0.24	950000	0.77
		(26.02.21 - Purchase)	0.08	1050000	0.85
		300000	0.07	1130161	0.92
		(12.03.21 - Purchase)	0.55	1800161	1.47
		100000			
		(19.03.21 - Purchase)			
		80161			
		(26.03.21 - Purchase)			
		670000			
		(31.03.21 - Purchase)			
	At the end of the year (or on the date of separation, if separated during the year)	-	-	1800161	1.47

Sl. No.	Name of the Shareholder	Shareholding at the beginning of the year (01.04.2020)		Cumulative Shareholding during the year (01.04.2020 - 31.03.2021)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of thecompany
7	**PGIM INDIA TRUSTEES PRIVATE LIMITED A/C**				
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/sweat equity etc.):	550000	0.45	550000	0.45
		(11.12.20 - Purchase)			
		100000	0.08	650000	0.53
		(18.12.20 - Purchase)			
		100000	0.08	750000	0.61
		(01.01.21 - Purchase)			
		50000	0.04	800000	0.65
		(08.01.21 - Purchase)			
		50000	0.04	850000	0.69
		(15.01.21 - Purchase)			
		322741	0.26	1172741	0.95
		(22.01.21 - Purchase)			
		100000	0.08	1272741	1.03
		(29.01.21 - Purchase)			
		327259	0.27	1600000	1.30
		(12.02..21 - Purchase)			
		-76597	-0.06	1523403	1.24
		(05.03.21 - Sale) 76597 (26.03.21 - Purchase)	0.06	1600000	1.30
	At the end of the year (or on the date of separation, if separated during the year)	-	-	1600000	1.30
8	**SAJJAN BHAJANKA**				
	At the beginning of the year	-	-	-	-
	Date wise Increase / (Decrease) in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/sweat equity etc.):	764039	0.62	764039	0.62
		(20.11.20 - Purchase)			
		-764039	-0.62	-	-
		(08.01.21 - Sale)			
		1210000	0.99	1210000	0.99
		(19.02.21 - Purchase)			
	At the end of the year (or on the date of separation, if separated during the year)	-	-	1210000	0.99

Sl. No.	Name of the Shareholder	Shareholding at the beginning of the year (01.04.2020)		Cumulative Shareholding during the year (01.04.2020 - 31.03.2021)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of thecompany
9	**CANARA ROBECO MUTUAL FUND A/C CANARA ROB**				
	At the beginning of the year	321367	0.26	-	-
	Date wise Increase / (Decrease) in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/sweat equity etc.):	-24700	-0.02	296667	0.24
		(03.04.20 -Sale)			
		-41083	-0.03	255584	0.21
		(17.04.20 -Sale)			
		120000	0.10	375584	0.31
		(04.09.20 -Purchase)			
		145000	0.12	520584	0.43
		(13.11.20 -Purchase)			
		137000	0.11	657584	0.54
		(11.12.20 -Purchase)			
		230000		887584	0.73
		(25.12.20 -Purchase)	0.19		
		140000		1027584	0.84
		(27.11.20 -Purchase)	0.11		
		145000		1172584	0.96
		(27.11.20 -Purchase)	0.12		
	At the end of the year (or on the date of separation, if separated during the year)	-	-	1172584	0.96
10	**KOTAK MAHINDRA LIFE INSURANCE COMPANY LT**				
	At the beginning of the year	-	-	-	-
	Date wise Increase / (Decrease) in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/sweat equity etc.):	394189	0.32	394189	0.32
		(25.12.20 - Purchase)			
		204885	0.17	599074	0.49
		(01.01.21 - Purchase)			
		170741	0.14	769815	0.63
		(08.01.21 - Purchase)			
		176299	0.14	946114	0.77
		(15.01.21 - Purchase)			
		91562	0.07	1037676	0.84
		(29.01.21 - Purchase)			
		40685	0.04	1078361	0.88
		(05.02.21 - Purchase)			
		34288 (12.02.21 - Purchase)	0.03	1112649	0.91
		-7109 (19.03.21 - Sale)	-0.01	1105540	0.90
		3021 (31.03.21 - Purchase)	0.00	1108561	0.90
	At the end of the year (or on the date of separation, if separated during the year)	-	-	1108561	0.90

Sl. No.	Name of the Shareholder	Shareholding at the beginning of the year (01.04.2020)		Cumulative Shareholding during the year (01.04.2020 - 31.03.2021)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of thecompany
11	**JWALAMUKHI INVESTMENT HOLDINGS#**				
	At the beginning of the year	11708698	9.55	-	-
	Date wise Increase / (Decrease) in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/sweat equity etc.):	-134391	-0.11	11574307	9.44
		(14.08.20 - Sale)			
		-405927 (21.08.20 - Sale)	-0.33	11168380	9.11
		-1424217	-1.61	9744163	7.50
		(28.08.20 - Sale)			
		-205927	-0.17	9538236	7.33
		(04.09.20 - Sale)			
		-2013714	-1.64	7524522	5.69
		(18.09.20 - Sale)			
		-7524522	-5.69	-	-
		(23.10.20 - Sale)			
	At the end of the year (or on the date of separation, if separated during the year)	-	-	-	-
12	**WESTBRIDGE CROSSOVER FUND, LLC#**				
	At the beginning of the year	3639875	2.97	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/sweat equity etc.):	-3639875	-2.97	-	-
		(23.10.20 - Sale)			
	At the end of the year (or on the date of separation, if separated during the year)	-	-	-	-
13	**MANGAL BHANSHALI##**				
	At the beginning of the year	1025000	0.84	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/sweat equity etc.):	-10551	-0.01	1014449	0.83
		(12.03.21 - Sale)			
	At the end of the year (or on the date of separation, if separated during the year)	-	-	1014449	0.83

 # Ceased to be in the list of shareholders as on 31.03.2021. The same have been reflected above since shareholders were among the Top 10 shareholders as on 01.04.2020.

Ceased to be in the list of Top 10 shareholders as on 31.03.2021. The same have been reflected above since shareholders were among the Top 10 shareholders as on 01.04.2020.

Sl. No.	Name of the Shareholder	Shareholding at the beginning of the year (01.04.2020)		Cumulative Shareholding during the year (01.04.2020 - 31.03.2021)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of thecompany
14	**VALLABH ROOPCHAND BHANSHALI#**				
	At the beginning of the year	636239	0.52	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/sweat equity etc.):	-298060	-0.24	338179	0.28
		(22.05.20 - Sale)	-0.10	213465	0.18
		-124714	-0.18	-	-
		(11.12.20 - Sale)			
		- 213465			
		(18.12.20 - Sale)			
	At the end of the year (or on the date of separation, if separated during the year)	-	-	-	-
15	**INDIA INSIGHT VALUE FUND##**				
	At the beginning of the year	582000	0.47	-	-
	Date wise Increase / (Decrease) in Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/sweat equity etc.):	-	-	-	-
	At the end of the year (or on the date of separation, if separated during the year)	-	-	582000	0.47

 # Ceased to be in the list of shareholders as on 31.03.2021. The same have been reflected above since shareholders were among the Top 10 shareholders as on 01.04.2020.

Ceased to be in the list of Top 10 shareholders as on 31.03.2021. The same have been reflected above since shareholders were among the Top 10 shareholders as on 01.04.2020.

v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year (01.04.2020)		Cumulative Shareholding during the year (01.04.2020 - 31.03.2021)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	**RAJESH MITTAL**				
	At the beginning of the year	3079900	2.51	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.)	-	-	-	-
	At the End of the year	-	-	3079900	2.51
2	**SANIDHYA MITTAL**				
	At the beginning of the year	100000	0.08	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.)	-	-	-	-
	At the End of the year	-	-	100000	0.08
3	**MANOJ TULSIAN**				
	At the beginning of the year	19690	0.02	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.)	-	-	-	-
	At the End of the year	-	-	19690	0.02
4	**SUSIL KUMAR PAL**				
	At the beginning of the year	NIL	NIL	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.)	-	-	-	-
	At the End of the year	-	-	NIL	NIL
5	**VINOD KUMAR KOTHARI**				
	At the beginning of the year	NIL	NIL	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.)	-	-	-	-
	At the End of the year	-	-	NIL	NIL
6	**SONALI BHAGWATI DALAL**				
	At the beginning of the year	NIL	NIL	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.)	-	-	-	-
	At the End of the year	-	-	NIL	NIL

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year (01.04.2020)		Cumulative Shareholding during the year (01.04.2020 - 31.03.2021)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
7	**UPENDRA NATH CHALLU**				
	At the beginning of the year	NIL	NIL	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.)	-	-	-	-
	At the End of the year	-	-	NIL	NIL
8	**KAUSHAL KUMAR AGARWAL**				
	At the beginning of the year	NIL	NIL	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.)	-	-	-	-
	At the End of the year	-	-	NIL	NIL
9	**MUKESH AGARWAL**				
	At the beginning of the year	NIL	NIL	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.)	-	-	-	-
	At the End of the year	-	-	NIL	NIL

V. Indebtedness

Indebtedness of the Company including interest outstanding/accrued but not due for payments

(₹ in Lakhs)

	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	12927.65	1381.15	-	14308.80
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	48.64	-	-	48.64
Total (i+ii+iii)	**12,976.29**	**1,381.15**	-	**14,357.44**
Change in Indebtedness during the financial year				
• Addition	-	-	-	-
• Reduction	(7,819.24)	(656.15)	-	(8475.39)
Net Change	**(7,819.24)**	**(656.15)**	-	**(8475.39)**
Indebtedness at the end of the financial year				
i) Principal Amount	5,125.65	725.00	-	5,850.65
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	31.40	-	-	31.40
Total (i+ii+iii)	**5,157.05**	**725.00**	-	**5,882.05**

VI. Remuneration of Directors and Key Managerial Personnel

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

(₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Name of MD/ JMD /WTD/ Manager			Total amount
		Rajesh Mittal	Sanidhya Mittal	Manoj Tulsian	
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act,1961	227.02	13.20	191.27	431.49
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	0.40	0.40	0.32	1.12
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	Nil	Nil	Nil	Nil
2.	Stock Option	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil
4.	Commission				
	- as 1.50%/1% of profit	122.50	122.50	81.50	326.50
	- others, specify	Nil	Nil	Nil	Nil
5.	Others – Provident Fund	20.01	1.32	10.35	31.68
	Total (A)	369.93	137.42	283.44	790.79
	Ceiling as per the Act	₹ 850.85 Lakhs (being 10% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013)			

B. Remuneration to Other Directors:

(₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Name of Directors				Total Amount
1.	**Independent Directors**	**Susil Kumar Pal**	**Vinod Kumar Kothari**	**Upendra Nath Challu**	**Sonali Bhagwati Dalal**	-
	Fee for attending board/ committee meetings	7.60	7.60	7.60	2.40	25.20
	Commission	15.00	15.00	15.00	15.00	60.00
	Others, please specify	--	--	--	--	--
	Total(1)	22.60	22.60	22.60	17.40	85.20
2.	**Other Non-Executive Directors**	-	-	-	-	-
	Fee for attending board/ committee meetings	--	--	--	--	--
	Commission	--	--	--	--	--
	Others, please specify	--	--	--	--	--
	Total (2)	--	--	--	--	--
	Total(B) = (1+2)	22.60	22.60	22.60	17.40	85.20
	Total Managerial Remuneration					875.99
	Overall Ceiling as per the Act	₹ 935.93 Lakhs (being 11% of the net profits of the Company calculated as per Section 197 & 198 of the Companies Act, 2013)				

** Ceiling as per the Act: ₹ 85.08 Lakhs (being 1% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013)*

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

(₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		Chief Financial Officer	Company Secretary	Total
1.	Gross salary			
	a. Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	65.56	56.92	122.48
	b. Value of perquisites u/s 17(2) of the Income-tax Act, 1961	0.32	0.32	0.64
	c. Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil
4.	Commission			
	- as % of profit	Nil	Nil	Nil
	- others, specify	Nil	Nil	Nil
5.	Others – Provident Fund	3.07	2.54	5.61
	Total	**68.95**	**59.78**	**128.73**

VII. Penalties / Punishment/ Compounding of offences

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD /NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	None	N.A.	N.A.	N.A.	N.A.
Punishment	None	N.A.	N.A.	N.A.	N.A.
Compounding	None	N.A.	N.A.	N.A.	N.A.
B. DIRECTORS					
Penalty	None	N.A.	N.A.	N.A.	N.A.
Punishment	None	N.A.	N.A.	N.A.	N.A.
Compounding	None	N.A.	N.A.	N.A.	N.A.
C. OTHER OFFICERS IN DEFAULT					
Penalty	None	N.A.	N.A.	N.A.	N.A.
Punishment	None	N.A.	N.A.	N.A.	N.A.
Compounding	None	N.A.	N.A.	N.A.	N.A.

Particulars of Loans, Guarantee or Investments Made by the Company U/S 186 of the Companies Act, 2013:

(I) Details of Loans Provided:

Sl. No.	Date of loan	Date of Board Resolution	Date of Special Resolution (if any)	Name of borrower	Purpose for which the loan is proposed to be utilized by the recipient	Amount (USD in Lakhs)	Amount (₹ in Lakhs)*	Rate of interest	Security
					Nil				

** Represents amount as on the date of transaction*

(II) Details of Investments:

Sl. No.	Date of Investment	Date of Board Resolution	Date of Special Resolution (if any)	Name of investee	Purpose for which the proceeds from investment is proposed to be utilized by the recipient	Amount (USD in Lakhs)	Amount (₹ in Lakhs)*	Expected rate of return
					Nil			

(III) Details of Guarantee Provided

Sl. No.	Date of providing security/ guarantee	Date of Board Resolution	Date of Special Resolution (if any)	Name of receipent	Purpose for which the security/ guarantee is proposed to be utilized by the recipient	Amount (USD in Lakhs)	Amount (EURO in Lakhs)	Amount (₹ in Lakhs)*	Commission
					Nil				

Amount outstanding as at March 31, 2021

Particulars	Amount (₹ in Lakhs)
Loans given	1,827.63
Investments made	4222.22
Guarantee given	13406.76

Information Required Under Section 134(3)(M) of the Companies Act, 2013 Read with Rule 8(3) of the Companies (Accounts) Rules, 2014 Pertaining to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo.

A. Conservation of energy

(a) The Company adopted the following measures towards conservation of energy:

- Water Pump House operation controlled under auto system with pressure control.
- Press cycle optimize to improve quality and power consumption.
- Raw Board size optimized to reduce cutting and sanding loss.
- Sanding infeed system modified to control raw board feeding gap and increase capacity.
- Periodic check of the electric distribution network for safe and efficient performance.
- System incorporated to stop Offline equipment during peak load period and run at maximum capacity in off peak load period
- Regular venting of Thermal oil lines to remove low boil volatile impurities for optimum utilization of heat energy of the hot oil.
- Preventive and corrective maintenance schedule for proactive measures to optimize energy usage and available time of machines.

(b) Additional investments and proposals, if any

It is a continuous process to explore the avenues for energy conservation. The Company is considering additional investments and proposals for the same.

(c) Impact of measures taken

Energy conservation measures stated above have resulted in gradual savings and ease in operations.

(d) Total energy consumption and energy consumption per unit of production

Particulars relating to energy consumption and other details are not being provided because the Company is not on the list of industries specified for this purpose.

B. Technology absorption

a) Research and development (R&D)

1. Areas of R&D activities

- The Company is carrying out research to increase the mechanical properties of Plywood at reasonable cost of production.
- The Company is focusing on R&D activities for developing new products, designs, processes and improvement of manufacturing systems in existing products/process.
- The Company is working routinely on to control/reduce formaldehyde emission from plywood by improved glue formulation.

2. Benefits of the R&D exercises

- Improved product quality and increased timber recovery.
- Cost reduction, technology up-gradation.
- Strengthened market leadership status.
- Reduced manufacturing and delivery time.
- Catering to changing / unique needs of customers.

3. Future strategy

- Emphasizing on the R&D for making new products and creating better processes.
- Improve the quality of existing products.
- Improve interaction with research institutions.
- Improve properties of materials.

4. Expenditure on R&D

Capital	-
Revenue	-
Total	-
Total R&D expenditure as a percentage of net turnover (%)	-

b) Technology absorption, adoption and innovation

1. Steps adopted

- Setting up a quality assurance cell to ensure the dispatch of only goods produced under strict process control with specific standard notifications from the factory.
- Participating in national and international conferences, seminars and exhibitions.
- Analyzing feedback from users to improve products and services.

2. Benefits of the steps adopted

- Improved product quality, leading to rise in the Company's brand value.
- Expanded product range.
- Improved processes and product quality, performance and reliability to attain global standards and maintaining the leadership position.

3. Technology improvement

The Company did not have the need to import technology or foreign technical collaborations in the last five years.

c) Foreign exchange earnings and outgo

1. **Efforts:** The Company regularly participates in international exhibitions and carries out market survey.

Foreign exchange earnings and outgo:

(₹ in Lakhs)

	2020-21	2019-20
Earnings on account of:		
a) FOB value of exports	10.16	27.16
Total	**10.16**	**27.16**
Outgo on account of:		
a) Raw materials	5,604.83	9,230.33
b) Capital goods	94.23	86.76
c) Traded goods	2,319.58	1,166.80
d) Stores & spare parts	11.39	52.18
Total	**8,030.03**	**10,536.07**

For and on behalf of the Board of Directors

Rajesh Mittal
Chairman cum Managing Director
(DIN: 00240900)

Place: Kolkata
Date: June 14, 2021

Annual Report on the CSR activities forming part of the Board's Report for the financial year ended on March 31, 2021

[Pursuant to clause (o) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(1) of the Companies (Corporate Social Responsibility Policy) Rules, 2014]

1. A brief outline on the Company's CSR policy

Greenply Industries Limited has always been committed to embrace sustainable business practices as a core business strategy. On similar lines, the Company's CSR initiatives are designed with a commitment towards creating a positive change in the society through holistic and sustainable community development programs. The Company's CSR policy has been designed to serve as a guiding light for the futuristic vision and mission of community empowerment, development and sustainable change.

Vision: We envision a future where people all over our Country - even in the remote areas – have the opportunity to achieve their full potential in all aspects and improving lives in pursuit of collective development and environmental sustainability. This vision should encompass all CSR activities of the Company.

Mission: The Company's mission is primarily to pursue initiatives directed towards enhancing welfare measures of the society based on long term social and environmental consequences of the CSR activities including dedicating time and resources towards social initiatives to ensure equal opportunities and access to everyone in the spheres of education, vocation, healthcare, sanitation and drinking water in order to empower them to achieve their full potential.

The objective of this policy is not only to guide the Company and its people to undertake CSR initiatives, but also to integrate the business processes with social and environmental development. The Company believes that our CSR policy is a reflection of our faith in socially inclusive and sustainable business practices.

Priority Projects

The Company has currently identified the following Priority Projects to be undertaken by the CSR Committee -

a) eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water;

b) promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;

c) promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;

d) ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga;

e) training to promote rural sports, nationally recognised sports, Paralympic sports and Olympic sports;

f) disaster management, including relief, rehabilitation and reconstruction activities.

Name of the projects / programs:

a. **Sponsoring Girl Child Education**

The Company is supporting deserving and talented girls from economically weaker sections of the society, through Udayan Care, West Bengal. Udayan's Shalini Fellowship Programme is a unique academic excellence and personality development programme, which aims to empower girls and women. Its uniqueness lies in the fact that it goes beyond being a usual Scholarship Programme, by not only supporting higher education but also providing regular mentoring and leadership development and inculcating a sense of social responsibility of selected talented girls.

b. **Healthcare Project through Mobile Medical Van (MMV)**

A Healthcare Project undertaken by the Company through Mobile Medical Van (MMV) in the nearby villages of Tizit, Dist- Mon, Nagaland to provide basic diagnostic, medicine, curative, referral, Cervical cancer vaccination and counselling services to the rural population. The aim of the project is improving access of medical services in the remote areas as well as raising the level of awareness among the community towards healthy and hygienic living.

c. **Education of tribals and rural children**

The Company is supporting for the education of tribals and rural children under the Ekal Abhiyan movement of Friends of Tribals Society (FTS) for Ekal Vidyalaya, Barasat Anchal, North 24 Parganas, West Bengal.

d. **Construction of a School building**

The project covers contribution for the construction of a School building at Saraswati Shishu Mandir, Naiyapara, Diamond Harbour, South 24 Pgs., West Bengal through Vikekananda Vidyavikash Parishad (W.B.).

e. **Medical Camps-Eye Check-up**

The Company has conducted free medical camps for eye check-up at Lucknow, Muzaffarpur, Patna, Kolkata, Indore, Bhopal, Ahmedabad, Surat, Delhi, Jaipur, Mumbai towards healthcare activity.

f. **Purchase of books**

The Company is contributing for the purchase of books for the students of Class-IX to Class-XII in the village H.S. School, named as KURPAI HIGH SCHOOL (H.S.), Purba Medinipur, West Bengal.

g. **Contribution for the purchase and installation of a Ventilator**

The Company has contributed for the purchase and installation of a Ventilator for the Institute of Neurosciences Kolkata (I-NK), a public private partnership (PPP) project of Kolkata Municipal Corporation, Govt. of West Bengal and Neurosciences Foundation Bengal (registered society), Kolkata.

h. **Contribution for training to promote nationally recognized sports - Tennis**

The Company has contributed for training to promote nationally recognized sports - Tennis through the Tennis Tree, a tennis academy in Kolkata, West Bengal.

i. **Plantation activities**

The Company is taking plantation activities covered under CSR project in Mon (Nagaland), Morbi, Junagarh, Surendranagar, Jamnagar, Bhavnagar, Gir Somnath, Rajkot (Gujarat) towards ensuring environmental sustainability.

j. **Pathology Laboratory for medical diagnose of poor and needy people**

The project covers setting-up of a Pathology Laboratory for medical diagnose of poor and needy people in Tizit, Dist: Mon, Nagaland.

k. **Education of tribals and rural children**

The Company is supporting for the education of tribals and rural children under the Ekal Abhiyan movement of Friends of Tribals Society (FTS) for Ekal Vidyalaya, Odisha, Dhenkanal.

l. **Contribution for the Covid 19 Care Centre and relief activities**

The Company has contributed to Shree Marwari Nattya Samity, Dibrugarh for the Covid 19 Care Centre and Ramakrishna Mission Saradapitha, (A branch center of Ramakrishna Mission) Belur Math, Howrah, West Bengal towards Covid 19 relief activities.

m. **Contribution to Shri Bamanbore Gram Panchayat towards water supply project**

The project covers Contribution to Shri Bamanbore Gram Panchayat towards water supply project undertaken under the PM's Jal Jivan Mission Scheme for the purpose of internal water distribution in Bamanbore, a village situated in Taluka: Chotila, Dist: Surendranagar in the State of Gujarat.

n. **Contribution for the new Operation Theatre and its Equipment**

The Company has contributed to Tata Medical Center situated at 14, MAR, Rajarhat, New Town, Kolkata-700 160 for the new Operation Theater and its equipment.

o. **Contribution for the protection and welfare of animals.**

The Company has contributed to Rajasthan Gokalyan, a Public Charitable Trust (the "Trust"), of Vill. - Santoshpur, P.O. - Adi Kasimpur, Nilganj Road, Duttapukur, Dist. - North 24 Parganas, West Bengal and also to Srikrishan Goshala Samiti Seowa, Post: Seuwa, Dist: Churu, Rajasthan for the protection, welfare of animals and providing them proper care with nutritious daily food, medical treatment etc.

2. **Composition of CSR Committee:**

The CSR Committee of the Company was formed to shape the vision, mission and goal of the Company's CSR initiatives. The composition of CSR Committee as on 31.03.2021:

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Rajesh Mittal	Chairman cum Managing Director	4	4
2.	Mr. Vinod Kumar Kothari	Independent Director	4	4
3.	Mr. Upendra Nath Challu	Independent Director	4	4
4.	Mr. Sanidhya Mittal	Joint Managing Director	4	4

3. **Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board of Directors are disclosed on the website of the Company:**

Composition of the CSR committee - https://www.greenply.com/composition_of_committees_of_board_of_directors_14_06_2021.pdf

CSR Policy - https://www.greenply.com/assets/investors/518/original/Corporate_Social_Responsibility_Policy.pdf?1627109345

CSR projects - https://www.greenply.com/annual_report_on_csr_activities_2020_21.pdf

4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report): Not Applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (₹ in Lakhs)	Amount required to be set-off for the financial year, if any (₹ in Lakhs)
1.	-	Nil	Nil

6. Average net profit of the Company for last three financial years as per section 135(5): ₹ 11457.27 Lakhs

7. (a) Two percent of average net profit of the Company as per section 135(5): ₹ 229.15 Lakhs

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: ₹ 2.27 Lakhs

(c) Amount required to be set off for the financial year, if any: Nil

(d) Total CSR obligation for the financial year (7a+7b-7c): ₹ 231.42 Lakhs

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (₹ in Lakhs)	Amount Unspent (₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount (₹ in Lakhs)	Date of transfer	Name of the Fund	Amount (₹ in Lakhs)	Date of transfer
₹ 341.82 Lakhs*	Nil	NA	NA	Nil	NA

** Including brought forward unspent amount of ₹ 87.15 Lakhs (net of liabilities of ₹ 0.37 Lakhs) and ₹ 18.08 Lakhs lying with end users as on 31.03.2020.*

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project	Project duration	Amount allocated for the project (in ₹)	Amount spent in the current financial Year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (₹ in ₹)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State District						Name	CSR Registration number
1.	Contribution for the construction of a School building at Naiyapara, Diamond Harbour, South 24 Pgs., West Bengal	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Yes	South 24 Pgs., West Bengal	2018-19 to 2020-21	41,50,000	8,77,777	-	No	Vivekananda Vidyavikash Parishad	CSR00002109
	Total	-	-	-	-	**41,50,000**	**8,77,777**	-	-	-	-

(c) Details of CSR amount spent against **other than ongoing projects** for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (in ₹)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
1.	Supporting of a unique academic excellence and personality development programme for deserving and talented girls from weaker socio-economic background, aiming to turn them into empowered and dignified woman or 'Shalinis'.	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	No	West Bengal	Kolkata and neighboring Districts of West Bengal	7,50,000	Yes	-	-
2.	Mobile Medical Van (MMV) to provide basic diagnostic, medicine, curative, referral and counselling services to the rural population, with the aim of improving access to medical services in the remote areas as well as raising the level of awareness among the community towards healthy and hygienic living.	Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation and making available safe drinking water	Yes	Nagaland	Mon	46,23,179	Yes	-	-

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in schedule VII to the Act	(4) Local area (Yes/ No)	(5) Location of the project – State	(5) Location of the project – District	(6) Amount spent for the project (in ₹)	(7) Mode of implementation - Direct (Yes/No)	(8) Mode of implementation - Through implementing agency – Name	(8) Mode of implementation - Through implementing agency – CSR registration number
3.	Contribution for the education of tribals and rural children under the Ekal Abhiyan movement of Friends of Tribals Society(FTS)	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	No	West Bengal	North 24 parganas	8,06,000	Yes	-	-
4.	Medical Camp-Eye Check-up	Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation and making available safe drinking water	No	Medical Camps at Kolkata and other different cities of India i.e. Lucknow, Muzaffarpur, Patna, Indore, Bhopal, Ahmedabad, Surat, Delhi, Jaipur and Mumbai -Eye check-up	Various districts covered under the project	7,55,703	Yes	-	-
5.	Contribution for the purchase of books for the students of Class-IX to Class-XII in the village H.S. School, named KURPAI HIGH SCHOOL (H.S.) under Book – Project 2020 and 2021	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	No	West Bengal	Purba Medinipur	7,60,000	Yes	-	-
6.	Contribution for the purchase and installation of a Ventilator to the Institute of Neurosciences Kolkata (I-NK).	Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation and making available safe drinking water	No	West Bengal	Kolkata	13,00,889	Yes	-	-
7.	Contribution for training to promote nationally recognized sports - Tennis	Training to promote rural sports, nationally recognised sports, Paralympic sports and Olympic sports	No	West Bengal	Kolkata	3,76,412	Yes	-	-

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in schedule VII to the Act	(4) Local area (Yes/ No)	(5) Location of the project – State	(5) Location of the project – District	(6) Amount spent for the project (in ₹)	(7) Mode of implementation - Direct (Yes/No)	(8) Mode of implementation - Through implementing agency – Name	(8) Mode of implementation - Through implementing agency – CSR registration number
8.	Plantation activities	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water;	Yes	Nagaland And Gujarat	Mon (Nagaland), Morbi, Junagarh, Surendranagar, Jamnagar, Bhavnagar, Gir Somnath, Rajkot (Gujarat)	46,43,555	Yes	-	-
9.	Pathology Laboratory for medical diagnose of poor and needy people	Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation and making available safe drinking water	Yes	Nagaland	Mon	12,09,827	Yes	-	-
10.	Contribution for the education of tribals and rural children under the Ekal Abhiyan movement of Friends of Tribals Society(FTS)	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	No	Odisha	Dhenkanal	1,37,500	Yes	-	-
11.	Contribution to Shree Marwari Nattya Samity for the Covid 19 Care Centre in Dibrugarh, Assam	Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation and making available safe drinking water	No	Assam	Dibrugarh	1,00,000	Yes	-	-
12.	Contribution to Shri Bamanbore Gram Panchayat towards water supply project undertaken under the PM's Jal Jivan Mission Scheme for the purpose of internal water distribution in Bamanbore, a village situated in Taluka: Chotila, Dist: Surendranagar in the State of Gujarat	Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation and making available safe drinking water	Yes	Gujarat	Surendranagar	5,46,762	Yes	-	-

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	**Name of the Project**	**Item from the list of activities in schedule VII to the Act**	**Local area (Yes/ No)**	**Location of the project**		**Amount spent for the project (in ₹)**	**Mode of implementation - Direct (Yes/No)**	**Mode of implementation - Through implementing agency**	
				State	**District**			**Name**	**CSR registration number**
13.	Contribution for the new Operation Theatre and its Equipment	Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation and making available safe drinking water	No	West Bengal	Kolkata	1,45,00,000	Yes	-	-
14.	Contribution for the COVID-19 relief activities	Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation and making available safe drinking water	No	West Bengal	Howrah	15,00,000	Yes	-	-
15.	Contribution for the protection, welfare of animals and providing them proper care with nutritious daily food, medical treatment etc.	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water [including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga.	No	West Bengal	North 24 Parganas	8,91,000	Yes	-	-
16.	Contribution for the protection, welfare of animals and providing them proper care with nutritious daily food, medical treatment etc.	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water [including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga.	Yes	Rajasthan	Churu	2,00,000	Yes	-	-
	Total					**3,31,00,827**			

(d) Amount spent in Administrative Overheads: ₹ 2,03,127

(e) Amount spent on Impact Assessment, if applicable: Not applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): ₹ 3,41,81,731

(g) Excess amount for set off, if any: During the financial year 2020-21, the Company had spent ₹ 5.17 Lakhs in excess of the amount actually required to be spent in terms of Section 135(5) as provided below. However, the said excess amount shall not be set off in the subsequent years as decided by the CSR Committee of the Board of Directors of the Company.

Sl. No.	**Particular**	**Amount (₹ in Lakhs)**
(i)	Two percent of average net profit of the company as per section 135(5)	229.15
(ii)	Total amount spent for the Financial Year	236.59*
(iii)	Excess amount spent for the financial year [(ii)-(i)]	7.44
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	2.27**
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	5.17#

** Excluding brought forward unspent amount of ₹ 87.15 Lakhs (net of liabilities of ₹ 0.37 Lakhs) and ₹ 18.08 Lakhs lying with end user as on 31.03.2020.*

*** Amount earned on temporary investment with Banks / Mutual Funds during FY 2020-2021.*

 # Board of Directors / CSR Committee of the Company has decided not to set-off in succeeding year.

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	**Preceding Financial Year**	**Amount transferred to Unspent CSR Account under section 135 (6) (₹ in Lakhs)**	**Amount spent in the reporting Financial Year (₹ in Lakhs)**	**Amount transferred to any fund specified under Schedule VII as per section 135(6), if any**			**Amount remaining to be spent in succeeding financial years (₹ in Lakhs)**
				Name of the Fund	**Amount (₹ in Lakhs)**	**Date of transfer**	
1.	2019-20	-	469.34	-	-	-	105.23* (net of liabilities of ₹ 0.37 Lakhs)
2.	2018-19	-	445.61	-	-	-	243.37* (net of liabilities of ₹ 0.17 Lakhs)
3.	2017-18	-	341.72	-	-	-	298.05* (net of liabilities of ₹ 0.98 Lakhs)
	Total	-	**1256.67**	-	-	-	-

** Unspent amount lying at the end of respective financial year voluntarily carried over for spending in the succeeding years. Further, the Company has spent the entire amount so carried forward voluntarily in the current financial year.*

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in Rs)	Cumulative amount spent at the end of reporting Financial Year. (in ₹)	Status of the project - Completed / Ongoing
1	NA	Contribution for the construction of a School building at Naiyapara, Diamond Harbour, South 24 Pgs., West Bengal	2018-19	3 years	41,50,000	8,77,777	41,50,000	Completed
	Total	-	-	-	**41,50,000**	**8,77,777**	**41,50,000**	-

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: Not Applicable

(Asset-wise details) as below shall be provided:

(a) Date of creation or acquisition of the capital asset(s): Not applicable

(b) Amount of CSR spent for creation or acquisition of capital asset: Not applicable

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc: Not applicable

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): Not applicable

11. Reason for which the company has failed to spend two per cent of the average net profit as per section 135(5) - Not Applicable

Signing both on behalf of the Company and the CSR Committee

Rajesh Mittal
Chairman cum Managing Director
(DIN: 00240900)

Place: Kolkata
Date: 14.06.2021

Dividend Distribution Policy of Greenply Industries Limited

The Board of Directors (the "Board") of Greenply Industries Limited (the "Company") had initially adopted this Dividend Distribution Policy (the "Policy") of the Company as required in terms of Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") in its meeting held on July 25, 2016. This Policy was amended by the Board of the Company at its meeting held on February 8, 2019.

1. Effective Date

This Policy shall become effective from the date of its adoption by the Board.

2. Purpose, Objectives And Scope

The Securities and Exchange Board of India ("SEBI") vide its Notification dated July 08, 2016 has amended the Listing Regulations by inserting Regulation 43A in order to make it mandatory to have a Dividend Distribution Policy in place by the top five hundred listed companies based on their market capitalization calculated as on the 31st day of March of every year. Considering the provisions of the aforesaid Regulation 43A, the Board of Directors (the "Board") of the Company recognizes the need to lay down a broad framework for considering decisions by the Board of the Company, with regard to distribution of dividend to its shareholders and/ or retaining or ploughing back of its profits. The Policy also sets out the circumstances and different factors for consideration by the Board at the time of taking such decisions of distribution or of retention of profits, in the interest of providing transparency to the shareholders.

The Policy is not an alternative to the decision of the Board for recommending dividend, which is made every year after taking into consideration all the relevant circumstances enumerated hereunder or other factors as may be decided as relevant by the Board.

Declaration of dividend on the basis of parameters in addition to the parameters of this Policy or resulting in amendment of any parameters of the Policy will be regarded as deviation. Any such deviation on parameters of this Policy in extraordinary circumstances, when deemed necessary in the interests of the Company, along with the rationale will be disclosed in the Annual Report by the Board of Directors.

The Policy reflects the intent of the Company to reward its equity shareholders by sharing a portion of its profits after adjusting for accumulated losses and unabsorbed depreciation, if any, and also retaining sufficient funds for growth of the Company pursuant to Section 123 of the Companies Act, 2013. The Company shall pursue this Policy, to pay, subject to the circumstances and factors enlisted hereon, progressive dividend, which shall be consistent with the performance of the Company over the years.

The Policy shall not apply to:

- Determination and declaring dividend on preference shares as the same will be as per the terms of issue approved by the shareholders;
- Issue of Bonus Shares by Company;
- Buy back of Securities.

A. General Policy of the Company as Regards Dividend

The general considerations of the Company for taking decisions with regard to dividend payout or retention of profits shall be as following-

1. Subject to the considerations as provided in the Policy, the Board shall determine the dividend payout in a particular year after taking into consideration the operating and financial performance of the Company, the advice of executive management including the Chief Financial Officer ('CFO'), and other relevant factors.

B. Considerations Relevant for Decision of Dividend Pay-Out

The Board shall consider the following, while taking decisions of a dividend payout during a particular year-

Statutory requirements

The Company shall observe the relevant statutory requirements including those with respect to transfer of a certain portion of profits to any specific reserve such as Debenture Redemption Reserve, Capital Redemption Reserve etc. as provided in the Companies Act, 2013, which may be applicable to the Company at the time of taking decision with regard to dividend declaration or retention of profit.

Agreements with lending institutions/ Debenture Trustees

The decision of dividend pay-out shall also be affected by the restrictions and covenants contained in the agreements, if any, as may be entered into with the lenders/ Debenture Trustee of the Company from time to time.

Other Agreements
The decision of dividend pay-out shall also be affected by the restrictions and covenants contained in the agreements that the Company shall generally enter into during the course of business, if any.

This provision shall apply mutatis mutandis to agreements already executed before the commencement of the Dividend Policy of the Company.

Long term strategic objectives of the Company as regards financial leverage
The Board may exercise its discretion to change the percentage of dividend or to otherwise take decision of retention or distribution of profits where, the Company is planning to go for expansion, restructuring, reorganizing, diversification, investment, etc.

Prudential requirements
The Company shall analyse the prospective projects and strategic decisions in order to decide-

- to build a healthy reserve of retained earnings;
- to augment long term strength;
- to build a pool of internally generated funds to provide long-term resources as well as resource-raising potential for the Company; and
- the needs for capital conservation and appreciation.

Proposals for major capital expenditures etc.
In addition to plough back the earnings on account of depreciation, the Board may also take into consideration the need for replacement of capital assets, expansion and modernization or augmentation of capital stock, including any major capital expenditure proposals.

Extent of realized profits as a part of the IND AS profits of the Company
The extent of realized profits out of its profits calculated as per IND AS, affects the Board's decision of determination of dividend for a particular year. The Board is required to consider such factors before taking any dividend or retention decision.

Expectations of shareholders
The Board, while considering the decision of dividend pay-out or retention of a certain amount or entire profits of the Company, shall, consider the expectations of the shareholders of the Company who generally expects for a regular dividend payout.

C. Other Financial Parameters
In addition to the aforesaid parameters such as realized profits, proposed major capital expenditures, etc., the decision of dividend payout or retention of profits shall also be based the following-

Operating cash flow of the Company
If the Company cannot generate adequate operating cash flow, it may need to rely on outside funding to meet its financial obligations and sometimes to run the day-to-day operations. The Board will consider the same before its decision whether to declare dividend or retain its profits.

Net sales of the Company
To increase its sales in the long run, the Company will need to expand its manufacturing capacity as well as increase its marketing, selling, advertising expenses etc. The amount outlay in such activities will influence the decision of declaration of dividend.

Return on invested capital
The efficiency with which the Company uses its capital will impact the decision of dividend declaration.

Magnitude of earnings of the Company
Since dividend is directly linked with the availability of earning over the long haul, the magnitude of earnings will significantly impact the dividend declaration decisions of the Company.

Cost of borrowings
The Board will analyze the requirement of necessary funds considering the long term or short term projects proposed to be undertaken by the Company and the viability of the options in terms of cost of raising necessary funds from outsiders such as bankers, lending institutions or by issuance of debt securities or plough back its own funds.

Obligations to creditors
The Company should be able to repay its debt obligations without much difficulty over a reasonable period of time. Considering the volume of such obligations and time period of repayment, the decision of dividend declaration shall be taken.

Inadequacy of profits
If during any financial year, the Board determines that the profits of the Company are inadequate, the Board may decide not to declare dividends for that financial year.

Post dividend EPS
The post dividend EPS can have strong impact on the funds of the Company, thus, impacting the overall operations on day-to-day basis and therefore, affects the profits and can impact the decision for dividend declaration.

D. Factors That May Affect Dividend Payout
External Factors
Taxation and other regulatory concern
- Dividend distribution tax or any tax deduction at source as required by applicable tax regulations in India, as may be applicable at the time of declaration of dividend.
- Any restrictions on payment of dividends by virtue of any regulation as may be applicable to the Company at the time of declaration of dividend.

Macroeconomic conditions
Considering the state of economy in the Country, the policy decisions that may be formulated by the Government and other similar conditions prevailing in the international market which may have a bearing on or affect the business of the Company, the management may consider retaining a larger part of the profits to have sufficient reserves to absorb unforeseen circumstances.

Capital Market
When the markets are favorable, dividend pay-out can be liberal. However, in case of unfavorable Capital market conditions, Board may resort to a conservative dividend payout in order to conserve cash outflows.

Statutory Restrictions
The Board will keep in mind any restrictions on payment of dividends by virtue of any regulation or loan covenant, as may be applicable to the Company at the time of declaration of dividend.

Internal Factors
Product/ market expansion plan
The Company's growth oriented decision to conserve cash in the Company for future expansion plan impacts shareholders expectation for the long run which shall be considered by the Board before taking dividend decision.

Past performance/ reputation of the Company
The trend of the performance/ reputation of the Company that has been during the past years determine the expectation of the shareholders.

Working capital management in the Company
The current practice for the management of working capital within the Company also impacts the decision of dividend declaration.

Age of the Company and its product/market
The age of the Company and its product or the market in which the Company operates will be one of the most significant determining factors to the profitability of the Company and dividend declaration or retention.

Amount of cash holdings in the Company
In the investor's point of view, in the absence of any major expansion plan or capital investments or other strategic investment plans in the hands of the Company, the investors may not appreciate excessive cash holdings in the Company. The Board shall have to consider the same before taking decision of dividend declaration.

E. Circumstances Under Which Dividend Payout May or May Not Be Expected
The Board shall consider the factors provided above under this Policy, before determination of any dividend payout after analyzing the prospective opportunities and threats, viability of the options of dividend payout or retention etc. The decision of dividend payout shall, majorly be based on the aforesaid factors considering the balanced interest of the shareholders and the Company.

F. Manner of Dividend Payout
The discussion below is a summary of the process of declaration and payment of dividends, and is subject to applicable regulations:

In case of final dividends
1. Recommendation, if any, shall be done by the Board, usually in the Board meeting that considers and approves the annual financial statements, subject to approval of the shareholders of the Company.
2. The dividend as recommended by the Board shall be approved/declared at the annual general meeting of the Company.
3. The payment of dividends shall be made within 30 days from the date of declaration to the shareholders entitled to receive the dividend on the record date/ book closure period as per the applicable law.

In case of interim dividend
1. Interim dividend, if any, shall be declared by the Board.
2. Before declaring interim dividend, the Board shall consider the financial position of the Company that allows the payment of such dividend.

3. The payment of dividends shall be made within 30 days from the date of declaration to the shareholders entitled to receive the dividend on the record date as per the applicable laws.

4. In case no final dividend is declared, interim dividend paid during the year, if any, will be regarded as final dividend in the annual general meeting.

G. Manner of Utilisation of Retained Earnings

The Board may retain its earnings in order to make better use of the available funds and increase the value of the stakeholders in the long run. The decision of utilization of the retained earnings of the Company shall be based on the following factors:

- Market expansion plan;
- Product expansion plan;
- Increase in production capacity;
- Modernization plan;
- Diversification of business;
- New acquisitions and investments;
- Long term/short term strategic plans including strategic joint ventures and/or partnerships and/or subsidiary companies;
- Replacement/up-gradation/modernization of capital assets;
- To cater the expensive cost of debt ;
- Such other criteria as the Board may deem fit from time to time.

H. Parameters For Various Classes Of Shares

1. The factors and parameters for declaration of dividend to different class of shares of the Company shall be same as covered above.

2. The payment of dividend shall be based on the respective rights attached to each class of shares as per their terms of issue.

3. The dividends shall be paid out of the Company's distributable profits and/or general reserves, and shall be allocated among shareholders on a pro-rata basis according to the number of each type and class of shares held.

4. Dividend when declared shall be first paid to the preference shareholders, if any, of the Company as per the terms and conditions of their issue.

3. Amendment

To the extent any change/amendment is required in terms of any applicable law, the Managing Director or the Chief Executive Officer of the Company shall be jointly/severally authorised to review and amend the Policy, to give effect to any such changes/ amendments. Such amended Policy shall be periodically placed before the Board for noting and necessary ratification immediately after such changes.

For and on behalf of the Board of Directors

Rajesh Mittal
Chairman cum Managing Director
(DIN: 00240900)

Place: Kolkata
Date: June 14, 2021

Business Responsibility Report for the financial year 2020-21

[As per Regulation 34(2)(f) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Introduction

Greenply Industries Limited excels for common good. Its unique business model ensures its legacy of responsible business and keeping community as the ultimate purpose of its existence. Over the decades, we have remained focussed on the efficient deployment of resources - people, processes and materials for the production of eco-efficient and safe products. The above purposes are articulated in the twin pillars of our vision – Value Creation and Corporate Citizenship. The Company understands and realises the role played by each and every stakeholder and hence, has a proper system for redressal of grievances of the customers and the stakeholders. The Company has a proper Business Responsibility Policy to guide and facilitate the Company to understand the principles and core elements of responsible business practices and to implement the improvements which reflect their adoption in the manner the Company undertakes its business. Each department and unit is aware of its responsibilities and the Company's system is in place to facilitate the smooth functioning of its various departments and the units. This ensures that we are balanced in our engagements with multiple stakeholders, creating value with and for all.

General Information About The Company:

1. **Corporate Identification Number (CIN) of the Company:** L20211AS1990PLC003484

2. **Name of the Company:** Greenply Industries Limited

3. **Registered Address:** Makum Road, Tinsukia, Assam-786 125

4. **Website:** www.greenply.com

5. **E-mail id:** kaushal@greenply.com

6. **Financial year reported:** April 1, 2020 to March 31, 2021

7. **Sectors that the Company is engaged in (as per the NIC code):**

   Manufacturer of Plywood and its allied products - National Industrial Classification (NIC) Code 2008: 16211 & 16213

8. **Three key products that the Company manufactures:**
   a. Plywood
   b. Boards
   c. Doors

9. **Number of national locations where business activity is undertaken by the Company**

   The Company's manufacturing units are situated at the following locations:

   a. Tizit in Nagaland,
   b. Kriparampur in West Bengal and
   c. Bamanbore in Gujarat.

   The Company has more than 50 physical and virtual branches situated across India, excluding its Registered Office and Corporate Office.

10. **Number of international locations where business activity is undertaken by the Company**

    Please refer the following table:

Sl. No.	Name of the Joint Venture (JV) / Wholly Owned Subsidiary (WOS)	Business activities
1	Greenply Alkemal (Singapore) Pte. Ltd., Singapore (JV through Greenply Holdings Pte. Ltd., Singapore) 3, Shenton Way, #12-01A Shenton House, Singapore – 068805	This JV is engaged in the business of trading and marketing of commercial veneers and panel products. Further, the JV also controls the Myanmar based Company Greenply Industries (Myanmar) Pvt. Ltd., Myanmar, which is engaged in the business of manufacturing and trading of veneer and lumber.
2	Greenply Holdings Pte. Ltd., Singapore (WOS) 3, Shenton Way, #12-01A Shenton House, Singapore – 068805	This WOS was incorporated in the Republic of Singapore on June 22, 2016, holding investment in Greenply Alkemal (Singapore) Pte. Ltd., Singapore.

Sl. No.	Name of the Joint Venture (JV) / Wholly Owned Subsidiary (WOS)	Business activities
3	Greenply Middle East Limited, Dubai, UAE (WOS) 409, City Tower 1, Sheikh Zayed Road, P.O. Box 118767, Dubai, United Arab Emirates	This WOS was incorporated on July 4, 2016 and holding total share capital of Greenply Gabon SA, Gabon, West Africa and engaged in the business of general trading.
4	Greenply Gabon SA, Gabon, West Africa (Step-down WOS), Parcel C-13, Nkok SEZ, BP 1024, Libreville, Gabon	On July 14, 2016, Greenply Gabon SA was incorporated as a step-down subsidiary of the Company and having manufacturing unit at Nkok SEZ in Gabon, West Africa. The same is engaged in the business of manufacturing and marketing of veneers and lumber.

11. Markets served by the Company

a. Domestic Sales:

PAN India Branches: More than 50 physical and virtual Branches
Distributors/Dealers: +2300
Retailers Network: +6000

b. Exports: Nepal

Financial Details of The Company:

1. Paid-up capital (INR in Lakhs): 1,226.27
2. Total Turnover (INR in Lakhs): 1,01,167.46
3. Total profit after taxes (INR in Lakhs): 5,793.12
4. Total spending on CSR activities undertaken by the Company as percentage of last 3 years average profit after tax (%): 2.00
5. List of activities in which CSR Expenditure has incurred:

   Please refer the Report on the CSR activities forming part of the Annual Report for the financial year 2020-2021.

Other Details:

1. **Structure of the Company – Group / Joint ventures / Associates / Holding / Subsidiaries**

   Please refer the details given in point 10 above under the general information about the Company.

2. **Details of business of the subsidiaries/JV**

   Please refer the details given in point 10 above under the general information about the Company.

3. **Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent Company?**

   No participation from Subsidiary Companies.

4. **Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company?**

   No participation from other entity.

BR Information:

1. Details of Director/Directors responsible for BR:

a. Details of Director responsible for implementation of the BR policy:

   i. DIN : 00240900
   ii. Name: Mr. Rajesh Mittal
   iii. Designation: Chairman cum Managing Director

b. Details of the BR Head:

   i. DIN: Not Applicable
   ii. Name: Kaushal Kumar Agarwal
   iii. Designation: Company Secretary & Vice President-Legal
   iv. Telephone number: 033-3051 5000
   v. e-mail id: kaushal@greenply.com

2. Principle-wise (as per NVGs) BR Policy/policies:

- Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability [P1]
- Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle [P2]
- Principle 3: Businesses should promote the wellbeing of all employees [P3]
- Principle 4: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized. [P4]
- Principle 5: Businesses should respect and promote human rights [P5]

- Principle 6: Business should respect, protect, and make efforts to restore the environment [P6]
- Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner [P7]
- Principle 8: Businesses should support inclusive growth and equitable development [P8]
- Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner [P9]

Details of compliance (reply in Y/N)

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Do you have a policy/ policies for the various principles?	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the policy being formulated in consultation with the relevant stakeholders?	All the policies have been formulated or modified in consultation with the Management of the Company and is approved by the Board. The policies have been framed or modified considering the best interest of the stakeholders.								
3	Does the policy conform to any national/ international standards? If yes, specify?	Yes, the policies are based on 'National Voluntary Guidelines on Social, Environmental and Economic Responsibility of Business'.								
4	Has the policy been approved by the Board? If yes, has it been signed by MD/owner/CEO/appropriate Board Director?	Yes, the Policies have been approved by the Board and signed by the Company Secretary on behalf of the Board of Directors of the Company.								
5	Does the Company have a specified committee of the Board/Director/ Official to oversee the implementation of the policy?	Yes, Mr. Rajesh Mittal, Chairman cum Managing Director is authorised to oversee the implementation of the Policy.								
6	Indicate the link for the policy to be viewed online?	https://www.greenply.com/assets/investors/12/original/Business-Responsibility-Policy.pdf?1564572480								
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Yes, the policies have been posted in the Company's website and communicated to all internal stakeholders.								
8	Does the Company have in-house structure to implement policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
9	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10	Has the Company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	Yes, an independent evaluation on the working of the Business Responsibility Policy for the financial year 2020-2021 was conducted through Company Secretary in Practice. The evaluation has been done after considering the practices of various units and departments of the Company.								

3. Governance related to BR:

a. **Frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company:** During last quarter of the FY 2020-2021, the Board of Directors assessed the Business Responsibility performance of the Company considering governance related to Business Responsibility and also considered the evaluation report obtained from a Company Secretary in Practice.

b. **Does the Company publish a BR Report? What is the hyperlink for viewing this report? How frequently it is published?:** Yes, the Company has published its last Business Responsibility Report which forms part of the Company's Annual Report for the financial year 2019-2020. The same is available at https://www.greenply.com/assets/investors/467/original/Annual_Report_2019-20.pdf?1610180928. The Company publishes the report on an annual basis.

Principle-Wise Performance:

Principle-1: Ethics, Transparency and Accountability

1. Does the policy relating to ethics, bribery and corruption cover only the Company?

The Company has a policy on the Code of Business Conduct/Ethics, which applies to all directors, officers and employees of the Company and its subsidiaries. This Code is intended to (a) focus on areas of ethical risk; (b) set forth basic standards of ethical and legal behaviour; (c) to provide guidance to directors to help them recognize and deal with ethical issues; (d) provide reporting mechanisms for known or suspected unethical conduct and/or legal violations; (e) help foster a culture of honesty and accountability. The Company has its Vigil Mechanism Policy which provides mechanism for employees and Directors of the Company to approach the Chairman of the Audit Committee or Chairman cum Managing Director of the Company for reporting genuine concerns. The executive directors and employees of the Company strictly adheres to the provisions of the Code with regard to their association with any professional, trade, legislative, political or public body. The Company has a Policy on Prevention of Sexual Harassment, to maintain a work environment free from any form of discrimination or conduct which can be considered as harassing, coercive or disruptive. Each Department ensures that the disclosures as required to be made in business documents, statutory filings, declarations, advertisements are correct and complete. The HR Team ensures to regularly communicate to its employees all the policies related to them, through the Company's intranet, regular e-mails and notice board etc. so as to keep them aware of the same and allow them to take optimum advantage of the same.

2. Does the policy stated above extends to the Joint Ventures/ Suppliers / Contractors / NGOs / Others?

As aforesaid, the said Policy is applicable to the subsidiaries of the Company. Further, the Company encourages its other stakeholders to follow the code.

3. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the Management?

i. A total of 1019 complaints (excluding 211 pending complaints of previous year as on April 1, 2020) were received from customers including end-consumers in financial year 2020-21, out of which 106 (amounting to 8.62%) was pending as of March 31, 2021.

ii. 3 (Three) consumer cases were filed against the Company with the Consumer forum during financial year 2020-21. Total 10 consumer cases are pending with various consumer forum as on the end of financial year 2020-21.

iii. The following table gives the number of shareholder complaints received, resolved and pending during the year 2020-21.

Unresolved at the beginning of the year	Received during the year	Resolved during the year	Not solved to the satisfaction of the shareholders	Pending at the end of the year
Nil	3	3	Nil	Nil

Principle-2: Safety and Sustainability of Goods

1. Are there any products or services of the Company whose design has incorporated social or environmental concerns, risks and/or opportunities?

None.

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

(a) Reduction during sourcing/production/distribution achieved since the previous year throughout the value chain?

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

Not Applicable. However, the Company has undertaken special efforts in the area of sustainable development. Further, the Company has adopted technologies to enable resource efficient, sustainable manufacturing processes and technologies required to produce products. Regular meetings are conducted and suggestions are implemented to improve the working environment. The Company has system in place to review production parameters and resources on daily basis and actions are taken at each level to achieve norms.

3. Does the Company have procedures in place for sustainable sourcing (including transportation)? If yes, then what percentage of your inputs was sourced sustainably?

The Company has well established system of sustainable sourcing of inputs including transportation. When the Company began its journey over three decades ago, we had to source our raw materials from multiple external sources. But as we focused more on a well-integrated approach to business growth, the picture began to change on the raw material front too. We are promoting large-scale plantations of fast growing and short-rotation plant species in marginal and degraded farmlands in the vicinity of our manufacturing facilities in Tizit, Mon, Nagaland and Bamanbore, Gujarat. We aim to enhance raw material security, improve environment sustainability, reduce logistics costs and help farmers to switch to commercial planting from subsistence planting. During the year under review, the Company has not sourced its major inputs i.e. timber/veneers through sustainable sourcing.

4. Has the Company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work?

Yes. In the form of staff/worker and also supplier of timbers/veneers.

5. What steps does the Company take to educate the local/small vendors to develop their skills?

We are educating and providing saplings of Eucalyptus of Grade K25 and 413 having highest growth in a shortest period along with straight stem to farmers since the major raw material for the Company's products is timber of various species.

6. Does the Company have a mechanism to recycle products and waste? If yes, what is the percentage of recycling of products and waste?

The Company consumes all the waste products (side cutting, dust etc.) as fuel in the boilers. Therefore, there is 100% usage of the waste products.

7. What is the quantity / percentage of such re-cycling?

Not Applicable.

Principle-3: Well Being Of All Employees

1. Human Resource

Kind of HR	Total number in the Company
Permanent Employees	2263
Hired Employee:	
• Temporary	00
• Contractual	1367
• Casual	508
Permanent women employees	56
Permanent employees with disabilities	2
Child Labour	Nil

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

There is a Union recognised by Management namely "GREENPLY INDUSTRIES PERMANENT WORKER'S UNION" in respect of the Company's unit in Kriparampur, West Bengal.

3. What percentage of permanent employees are members of such employee association?

Around 90% of the permanent workers.

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

Sr. No.	Nature of Complaint	Received during the FY 2020-2021	Pending as on 31.03.2021
a.	child labour	Nil	Nil
b.	forced labour	Nil	Nil
c.	involuntary labour	Nil	Nil
d.	discriminatory employment	Nil	Nil
e.	sexual harassment	Nil	Nil

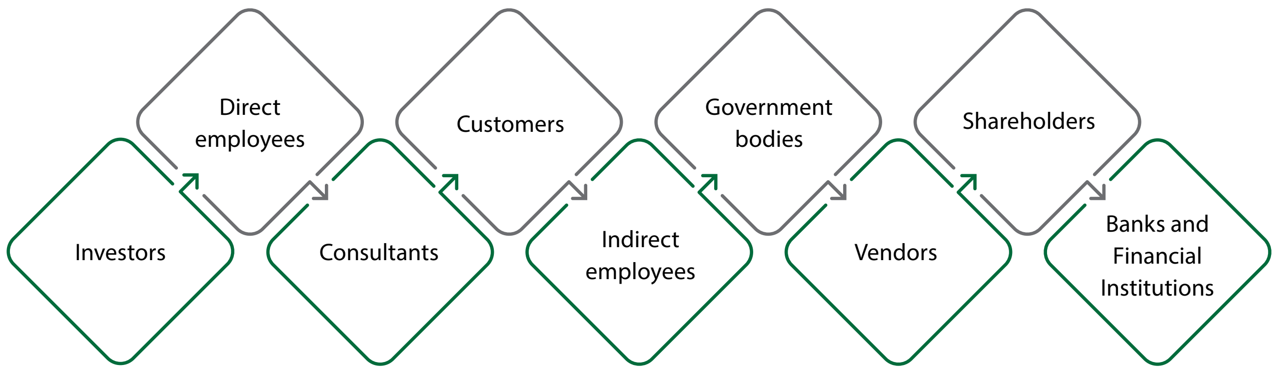
The Company has in place a Policy on Prevention of Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

5. What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?
    a. Permanent Employees: 82%
    b. Permanent Women Employees: 100%
    c. Casual/Temporary/Contractual Employees: 73%
    d. Employees with Disabilities: 100%

Principle-4: Protection of Stakeholders' Interest

1. **Has the Company mapped its internal and external stakeholders?**
   Yes. The Company has various departments and based on the business of the Company, it identifies the internal and external stakeholders from time to time. The Company ensures facilitation of interaction with internal and external stakeholders. There are various modes through which they interact with the Company like personal meetings, through e-mail and over phone.

   Following is the list of identified stakeholders by the Company:



2. **Has the Company identified the disadvantaged, vulnerable and marginalized stakeholders?**
   The Company has identified the disadvantaged, vulnerable and marginalized stakeholders around its units and identifying their needs and priorities so as to serve these needs accordingly.

3. **What are the steps taken by the Company to engage with the disadvantaged, vulnerable and marginalized stakeholders?**
   The Company provides healthcare facilities nearby its unit in Nagaland and doing various CSR activities in the area of enhancing vocational skills, education, healthcare, animal welfare, plantation, promoting sports, medical treatment etc.

Principle-5: Respecting And Promoting Human Rights

1. **Does the Company have any policy on human rights?**
   Yes, the Company has duly formulated a Human Rights Policy which has been circulated across the Organisation. The Company claims to abide by human rights and its applicable laws.

2. **Does this policy on human rights cover only the Company or extend to the JV/ Suppliers / Contractors / NGOs / Others?**
   The policy is extended to the subsidiaries of the Company. For the subsidiaries of the Company, the policy applicable in line with the local requirements prevailing in the country of operations.

3. **How many stakeholder complaints pertaining to violation of Human Rights have been received in the past financial year and what percent was satisfactorily resolved by the management:**
   No complaint was pending in the past and further, no complaint was received pertaining to human rights violation during the financial year 2020-2021.

Principle-6: Respecting, Protecting and Restoring the Environment

1. **Does the policy related to principle 6 cover only the Company or extends to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others?**
   The Company follows its policy on Environment Protection which is applicable to all its business places. For the subsidiaries, the policy is applicable in line with the local requirements prevailing in the country of operation.

2. **Does the Company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc.?**
   As such no issue of global warming and climatic changes are directly associated with the Company.

   Greenply is equipped with a well-qualified team to promote plantation drive on marginal and degraded lands, in the vicinity of the manufacturing units, to improve the green cover and mitigate the global warming impact. At present, genetically superior clones of fast growing short gestation tree species are produced and supplied to local farmers for plantations in their own land. The Company also takes up various initiatives to educate the agrarian community and provide them free technical knowhow from planting to post harvest stage.

3. **Does the Company identify and assess potential environmental risks?**
   Yes. The Company has a mechanism to identify and assess potential environmental risks at the plant level.

4. **Does the Company have any project related to Clean Development Mechanism?**
   No.

5. **Has the Company undertaken any other initiatives on - clean technology energy efficiency, renewable energy, etc.? If yes, details thereof.**
   Yes. The efforts of the Company are aimed to minimise the energy consumption in spite of increase in operations of the Company.

6. **Are the emissions / waste generated by the Company within the permissible limits given by CPCB/SPCB for the financial year being reported?**
   Yes, the emissions/waste generated by the Company for financial year 2020-2021 are within permissible limits given by CPCB/SPCB(s) of the respective units. The Company has waste management system in place to comply with the requirements of Pollution Control Board's standards in air and water quality.

7. **Number of show cause/legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of financial year.**
   As on March 31, 2021, there is no pending show cause or legal notice received from CPCB or SPCB.

Principle-7: Responsibility Towards Public and Regulatory Policy

1. **Whether the Company is a member of any trade/ chamber association?**
   The Company is the member of the following trade/ chamber association
    a. Merchants' Chamber of Commerce & Industry
    b. Indian Green Building Council
    c. Bharat Chamber of Commerce
    d. Federation of Indian Plywood & Panel Industry

2. **Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)?**
   None. However, the Company intends to utilise the opportunities available in future for the advancement or improvement of public good.

Principle-8: Inclusive Growth and Equitable Development

1. **Does the Company have specified programmes/ initiatives / projects in pursuit of the inclusive growth and equitable development? If yes details thereof.**
   The Company undertakes the initiatives through the CSR Committee of the Board as per the CSR Policy of the Company. Please refer the Report on the CSR activities forming part of the Annual Report for the financial year 2020-2021. The Company makes efforts to innovate and invest in the processes and technologies to promote the wellbeing of society, putting the local and the underdeveloped regions in priority.

2. **Are the programmes / projects undertaken through in-house team / own foundation / external NGO / government structures / any other organization?**
   The CSR projects have been carried out through NGO and through Greenply Foundation, a Charitable Trust, established by the Company under the provisions of the Indian Trusts Act, 1882. Please refer the Report on the CSR activities forming part of the Annual Report for the financial year 2020-2021.

3. **Have you done any impact assessment of the initiative indicated above?**
   The CSR Committee internally performs assessment of its initiatives on frequent intervals.

4. **What is your Company's direct contribution to Community Development Projects (CDP)? - Amount in INR and the details of the projects undertaken.**
   Please refer the Report on the CSR activities forming part of the Annual Report for the financial year 2020-2021 containing the details on CSR spending.

5. **Have you taken steps to ensure that this CDP is successfully adopted by the community? Please explain.**
   CSR initiatives are designed and delivered in transparent manner in line with inputs from the Community itself for which proper monitoring is being carried out by the Company

Principle-9: Engaging And Enriching Customer Value

1. **What percentage of customer complaints / consumer cases are pending as on the end of financial year?**
   A total of 1019 complaints (excluding 211 opening complaints as on April 1, 2020) were received from customers including end-consumers in financial year 2020-21, out of which 106 (amounting to 8.62%) were pending as of March 31, 2021.

   Further, 3 (three) consumer cases were filed against the Company with the Consumer forum during financial year 2020-2021. Total 10 consumer cases are pending with various consumer forum as on the end of financial year 2020-2021.

2. **Does the Company display product information on the product label, over and above what is mandated as per local laws?**
   Yes, in respect of sale of products through packaging only. We are also providing relevant information about the products on the face of it as per the local laws.

3. **Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year? If so, provide details thereof, in about 50 words or so.**
   None.

4. **Did your Company carry out any consumer survey/ consumer satisfaction trends?**
   No. However, the Company intends to carry out such survey in the due course.

For and on behalf of the Board of Directors

Rajesh Mittal
Chairman cum Managing Director
(DIN: 00240900)

Place: Kolkata
Date: June 14, 2021

Corporate Governance Report for the financial year 2020-21

[Pursuant to Regulation 34(3) read with Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

The Directors present the Company's Report on Corporate Governance for the financial year ended March 31, 2021, in terms of Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations').

1. Company's philosophy on the code of Corporate Governance

Greenply Industries Limited (the "Company") has complied with the principles and practices of good Corporate Governance. The Company's philosophy is to attain transparency, accountability, ethical corporate behaviour and fairness in its relationship with regulators, employees, shareholders, creditors, consumers, dealers, vendors, lenders and society at large, ensuring a high degree of regulatory compliance. Your Company firmly believes that a good governance process represents the foundation of corporate excellence. As a corporate citizen, our business fosters a culture of ethical behaviour and disclosures aimed at building trust of our stakeholders. We have adopted various codes and policies to carry out our duties and responsibilities in ethical and transparent manner.

2. Board of Directors

A. Composition and Category:

The Board of the Company is comprised of Executive and Non-Executive Directors including Independent Directors. As on March 31, 2021, the composition of the Board is as under which is headed by an Executive Chairman:

Sr. No.	Category	No. of Directors	Percentage to total no. of Directors
1.	Executive Promoter Directors	2	28.57
2.	Executive Non-Promoter Director	1	14.29
3.	Non-executive-Independent Directors (including one women director)	4	57.14
Total		**7**	**100.00**

The composition of the Board is in accordance with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

B. Chart/matrix setting out the Skills/Expertise/Competence of the Board of Directors and the names of directors who have such skills / expertise / competence:

The Board has identified the following core skills, expertise, competencies as required in the context of the business of the Company and the sector in which the Company is operating:

Sl. No.	Skills/Expertise/Competencies required by the Board of Directors		Status of availability with the Board
1.	Knowledge/ Understanding of the Business of the Company, the industry/ sector to which it relates	a. Of the relevant laws, rules, regulations policies applicable to the Company, the industry/ sector to which it relates and level/ status of compliances thereof by the Company; b. Of the best corporate governance practices, relevant governance codes, governance structure, processes and practices followed by the Company; c. Of the business ethics, ethical policies, codes and practices of the Company; d. Of the structures and systems which enable the Company to effectively identify, asses and manage risks and crises; e. Of the international practice	Yes

Sl. No.	Skills/Expertise/Competencies required by the Board of Directors		Status of availability with the Board
2.	Strategic expertise, strategic planning and implementation	a) Ability to think strategically and identify and critically assess strategic opportunities and threats.	Yes
		b) Possession of clear vision and ability of value creation.	
		c) Ability to develop effective strategies and changes thereof.	
		d) Ability to implement the strategy effectively & efficiently along with incorporation of necessary changes required due to existence of dynamic environment.	
3.	Behavioural competencies/ personal attributes	a) Displaying of integrity and ethical standards.	Yes
		b) Mentoring abilities.	
		c) Possession of relationship building capacity.	
		d) Ability to manage people and achieving change.	
		e) Curiosity and possession of courage.	
		f) Active contribution/ participation in discussions specially critical discussions	
4.	Mind- set or attitude	a) Possession of ethical mindset.	Yes
		b) Carrying of professional attitude.	
		c) Performance oriented.	
		d) Independent.	
		e) Awareness of self and others.	
5.	Technical skills/ experience	a) Ability to interpret financial statements and accounts in order to assess the financial health of the Company and financial viability of the projects and efficient use of resources.	Yes
		b) Knowledge of the sources of finance available to the Company and their related merits and risks.	
		c) Knowledge of how to assess the financial value of the Company and potential business opportunities.	
		d) Assess the importance of information technology in the Company.	
		e) Marketing or other specific skills required for the effective performance of the Company	
6.	HR/people orientation	a) Experience and understanding of HR policies.	Yes
		b) Leading and Managing HR activities, talent development and strengthening the people function.	
7.	Risk oversight & management and compliance oversight	a) Ability to identify key risks in a wide range of areas including legal and regulatory compliance.	Yes
		b) Monitoring of risk and compliance management frameworks.	
		c) Possession of risk management skills.	
		d) Supervision of risk management plan/ framework and process.	
8	Possession of other Skills	a) Decision making skills.	Yes
		b) Communication skills.	
		c) Leadership skills.	
		d) Influencing nature.	
		e) Stakeholder relationship management skills.	

The Board has identified the Directors who have such skills / expertise / competence as follows:

Sl. No.	Broad parameters and summary	Skills/ Expertise/ Competencies	RAJESH MITTAL	MANOJ TULSIAN	SANIDHYA MITTAL	SUSIL KUMAR PAL	VINOD KUMAR KOTHARI	SONALI BHAGWATI DALAL	UPENDRA NATH CHALLU
1	**Industry knowledge** gives directors a practical understanding of developing, implementing and assessing the operating plan and business strategy	a) General understanding of the business of the Company;	√	√	√	√	√	√	√
		b) Understanding of the markets where the Company is active, the market dynamics, opportunities, strengths and challenges;	√	√	√	√	√	√	√
		c) Understands how the organisation really works and how it delivers value to its customers;	√	√	√	√	√	√	√
		d) Ability to comprehend the socio-economic, political, regulatory and competitive environment, both domestic and global, in which the Company is operating and insight to identify opportunities and threats for the Company's businesses;	√	√	√	√	√	√	√
		e) Expertise in sourcing, manufacturing, supply chain, infrastructure, information management, logistics;	√	√	√	×	×	×	×
		f) Expertise in product development, distribution and marketing.	√	√	√	×	×	×	×
2	**Knowledge of regulatory requirements** is required to ensure compliance with a variety of regulatory requirements both domestic and global, considering the presence of the Company.	a) Knowledge/ understanding of the relevant laws, rules, regulations policies applicable to the Company, the industry/ sector to which it relates, both domestic and global;	√	√	√	√	√	√	√
		b) Knowledge/ understanding of the level/ status of compliances thereof by the Company;	√	√	√	√	√	√	√
		c) Ability to comprehend the statutory roles and responsibilities of a Director and of the Board as a whole towards the regulatory environment.	√	√	√	√	√	√	√
3	**Knowledge of Corporate Governance practices** supports the goal of having a strong Board and management accountability, transparency and protection of shareholders' interest	a) Knowledge/ understanding of the best corporate governance practices, both domestic or global, and the business ethics, policies/ procedures followed by the companies for ensuring such governance;	√	√	√	√	√	√	√

Sl. No.	Broad parameters and summary	Skills/ Expertise/ Competencies	RAJESH MITTAL	MANOJ TULSIAN	SANIDHYA MITTAL	SUSIL KUMAR PAL	VINOD KUMAR KOTHARI	SONALI BHAGWATI DALAL	UPENDRA NATH CHALLU
		b) Knowledge/ understanding of the Company's governance philosophy, the corporate governance practices, relevant governance codes, governance structure, processes and practices followed by the Company and ability to contribute towards its refinement periodically;	√	√	√	√	√	√	√
		c) Knowledge/ understanding of the business ethics, ethical policies, codes, systems and practices of the Company and ability to evaluate the same in the context of the Company's businesses, and review the same periodically;	√	√	√	√	√	√	√
		d) Ability to contribute to the Board's role towards promoting an ethical organisational culture, eliminating conflict of interest, and setting & upholding the highest standards of ethics, integrity and organisational conduct.	√	√	√	√	√	√	√
4	**Strategic expertise, strategic planning and implementation** are required in order to assess the opportunities/ threats and to cope up with, and act efficiently in the dynamic environment.	a) Ability to think strategically and identify and critically assess strategic opportunities and threats;	√	√	√	√	√	×	√
		b) Possession of clear vision and ability of value creation;	√	√	√	√	√	√	√
		c) Ability to develop effective strategies and changes thereof;	√	√	√	√	√	√	√
		d) Ability to implement the strategy effectively & efficiently along with incorporation of necessary changes required due to existence of dynamic environment.	√	√	√	√	√	√	√
5	**Skills/ experience related to finance** is important in financing decisions, evaluating the financial statements, investment strategies, overseeing financial reporting and internal control	a) Ability to interpret financial statements and accounts in order to assess the financial health of the Company and financial viability of the projects and efficient use of resources;	√	√	√	√	√	×	√

Sl. No.	Broad parameters and summary	Skills/ Expertise/ Competencies	RAJESH MITTAL	MANOJ TULSIAN	SANIDHYA MITTAL	SUSIL KUMAR PAL	VINOD KUMAR KOTHARI	SONALI BHAGWATI DALAL	UPENDRA NATH CHALLU
		b) Ability to critique the Company's financial performance and evaluate the Company's strategies and action plans in the context of their financial outcomes;	√	√	√	√	√	×	√
		c) Knowledge of the sources of finance available to the Company and their related merits and risks;	√	√	√	√	√	×	√
		d) Knowledge of how to assess the financial value of the Company and potential business opportunities;	√	√	√	√	√	×	√
		e) Experience with financial administration, accounting policies and internal control.	√	√	√	√	√	×	√
6.	**Technical skills/ experience/ knowledge** such as, marketing skills are required to identify and develop new markets for the Company's products. Further, IT skills/ experience is relevant to the Company as it looks for ways to enhance the customer experience and internal operations	a) Marketing or other specific skills required for the effective performance of the Company;	√	√	√	×	×	×	×
		b) Core technology, processes or products of the Company;	√	√	√	√	√	√	√
		c) Assessing the importance of information technology in the Company.	√	√	√	√	√	×	√
7.	**Knowledge of environment/ sustainability/ corporate social responsibility** strengthens the Board's oversight and assures that strategic business imperatives and long term value creation for shareholders are achieved within a responsible and sustainable business model	a) Knowledge of environmental concerns pertaining to the business of the Company;	√	√	√	√	√	√	√

Sl. No.	Broad parameters and summary	Skills/ Expertise/ Competencies	RAJESH MITTAL	MANOJ TULSIAN	SANIDHYA MITTAL	SUSIL KUMAR PAL	VINOD KUMAR KOTHARI	SONALI BHAGWATI DALAL	UPENDRA NATH CHALLU
		b) Understanding of the accountability for environment and sustainability in the industry;	√	√	√	√	√	√	√
		c) Understanding of the impact of the business of the Company on the environment;	√	√	√	√	√	√	√
		d) Awareness of the policies, procedures, systems, principles that are being followed by the Company;	√	√	√	√	√	√	√
		e) Ability to evaluate those policies, procedures followed by the Company and analyse their effectiveness.	√	√	√	√	√	√	√
8.	**Legal and/or advocacy Experience**	Experience in legal/ advisory field as practicing lawyer, solicitor or barrister, chartered accountant, company secretary, cost accountant.	×	√	×	×	√	×	√
9.	**Experience / understanding of HR management/ people orientation/ capacity building** is valuable in helping the Company to attract, motivate and retain superior talent for various positions of the Company	a) Understanding of HR policies;	√	√	√	√	√	√	√
		b) Leading and managing HR activities, talent development and strengthening the people function;	√	√	√	×	√	√	√
		c) Understanding the strategies adopted by the Company to attract, retain and nurture competitively superior talent;	√	√	√	√	√	√	√
		d) Understanding of organisational capacity so as to provide guidance on bridging gaps in capacity building in business critical areas.	√	√	√	√	√	√	√

Sl. No.	Broad parameters and summary	Skills/ Expertise/ Competencies	RAJESH MITTAL	MANOJ TULSIAN	SANIDHYA MITTAL	SUSIL KUMAR PAL	VINOD KUMAR KOTHARI	SONALI BHAGWATI DALAL	UPENDRA NATH CHALLU
10.	**Risk oversight & management and compliance oversight** is critical to the Board's role in overseeing the risks faced by the Company and to orderly evaluate and provide guidance to mitigate such risks	a) Ability to identify key risks in a wide range of areas including legal and regulatory compliance impacting the Company's businesses;	√	√	√	√	√	√	√
		b) Monitoring of risk and compliance management frameworks and contribute towards development of systems and controls for risk mitigation & compliance management and review and refine the same periodically;	√	√	√	√	√	×	√
		c) Knowledge of the structures and systems which enable the Company to effectively identify, asses and manage risks and crises;	√	√	√	√	√	×	√
		d) Supervision of risk management plan/ framework and process followed by the Company.	√	√	√	√	√	×	√
11.	**Behavioural competencies/ personal attributes/ mind set/ attitude are required** to lead and influence others so as to achieve the organisational goal, shareholders value creation and also to assess the broad outline of the overall policy for the fulfilment of the duties assigned to the role designated to them within the framework of the Board profile.	a) Leadership, decision making skills and mentoring abilities;	√	√	√	√	√	√	√
		b) Communication skills including stakeholder relationship management skills;	√	√	√	√	√	√	√
		c) Ability to understand processes for shareholder value creation and its contributory elements and critique interventions towards value creation for the other stakeholders;	√	√	√	√	√	×	√
		d) Displaying of integrity and ethical standards;	√	√	√	√	√	√	√

C. Attendance at Board Meetings and Last Annual General Meeting:

During FY 2020-2021, five Board Meetings were held i.e. on June 27, 2020, August 14, 2020, November 4, 2020, February 11, 2021 and March 17, 2021.

The attendance of the Directors at the Board Meetings during 2020-2021 and at the last Annual General Meeting held on September 30, 2020 is as under:

Name of the Directors and Director Identification Number (DIN)	Date of Appointment		Category of Directorship	No. of Board Meetings		Attendance at last AGM
	Original Date of Appointment	Date of Appointment in the current term		Held	Attd.	
Mr. Rajesh Mittal (DIN 00240900)	28.11.1990	01.01.2021	Chairman cum Managing Director- Executive Promoter Director	5	5	Yes
Mr. Manoj Tulsian (DIN 05117060)	11.02.2020	11.02.2020	Joint Managing Director & CEO- Executive Non-Promoter Director	5	5	Yes
Mr. Sanidhya Mittal (DIN 06579890)	07.02.2018	07.02.2018	Joint Managing Director-Executive Promoter Director	5	4	No
Mr. Susil Kumar Pal (DIN 00268527)	06.12.2005	30.09.2019	Non-Executive - Independent Director	5	5	Yes
Mr. Vinod Kumar Kothari (DIN 00050850)	31.05.2006	30.09.2019	Non-Executive - Independent Director	5	5	Yes
Ms. Sonali Bhagwati Dalal (DIN 01105028)	22.01.2007	30.09.2019	Non-Executive - Independent Director	5	4	Yes
Mr. Upendra Nath Challu (DIN 05214065)	31.08.2012	30.09.2019	Non-Executive - Independent Director	5	5	Yes

D. Outside Directorships, Committee Membership(s)/Chairmanship(s)

The numbers of other Boards or Board Committees in which the Directors of the Company are holding the position of Member/ Chairperson as on March 31, 2021 are:

Name of the Directors and Director Identification Number (DIN)	No. of outside directorship held			No. of outside committees*		Name of Other Listed Companies and Category of Directorship
	Public Co. (Listed / Unlisted	Private Co.	Other Co.	Member	Chairman	
Mr. Rajesh Mittal (DIN 00240900)	1	11**	-	-	-	None
Mr. Manoj Tulsian (DIN 05117060)	-	1	-	-	-	None
Mr. Sanidhya Mittal (DIN 06579890)	1	5$$	-	-	-	None
Mr. Susil Kumar Pal (DIN 00268527)	2	2	-	-	-	Hasimara Industries Ltd. (Non-Executive Director)
Mr. Vinod Kumar Kothari (DIN 00050850)	1	3	1	2#	1	Rupa & Company Limited (Non-Executive Director)
Ms. Sonali Bhagwati Dalal (DIN 01105028)	2	2	-	1	-	Selan Exploration Technology Ltd. (Non-Executive Director)
Mr. Upendra Nath Challu (DIN 05214065)	1	-	-	-	-	None

** All committees including Chairmanship/membership of the Audit Committee and the Stakeholders' Relationship Committee have been considered.*

*** including directorship in 5 (five) foreign companies.*

$$ including directorship in 2 (two) foreign companies.

 # including Chairmanship

The number of Directorships, Committee Membership(s)/ Chairmanship(s) of all the Directors is within respective limits prescribed under the Companies Act, 2013 ("Act") and Listing Regulations.

E. Independent Directors confirmation by the Board:

All Independent Directors of the Company have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations. In the opinion of the Board, the Independent Directors, fulfil the conditions of independence specified in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations and are independent of the management.

Further, during the financial year 2020-21, no independent director resigned from the Board of the Company.

F. Information supplied to the Board of Directors:

During FY 2020-2021, all necessary information, as required under the applicable provisions of the Companies Act, 2013, Listing Regulations and other applicable laws and rules were placed and discussed at the Board Meetings. The notice along with necessary papers, comprising the agenda backed by comprehensive background information, are circulated to the Directors in advance as prescribed by law, to enable the Directors to take an informed decision and in exceptional cases, the same is tabled at the Board Meeting. The Board also, from time to time, take up any matter, not included in the Agenda, for consideration with the permission of the Chairman and with the consent of majority of the Directors present in the Meeting. In case of urgency or when the Board Meeting is not practicable to be held, the matters are resolved via circular resolution, as permitted by law, which is noted and confirmed in the subsequent Board Meeting.

The Minutes of the Board Meetings are circulated to all the Directors and confirmed at the subsequent Meeting. The Minutes of the Meetings of the Committees of the Board are placed before the Board Meeting of the Company for its review. Also, the Minutes/Resolutions of the Board Meetings of the Subsidiary Companies are placed at the Board Meetings of the Company for its review.

During the year under review following resolution(s) were passed by circulation:

Sr. No.	Agenda	Date of Resolution passed by the Board/Committee
1.	Approval for contribution to purchase and installation of a Ventilator to the Institute of Neurosciences Kolkata (I-NK), a public private partnership (PPP) project of Kolkata Municipal Corporation, Govt. of West Bengal and Neurosciences Foundation Bengal (registered society) covered under the CSR activities of the Company	Passed by the CSR Committee of the Board of Directors on 27.04.2020
2.	Approval for contribution towards 'COVID-19 Care Centre' established by Shree Marwari Nattya Samity being an eligible CSR activity under Schedule VII of the Company's Act, 2013.	Passed by the CSR Committee of the Board of Directors on 08.10.2020
3.	Approval for contribution towards a water supply project undertaken under the PM's Jal Jivan Mission Scheme for the purpose of internal water distribution in Bamanbore, a village situated in Taluka: Chotila, Dist: Surendranagar in the State of Gujarat being an eligible CSR activity under Schedule VII of the Company's Act, 2013	Passed by the CSR Committee of the Board of Directors on 28.01.2021
4.	Approval for contribution to the Friends of Tribal Society for running 25 Ekal Vidyalayas in West Bengal under the CSR activities of the Company	Passed by the CSR Committee of the Board of Directors on 27.02.2021

Details of Director seeking appointment/re-appointment at the forthcoming Annual General Meeting:

Mr. Manoj Tulsian (DIN 05117060)

Name of the Director	Mr. Manoj Tulsian (DIN: 05117060)
Father's Name	Shri Sanwarmall Tulsian
Age and Date of Birth	49 years (Date of Birth: December 14, 1971)
Date of first Appointment	February 11, 2020
Experience/Expertise in specific functional areas	Mr. Manoj Tulsian is a Chartered Accountant, Cost Accountant and a qualified Company Secretary. Mr. Manoj Tulsian has experience of around 26 years in the area of strategic initiatives, Finance & Accounts, Merger & Acquisitions, commercial functions including materials management and procurement, secretarial, legal and information technology. Also over the last few years he has gained rich experience in handling Company's operations and has been part of Senior Leadership Team.
Qualification	CA, CMA & CS
Directorship held in other Companies	Listed Entity(ies): Nil Unlisted Entity(ies): Greenply Sandila Pvt. Ltd.
Chairman/Member of the Committee of the Board of Directors of the Company	**Chairman:** Risk Management Committee **Member:** Risk Management Committee
Chairman/Member of the Committee of the Board of Directors of other companies in which he is a director	Chairman: Nil Member: Nil
Number of Equity Shares held in the Company	19,690 equity shares of Re.1/- each
Number of Board Meetings attended during the Financial year 2020-2021	5 (five) out of 5 (five) Board Meetings
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None
Terms and conditions of re-appointment	The terms and conditions of re-appointment are as approved by the members of the Company vide postal ballot including e-voting process on March 26, 2020.
Details of remuneration sought to be paid, if any	The remuneration sought to be paid is as approved by the members of the Company vide postal ballot including e-voting process on March 26, 2020.
Remuneration last drawn, if any	Salary - ₹ 1,91,26,950 Commission - ₹ 81,50,000 Provident Fund - ₹ 10,35,000 Perquisites and other allowances - ₹ 32,400

G. Disclosures of relationships between Directors *inter-se*:

Name of the Directors	Category of Directorship	Relationship between Directors
Mr. Rajesh Mittal	Chairman cum Managing Director - Executive Promoter Director	Mr. Sanidhya Mittal (Son)
Mr. Manoj Tulsian	Joint Managing Director & CEO - Executive Non-Promoter Director	None
Mr. Sanidhya Mittal	Joint Managing Director - Executive Promoter Director	Mr. Rajesh Mittal (Father)
Mr. Susil Kumar Pal	Non-Executive - Independent Director	None
Mr. Vinod Kumar Kothari	Non-Executive - Independent Director	None
Ms. Sonali Bhagwati Dalal	Non-Executive - Independent Director	None
Mr. Upendra Nath Challu	Non-Executive - Independent Director	None

H. **Separate Meeting of Independent Directors:**

During the year under review, a separate meeting of the Independent Directors of the Company was convened on March 17, 2021, inter alia, to perform the following:

- Review the performance of Non Independent Directors and the Board as a whole;
- Review the performance of the Chairperson of the Company, taking into account the views of the executive directors and non-executive directors;
- Assess the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The following Independent Directors were present at the Meeting:

- Mr. Upendra Nath Challu
- Mr. Susil Kumar Pal
- Mr. Vinod Kumar Kothari

I. **Familiarisation programme for Independent Directors:**

Pursuant to regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company should familiarise the Independent Directors through various programs about the Company. Due to pandemic COVID-19, there was no event / workshop / training conducted physically for the familiarisation of the Independent Directors of the Company during the year. However, on the advice of the Independent Directors, virtual workshop in respect of sales and marketing was conducted by the Company and thereby the Directors were familiarised and updated about the steps taken by the Company towards strengthening the sales and marketing arms of the Company so as to maximise revenue post lifting of lockdown restrictions completely. Periodic presentations were also made at the Board and Board Committee Meetings, on the business and performance updates of the Company during the FY 2020-21. The details of the familiarisation programme have been disclosed on the website of the Company at the following web-link.

https://www.greenply.com/assets/investors/488/original/Details_of_Familiarization_Programme_Imparted_to_Independent_Directors_-_2020-21_%281%29.pdf?1616764709

J. **Evaluation of the Board's Performance**

As per the applicable provisions of the Companies Act, 2013 and Listing Regulations, the Board has to carry out evaluation of its performance, Committees of the Board and individual Directors of the Company based on the criteria laid down by the Nomination and Remuneration Committee. Feedback was sought by way of structured questionnaires covering various aspects of the Board's functioning/ effectiveness, such as Board Structure, Business Excellence, Managing Stakeholders, Business Performance Evaluation, Compliance, Internal Control, Audit Function, Risk Management and the evaluation was carried out based on responses received from the Directors.

K. **Code of Conduct**

The Code of Conduct for Board Members and Senior Management of the Company is available on the Company's website https://www.greenply.com/investors. Annual declaration by the Joint Managing Director & CEO of the Company pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, regarding compliance with the code by all the Directors and Senior Management is attached with the Annual Report.

L. **Terms and conditions of appointment of Independent Directors**

The terms and conditions of appointment of Independent Directors have been placed on the website of the Company. The same is available on the Company's website https://www.greenply.com/assets/investors/271/original/Appointment-Letters-of-Independent-Directors-2019.pdf?1573556244

3. Committees of the Board

There are five Committees of the Board namely, the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee. Apart from these Committees, the Company also has an Operational Committee and Demerger Committee of the Board.

I. **Audit Committee**

A. Composition:

As on March 31, 2021, the Company's Audit Committee comprises of three Non-Executive Independent Directors, and one Executive-Promoter Director. The Company Secretary acts as the Secretary to the Audit Committee. The composition is as under:

- Mr. Susil Kumar Pal, Chairman
- Mr. Vinod Kumar Kothari, Member
- Mr. Upendra Nath Challu, Member
- Mr. Rajesh Mittal, Member

All Members of the Committee are financially literate and most of them have accounting and/or related financial management expertise.

B. Terms of Reference:

Powers and role of the Audit Committee:

a) Powers:

The powers of Audit Committee include the following:

1. To investigate any activity within its terms of reference.
2. To seek information required from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.

b) Role:

The role of the Audit Committee includes the following:

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors except those which are specifically prohibited;
4. Reviewing, with the management, and examination of the financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
   a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
   b. Changes, if any, in accounting policies and practices and reasons for the same
   c. Major accounting entries involving estimates based on the exercise of judgment by management
   d. Significant adjustments made in the financial statements arising out of audit findings
   e. Compliance with listing and other legal requirements relating to financial statements
   f. Disclosure of any related party transactions
   g. Modified opinion(s) in the draft audit report
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties and scrutiny of the method used to determine the arm's length price of any transaction;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
20. Reviewing the utilization of loans and/or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans/advances/investments existing as on the date of coming into force of this provision.
21. Reviewing the compliance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 at least once in a financial year and shall verify that the systems for internal control are adequate and are operating effectively.
22. Carrying out any other function as may be delegated by the Board of Directors from time to time or as may be required by applicable law or as is mentioned in the terms of reference of the audit committee.

c) Review of information by the Audit Committee:

The Audit Committee shall mandatorily review the following information:

a. Management discussion and analysis of financial condition and results of operations;

b. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;

c. Management letters / letters of internal control weaknesses issued by the statutory auditors;

d. Internal audit reports relating to internal control weaknesses; and

e. The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.

f. Statement of deviations:

   i) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulations 32(1).

   ii) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

C. Meetings and attendance:

During 2020-2021, four meetings of the Audit Committee were held i.e. on June 27, 2020, August 14, 2020, November 4, 2020 and February 11, 2021 and the attendance of the Committee Member is as follows:

Name of the Members	Category	No. of Meetings	
		Held	Attended
Mr. Susil Kumar Pal	Non-Executive Independent Director	4	4
Mr. Vinod Kumar Kothari	Non-Executive Independent Director	4	4
Mr. Upendra Nath Challu	Non-Executive Independent Director	4	4
Mr. Rajesh Mittal	Executive Promoter Director	4	4

II. Nomination and Remuneration Committee

A. Composition:

As on March 31, 2021, the Company's Nomination and Remuneration Committee comprises of three Non-Executive Independent Directors and one Executive-Promoter Director (Chairman cum Managing Director of the Company). The Company Secretary acts as the Secretary to the Nomination and Remuneration Committee. The composition is as under:

- Mr. Susil Kumar Pal, Chairman
- Mr. Vinod Kumar Kothari, Member
- Mr. Upendra Nath Challu, Member
- Mr. Rajesh Mittal, Member

B. Terms of Reference:

The Nomination and Remuneration Committee is responsible for, among other things, as may be required by the Company from time to time, the following:

i. To formulate criteria for:

a. determining qualifications, positive attributes and independence of a director;

b. evaluation of performance of independent directors and the Board of Directors.

ii. To devise the following policies on:

a. remuneration including any compensation related payments of the directors, key managerial personnel and other employees and recommend the same to the Board of the Company;

b. Board diversity laying out an optimum mix of executive, independent and non-independent directors keeping in mind the needs of the Company.

iii. To identify persons who are qualified to:

a. become directors in accordance with the criteria laid down, and recommend to the Board the appointment and removal of directors;

b. be appointed in senior management in accordance with the policies of the Company and recommend their appointment or removal to the HR Department and to the Board.

iv. To specify the manner for effective evaluation of performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance;

v. To carry out evaluation of the performance of every director of the Company;

vi. To express opinion to the Board that a director possesses the requisite qualification(s) for the practice of the profession in case the services to be rendered by a director are of professional nature.

vii. To decide whether to extend or continue the term of appointment of the independent director, on the basis of report of performance evaluation of independent directors;

viii. To recommend to the board, all remuneration, in whatever form, payable to senior management personnel.

ix. To carry out such other business as may be required by applicable law or delegated by the Board or considered appropriate in view of the general terms of reference and the purpose of the Nomination and Remuneration Committee.

C. Meetings and attendance:

During 2020-2021, four meetings of Nomination and Remuneration Committee were held i.e. on August 14, 2020, November 4, 2020, February 11, 2021 and March 17, 2021 and the attendance of Committee Members is as follows:

Name of the Members	Category	No. of Meetings	
		Held	Attended
Mr. Susil Kumar Pal	Non-Executive Independent Director	4	4
Mr. Vinod Kumar Kothari	Non-Executive Independent Director	4	4
Mr. Upendra Nath Challu	Non-Executive Independent Director	4	4
Mr. Rajesh Mittal	Executive Promoter Director	4	4

D. Remuneration policy, details of remuneration and other terms of appointment of Directors:

A brief outline of the Remuneration policy is mentioned in the Directors' Report, forming part of the Annual Report.

The Remuneration Policy of the Company is uploaded on the website of the Company. The web link is https://www.greenply.com/assets/investors/8/original/Remuneration_policy.pdf?1564572312

E. Remuneration of Directors

(I) Executive Directors

The details of remuneration including commission to all Executive Directors for the year ended on March 31, 2021 are as follows and the same is within the ceiling prescribed under the applicable provisions of the Companies Act, 2013.

Name and designation	Service contract/ Notice period*	Salary (₹)	Commission (₹)	Provident Fund (₹)	Perquisites and other allowances (₹)
Mr. Rajesh Mittal (Chairman cum Managing Director)	Re-appointed for five years w.e.f. January 01, 2021	2,27,01,923	1,22,50,000	20,01,000	39,600
Mr. Manoj Tulsian (Joint Managing Director & CEO	Appointed for five years w.e.f. February 11, 2020	1,91,26,950	81,50,000	10,35,000	32,400
Mr. Sanidhya Mittal (Joint Managing Director)	Appointed for five years w.e.f. February 07, 2018	13,20,000	1,22,50,000	1,32,000	39,600

** The appointment may be terminated by either party by giving three months' notice or salary in lieu thereof or by mutual consent.*

(II) Non-Executive Directors

The details of sitting fees and annual commission (excluding applicable taxes thereon) to Non-Executive Directors for the financial year 2020-2021 are as follows:

Name	Service contract/Notice period	Sitting fees (₹)	Commission (₹)
Mr. Susil Kumar Pal	Re-appointed for five years w.e.f. September 30, 2019.	7,60,000	15,00,000
Mr. Vinod Kumar Kothari	Re-appointed for five years w.e.f. September 30, 2019	7,60,000	15,00,000
Ms. Sonali Bhagwati Dalal	Re-appointed for five years w.e.f. September 30, 2019.	2,40,000	15,00,000
Mr. Upendra Nath Challu	Re-appointed for five years w.e.f. September 30, 2019.	7,60,000	15,00,000

There are no pecuniary relationships or transactions between the non-executive directors (including independent directors) and the Company, except for sitting fees and commission drawn by them for attending the meeting of the Board of Directors and Committee(s) thereof.

All the Non-Executive Directors shall give notice of their resignation / termination to the Company as per the applicable provisions of the Companies Act, 2013 and they will not be entitled to any severance pay from the Company.

The Company has not granted any stock option to its Directors except Joint Managing Director & CEO of the Company as detailed below:

Name of the Director	Category	No. of Options granted during FY 2020-21	Exercise Price (₹)	Brief details of significant terms
Mr. Manoj Tulsian	Executive Non-Promoter Director	10,00,000	₹ 55/- per option / per share	The Options granted to Mr. Manoj Tulsian, JMD & CEO shall vest as follows: After 12 months from the date of grant - 35% of ESOPs granted After 24 months from the date of grant - 35% of ESOPs granted After 30 months from the date of grant - 30% of ESOPs granted

The details of shares/convertible instruments held by the Executive and Non-Executive Directors of the Company as on March 31, 2021 are as follows:

Name	Category	Number of Equity Shares	No. of Convertible Instruments
Mr. Rajesh Mittal	Executive Promoter Director	3079900	Nil
Mr. Manoj Tulsian	Executive Non-Promoter Director	19690	Nil
Mr. Sanidhya Mittal	Executive Promoter Director	100000	Nil
Mr. Susil Kumar Pal	Non-Executive Independent Director	Nil	Nil
Mr. Vinod Kumar Kothari	Non-Executive Independent Director	Nil	Nil
Ms. Sonali Bhagwati Dalal	Non-Executive Independent Director	Nil	Nil
Mr. Upendra Nath Challu	Non-Executive Independent Director	Nil	Nil

F. Criteria for making payment to Non- Executive Directors:

The Company has formulated criteria for making payment to Non-Executive Directors, which has been uploaded on the Company's website. The weblink of the same is as mentioned below:

https://www.greenply.com/assets/investors/531/original/Remuneration_Criteria_for_Non_Executive_Directors.pdf?1629348509

G. Criteria for performance Evaluation of all the Directors (including Independent Directors):

The Nomination and Remuneration Committee has duly formulated the performance evaluation criteria for all the directors (including Independent Directors) of the Company. The said criteria are disclosed in the Directors' Report forming part of the Annual report of the Company.

III. Stakeholders Relationship Committee

A. Composition:

As on March 31, 2021, the Company's Stakeholders Relationship Committee comprises one Non-Executive Independent Director and two Executive-Promoter Directors-

- Mr. Susil Kumar Pal, Chairman
- Mr. Rajesh Mittal, Member
- Mr. Sanidhya Mittal, Member

Mr. Kaushal Kumar Agarwal, Company Secretary, acts as the Secretary to the Committee and Compliance Officer of the Company.

B. Terms of Reference for the Committee:

The Stakeholders Relationship Committee is responsible for, among other things, as may be required by the Company from time to time, the following:

1. To ensure proper and timely attendance and redressal of grievances of security holders of the Company in relation to:
   a. Transfer/transmission of shares,
   b. Non-receipt of annual reports,
   c. Non-receipt of declared dividends,
   d. All such complaints directly concerning the shareholders / investors as stakeholders of the Company; and
   e. Any such matters that may be considered necessary in relation to shareholders and investors of the Company.
2. Reviewing the measures taken for effective exercise of voting rights by shareholders.
3. Reviewing the adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
4. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.
5. Formulation of procedures in line with the statutory guidelines to ensure speedy disposal of various requests received from the shareholders from time to time;
6. To review and / or approve applications for transfer, transmission, transposition and mutation of share certificates including issue of duplicate certificates and new certificates on split / sub-division / consolidation / renewal and to deal with all related matters as may be permissible under applicable law.
7. To review and/or approve requests of dematerialization and re-materialisation of securities of the Company and such other related matters;
8. Appointment and fixing of remuneration of RTA and overseeing their performance;
9. Review the status of the litigation(s) filed by/against the security holders of the Company;
10. Review the status of claims received for unclaimed shares;
11. Recommending measures for overall improvement in the quality of investor services;
12. Review the impact of enactments/ amendments issued by the MCA/ SEBI and other regulatory authorities on matters concerning the investors in general;
13. Such other matters as per the directions of the Board of Directors of the Company and/ or as required under Regulation 20 read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, from time to time.
14. To carry out such other business as may be required by applicable law or delegated by the Board of Directors of the Company or considered appropriate in view of its terms of reference.

The table gives the number of complaints received, resolved and pending during the year 2020-21.

Number of complaints:

Unresolved at the beginning of the year	Received during the year	Resolved during the year	Not solved to the satisfaction of the shareholders	Pending at the end of the year
Nil	3	3	Nil	Nil

C. *Meetings and attendance*

During 2020-2021, four meetings of Stakeholders Relationship Committee were held on June 27, 2020, August 14, 2020, November 4, 2020 and February 10, 2021 and the attendance of the Member Directors is as follows:

Name of the Members	Category	No. of Meetings	
		Held	Attended
Mr. Susil Kumar Pal	Non-Executive-Independent Director	4	4
Mr. Rajesh Mittal	Executive Promoter Director	4	4
Mr. Sanidhya Mittal	Executive Promoter Director	4	3

IV. *Corporate Social Responsibility (CSR) Committee*

A. Composition

As on March 31, 2021, the Corporate Social Responsibility (CSR) Committee of the Company comprised Mr. Rajesh Mittal, Mr. Sanidhya Mittal, Mr. Vinod Kumar Kothari and Mr. Upendra Nath Challu.

B. Terms of Reference

The terms of reference of CSR Committee are as follows:

1. To formulate, monitor and recommend to the Board the CSR Policy including the activities to be undertaken by the Company;
2. To recommend the amount of expenditure to be incurred on the activities undertaken;
3. To monitor the implementation of the framework of Corporate Social Responsibility Policy;
4. To evaluate the social impact of the Company's CSR Activities;
5. To review the Company's disclosure of CSR matters;
6. To submit a report on CSR matters to the Board at such intervals and in such format as may be prescribed.
7. To consider other functions, as defined by the Board or as may be stipulated under any law, rule or regulation, Corporate Social Responsibility Voluntary Guidelines 2009 and the Companies Act, 2013.

C. Meetings and attendance

During 2020-21, four meetings of CSR Committee were held i.e. on June 27, 2020, August 14, 2020, November 4, 2020 and February 11, 2021 and the attendance of Member Directors in the said Meetings is as follows:

Name of the Members	Category	No. of Meetings	
		Held	Attended
Mr. Rajesh Mittal	Executive Promoter Director	4	4
Mr. Sanidhya Mittal	Executive Promoter Director	4	3
Mr. Vinod Kumar Kothari	Non-Executive-Independent Director	4	4
Mr. Upendra Nath Challu	Non-Executive-Independent Director	4	4

V. *Risk Management Committee*

The Risk Management Committee was constituted by the Board of Directors of the Company at its Meeting held on February 11, 2021, inter-alia to give proper attention and time on the evaluation of Risk Management System/ Policy of the Company. Further, considering the SEBI (LODR) (Second Amendment) Regulations, 2021 issued on May 5, 2021 bringing in various amendments in SEBI LODR, the Board of Directors had re-constituted the Risk Management Committee on June 14, 2021.

A. Composition:

The Company's Risk Management Committee comprises one Executive - Non Promoter Director, one Executive - Promoter Director, two Non-Executive Independent Director and the Chief Financial Officer (CFO) of the Company.

- Mr. Manoj Tulsian, Chairman
- Mr. Sanidhya Mittal, Member
- Mr. Susil Kumar Pal, Member
- Mr. Upendra Nath Challu, Member
- Mr. Mukesh Agarwal (CFO), Member

B. Terms of Reference:

The role of Risk Management Committee shall, *inter-alia*, include the following:

1. To formulate a detailed risk management policy which shall include:
   a. A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, Environmental, Social and Governance (ESG) related risks), information, cyber security risks or any other risk as may be determined by the Committee.
   b. Measures for risk mitigation including systems and processes for internal control of identified risks.
   c. Business continuity plan;
2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
5. To keep the Board of Directors informed about the nature and content of its discussions, recommendations and actions to be taken;
6. To review and make recommendation of the appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee;
7. The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the board of directors.
8. The Risk Management Committee shall have powers to seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary.

C. Meetings and attendance:

There was no Meeting of the Risk Management Committee during the period under review.

VI. *Operational Committee*

As on March 31, 2021, the Committee comprised of Mr. Rajesh Mittal, Mr. Sanidhya Mittal, Mr. Susil Kumar Pal and Mr. Vinod Kumar Kothari. The Committee meets as and when required to consider matters assigned to it by the Board of Directors from time to time.

VII. *Demerger Committee*

The Demerger Committee was constituted by the Board of Directors of the Company at its meeting held on May 30, 2018, for the purpose of facilitating the process of Demerger. During 2020-2021, there was no Meeting of Demerger Committee during the period under review.

4. General Body Meetings

i. The details of last three Annual General Meetings of the shareholders are as under:

Financial year ended	Date of AGM	Venue	Time	No. of Special Resolution(s) passed
March 31, 2020	30-09-2020 (30th AGM)	Conducted through Video Conferencing / Other Audio Visual Means. Deemed location is the Registered Office of the Company at Makum Road, Tinsukia, Assam-786125	10:00 A.M.	Nil
March 31, 2019	30-09-2019 (29th AGM)	Registered Office of the Company at Makum Road, Tinsukia, Assam - 786 125	09:30 A.M.	9
March 31, 2018	28-08-2018 (28th AGM)	Registered Office of the Company at Makum Road, Tinsukia, Assam - 786 125	09:15 A.M.	3

ii. Special resolutions passed at the last three Annual General Meetings are as below:

- At the 30th Annual General Meeting held on September 30, 2020, no special resolution was passed.

- At the 29th Annual General Meeting held on September 30, 2019:

a. Resolution for approval of revision in remuneration of Mr. Rajesh Mittal [DIN: 00240900] with effect from April 1, 2019 to December 31, 2020 and change in designation of Mr. Rajesh Mittal from Managing Director to Chairman cum Managing Director of the Company w.e.f. August 14, 2019.

b. Resolution for approval of revision in remuneration of Mr. Sanidhya Mittal [DIN: 06579890] with effect from April 1, 2019 to February 6, 2023 and change in designation of Mr. Sanidhya Mittal from Executive Director to Joint Managing Director of the Company w.e.f. August 14, 2019.

c. Resolution for approval of continuation of the directorship of Mr. Susil Kumar Pal [DIN: 00268527] Non-Executive Independent Director of the Company, who had attained the age of 75 years (DOB - 03.01.1943), till the expiry of his proposed term of re-appointment.

d. Resolution for approval of continuation of the directorship of Mr. Anupam Kumar Mukerji [DIN: 00396878] Non-Executive Independent Director of the Company, who had already attained the age of 75 years (DOB - 27.08.1936), till the expiry of his proposed term of re-appointment.

e. Resolution for approval of re-appointment of Mr. Susil Kumar Pal (DIN: 00268527), as an Independent Director of the Company for a second term of 5 (five) years w.e.f. September 30, 2019.

f. Resolution for approval of re-appointment of Mr. Vinod Kumar Kothari (DIN: 00050850), as an Independent Director of the Company, for a second term of 5 (five) years w.e.f. September 30, 2019.

g. Resolution for approval of re-appointment of Ms. Sonali Bhagwati Dalal (DIN: 01105028), as an Independent Director of the Company for a second term of 5 (five) years w.e.f. September 30, 2019.

h. Resolution for approval of re-appointment of Mr. Upendra Nath Challu (DIN: 05214065), as an Independent Director of the Company for a second term of 5 (five) years w.e.f. September 30, 2019.

i. Resolution for approval of re-appointment of Mr. Anupam Kumar Mukerji (DIN: 00396878), as an Independent Director of the Company for a second term of 5 (five) years w.e.f. September 30, 2019.

- At the 28th Annual General Meeting held on August 28, 2018:

a. Resolution for approval of payment of annual remuneration (including any fees or compensation payable) to the Executive Directors of the Company being promoters or members of the promoter group in the following manner subject to the same being within the limits prescribed under Section 197 read with Schedule V of the Companies Act, 2013: (i) For each of such directors, annual remuneration exceeding ₹ 5.00 crore or 2.5 per cent of the net profits of the Company, whichever is higher; or (ii) For all such directors, aggregate annual remuneration exceeding 5 per cent of the net profits of the Company.

b. Resolution for approval of continuation of the directorship of Mr. Susil Kumar Pal [DIN: 00268527], Non-Executive Independent Director of the Company, who had attained the age of 75 years (DOB - 03.01.1943), till the expiry of existing terms of his appointment.

c. Resolution for approval of continuation of the directorship of Mr. Anupam Kumar Mukerji [DIN: 00396878], Non-Executive Independent Director of the Company, who had attained the age of 75 years (DOB - 27.08.1936), till the expiry of existing terms of his appointments.

iii. Passing of Resolutions by Postal Ballot during the financial year 2020-2021:

1. The Board of Directors of the Company approved the postal ballot notice dated August 14, 2020 containing two special resolutions in respect of the following matters to which shareholders' approval was obtained on October 15, 2020.

Resolution 1: Special Resolution to approve 'Greenply Employee Stock Option Plan 2020' ("ESOP 2020" / "Plan") for the employees of the Company.

Resolution 2: Special Resolution to approve grant of employee stock options to the employees of subsidiary company(ies) of the Company under 'Greenply Employee Stock Option Plan 2020'.

The details of the voting pattern in respect of Resolution passed are as under:

Resolution	No. of votes polled	No. of valid votes polled	No. of invalid votes polled	No. of Valid Votes - in favour	No. of Valid Votes - against	% of Votes in favour on valid votes polled	% of Votes against on valid votes polled
Resolution No. 1 (Special Resolution)	8,48,58,196	8,48,55,063	3,133	8,01,39,116	47,15,947	94.4424	5.5576
Resolution No. 2 (Special Resolution)	8,48,58,196	8,48,54,863	3,333	8,01,38,776	47,16,087	94.4422	5.5578

Procedure followed to pass the said resolutions by Postal Ballot:

The voting rights of the members were reckoned on the cut-off date i.e. September 11, 2020 and the notice along with Postal Ballot form had been dispatched to all members on September 16, 2020. The Board had appointed Mr. Dilip Kumar Sarawagi [bearing COP No.: 3090], Practicing Company Secretary, Proprietor of M/s. DKS & Co. [bearing Unique Code: S1990WB007300] of 173, M. G. Road, 1st Floor, Kolkata - 700 007, as the Scrutinizer for conducting the postal ballot voting process in accordance with the law and in a fair and transparent manner. M/s. Central Depository Services (India) Limited (CDSL) was engaged to provide the electronic voting facility to the members of the Company.

The voting (postal & e-voting) period was started on September 16, 2020 at 10:00 a.m. and ended on October 15, 2020 at 5:00 p.m. During said period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. September 11, 2020, were eligible to cast their vote electronically. Postal Ballot Forms received up to 5:00 p.m. on October 15, 2020, being the last time and date fixed by the Company for receipt of the Postal Ballot forms, was considered for scrutiny. The resolution was approved on October 15, 2020 [last date specified by the Company for receipt of duly completed postal ballot forms or e-voting].

The results of postal ballot voting (including e-voting) along with the Scrutiniser's report was displayed on the Notice Board of the company at its Registered Office and Corporate Office and also placed on the website of the company at www.greenply.com. The same was also published in the newspapers i.e. Business Standard, English (all editions), The Times of India, English (Guwahati & Kolkata editions) and Dainik Janambhumi, Assamese Language on October 19, 2020.

2. The Board of Directors of the Company approved the postal ballot notice dated November 4, 2020 containing four special resolutions in respect of the following matters to which shareholders' approval was obtained on December 23, 2020.

Resolution 1: Special Resolution to approve variation in the 'Greenply Employee Stock Option Plan 2020' ("ESOP 2020"/ "Plan") for the employees of the Company.

Resolution 2: Special Resolution to approve variation in the 'Greenply Employee Stock Option Plan 2020' ("ESOP 2020" / "Plan") for the employees of the subsidiary(ies) of the Company.

Resolution 3: Special Resolution to approve Grant of options to the identified employees during any one year, equal to or exceeding 1% of the issued share capital of the Company under the 'Greenply Employee Stock Option Plan 2020' ("ESOP 2020"/ "Plan").

Resolution 4: Special Resolution for Re-appointment of Mr. Rajesh Mittal [DIN: 00240900] as Chairman cum Managing Director of the Company, liable to retire by rotation.

The details of the voting pattern in respect of Resolution passed are as under:

Resolution	No. of votes polled	No. of valid votes polled	No. of invalid votes polled	No. of Valid Votes - in Favour	No. of Valid Votes - against	% of Votes in favour on valid votes polled	% of Votes against on valid votes polled
Resolution No. 1 (Special Resolution)	8,32,23,364	8,32,19,208	4,156	6,73,61,082	1,58,58,126	80.9442	19.0558
Resolution No. 2 (Special Resolution)	8,32,23,364	8,32,19,208	4,156	6,73,40,440	1,58,78,768	80.9193	19.0807
Resolution No. 3 (Special Resolution)	8,32,23,364	8,32,19,208	4,156	6,73,40,692	1,58,78,516	80.9197	19.0803
Resolution No. 4 (Special Resolution)	8,67,43,470	8,67,39,314	4,156	8,67,36,867	2,447	99.9972	0.0028

Procedure followed to pass the said resolution by Postal Ballot:

The voting rights of the members were reckoned on the cut-off date i.e. November 20, 2020 and the notice along with Postal Ballot form had been dispatched to all members on November 24, 2020. The Board had appointed Mr. Dilip Kumar Sarawagi [bearing COP No.: 3090], Practicing Company Secretary, Proprietor of M/s. DKS & Co. [bearing Unique Code: S1990WB007300] of 173, M. G. Road, 1st Floor, Kolkata - 700 007, as the Scrutinizer for conducting the postal ballot voting process in accordance with the law and in a fair and transparent manner. M/s. Central Depository Services (India) Limited (CDSL) was engaged to provide the electronic voting facility to the members of the Company.

The voting (postal & e-voting) period was started on November 24, 2020 at 10:00 a.m. and ended on December 23, 2020 at 5:00 p.m. During said period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. November 20, 2020, were eligible to cast their vote electronically. Postal Ballot Forms received up to 5:00 p.m. on December 23, 2020, being the last time and date fixed by the Company for receipt of the Postal Ballot forms, was considered for scrutiny. The resolution was approved on December 23, 2020 [last date specified by the Company for receipt of duly completed postal ballot forms or e-voting].

The results of postal ballot voting (including e-voting) along with the Scrutiniser's report was displayed on the Notice Board of the company at its Registered Office and Corporate Office and also placed on the website of the company at www.greenply.com. The same was also published in the newspapers i.e. Business Standard, English (all editions), The Times of India, English (Guwahati & Kolkata editions) and Dainik Janambhumi, Assamese Language on December 25, 2020.

iv. Whether any special resolution is proposed to be conducted through postal ballot: No

5. Subsidiaries

Details of the Subsidiaries and/or Joint Venture of the Company and their business activities are provided in the Directors' Report forming part of the Annual Report of the Company. The Company has formulated a policy for determining 'material' subsidiaries pursuant to the provisions of the Listing Regulations as amended from time to time. The Policy is displayed on the website of the Company. The weblink is
https://www.greenply.com/assets/investors/4/original/Policy_for_determining_Material_Subsidiaries.pdf?1564572130

6. Other Disclosures

a) **Related Party Transactions:**

The Company has not entered into any material significant transactions with related parties during the period under review, which may have potential conflict with the interest of the Company at large. Suitable disclosures as required by the Ind AS 24 has been made in the notes to the Financial Statements. The details of the transactions with related parties are placed before the Audit Committee from time to time.

The Board of Directors has formulated a policy on related party transactions and also on dealing with related party transactions pursuant to the provisions of the Companies Act, 2013 and Listing Regulations, which has been uploaded on the Company's website. The weblink as required under Listing Regulations is as under: https://www.greenply.com/assets/investors/5/original/Related_Party_Transactions_Policy.pdf?1564572178

b) **Non - Compliance:**

There has been no non-compliance, penalties or strictures imposed on the Company by Stock Exchanges and/or SEBI and/or any other Statutory Authorities, on any matter related to capital markets during the last three years.

c) **Vigil Mechanism:**

As per the requirement of the Companies Act, 2013 and Listing Regulations, the Company has framed and implemented 'Whistle Blower Policy' to establish vigil mechanism for directors and employees to report genuine concerns. This policy provides a process to disclose information, confidentially and without fear of victimization, where there is reason to believe that there has been serious malpractice, fraud, impropriety, abuse or wrong doing within the Company or violation of the Company's Code of Conduct or ethical policy. The whistle blowers may also lodge their complaints/concern with the Chairman of the Audit Committee, whose contact details are provided in the Whistle Blower Policy of the Company. The policy offers appropriate protection to the whistle blowers from victimization, harassment or disciplinary proceedings. The Whistle Blower Policy is available on the website of the Company and weblink to the same is as under: https://www.greenply.com/assets/investors/2/original/Vigil_Mechanism_Policy_1.pdf?1564571968

The Company has provided opportunities to encourage employees to become whistle blowers. It has also ensured a mechanism within the same framework to protect them from any kind of harm and unfair treatment. It is hereby affirmed that no personnel has been denied access to the Audit Committee.

d) **Details of Compliance with Mandatory requirements and adoption of Non-mandatory requirements:**

Mandatory requirements:

Your Company has adhered to all the mandatory requirements of Corporate Governance norms as prescribed under the Listing Regulations to the extent applicable to the Company. The Company also complies with the notified Secretarial Standards on the Board and General Meetings as issued by the Institute of the Company Secretaries of India. The Certificate regarding compliance with the conditions of Corporate Governance received from Statutory Auditors, M/s. B S R & Co. LLP, Chartered Accountants is annexed to this Report.

Discretionary or Non-mandatory requirements as specified in Part E of Schedule II of SEBI Listing Regulations:

1. Office for non-executive Chairman at company's expense: Not applicable to the Company since the Chairman of the Company is an Executive Director.
2. Half-yearly declaration of financial performance including summary of the significant events in last six-months to each household of shareholders: Not adopted
3. Modified opinion(s) in audit report: The Auditors of the Company have issued an unmodified report on financial statements for FY 2020-2021. Further, the Company has complied with the discretionary requirement with regard to moving towards a regime of unqualified financial statements and unmodified audit opinion.
4. Separate posts of Chairman & Chief Executive Officer: Complied
5. Reporting of Internal Auditors directly to the Audit Committee: Complied

e) **Policy for determining 'material' subsidiaries:**

The Company has framed the policy for determining 'material' subsidiaries. The same has been placed on the website of the Company and weblink to the same is as under:
https://www.greenply.com/assets/investors/4/original/Policy_for_determining_Material_Subsidiaries.pdf?1564572130

f) **The Disclosure of Commodity Price Risks and Commodity Hedging Activities:**

Commodity pricing does not have direct bearing but has an indirect bearing on the Company since some of our chemical consumption is linked to crude prices. During the financial year ended March 31, 2021, the Company did not engage in commodity hedging activities.

g) **Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A):**

The Company has not raised any funds through preferential allotment or qualified institutions placement.

h) The Certificate from a Company Secretary in Practice that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as director of the Company by SEBI/ Ministry of Corporate Affairs or any such statutory authority is annexed to this report.

i) During the financial year 2020-2021, there was no recommendation of any committee of the Board of the Company which is mandatorily required and is not accepted by the Board of the Company.

j) During the financial year 2020-2021, total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the Statutory Auditor of the Company and all entities in the network firm/ network entity of which the statutory auditor is a part is detailed below:

Particulars	Amount (₹ in Lakhs)
Statutory Audit Fees	34.00
Limited Review of Quarterly Results	9.50
Certification Fees	4.00
Other Services	-
Reimbursement of Expenses	1.88

k) **Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:**

The Company has in place a Policy on Prevention of Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Details of complaints received and redressed during the Financial Year 2020-2021:

a. number of complaints filed during the financial year: Nil

b. number of complaints disposed of during the financial year: N.A.

c. number of complaints pending as on end of the financial year: Nil

l) **Code of Conduct for Prevention of Insider Trading:**

The Company has adopted a Code of Conduct for Prevention of Insider Trading in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulations, 2015 (PIT Regulations) with a view to regulate trading in securities by the Designated Persons (as defined in the said Code of Conduct) of the Company. The Board of Directors of the Company at its meeting held on February 5, 2015 had adopted the new Insider Trading Code effective from May 15, 2015. Further, the Code has been revised effective from April 1, 2019 in line with the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018. This Code is applicable to all Designated Persons and their immediate relatives and they are required to abide by the Code of Conduct for Prevention of Insider Trading of the Company framed under the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time. The Code requires pre-clearance from Compliance officer for dealing in the Company's shares beyond threshold limits. Further, it prohibits the purchase or sale of Company's shares by the Designated Persons, directly or indirectly, while in possession of unpublished price sensitive information in relation to the Company and when the Trading Window is closed. The Company Secretary is the Compliance Officer for monitoring adherence to the said PIT Regulations.

m) In addition to Directors' Report, a Management Discussion and Analysis Report forms part of the Annual Report to the shareholders. All Members of the Board, Key Managerial Personnel and Senior Management have confirmed that they do not have any material, financial and commercial interest in any transaction(s) with the Company that may have potential conflict with the interest of the Company at large.

n) All details relating to financial and commercial transactions where Directors may have a pecuniary interest are provided to the Board and the interested Directors neither participate in the discussion nor vote on such matters.

o) **Shareholding of Non-Executive Directors:** None of the Non-Executive Directors hold any shares in the Company.

p) **Unclaimed Dividends:**

Pursuant to the provisions of the Companies Act, 2013, dividends that are unpaid/ unclaimed for a period of seven years are required to be transferred by the Company to the Investor Education and Protection Fund (IEPF) administered by the Central Government. Given below are the dates of declaration of dividend and corresponding dates when unpaid/unclaimed dividends are due for transfer to IEPF:

Financial Year ended	Date of declaration of dividend	Due Date for transfer to IEPF
31.03.2014	22.08.2014	27.09.2021
31.03.2015	25.08.2015	30.09.2022
31.03.2016	23.08.2016	28.09.2023
31.03.2017	21.08.2017	26.09.2024
31.03.2018	28.08.2018	03.10.2025
31.03.2019	30.09.2019	05.11.2026
31.03.2020	30.09.2020	05.11.2027

Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on September 30, 2020 (date of previous Annual General Meeting) on the Company's website https://www.greenply.com/investors and on the website of the Ministry of Corporate Affairs.

Members who have not encashed their dividend warrants for the above financial years/period may approach the Company for obtaining duplicate dividend warrants/demand draft or revalidation thereof.

q) **Transfer of Unclaimed/Unpaid Dividend to IEPF:**

During the year under review, unclaimed/unpaid final dividend amounting to ₹ 1,14,813/- which had been declared at the Annual General Meeting of the Company held on August 23, 2013 and lying unclaimed/unpaid was transferred to the Investor Education and Protection Fund (IEPF) in October, 2020 pursuant to the relevant provisions of applicable laws and rules.

r) **Demat Suspense Account/Unclaimed Suspense Account:**

The disclosure in accordance with the requirement of Regulation 34(3) and Part F of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to demat suspense account / unclaimed suspense account are as follows:

Sl. No.	Particulars	No. of shareholders	Outstanding Shares
1.	Aggregate number of shareholders and the outstanding shares in the Suspense Account lying as on April 1, 2020;	5	3020
2.	Shareholders who approached the Company for transfer of shares from Suspense Account during the year;	NIL	NIL
3.	Shareholders to whom shares were transferred from the Suspense Account during the year;	NIL	NIL
4.	Shareholders whose shares are transferred to the demat account of the IEPF Authority as per Section 124 of the Act	NIL	NIL
5.	Aggregate number of shareholders and the outstanding shares in the Suspense Account lying at the end of the year;	5	3020

The voting rights on the shares outstanding in the "Greenply Industries Limited - Unclaimed Suspense Account" as on March 31, 2021 shall remain frozen till the rightful owner of such shares claims the shares.

s) **Transfer of equity shares corresponding to dividend which have remained unclaimed for consecutive seven years and transferred to IEPF:**

In compliance with the provisions of Section 124 of the Companies Act, 2013 and Rule 6 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("Rules"), all the shares in respect of which dividend has remained unclaimed for seven consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares.

In the interest of the shareholders, the Company sends reminders to the concerned shareholders to claim their dividends in order to avoid transfer of dividends and shares to IEPF Authority. Notices in this regard are also published in the newspapers and the details of unclaimed dividends and shareholders whose shares are liable to be transferred to the IEPF Authority, are uploaded on the Company's website (www.greenply.com/investors).

In light of the aforesaid provisions, the Company has during the year under review, transferred 614 equity shares to the demat account of IEPF Authority after sending letters/reminders to the concerned shareholders and also giving a notice in the newspapers in this regard. Details of said shares are available on the link http://www.greenply.com/investors

The members who have a claim for the dividends and shares already transferred to IEPF may claim the same from IEPF Authority by submitting an online application in web Form No. IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the same, duly signed to the Company, along with requisite documents enumerated in the Form No. IEPF-5. No claims shall lie against the Company in respect of the dividend and shares so transferred.

t) The financial statements have been made in accordance with the Accounting Standards so as to represent a true and fair view of the state of the affairs of the Company.

u) The Company has complied with all the mandatory requirements as prescribed in the SEBI Listing Regulations and the Companies Act, 2013.

7. Joint Managing Director & CEO and Chief Financial Officer (CFO) Certification:

The Joint Managing Director & CEO and the CFO have issued certificate pursuant to the provisions of Regulation 17(8) of the Listing Regulations certifying, inter alia, that the financial statements do not contain any materially untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed and forms part of this Annual Report.

8. Compliance Certificate of the Auditors:

The Statutory Auditors have certified that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations and the same is annexed to this report.

9. The Company has complied with the applicable requirement specified in Regulations 17 to 27 and clause (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

10. Means of communication:

The quarterly/half-yearly/annual financial results of the Company are sent to the Stock Exchanges immediately after approval of the same by the Board of Directors. These are also published in the prescribed proforma within 48 hours of the conclusion of the meeting of the Board in which they are considered, in English newspaper circulating the whole or substantially the whole of India and in one vernacular newspaper of the State of Assam, where the registered office of the Company is situated. In addition, these results are simultaneously posted on the Company's website www.greenply.com. The official press releases and/or presentation are also available on the Company's website.

Details about means of communication:

Recommendation	Compliance
Quarterly/Annual results	Published in leading newspapers
Newspapers wherein results are normally published	Amar Asom (Assamese daily) or Dainandin Barta (Assamese daily) and Business Standard (English daily)
Any website, where displayed	www.greenply.com
Whether it also displays official news releases and presentation made to institutional investors or to the analysts	Yes

11. General Shareholders' Information

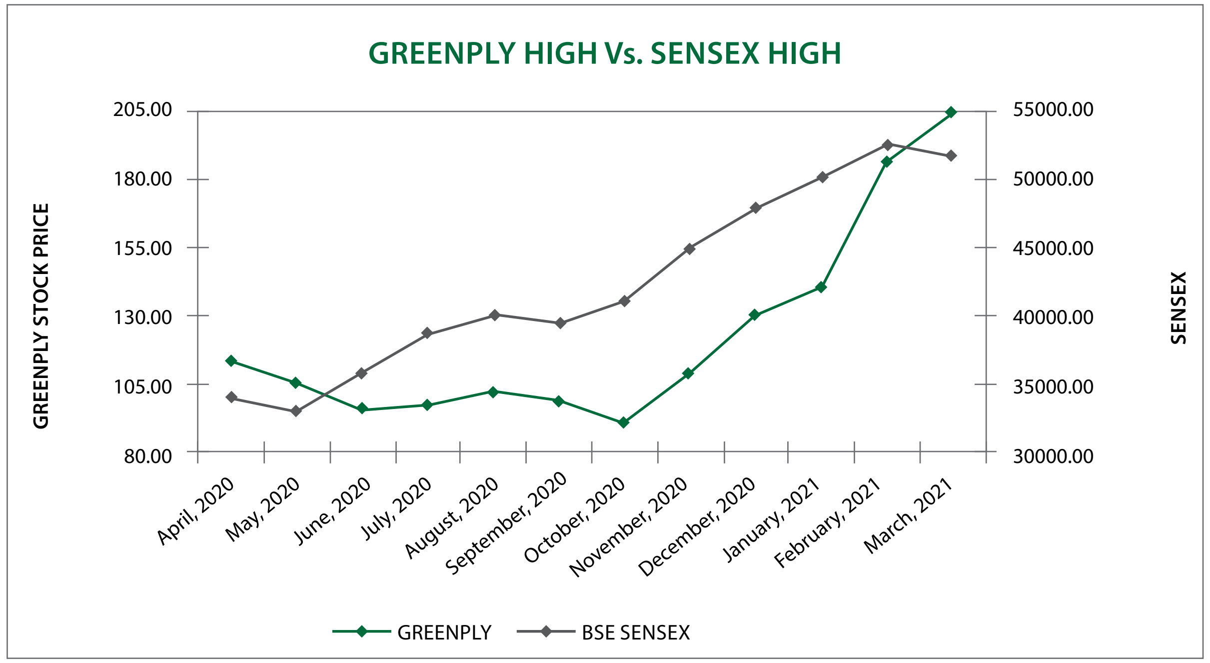
i. Date, time and venue of the Annual General Meeting	Wednesday, September 15, 2021, 10:30 a.m. The Company is conducting meeting through VC / OAVM. For details please refer to the Notice of this AGM.
ii. Financial Year	Financial year of the Company is from April 01 to March 31. Publication of results for the financial year 2021-22 (tentative and subject to change) First quarter results: On or before August 14, 2021 Second quarter and half year results: On or before November 14, 2021 Third quarter results: On or before February 14, 2022 Fourth quarter results and results for the year ending March 31, 2022: On or before May 30, 2022.
iii. Dates of book closure	From Monday, August 16, 2021 to Thursday, August 19, 2021 (both days inclusive)
iv. Dividend payment date	Within 10 days from the date of Annual General Meeting, i.e Between September 15, 2021 and September 24, 2021
v. Listing of Equity Shares at Stock Exchanges and payment of annual listing fees:	BSE Ltd. (BSE) Floor 25, P. J. Towers Dalal Street, Fort Mumbai - 400 001
	National Stock Exchange of India Ltd. (NSE) Exchange Plaza, Bandra Kurla Complex Bandra (E) Mumbai - 400 051
	The Company has paid annual listing fees to both Stock Exchanges.
vi. Stock Code/Symbol	BSE: 526797 NSE: GREENPLY

vii. Market price data for the financial year 2020-2021:

Month	At BSE		At NSE	
	High (₹)	Low (₹)	High (₹)	Low (₹)
April 2020	112.95	75.00	112.80	74.85
May 2020	104.90	79.00	104.90	79.00
June 2020	95.50	78.15	95.70	78.20
July 2020	96.60	83.85	96.45	83.60
August 2020	101.05	80.00	101.80	80.15
September 2020	97.90	80.60	98.00	82.00
October 2020	90.00	73.55	89.90	73.50
November 2020	108.20	77.75	108.70	77.75
December 2020	130.00	102.00	125.65	103.05
January 2021	139.95	115.60	140.00	114.85
February 2021	185.60	114.50	186.00	111.40
March 2021	204.00	156.55	204.00	157.00

viii. E-mail ID for Investors: investors@greenply.com

ix. **Performance in comparison to broad based indices such as BSE Sensex, CRISIL index among others Greenply shares performance:**



x. **Registrars & Share Transfer Agents**

M/s. S. K. Infosolutions Pvt. Ltd.
D/42, Katju Nagar Colony, Ground Floor,
Near South City Mall, PO & PS - Jadavpur,
Kolkata, West Bengal-700032
PHONE: (033) 2412-0027/0029
FAX: (033) 2412-0027

xi. **Share Transfer System**

The Company has a Committee of the Board of Directors called Stakeholders Relationship Committee and takes necessary steps as per its terms of reference duly approved by the Board from time to time. The formalities for transfer of shares in the physical form are completed and share certificates are dispatched to the transferee within 15 days of receipt of the transfer documents, provided the documents are complete and the shares under transfer are not under dispute.

xii. **Distribution of equity shareholding as on March 31, 2021.**

a. Distribution of shareholding by size is as given below:

Range in number of shares held	Number of shareholders	Percentage of shareholders	Number of shares held	Percentage of shares held
1-500	25996	89.47	2231791	1.82
501-1000	1356	4.67	1071866	0.87
1001-2000	735	2.53	1109309	0.90
2001-3000	285	0.98	731258	0.60
3001-4000	131	0.45	468071	0.38
4001-5000	114	0.39	535161	0.44
5001-10000	179	0.62	1313424	1.07
10001-50000	187	0.64	4129387	3.37
50001-100000	24	0.08	1664073	1.36
100001 and Above	49	0.17	109373055	89.19
Total	**29056**	**100.00**	**122627395**	**100.00**

b. Distribution of shareholding by category is as given below:

Category of shareholders	No. of Shareholders	Number of shares	Percentage of shares
Promoter and Promoter Group	10	64006380	52.20
Foreign Institutional Investors	0	0	00.00
Foreign Portfolio Investor	39	2436187	1.99
Foreign Company	0	0	0.00
Mutual Funds	10	33421618	27.25
Domestic Company	194	1803723	1.47
Resident Individuals	28158	17165394	14.00
Clearing Member	87	812219	0.66
NRI	551	1467301	1.20
Foreign National	0	0	00.00
Greenply Industries Limited-Unclaimed Suspense Account	1	3020	00.00
Investor Education and Protection Fund	1	37799	00.03
Financial Institutions	2	1115234	0.91
Nationalised Bank	0	0	00.00
NBFC	3	358520	00.29
Alternate Investment Funds	0	0	00.00
Total	**29056**	**122627395**	**100.00**

xiii. Dematerialisation of shares and liquidity:

The Company's Equity Shares are tradable compulsorily in electronic form and are available for trading in the depository systems of both National Securities Depository Ltd. (NSDL) and the Central Depository Services (India) Ltd (CDSL). The International Securities Identification Number (ISIN) of the Company, as allotted by NSDL and CDSL, is **INE 461C01038**. Equity Shares of the Company representing nearly 99.95% of the Company's total equity shares capital are dematerialised as on March 31, 2021.

xiv. Outstanding ADRs/GDRs/Warrants or any other convertible instruments, conversion date and likely impact on equity:

Nil.

xv. Corporate Identification Number (CIN):

L20211AS1990PLC003484

xvi. Commodity price risk or foreign exchange risk and hedging activities:

The Company's Policy is to take forward cover in respect of its foreign currency exposure in respect of import of raw materials and traded goods. Commodity pricing does not have direct bearing but has an indirect bearing on the Company since some of our chemical consumption is linked to crude prices. During the financial year ended March 31, 2021, the Company did not engage in commodity hedging activities.

xvii. Plant locations:

Plywood & allied products

- P.O. - Tizit, Dist. - Mon, Nagaland
- Kriparampur,
  P.O. - Sukhdevpur, Dist. - 24 Parganas(S),
  West Bengal
- Plot No. 910-913, G.I.D.C. Estate,
  Bamanbore, Dist. - Surendranagar,
  Gujarat - 363 520

xviii. Address for correspondence:

1. Registrar & Share Transfer Agent:

M/s. S. K. Infosolutions Pvt. Ltd.
D/42, Katju Nagar Colony, Ground Floor,
Near South City Mall, PO & PS - Jadavpur,
Kolkata, West Bengal-700032
PHONE: (033) 2412-0027/0029
FAX: (033) 2412-0027
Contact Person: Mr. Dilip Bhattacharya, Director
Email: skcdilip@gmail.com / contact@skcinfo.com

2. Company Secretary & Vice President-Legal:

Mr. Kaushal Kumar Agarwal
Greenply Industries Limited
"Madgul Lounge"
6th Floor
23 Chetla Central Road
Kolkata - 700 027, India
Phone: (033) 3051-5000
Fax: (033) 3051-5010
Email : kaushal@greenply.com /
investors@greenply.com

3. Chief Investor Relations Officer

Mr. Mukesh Agarwal, CFO
Greenply Industries Limited
"Madgul Lounge"
6th Floor
23 Chetla Central Road
Kolkata - 700 027, India
Phone: (033)-3051-5000
Fax: (033)-3051-5010
Email : mukesh.corp@greenply.com

4. Nodal Officer (IEPF)

Mr. Kaushal Kumar Agarwal
Company Secretary & Vice President-Legal
"Madgul Lounge"
6th Floor
23, Chetla Central Road
Kolkata - 700027, India
Mob.: (+91) 9748738904
Phone: (033) 3051 5000
Fax: (033) 3051 5010
E-mail: kaushal@greenply.com

xix. List of all credit ratings obtained by the Company along with any revisions thereto, for all debt instruments of the Company or any fixed deposit programme or any scheme or proposal of the Company involving mobilization of funds, whether in India or abroad:

During the financial year 2020-21, the Company does not have any debt instruments or any Fixed Deposit Programme or any scheme or the proposal of the Company involving mobilization of funds in India or in abroad.

On behalf of the Board of Directors

Rajesh Mittal
Chairman cum Managing Director
(DIN: 00240900)

Place: Kolkata
Date: June 14, 2021

Certificate by Chief Executive Officer and Chief Financial Officer pursuant to sub-regulation 8 of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors
Greenply Industries Limited

We, Manoj Tulsian (DIN: 05117060), Joint Managing Director & CEO and Mukesh Agarwal (PAN: ACXPA5724A), Chief Financial Officer, of Greenply Industries Limited hereby certify that:

(a) We have reviewed the financial statements and the cash flow statement for the financial year ended on March 31, 2021 and that to the best of our knowledge and belief:

   (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

(c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) We have indicated, wherever applicable, to the Auditors and the Audit Committee:

   (i) significant changes in internal control over financial reporting during the year;

   (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

   (iii) instances of significant fraud of which we have become aware and the involvement therein of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Manoj Tulsian
Joint Managing Director & CEO
DIN: 05117060

Mukesh Agarwal
Chief Financial Officer
PAN: ACXPA5724A

Dated: June 14, 2021

Declaration by the Joint Managing Director & CEO pursuant to Schedule V (Part D) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding compliance with Code of Conduct

To
The Members
Greenply Industries Limited

I, Manoj Tulsian (DIN: 05117060), Joint Managing Director & CEO of Greenply Industries Ltd., hereby declare that, all the members of the board of directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the year ended on March 31, 2021.

Manoj Tulsian
Joint Managing Director & CEO
DIN: 05117060

Dated: June 14, 2021

Independent Auditors' Certificate on Compliance with the Corporate Governance Requirements Under SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015

To The Members of
Greenply Industries Limited

1. This certificate is issued in accordance with the terms of our engagement letter dated October 9, 2018 and addendum to the engagement letter dated May 8, 2021.

2. We have examined the compliance of conditions of Corporate Governance by **Greenply Industries Limited** ("the Company"), for the year ended **March 31, 2021**, as stipulated in regulations 17 to 27, clauses (b) to (i) of regulation 46(2) and paragraphs C, D and E of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("Listing Regulations") pursuant to the Listing Agreement of the Company with Stock Exchanges.

Management's Responsibility

3. The compliance of conditions of Corporate Governance as stipulated under the listing regulations is the responsibility of the Company's Management including the preparation and maintenance of all the relevant records and documents. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of Corporate Governance stipulated in the Listing Regulations.

Auditors' Responsibility

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

5. Pursuant to the requirements of the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations for the year ended March 31, 2021.

6. We conducted our examination of the above Corporate Governance compliance by the Company in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) and Guidance Note on Certification of Corporate Governance both issued by the Institute of the Chartered Accountants of India (the "ICAI"), in so far as applicable for the purpose of this certificate. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

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

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

Restriction on use

10. The certificate is addressed and provided to the Members of the Company solely for the purpose of enabling the Company to comply with the requirement of the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For **B S R & Co. LLP**
Chartered Accountants
Firm registration No.: 101248W/W-100022

Jayanta Mukhopadhyay
Partner
Membership No.: 055757
ICAI UDIN: 21055757AAAACD9640

Place: Kolkata
Date: June 14, 2021

INDEPENDENT AUDITORS' REPORT

To
The Members of
Greenply Industries Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Greenply Industries Limited ("the Company"), which comprise the standalone balance sheet as at 31 March 2021, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("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 31 March 2021, and of its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditors' Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Description of Key Audit Matter

Revenue recognition – dealers' incentives

See note 3(k) and 27 to the standalone financial statements

The key audit matter	How the matter was addressed in our audit
The Company gives incentives to its dealers through various schemes. Due to various schemes and a large variety of contractual terms across dealers, the computation of these incentives becomes complex and involves judgement. The amount of such incentive is also significant. In view of the above, we determined this matter to be a key audit matter	In view of the significance of the matter we applied the following audit procedures in this area, among others, to obtain sufficient appropriate audit evidence: • Evaluated the appropriateness of the Company's accounting policy relating to the incentives to its dealers; • Evaluated the design and implementation of key internal controls over computation of incentives and actual utilisation against the corresponding liability. We also tested the operating effectiveness of such controls for a sample of transactions; • Performed retrospective review of the management's estimate by comparing utilisation of incentives with previously recognised corresponding liability. We also considered the developments during the year and subsequent to the year-end (including the impact of COVID 19) that would significantly affect the measurement of the year-end incentive liability.

Other Information

The Company's management and Board of Directors are responsible for the Other Information. The Other Information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditors' report thereon.

Our opinion on the standalone financial statements does not cover the Other Information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the Other Information and, in doing so, consider whether the Other Information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this Other Information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Directors' Responsibility for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. 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 design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone financial statements made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government in terms of section 143 (11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

   (A) 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 purposes 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 standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under section 133 of the Act.

e) On the basis of the written representations received from the directors as on 31 March 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021 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 with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

(B) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations as at 31 March 2021 on its financial position in its standalone financial statements - Refer Note 40 (a),(b),(c) to the standalone 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 has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company; and

iv. The disclosures in the standalone financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these standalone financial statements since they do not pertain to the financial year ended 31 March 2021.

(C) With respect to the matter to be included in the Auditors' Report under section 197(16):

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For B S R & Co. LLP
Chartered Accountants
Firm registration No.: 101248W/W-100022

Jayanta Mukhopadhyay
Partner
Place: Kolkata — Membership No.: 055757
Date: 14 June 2021 — ICAI UDIN: 21055757AAAACA8741

Annexure A to the Independent Auditors' report on the standalone financial statements of Greenply Industries Limited for the year ended 31 March 2021

(Referred to in paragraph (1) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The Company has a regular programme of physical verification of its fixed assets by which all the fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, a portion of the fixed assets has been physically verified by the management during the year. In our opinion, the frequency of such physical verification is reasonable having regard to the size of the Company and the nature of its assets. As informed to us, no material discrepancies were noticed on such verification carried out during the year.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company. In respect of immovable properties take on lease and disclosed as right-of-use assets in the standalone financial statements, the lease agreements are in the name of the Company.

(ii) According to the information and explanations given to us, the inventory, except goods in transit, have been physically verified by the management, at reasonable intervals, during the year. In our opinion, the frequency of such verification is reasonable. For goods-in-transit as at year end, subsequent receipts/clearance of goods have been verified. The discrepancies noticed on verification between the physical stocks and the book records were not material and has been adjusted in the books of account.

(iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions of paragraph 3(iii) of the Order are not applicable to the Company.

(iv) According to the information and explanations given to us, the Company has not given any loans, guarantees or securities during the year that would attract provisions of Section 185 and Section 186 of the Act. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 186 of the Act with respect to investments made, loans given and guarantee provided. The Company has not provided any security that would attract provisions of Section 186 of the Act.

(v) According to the information and explanations given to us, the Company has not accepted any deposits from the public as per the directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the provisions of paragraph 3(v) of the Order are not applicable to the Company.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148 (1) of the Companies Act, 2013 for any of the products manufactured by the Company. Accordingly, the provisions of paragraph 3(vi) of the Order are not applicable to the Company.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Goods and Services tax, Duty of customs, Cess and other material statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities though there has been a slight delay in a few cases. As explained to us by the management, the Company did not have any dues in respect of Sales-tax, Service tax, Duty of excise and Value added tax.

According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Goods and Service tax, Duty of customs, Cess and other material statutory dues were in arrears as at 31 March 2021 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no dues of Income-tax, Sales-tax, Service tax, Duty of customs, Duty of excise, Entry tax, Goods and Service tax, Value added tax and Cess which have not been deposited with the appropriate authorities on account of any dispute, except as mentioned below:

Name of the Statute	Nature of the dues	Amount (₹ in lakhs)	Amount paid under protest (₹ in lakhs)	Period to which the amount relates	Forum where dispute is pending
Central Excise Act, 1944	Wrong availment of service tax on direct sale	5.54	-	March 2006 to September 2007	Customs, Excise and Service Tax Appellate Tribunal, Kolkata
Central Excise Act, 1944	Extra Amount collected in the name of finance charges	11.06	-	April 2002 to February 2005	Customs, Excise and Service Tax Appellate Tribunal, Kolkata
Central Excise Act, 1944	Disallowance of Discounts	248.90	15.73	September 2009 to March 2010	Customs, Excise and Service Tax Appellate Tribunal, Kolkata
West Bengal Sales Tax Act, 1994	Disallowance of Input Vat and Purchase Tax	16.29	16.29	April 2005 to March 2006	West Bengal Commercial Taxes Appellate and Revision Board
West Bengal Sales Tax Act, 1994	Disallowance of Input Vat and Purchase Tax	296.57	1.88	April 2008 to March 2009	West Bengal Taxation Tribunal
West Bengal Tax on Entry of Goods into Local Areas Act, 2012	Entry tax	692.83	-	July 2013 to December 2014	Hon'ble Calcutta High Court
Madhya Pradesh VAT Act, 2002	Denial of Value Added Tax Input	1.33	0.42	April 2014 to March 2015	Madhya Pradesh Commercial Taxes Appellate and Revision Board
Bihar Value Added Tax Act, 2005	Denial of Entry Tax Credit	87.93	-	April 2008 to March 2010 and April 2011 to March 2012	Joint Commissioner of Commercial Taxes (Appeals), Patna
Delhi Value Added Tax Act, 2004	Sales Tax (For Non allowance of Declaration Form "C")	14.47	10.73	April 2014 to March 2015	Department of Trade and Taxes, Delhi
Delhi Value Added Tax Act, 2004	Department Enhanced Turnover	988.06	-	April 2016 to March 2017	Department of Trade and Taxes, Delhi
Gujarat Value Added Tax Act, 2003	Sales Tax (For short submission of Declaration Form C)	427.83	5.00	April 2012 to March 2014	Gujarat Sales Tax Tribunal
Gujarat Value Added Tax Act, 2003	Disallowance of Input tax due to Mismatch	146.78	5.00	April 2013 to March 2014	Gujarat Sales Tax Tribunal
Maharashtra Value Added Tax Act, 2002	Sales Tax (For short submission of Declaration Form C)	204.98	-	April 2015 to March 2017	Deputy Commissioner of Sales Tax, Mumbai
Central Sales Tax Act, 1956	Disallowance of Input tax due to mismatch	39.09	-	April 2016 to March 2017	Deputy Commissioner of Sales Tax, Mumbai
Central Sales (Uttar Pradesh) Rules, 1957	Department Enhanced Turnover	149.05	-	April 2016 to March 2017	Joint Commissioner of Commercial Taxes. Kanpur
Uttar Pradesh Value Added Tax Act, 2008	Department Enhanced Turnover	858.12	-	April 2016 to March 2017	Joint Commissioner of Commercial Taxes. Kanpur
Central Excise Act, 1944	Recovery of Excise Duty Refund	3,141.64	1,625.62	2008-09 to 2015-16	Assistant Commissioner, Central Excise & Service Tax, Dimapur, Nagaland
Income Tax Act, 1961	Disallowance of expenses and transfer pricing adjustments	70.81	-	Assessment year – 2013-14, 2014-15, 2016-17 and 2017-18	Commissioner of Income Tax (CIT), Appeals, Kolkata

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks and financial institutions. The Company did not have any outstanding loan or borrowings government or debenture holders during the year.

(ix) According to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. The term loan taken by the Company during the year have been applied for the purposes for which they were raised.

(x) According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

(xi) According to the information and explanations given to us and based on our examination of the records, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

(xii) According to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, the provisions of paragraph 3(xii) of the Order are not applicable to the Company.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act, where applicable, and the details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, the provisions of paragraph 3(xiv) of the Order are not applicable to the Company.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them as per Section 192 of the Act. Accordingly, the provisions of paragraph 3(xv) of the Order are not applicable to the Company.

(xvi) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934. Accordingly, the provisions of paragraph 3(xvi) of the Order are not applicable to the Company.

For B S R & Co. LLP
Chartered Accountants
Firm registration No.: 101248W/W-100022

Jayanta Mukhopadhyay
Partner
Place: Kolkata — Membership No.: 055757
Date: 14 June 2021 — ICAI UDIN: 21055757AAAACA8741

Annexure B to the Independent Auditors' report on the standalone financial statements of Greenply Industries Limited for the year ended 31 March 2021

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

[Referred to in paragraph 1(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Opinion

We have audited the internal financial controls with reference to standalone financial statements of Greenply Industries Limited ("the Company") as of 31 March 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at 31 March 2021, based on the internal financial controls with reference to standalone financial statements 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 (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. 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 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 Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. 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 with reference to standalone financial statements were established and maintained and whether 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of such internal financial controls, 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 auditors' judgement, including the assessment of the risks of material misstatement of the standalone 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 Company's internal financial controls with reference to standalone financial statements.

Meaning of Internal Financial controls with Reference to Standalone Financial Statements

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements include 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 standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the 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 standalone financial statements.

Inherent Limitations of Internal Financial controls with Reference to Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to 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 with reference to standalone financial statements to future periods are subject to the risk that the internal financial controls with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For B S R & Co. LLP
Chartered Accountants
Firm registration No.: 101248W/W-100022

Jayanta Mukhopadhyay
Partner
Membership No.: 055757
ICAI UDIN: 21055757AAAACA8741

Place: Kolkata
Date: 14 June 2021

STANDALONE BALANCE SHEET

as at March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

	Note	March 31, 2021	March 31, 2020
Assets			
(1) Non-current assets			
(a) Property, plant and equipment	4	**16,207.95**	16,407.05
(b) Capital work-in-progress	6	**462.46**	396.71
(c) Right of use assets	5	**2,771.91**	2,916.66
(d) Intangible assets	7	**149.86**	671.84
(e) Investments in subsidiaries	8	**4,222.22**	4,222.22
(f) Financial assets			
(i) Investments	9	**313.92**	209.24
(ii) Loans and deposits	10	**1,900.04**	2,244.23
(iii) Other financial assets	17	**310.07**	-
(g) Non-current tax assets (net)	11	**1,167.90**	1,307.77
(h) Deferred tax assets (net)	37	**638.72**	1,048.28
(i) Other non-current assets	16	**611.71**	414.49
Total non-current assets		**28,756.76**	29,838.49
(2) Current assets			
(a) Inventories	12	**13,139.35**	14,380.25
(b) Financial assets			
(i) Trade receivables	13	**16,332.22**	30,792.56
(ii) Cash and cash equivalents	14	**1,427.54**	934.57
(iii) Bank balances other than cash and cash equivalents	15	**10,984.89**	31.00
(iv) Loans and deposits	10	**427.77**	331.82
(v) Derivatives	25	**-**	137.00
(vi) Other financial assets	17	**1,139.42**	1,115.88
(c) Other current assets	18	**1,492.19**	1,776.20
Total current assets		**44,943.38**	49,499.28
Total assets		**73,700.14**	79,337.77
Equity and liabilities			
Equity			
(a) Equity share capital	19	**1,226.27**	1,226.27
(b) Other equity	20	**39,848.22**	34,469.66
Total equity		**41,074.49**	35,695.93
Liabilities			
(1) Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	21	**3,213.48**	2,384.31
(ii) Lease liabilities	5	**858.28**	909.62
(iii) Other financial liabilities	22	**1.00**	1.00
(b) Provisions	23	**545.67**	517.59
Total non-current liabilities		**4,618.43**	3,812.52
(2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	21	**996.05**	10,543.83
(ii) Lease liabilities	5	**263.19**	235.62
(iii) Trade payables	24		
Total outstanding dues of micro and small enterprises		**49.89**	184.16
Total outstanding dues of creditors other than micro and small enterprises		**19,987.83**	21,656.94
(iv) Derivatives	25	**32.05**	-
(v) Other financial liabilities	22	**3,296.91**	2,688.88
(b) Other current liabilities	26	**1,802.30**	1,560.36
(c) Provisions	23	**1,579.00**	2,959.53
Total current liabilities		**28,007.22**	39,829.32
Total liabilities		**32,625.65**	43,641.84
Total equity and liabilities		**73,700.14**	79,337.77
Significant accounting policies	3		

The accompanying notes form an integral part of the standalone financial statements

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Jayanta Mukhopadhyay
Partner
Membership No. 055757

Place : Kolkata
Date : 14th June 2021

For and on behalf of Board of Directors of
Greenply Industries Limited
CIN: L20211AS1990PLC003484

Rajesh Mittal
Chairman cum Managing Director
DIN No. 00240900

Manoj Tulsian
Joint Managing Director & CEO
DIN No. 05117060

Mukesh Agarwal
Chief Financial Officer

Kaushal Kumar Agarwal
Company Secretary & Sr. VP-Legal

Place : Kolkata
Date : 14th June 2021

STANDALONE STATEMENT OF PROFIT AND LOSS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

		Note	Year ended March 31, 2021	Year ended March 31, 2020
I.	Revenue from operations	27	**101,539.16**	126,767.86
II.	Other income	28	**909.55**	618.72
III	**Total income (I+II)**		**102,448.71**	127,386.58
IV.	**Expenses**			
	Cost of materials consumed	29	**35,296.70**	49,654.42
	Purchase of stock in trade	30	**23,937.27**	27,714.84
	Changes in inventories of finished goods, work-in-progress and stock in trade	31	**1,404.98**	(256.72)
	Employee benefits expense	32	**13,124.87**	14,559.83
	Finance cost	33	**1,104.86**	1,685.19
	Depreciation and amortisation expense	34	**1,654.62**	2,106.60
	Other expenses	35	**18,085.16**	22,321.20
	Total expenses (IV)		**94,608.46**	117,785.36
V.	**Profit before exceptional items and tax (III-IV)**		**7,840.25**	9,601.22
VI.	**Exceptional items**	36	**-**	(4,997.05)
VII.	**Profit before Tax (V+VI)**		**7,840.25**	4,604.17
	Tax expense	37		
	Current tax [including taxes pertaining to earlier years ₹ **41.46 lakhs** (Previous Year: ₹ Nil)]		**(1,647.39)**	(1,945.87)
	Deferred tax (charge)/credit		**(399.74)**	601.40
VIII.	**Tax expense**		**(2,047.13)**	(1,344.47)
IX.	**Profit for the year (VII-VIII)**		**5,793.12**	3,259.70
X.	**Other comprehensive income**			
	Items that will not be reclassified subsequently to profit or loss:			
	Remeasurements of defined benefit liability/(asset)		**39.03**	(142.78)
	Income tax relating to items that will not be reclassified to profit or loss		**(9.82)**	35.93
	Other comprehensive income not to be reclassified subsequently to profit or loss		**29.21**	(106.85)
XI.	**Total comprehensive income for the year (IX+X)**		**5,822.33**	3,152.85
XII.	**Earnings per equity share**	39		
	[Face value of equity share ₹ 1 each (previous year ₹ 1 each)]			
	- Basic (₹)		**4.72**	2.66
	- Diluted (₹)		**4.72**	2.66

Significant accounting policies 3

The accompanying notes form an integral part of the standalone financial statements

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Jayanta Mukhopadhyay
Partner
Membership No. 055757

Place : Kolkata
Date : 14th June 2021

For and on behalf of Board of Directors of
Greenply Industries Limited
CIN: L20211AS1990PLC003484

Rajesh Mittal
Chairman cum Managing Director
DIN No. 00240900

Manoj Tulsian
Joint Managing Director & CEO
DIN No. 05117060

Mukesh Agarwal
Chief Financial Officer

Kaushal Kumar Agarwal
Company Secretary & Sr. VP-Legal

Place : Kolkata
Date : 14th June 2021

STANDALONE STATEMENT OF CASH FLOW

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

		Year ended March 31, 2021	Year ended March 31, 2020
A.	**Cash flows from operating activities**		
	Profit before Tax	**7,840.25**	4,604.17
	Adjustments for:		
	Depreciation and amortisation expense	**1,654.62**	2,106.60
	Finance costs	**1,104.86**	1,685.19
	Interest income	**(434.90)**	(210.21)
	(Gain)/ Loss on fair valuation of quoted investments	**(19.68)**	0.25
	Loss allowance on trade receivables (net)	**(134.72)**	397.93
	Liability no longer required written back	**(28.49)**	(77.67)
	Loss on sale/discard of property, plant and equipment and intangible assets	**88.80**	52.28
	Commission on guarantee given to wholly owned subsidiaries and joint venture	**(180.26)**	(202.98)
	Unrealised foreign exchange fluctuations (net)	**148.00**	(209.96)
	Share based payment expense	**46.74**	-
	Cash generated from operation before working capital changes	**2,244.97**	3,541.43
	Operating cash flows before working capital changes	**10,085.22**	8,145.60
	Working capital adjustments:		
	Decrease/(Increase) in trade receivables	**14,593.72**	(2,853.26)
	(Increase)/Decrease in other non- current financial assets	**(306.58)**	2,230.66
	Decrease in other non current assets and loans	**106.04**	172.57
	(Increase) in other current financial assets	**(42.55)**	(349.67)
	Decrease/(Increase) in other current assets and loans	**188.27**	(152.91)
	Decrease/(Increase) in inventories	**1,240.90**	(219.61)
	(Decrease) in trade payables	**(1,656.27)**	(2,157.18)
	(Decrease) in other non current financial liabilities	**-**	(251.11)
	Increase/(Decrease) in other current financial liabilities	**387.90**	(130.72)
	Increase/(Decrease) in other current liabilities	**241.94**	(906.91)
	(Decrease)/Increase in provisions	**(1,557.26)**	2,782.25
		13,196.11	(1,835.89)
	Cash generated from operating activities	**23,281.33**	6,309.71
	Income tax paid (net)	**(1,507.52)**	(2,835.03)
	Net cash generated from operating activities	**21,773.81**	3,474.68
B.	**Cash flows from investing activities**		
	Acquisition of property, plant and equipment	**(1,642.93)**	(2,223.04)
	Acquisition of intangible assets	**(0.80)**	(75.49)
	Proceeds from sale of property, plant and equipment and intangible asset	**455.07**	75.56
	Acquisition of investments	**(85.00)**	(280.00)
	Proceeds from sale of investments	**-**	71.00
	Repayment of loan by subsidiary	**192.66**	95.00
	(Investment) in fixed deposits with banks (having maturity of more than 3 months)	**(10,954.24)**	(2.31)
	Commission received on guarantee given to wholly owned subsidiaries and joint venture	**188.65**	193.36
	Interest received	**441.82**	216.95
	Net cash used in investing activities	**(11,404.77)**	(1,928.97)
C.	**Cash flows from financing activities**		
	Proceeds from non-current borrowings	**3,192.00**	181.08
	(Repayment)/Proceeds from current borrowings	**(9,457.25)**	1,114.71
	(Repayment) of non current borrowings	**(2,102.37)**	(1,497.78)
	Interest paid	**(853.98)**	(1,437.61)
	Repayment towards lease liabilities including interest	**(163.96)**	(164.37)
	Dividend paid	**(490.51)**	(490.51)
	Dividend distribution tax paid	**-**	(100.83)
	Net cash used in financing activities	**(9,876.07)**	(2,395.31)
	Net increase / (decrease) in cash and cash equivalents (A+B+C)	**492.97**	(849.60)
	Cash and cash equivalents at 1 April 2020 (refer note 14)	**934.57**	1,784.17
	Cash and cash equivalents at 31 March 2021 (refer note 14)	**1,427.54**	934.57

STANDALONE STATEMENT OF CASH FLOW

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

Notes:

(i) Standalone Statement of Cash Flows has been prepared under the indirect method as set out in Ind AS 7 specified under Section 133 of the Companies Act, 2013.

(ii) Acquisition of property, plant and equipment includes movements of capital work-in-progress (including capital advances and liability for capital goods) during the year.

(iii) Change in liabilities arising from financing activities:

Particulars	**As on 1 April 2020**	**Cash flows**	**Fair value changes**	**As on 31 March 2021**
Non-current Borrowings including current maturities (note 21)	**3,764.97**	**1,089.63**	**-**	**4,854.60**
Current Borrowings (note 21)	**10,543.83**	**(9,457.25)**	**(90.53)**	**996.05**

Particulars	As on 1 April 2019	Cash flows	Fair value changes	As on 31 March 2020
Non-current Borrowings including current maturities (note 21)	4,935.27	(1,316.70)	146.40	3,764.97
Current Borrowings (note 21)	9,429.12	1,114.71	-	10,543.83

The following is the movement in lease liabilities during the year

Particulars	**31 March 2021**	**31 March 2020**
Opening Balance	**1,145.24**	-
Reclassified on account of adoptation of Ind AS 116	**-**	1,001.86
Additions	**29.53**	185.09
Finance cost accrued during the period	**114.81**	124.26
Disposals/ Cancelled	**4.15**	1.60
Payment of lease liabilities	**163.96**	164.37
Closing Balance	**1,121.47**	1,145.24

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Jayanta Mukhopadhyay
Partner
Membership No. 055757

Place : Kolkata
Date : 14th June 2021

For and on behalf of Board of Directors of
Greenply Industries Limited
CIN: L20211AS1990PLC003484

Rajesh Mittal
Chairman cum Managing Director
DIN No. 00240900

Manoj Tulsian
Joint Managing Director & CEO
DIN No. 05117060

Mukesh Agarwal
Chief Financial Officer

Kaushal Kumar Agarwal
Company Secretary & Sr. VP-Legal

Place : Kolkata
Date : 14th June 2021

STANDALONE STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

a) Equity share capital

Particulars	Note	Amount
Balance as at 1 April 2019		1,226.27
Changes in equity share capital during the year	19	-
Balance as at 31 March 2020		1,226.27
Changes in equity share capital during the year	19	-
Balance as at 31 March 2021		**1,226.27**

b) Other equity

Particulars	Note	Reserve & Surplus		Total
		Retained earnings	Share options outstanding reserve	
Balance as at 1 April 2019		31,908.15	-	31,908.15
Total comprehensive income for the year ended 31 March 2020				
Profit for the year		3,259.70	-	3,259.70
Other comprehensive income (net of tax)		(106.85)		(106.85)
Total comprehensive income		3,152.85	-	3,152.85
Transactions with owners, recorded directly in equity				
Contributions by and distributions to owners				
Final dividend on equity shares	50	(490.51)	-	(490.51)
Dividend distribution tax on final dividend	50	(100.83)	-	(100.83)
Total contributions by and distributions to owners		(591.34)	-	(591.34)
Total transactions with owners		(591.34)	-	(591.34)
Balance as at 31 March 2020		34,469.66	-	34,469.66
Balance as at 1 April 2020		**34,469.66**	-	**34,469.66**
Total comprehensive income for the year ended 31 March 2021				
Profit for the year		**5,793.12**	-	**5,793.12**
Other comprehensive income (net of tax)		**29.21**		**29.21**
Total comprehensive income		**5,822.33**	-	**5,822.33**
Transactions with owners, recorded directly in equity				
Contributions by and distributions to owners				
Final dividend on equity shares	**50**	**(490.51)**	-	**(490.51)**
Total contributions by and distributions to owners		**(490.51)**	-	**(490.51)**
Total transactions with owners		**(490.51)**	-	**(490.51)**
Recognition of share based payment expense			**46.74**	**46.74**
Balance as at 31 March 2021		**39,801.48**	**46.74**	**39,848.22**

STANDALONE STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

Description, nature and purpose of reserve:

(i) **Retained earnings:** Retained earnings are the profits by the company has earned till date, less any transfer to general reserve, dividends or other distributions paid to shareholders. It also includes remeasurement gain/loss of defined benefit plan.

(ii) **Share options outstanding reserve :** This reserve relates to stock options granted by the Company to eligible employees under Greenply Employee Stock Option Plan 2020 (Scheme). This reserve is transferred to securities premium or retained earnings on exercise or cancellations of vested options.

Significant accounting policies 3

The accompanying notes form an integral part of the standalone financial statements

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Jayanta Mukhopadhyay
Partner
Membership No. 055757

Place : Kolkata
Date : 14th June 2021

For and on behalf of Board of Directors of
Greenply Industries Limited
CIN: L20211AS1990PLC003484

Rajesh Mittal
Chairman cum Managing Director
DIN No. 00240900

Manoj Tulsian
Joint Managing Director & CEO
DIN No. 05117060

Mukesh Agarwal
Chief Financial Officer

Kaushal Kumar Agarwal
Company Secretary & Sr. VP-Legal

Place : Kolkata
Date : 14th June 2021

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

1. Reporting entity

Greenply Industries Limited (the 'Company') is a public company domiciled in India having its registered office situated at Makum Road, P.O. Tinsukia, Assam-786125, India. The Company has been incorporated under the provisions of the Companies Act, 1956 and its equity shares are listed on National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) in India. The Company is primarily involved in manufacturing of plywood and trading of plywood and allied products.

The Company has following subsidiary companies and joint ventures namely:

(a) Greenply Holdings Pte. Limited incorporated in Singapore. It has invested in a Joint Venture Company viz. Greenply Alkemal (Singapore) Pte. Limited., incorporated in Singapore, is engaged in trading of veneers. Greenply Alkemal (Singapore) Pte. Limited has invested in a wholly owned subsidiary company - Greenply Industries (Myanmar) Private Limited which is engaged in manufacturing and trading of veneer and lumber.

(b) Greenply Middle East Limited, incorporated in Dubai, is engaged in trading of veneers. It has invested in a wholly owned subsidiary company - Greenply Gabon SA, Gabon, West Africa, is engaged in manufacturing and trading of veneer and lumber.

2. Basis of preparation

a. Statement of compliance

These standalone financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended, notified under Section 133 of the Companies Act, 2013 ('Act') and other relevant provisions of the Act.

The standalone financial statements are authorised for issue by the Board of Directors of the Company at their meeting held on 14 June 2021.

The details of the Company's accounting policies are included in note 3."

b. Functional and presentation currency

These standalone financial statements are presented in Indian Rupees (₹), which is also the Company's functional currency. All amounts have been rounded off to the nearest lakhs, unless otherwise stated.

c. Basis of measurement

The standalone financial statements have been prepared on historical cost basis, except for the following items:

Items	Measurement
Derivative financial instruments	Fair value
Certain financial assets and financial liabilities	Fair value
Net defined benefit (asset)/ liability	Present value of defined benefit obligations as per actuarial valuation

d. Use of estimates and judgements

In preparing these standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Management believes that the estimates used in the preparation of the standalone financial statements are prudent and reasonable. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the standalone financial statements for every period ended is included in the following notes:

- Note 4 – useful life and residual value of property, plant and equipment;
- Note 32 – measurement of defined benefit obligations: key actuarial assumptions;
- Note 37 – recognition of deferred tax assets;
- Note 40 – recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources;"
- Note 43 – fair value measurement of investments;
- Note 44 – impairment of financial assets key assumptions used in estimating recoverable cash flows

Estimation of uncertainties relating to the global health pandemic from COVID 19

In view of pandemic relating to COVID-19, the Company has considered internal and external information available up to the date of approval of these standalone financial statement and has performed analysis based on current estimates in assessing the recoverability of its assets including trade receivables, inventories, investments, other financial and non-financial assets, for possible impact on these standalone financial statement. The Company has also assessed the impact of this whole situation on its capital and financial resources, profitability, liquidity position, etc. On the basis of its present assessment and current indicators of future economic conditions, the Company expects to recover the carrying amounts of these assets and does not anticipate any material impact on these standalone financial statement. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration. The Company will continue to monitor any material changes to future economic conditions and the consequent impact on its business, if any.

e. Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. The management has overall responsibility for overseeing all significant fair value measurements and it regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the management assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Significant valuation issues are reported to the Company's audit committee.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in note 43.

3. Significant accounting policies

a. Current and non-current classification

All assets and liabilities are classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act.

Assets

An asset is classified as current when it satisfies any of the following criteria:

(i) it is expected to be realised in, or is intended for sale or consumption in the Company's normal operating cycle;

(ii) it is held primarily for the purpose of being traded;

(iii) it is expected to be realised within 12 months after the reporting date; or

(iv) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include current portion of non-current financial assets.

All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

(i) it is expected to be settled in the Company's normal operating cycle;

(ii) it is held primarily for the purpose of being traded;

(iii) it is due to be settled within 12 months after the reporting date; or

(iv) the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities.

All other liabilities are classified as non-current.

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

Operating cycle

For the purpose of current/non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as twelve months. This is based on the nature of business and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

b. Foreign currency transactions

Transactions in foreign currencies are translated into the functional currency of the Company at the exchange rates prevailing at the dates of the transactions.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

Exchange differences are recognised in the Statement of Profit and Loss in the period in which they arise.

c. Financial instruments

(i) Recognition and initial measurement

Trade receivables and contracts assets are initially recognised when they are originated and measured at transaction price. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

(ii) Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified and measured at:

- Amortised cost; or

- Fair value through Profit or Loss (FVTPL).

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

Financial assets at amortised cost

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

(a) the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and

(b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Financial assets at FVTPL

All financial assets which are not classified and measured at amortised cost or Fair value through other comprehensive income (FVOCI) as described above are measured at FVTPL. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest (SPPI).

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;

- terms that may adjust the contractual coupon rate, including variable interest rate features;

- prepayment an extension features; and

- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets: Subsequent measurement

Financial assets at FVTPL: These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in Statement of Profit and Loss.

Financial assets at amortised cost: These assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. The amortised cost is reduced by impairment losses, if any. Interest income, foreign exchange gains and losses and impairment are recognised in Statement of Profit and Loss. Any gain or loss on derecognition is recognised in Statement of Profit and Loss.

Investments in subsidiaries are carried at cost in standalone financial statements

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified and measured at amortised cost or FVTPL.

Financial liabilities through FVTPL

A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in Statement of Profit and Loss. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

Financial liabilities at amortised cost

Other financial liabilities are subsequently measured at amortised cost using the effective interest rate (EIR) method. Interest expense and foreign exchange gains and losses are recognised in Standalone Statement of Profit and Loss. Any gain or loss on derecognition is also recognised in Standalone Statement of Profit and Loss.

Financial guarantee liabilities

Financial guarantees issued by the Company are those contracts that require payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value net off transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(iii) Derecognition

Financial assets

The Company derecognises a financial asset:

- when the contractual rights to the cash flows from the financial asset expire, or

- it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset."

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in Statement of Profit and Loss.

(iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(v) Derivative financial instruments

The Company holds derivative financial instruments, such as foreign currency forward contracts, to hedge its foreign currency exposures.

Derivatives are initially measured at fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are recognised in Statement of Profit and Loss. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative."

d. Property, plant and equipment

(i) Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

The cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Borrowing costs directly attributable to the acquisition or construction of those qualifying property, plant and equipment, which necessarily take a substantial period of time to get ready for their intended use, are capitalised. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate components of property, plant and equipment.

A fixed asset is eliminated from the financial statements on disposal or when no further benefit is expected from its use. Any gain or loss on disposal of an item of property, plant and equipment is recognised in Statement of Profit

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

and Loss. Property, plant and equipment under construction are disclosed as Capital work-in-progress. Assets retired from active use and held for disposal are stated at the lower of their net book value and fair value less cost to sell and shown under 'Current assets'.

(ii) Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company. Ongoing repairs and maintenance are expensed as incurred.

(iii) Depreciation

Depreciation for the year is recognised in the statement of Profit and Loss. Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight line method, in the manner specified in Part C of Schedule II of the Act. The estimated useful lives of items of property, plant and equipment are consistent with the Schedule II of the Companies Act, 2013, which are as follows:

Buildings	- 3 to 60 years
Plant and Equipments	- 10 to 25 years
Furniture and Fixtures	- 10 years
Vehicles	- 8 to 10 years
Office Equipments	- 3 to 10 years

Freehold land is not depreciated. Useful lives and residual values are reviewed at each financial year end and adjusted as appropriate. Depreciation on additions (discard/disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (discarded/disposed off).

e. Intangible assets

(i) Recognition and measurement

Acquired Intangible assets:

Intangible assets are initially measured at cost and subsequently measured at cost less accumulated amortisation and any accumulated impairment losses.

Internally generated intangible assets:

Expenditure pertaining to research is expensed out as an when incurred. Expenditure incurred on development is capitalised if such expenditure leads to creation of an asset, otherwise such expenditure is charged to statement of profit and loss

(ii) Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

(iii) Amortisation

Amortisation is the systematic allocation of the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method, and is included in depreciation and amortisation in Statement of Profit and Loss.

The estimated useful lives are as follows:

- Trademarks 5 years
- Computer software 5 years

Useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

f. Inventories

Inventories which comprise raw materials, work-in-progress, finished goods, stock-in-trade, packing materials and stores and spares are measured at the lower of cost and net realisable value.

The cost of inventories is ascertained on the 'weighted average' basis. Cost comprise direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition.

Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value. The comparison of cost and net realisable value is made on an item-by-item basis

The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products.

In the case of finished goods and work-in-progress, cost includes an appropriate share of fixed production overheads based on normal operating capacity.

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

Assessment of net realisable value is made at each subsequent reporting date. When the circumstances that previously caused inventories to be written down below cost no longer exist or when there is clear evidence of an increase in net realisable value because of changed economic circumstances, the amount of the write-down is reversed.

g. Impairment

(i) Impairment of financial instruments: financial assets

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at the end of each reporting period. A financial asset is 'credit- impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

The Company recognises loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivable with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime of the ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognised as an impairment gain or loss in the Statement of Profit and Loss.

In case of trade receivables, the Company follows the simplified approach permitted by Ind AS 109 Financial Instruments for recognition of impairment loss allowance. The application of simplified approach does not require the Company to track changes in credit risk. The Company calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and includes subsequent information. Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

(ii) Impairment of non-financial assets

The Company's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 CGU (or the asset).

The Company's corporate assets (e.g. corporate office for providing support to various CGUs) do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs. An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the Statement of Profit and Loss.

Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

In respect of assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

h. Non-current assets (or disposal groups) held for sale and discontinued operations

Non-current assets, or disposal groups comprising assets and liabilities are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

Such assets, or disposal groups, are generally measured at the lower of their carrying amount and fair value less costs to sell. Any resultant loss on a disposal group is allocated first to goodwill, and then to remaining assets and liabilities on pro rata basis, except that no loss is allocated to inventories, financial assets, deferred tax assets, employee benefit assets, and biological assets, which continue to be measured in accordance with the Company's other accounting policies. Losses on initial classification as held for sale and subsequent gains and losses on re-measurement are recognised in profit or loss.

Once classified as held-for-sale, intangible assets and property, plant and equipment are no longer amortised or depreciated.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

Non-current assets classified as held for sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the Standalone Balance Sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the Standalone Balance Sheet.

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the Standalone Statement of Profit and Loss.

i. Employee benefits

(i) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A short term liability is recognised for the amount expected to be paid, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

(ii) Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into Employees' Provident Fund established under The Employees' Provident Fund and Miscellaneous Provisions Act 1952, Employee's state insurance and employee pension scheme, and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions under employee provident fund to Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in Statement of Profit and Loss in the periods during which the related services are rendered by employees.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

(iii) Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's gratuity benefit scheme is a defined benefit plan. The Company's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed by an independent qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements. The Company recognises all actuarial gains and losses arising from defined benefit plan immediately in the Statement of Other comprehensive income (OCI).

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in Other comprehensive income (OCI). The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in Stanalone statement of Profit and Loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in Statement of Profit and Loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(iv) Other long-term employee benefits

The Company's net obligation in respect of long-term employee benefits other than post-employment benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Such benefits are in form of leave encashment that accrue to employees in return of their service. The calculation of other long term employee benefits is performed by an independent qualified actuary using the projected unit credit method. Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in statement of Profit and Loss. Net interest expense and other expenses related to defined benefit plans are recognised in Standalone statement of Profit and Loss.

(v) Termination benefits

Termination benefits are expensed at the earlier of when the Company can no longer withdraw the offer of those benefits and when the Company recognises costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the reporting date, then they are discounted.

j. Provisions (other than for employee benefits)

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

k. Revenue

(i) Sale of goods

The Company manufactures, sales and trades in plywood and allied products. Sales are recognised when control of the products has transferred, being when the products are dispatched/delivered to the dealer, the dealer has full discretion over the channel and price to sell the products, and there is no unfulfilled obligation that could affect the dealer's acceptance of the products. Delivery occurs when the products have been shipped to the specific location, the risk of obsolescence and loss have been transferred to the dealer, and either the dealer has accepted the products in accordance with the sales contract, the acceptance provisions have lapsed, or the Company has objective evidence that all criteria for acceptance have been satisfied.

The products are often sold with various dealers's incentive such as volume discounts based on aggregate sales over a 12 months period, cash discount on payment within specified period, promotional gifts on achieving specific targets, quality claims if claims made in the specified period and other promotional expenses. Revenue from these sales is recognised based on the price specified in the contract, net of the estimated volume discounts, cash discounts, quality claims and promotional expenses. Revenue is only recognised to the extent that it is highly probable that a significant reversal will not occur. A refund liability (netted off with trade receivables) is recognised for expected volume discount payables, expected cash discount payables and expected quality claims in relation to sales made until the end of reporting period. Provision (included in other current liabilities) is recognised for expected sales promotional expenses against the sales made until the end of reporting period. No element of financing is deemed present as the sales are made with a credit term of 30-90 days, which is consistent with market practice.

Generally, the Company receives short term advances from its customers. Using the practical expedient in Ind AS 115, the Company does not adjust the promised amount of consideration for the effects of a significant financing

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

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component if it expects, at contract inception, that the period between the transfer of the promised goods to the customer and when the customer pays for that goods will be one year or less.

l. Government grants

Grants from Government are recognised at their fair value where there is reasonable assurance that the grant will be received and the Company will comply with the conditions attached thereto.

Government grants related to revenue are recognised in the Statement of Profit and Loss on a systematic and rational basis in the periods in which the Company recognises the related costs for which the grants are intended to compensate and are netted off with the related expenditure. If not related to a specific expenditure, it is taken as income and presented under "Other Operating Revenue".

m. Leases and Right to use assets

With effect from 01 April 2019, the Company has applied Ind AS 116 using the modified retrospective approach. The details of accounting policies under Ind AS 17 are disclosed separately if they are different from those under Ind AS 116.

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

– the contract involves the use of an identified asset – this may be specified explicitly or implicitly and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;

– the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and

– the Company has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either:

- the Company has the right to operate the asset; or

- the Company designed the asset in a way that predetermines how and for what purpose it will be used.

This policy is applied to contracts entered into, or changed, on or after 1 April 2019.

At inception or on reassessment of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices. However, for the leases of land and buildings in which it is a lessee, the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

a) Under Ind AS 116: (as a lessee)

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

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of right-of-use assets are determined on the same basis as those of property plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

– fixed payments, including in-substance fixed payments;

– variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;

– amounts expected to be payable under a residual value guarantee; and

– the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company presents right-of-use assets that do not meet the definition of investment property and lease liabilities separately in the statement of financial position

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases of office premises that have a lease term of 12 months or less and leases of low-value assets.

n. Recognition of dividend income, interest income or expense and insurance claim.

Dividend income is recognised in Statement of Profit and Loss on the date on which the Company's right to receive payment is established.

Interest income or expense is recognised using the effective interest method. The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or

- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

Insurance claim due to uncertainty in realisation are accounted for on acceptance basis.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

o. Income tax

Income tax expense comprises of current tax and deferred tax. Current tax and deferred tax is recognised in the Statement of Profit and Loss except to the extent that it relates to a business combination, or items recognised directly in equity or in OCI.

(i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the end of the reporting period. Current tax assets and current tax liabilities are off set only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

(ii) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes (tax base). Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;

- temporary differences related to investments in subsidiaries and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and

- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised.

Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to off set current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

p. Borrowing costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

Where there is an unrealised exchange loss which is treated as an adjustment to interest and subsequently there is a realised or unrealised gain in respect of the settlement or translation of the same borrowing, the gain to the extent of the loss previously recognised as an adjustment is recognised as an adjustment to interest.

q. Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

r. Dividends

Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Board of Directors of the Company.

s. Cash and cash equivalents

Cash and cash equivalents include cash and cash-on-deposit with banks. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

t. Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

u. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

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

v. Operating segment

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Chief Operating Decision Maker (CODM) to make decisions about resources to be allocated to the segments and assess their performance. The CODM consists of the Executive Chairman cum Managing Director, Joint Managing Director & CEO and Chief Financial Officer.

The Company business activity fall within a single operating segmnet, namely 'Plywood and allied products.

w. Determination of fair values

Fair values have been determined for measurement and disclosure purposes based on the following methods. Where applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

(i) Non-derivative financial assets

Non-derivative financial assets are initially measured at fair value. If the financial asset is not subsequently accounted for at fair value through profit or loss, then the initial measurement includes directly attributable transaction costs. These are measured at amortised cost or at FVTPL. Investments in quoted and unquoted equity instruments are measured at FVTPL.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(ii) Trade and other receivables

The fair values of trade and other receivables are estimated at the present value of future cash flows, discounted at the market rate of interest at the measurement date. Short-term receivables with no stated interest rate are measured at the original invoice amount if the effect of discounting is immaterial. Fair value is determined at initial recognition and, for disclosure purposes, at each annual reporting date.

(iii) Derivative financial instruments

The Company uses derivative financial instruments, such as forward currency contracts and interest rate swaps to hedge its foreign currency risks and interest rate risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value.

(iv) Other non-derivative financial liabilities

Other non-derivative financial liabilities are measured at fair value, at initial recognition and for disclosure purposes, at each annual reporting date. Fair value is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the measurement date.

x. 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 recognised because it is not probable that an outflow of resources will be required to settle the obligation. The Company does not recognise a contingent liability but disclosures its existence in the standalone financial statements.

y. Share-based payments

Share-based compensation benefits are provided to employees via Greenply Employee Stock Options Scheme 2020.

Employee Options

The fair value of the options granted under the Greenply Employee Stock Options Scheme 2020 is recognised as an employee benefits expense in the statement of profit and loss with a corresponding increase in equity. The fair value at grant date is determined using the Black Scholes Model which takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and risk free interest rate for the term of the option.

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates for the remaining vesting period of the number of options that are expected to vest based on the service conditions. It recognises the impact of the revision to original estimates in the remaining vesting period, if any, in the statement of profit or loss, with a corresponding adjustment to equity.

3A. Standards issued but not yet effective

Ministry of Corporate Affairs (MCA) notifies new standards or amendments to the existing standards. There is no such notification which would have been applicable from 01 April 2021.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

4. Property, plant and equipment

See accounting policy in note 3(d) and (g)

(a) Reconciliation of carrying amount

Particulars	Freehold land	Buildings	Plant and equipment	Furniture and fixtures	Vehicles	Office equipment	Total
Cost (Gross carrying amount)							
Balance at 1 April 2019	47.51	9,612.83	12,526.83	1,499.32	1,694.97	855.09	26,236.55
Additions	635.58	330.70	656.10	138.91	297.46	115.86	2,174.61
Disposals/ discard	-	(123.84)	(176.19)	(16.01)	(163.18)	(15.88)	(495.10)
Balance at 31 March 2020	683.09	9,819.69	13,006.74	1,622.22	1,829.25	955.07	27,916.06
Balance at 1 April 2020	**683.09**	**9,819.69**	**13,006.74**	**1,622.22**	**1,829.25**	**955.07**	**27,916.06**
Additions	**-**	**257.63**	**543.10**	**177.61**	**204.26**	**123.88**	**1,306.48**
Disposals/ discard	**-**	**-**	**(289.57)**	**(63.06)**	**(55.21)**	**(34.08)**	**(441.92)**
Balance at 31 March 2021	**683.09**	**10,077.32**	**13,260.27**	**1,736.77**	**1,978.30**	**1,044.87**	**28,780.62**
Accumulated depreciation							
Balance at 1 April 2019	-	1,752.07	6,557.17	521.28	543.00	626.95	10,000.47
Depreciation for the year	-	293.56	1,131.61	137.19	206.87	106.57	1,875.80
Adjustments/ disposals	-	(72.50)	(136.35)	(9.38)	(134.51)	(14.52)	(367.26)
Balance at 31 March 2020	-	1,973.13	7,552.43	649.09	615.36	719.00	11,509.01
Balance at 1 April 2020	**-**	**1,973.13**	**7,552.43**	**649.09**	**615.36**	**719.00**	**11,509.01**
Depreciation for the year	**-**	**318.16**	**669.99**	**149.23**	**211.31**	**83.02**	**1,431.71**
Adjustments/ disposals	**-**	**-**	**(240.19)**	**(48.44)**	**(48.73)**	**(30.69)**	**(368.05)**
Balance at 31 March 2021	**-**	**2,291.29**	**7,982.23**	**749.88**	**777.94**	**771.33**	**12,572.67**
Carrying amounts (net)							
Balance at 31 March 2020	683.09	7,846.56	5,454.31	973.13	1,213.89	236.07	16,407.05
Balance at 31 March 2021	**683.09**	**7,786.03**	**5,278.04**	**986.89**	**1,200.36**	**273.54**	**16,207.95**

(b) Security

As at 31 March 2021, property, plant and equipment with a carrying amount of ₹ **9,506.51 lakhs** (31 March 2020: ₹ 9,218.87 lakhs) are subject to first charge to secured borrowings (see note 21).

(c) For contractual commitment with respect to property, plant and equipment, refer note 40.

5. Right-of-use assets and leases

See accounting policy in note 3(m).

The Company has adopted Ind AS 116 "Leases",effective from 1 April 2019 and applied the standard to its leases, under modified retrospective approach and on the date of transition recognised right-of-use assets equal to lease liabilities. The Company has accordingly, recognised a right-of-use asset and a corresponding lease liability amounting to ₹ 233.15 lakhs as at 1 April 2019. Further, an amount of ₹ 2,675.09 lakhs has been reclassified from non-current/ current assets to right-of-use assets for upfront operating lease payments and lease premium payable of ₹ 768.71 lakhs from liability for capital goods to lease liabilities as on the date of transition (1 April 2019).

The Company's lease arrangement is in respect of lands taken on lease for the period ranging between 90-99 years,office premises/godown taken on lease for the period 2 years and vehicles taken on lease for the period 2-5 years.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

Following are the changes in the carrying value of right-of- use assets during the year.

Particulars	Leasehold Land	Office premises/ godown	Vehicles	Total
Balance at 1 April 2019	-	-	-	-
On account of adoption of Ind AS 116 as at 1 April 2019	2,690.87	-	217.37	2,908.24
Additions	-	104.27	80.82	185.09
Disposals/ cancelled	-	-	1.60	1.60
Depreciation for the year	30.43	52.13	92.51	175.07
Balance at 31 March 2020	2,660.44	52.14	204.08	2,916.66
Balance at 1 April 2020	**2,660.44**	**52.14**	**204.08**	**2,916.66**
Additions	**-**	**-**	**29.53**	**29.53**
Disposals/ cancelled	**-**	**-**	**4.15**	**4.15**
Depreciation for the year	**30.42**	**52.14**	**87.57**	**170.13**
Balance at 31 March 2021	**2,630.02**	**-**	**141.89**	**2,771.91**

The following is the movement in lease liabilities during the year.

Particulars	March 31, 2021	March 31, 2020
Opening Balance	**1,145.24**	-
On account of adoption of Ind AS 116	-	1,001.86
Additions	**29.53**	185.09
Interest on lease liabilities	**114.81**	124.26
Disposals/ cancelled	**4.15**	1.60
Payment of lease liabilities	**163.96**	164.37
Closing Balance	**1,121.47**	1,145.24

The aggregate finance cost on lease liabilities is included under finance costs (refer note 33).

Particulars	March 31, 2021	March 31, 2020
Current lease liabilities	**263.19**	235.62
Non-current lease liabilities	**858.28**	909.62
Total	**1,121.47**	1,145.24

The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Particulars	March 31, 2021	March 31, 2020
Less than one year	**263.19**	255.89
One to five years	**869.95**	919.06
More than five years	**344.87**	344.87
Total	**1,478.01**	1,519.82

The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

The Company incurred ₹ **794.14 lakhs** (31 March 2020: ₹ 758.48 lakhs) for the year ended 31 March 2021 towards expenses relating to short term leases and leases of low value assets included under Rent. (refer note 35).

The total cash outflow for leases is ₹ **958.10 lakhs** (31 March 2020: ₹ 922.85 lakhs) for the year ended 31 March 2021, including cash outflow for short term and leases of low value assets.

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for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

6. Capital work-in-progress

See accounting policy in note 3(d) and (g)

Particulars	March 31, 2021	March 31, 2020
At the beginning of the year	396.71	441.39
Additions during the year	343.89	161.64
Capitalised during the year	(278.14)	(206.32)
At the end of the year	462.46	396.71

Note:

(a) As at 31 March 2021, properties under capital work-in-progress with a carrying amount of ₹ **345.65 Lakhs** (31 March 2020: ₹ Nil) are subject to first charge to secured borrowings (see note 21).

7. Intangible assets

See accounting policy in note 3(e) and (g)

(a) Reconciliation of carrying amount

	Licenses (indefinite life)	Trade marks	Computer software	Total
Cost (Gross carrying amount)				
Balance at 1 April 2019	570.35	22.87	534.23	1,127.45
Additions	-	-	210.25	210.25
Adjustments*	(100.35)	-	-	(100.35)
Balance at 31 March 2020	470.00	22.87	744.48	1,237.35
Balance at 1 April 2020	**470.00**	**22.87**	**744.48**	**1,237.35**
Additions	-	-	**0.80**	**0.80**
Disposals	**(470.00)**	-	-	**(470.00)**
Balance at 31 March 2021	-	**22.87**	**745.28**	**768.15**
Accumulated amortisation				
Balance at 1 April 2019	-	16.05	493.76	509.81
Amortisation for the year	-	4.58	51.15	55.73
Adjustments/ disposals	-	-	-	-
Balance at 31 March 2020	-	20.61	544.90	565.51
Balance at 1 April 2020	-	**20.61**	**544.90**	**565.51**
Amortisation for the year	-	**2.26**	**50.52**	**52.78**
Adjustments/ disposals	-	-	-	-
Balance at 31 March 2021	-	**22.87**	**595.42**	**618.29**
Carrying amounts (net)				
Balance at 31 March 2020	470.00	2.26	199.58	671.84
Balance at 31 March 2021	-	-	**149.86**	**149.86**

Licenses (indefinite life):

For Licenses of the company that were regarded to have indefinite useful lives represents license to set-up and operate wood peeling plant, medium density fibreboard plant and particle board plant. There is no foreseeable limit to the period over which these licenses will be valid and are expected to generate cash flows for the company.

**Adjustment represents transfer of license for setting-up a medium density fibreboard plant and particle board plant in Hardoi, Uttar Pradesh from intangibles to capital advance. National Green Tribunal (NGT) vide its order dated 18 February 2020 has quash notice dated 1 March 2019 issued by the State of Uttar Pradesh (ministry of forest) for establishing new wood-based industries/ saw mills and all provisional licenses given in pursuance thereof. Order of NGT is challenged by the State of Uttar Pradesh (ministry of forest) in Supreme Court. As on 31 March 2021, the case is pending.*

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

8. Investments in subsidiaries

See accounting policy in note 3(c) and (g)

	March 31, 2021	March 31, 2020
Non-current investments		
Unquoted		
Equity instruments in subsidiaries carried at cost		
100 (31 March 2020: 100) equity shares of Greenply Middle East Limited, (face value AED 100,000 each, fully paid-up)	1,820.39	1,820.39
38,00,000 (31 March 2020: 38,00,000) equity shares of Greenply Holdings Pte. Limited (face value USD 1 each, fully paid-up)	2,401.83	2,401.83
	4,222.22	4,222.22
Aggregate book value of quoted investments	-	-
Aggregate market value of quoted investments	-	-
Aggregate value of unquoted investments	4,222.22	4,222.22
Aggregate amount of impairment in value of investments	-	-

Information about the Company's fair value measurement and exposure to credit and market risks are disclosed in note 43 and 44.

9. Investments

See accounting policy in note 3(c) and (g)

	March 31, 2021	March 31, 2020
Non-current investments		
Unquoted		
Equity instruments carried at fair value through profit and loss (FVTPL)		
11,40,000 (31 March 2020: 11,40,000) equity shares of Nemani Panels Private Limited (face value ₹ 10 each, fully paid-up)	133.38	114.00
18,00,000 (31 March 2020: 9,50,000) equity shares of Panchjanya ply & Boards Private Limited (face value ₹ 10 each, fully paid-up)	180.00	95.00
	313.38	209.00
Quoted		
Equity instruments carried at fair value through profit and loss (FVTPL)		
3,400 (31 March 2020: 3,400) equity shares of Indian Overseas Bank Limited (face value ₹ 10 each, fully paid-up)	0.54	0.24
	313.92	209.24
Aggregate book value of quoted investments	0.54	0.24
Aggregate market value of quoted investments	0.54	0.24
Aggregate value of unquoted investments	313.38	209.00
Aggregate amount of impairment in value of investments	-	-

Information about the Company's fair value measurement and exposure to credit and market risks are disclosed in note 43 and 44.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

10. Loans and Deposits

(Unsecured, considered good)

	March 31, 2021	March 31, 2020
Non-current		
Security deposits#	**21.21**	82.13
Loan to employees	**51.20**	45.58
To a related party - wholly owned subsidiary		
Loan to Greenply Middle East Limited (refer note 41)	**1,827.63**	2,116.52
	1,900.04	2,244.23
Current		
Security deposits#	**387.80**	307.85
Loan to employees	**39.97**	23.97
	427.77	331.82
	2,327.81	2,576.05

 # For security deposits given to related parties refer note 41.

11. Non-current tax assets

See accounting policy in note 3(o)

	March 31, 2021	March 31, 2020
Advance income tax (Net of provision for tax)	**1,167.90**	1,307.77
	1,167.90	1,307.77

12. Inventories

(Valued at the lower of cost and net realisable value)

See accounting policy in note 3(f)

	March 31, 2021	March 31, 2020
Raw materials	**6,467.44**	6,258.89
[including in transit ₹ **886.90 lakhs** (31 March 2020 ₹ 650.90 lakhs)]		
Work-in-progress	**1,069.08**	2,700.54
Finished goods	**1,700.56**	1,838.06
[including in transit ₹ **1059.50 lakhs** (31 March 2020 ₹ 280.47 lakhs)]		
Stock in trade	**3,406.97**	3,042.99
[including in transit ₹ **968.37 lakhs** (31 March 2020 ₹ 377.93 lakhs)]		
Stores and spares	**495.30**	539.77
[including in transit ₹ **Nil lakhs** (31 March 2020 ₹ Nil lakhs)]		
	13,139.35	14,380.25

For carrying amount of inventories pledged as securities against borrowings, refer note 21.

The write-down of inventories to net realisable value during the year amounted to ₹ **Nil lakhs** (31 March 2020: ₹ 172.63 lakhs). These are recognised as expenses during the respective period and included in changes in inventories of stock-in-trade.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

13. Trade receivables

	March 31, 2021	March 31, 2020
Current		
Unsecured		
- Considered good	**16,764.97**	31,521.36
- Credit impaired	**1.42**	1.92
	16,766.39	31,523.28
Less: Loss for allowances	**434.17**	730.72
Net trade receivables	**16,332.22**	30,792.56
Of the above :		
Trade receivables from related parties	-	28.76

Notes:

(a) No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person.

(b) Information about the Company's exposure to credit and currency risks, and loss allowances related to trade receivables are disclosed in note 44.

(c) For receivables secured against borrowings, see note 21.

14. Cash and cash equivalents

See accounting policy in note 3(s)

	March 31, 2021	March 31, 2020
Cash on hand	**25.77**	48.58
Cheques in hand	-	171.00
Balances with banks		
- On current accounts	**1,401.77**	214.25
- On deposit accounts (with original maturities up to 3 months)	-	500.74
	1,427.54	934.57

15. Bank balances other than cash and cash equivalents

	March 31, 2021	March 31, 2020
Bank deposits due to mature after 3 months of original maturities but within 12 months of the reporting date*	10,978.68	24.44
Earmarked balances with banks for unpaid dividend accounts	6.21	6.56
	10,984.89	**31.00**

** Out of above ₹ **25.29 Lakh** (31 March 2020: ₹ 24.44 lakh) pledged/ lodged with various government authorities as security*

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

16. Other non-current assets

(Unsecured, considered good)

	March 31, 2021	March 31, 2020
Capital advances	369.50	121.54
Advances other than capital advances		
Deposits against demand under appeal and/or under dispute	55.05	126.42
Amount due from government authorities	55.07	140.52
Prepaid expenses	106.08	-
Security deposits	26.01	26.01
	611.71	414.49

17. Other financial assets

(Unsecured, considered good)

	March 31, 2021	March 31, 2020
Non Current		
Other Receivables	310.07	-
	310.07	-
Current		
Government grants receivable (refer note 17.1)	715.90	819.32
Insurance claim receivable	195.57	94.92
Commision Receivable from Subsidiaries & Joint Venture (refer note 41)	42.28	50.67
Interest receivable from Subsidiaries (refer note 41)	26.28	36.90
Other Receivables	159.39	114.07
	1,139.42	1,115.88

17.1 Government grant receivable represents incentives against scheme of budgetary support under Goods and Services Tax Regime for the unit set-up in Tizit, Nagaland.

18. Other current assets

(Unsecured, considered good)

	March 31, 2021	March 31, 2020
To parties other than related parties		
Advances to suppliers	818.54	827.52
Advances to employees	58.71	102.16
Prepaid expenses	441.43	555.42
Amount due from government authorities	173.51	291.10
	1,492.19	1,776.20

19. Equity share capital

See accounting policy in note 3(q)

	March 31, 2021	March 31, 2020
Authorised		
160,000,000 (31 March 2020: 160,000,000) equity shares of ₹ 1 each	1,600.00	1,600.00
Issued, subscribed and fully paid-up		
122,627,395 (31 March 2020: 122,627,395) equity shares of ₹ 1 each	1,226.27	1,226.27

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

(a) Reconciliation of equity shares outstanding at the beginning and at the end of the reporting year

	March 31, 2021		March 31, 2020	
	Number	Amount	Number	Amount
Balance at the beginning and at the end of the year	122,627,395	1,226.27	122,627,395	1,226.27

(b) Rights, preferences and restrictions attached to equity shares

The Company has a single class of equity shares with par value of ₹ 1 per share. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets on winding up. The equity shareholders are entitled to receive dividend as declared by the Company from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to its share of the paid-up equity capital of the Company.Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable has not been paid. Failure to pay any amount called up on shares may lead to their forfeiture.

On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts, in proportion to the number of equity shares held.

Note:

Shares held in abeyance

In compliance with the provisions of the Companies Act, 2013, 3,020 equity shares of the Company held by 5 shareholders have been held in abeyance.

(c) Particulars of shareholders holding more than 5% shares of fully paid up equity shares

	March 31, 2021		March 31, 2020	
	Number	%	Number	%
Equity shares of ₹ 1 each				
S.M. Management Private Limited	32,926,324	26.85%	32,715,641	26.68%
Prime Holdings Private Limited	12,042,800	9.82%	12,042,800	9.82%
HSBC Bank (Mauritius) Limited - Jwalamukhi Investment Holdings	-	0.00%	11,708,698	9.55%
Shiv Prakash Mittal and Shobhan Mittal - Trade Combines	11,702,380	9.54%	11,702,380	9.54%
HDFC Trustee Company Limited	10,762,907	8.78%	11,027,655	8.99%

(d) Stock option schemes

Information relating to Employee Stock Option Plan, including details of options issued, exercised and lapsed during the financial year and options outstanding at the end of the reporting period, is set out in Note 38.

(e) The Company for the period of five years immediately preceding the reporting date has not:

(i) Allotted any class of shares as fully paid pursuant to contract(s) without payment being received in cash.

(ii) Allotted fully paid up shares by way of bonus shares.

(iii) Bought back any class of shares.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

20. Other equity

	March 31, 2021	March 31, 2020
Retained earnings		
At the commencement of the year	34,469.66	31,908.15
Add: Profit for the year	5,793.12	3,259.70
Less: Dividend on equity shares	490.51	490.51
Less: Dividend distribution tax	-	100.83
Add: Remeasurements of the net defined benefit plans	29.21	(106.85)
Balance at the end of the year	39,801.48	34,469.66
Share option outstanding reserve		
At the commencement of the year	-	-
Add: Provision during the year	46.74	-
Balance at the end of the year	46.74	-
	39,848.22	34,469.66

Description, nature and purpose of reserve:

(i) **Retained earnings:** Retained earnings are the profits by the company has earned till date, less any transfer to general reserve, dividends or other distributions paid to shareholders. It also includes remeasurement gain/loss of defined benefit plan.

(ii) **Share options outstanding reserve:** This reserve relates to stock options granted by the Company to eligible employees under Greenply Employee Stock Option Plan 2020 (Scheme). This reserve is transferred to securities premium or retained earnings on exercise or cancellations of vested options.

21. Borrowings

See accounting policy in note 3(c) and (p)

	March 31, 2021	March 31, 2020
Non-current borrowings		
Secured		
Term loans from bank		
Rupee loans	4,723.44	3,297.81
	4,723.44	3,297.81
Less: Current maturities of non-current borrowings (refer note 22)	1,596.27	1,199.00
	3,127.17	2,098.81
Loan against vehicles	131.16	467.16
Less: Current maturities of loan against vehicles (refer note 22)	44.85	181.66
	86.31	285.50
	3,213.48	2,384.31
Current borrowings		
Secured		
From banks		
Foreign currency loan - buyers credit	271.05	1,631.82
Rupee loans - repayable on demand	-	4,190.87
Rupee loans - bill discounting	-	3,339.99
	271.05	9,162.68

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

	March 31, 2021	March 31, 2020
Unsecured		
From banks		
Channel finance assurance facility*	725.00	650.00
Rupee loans - bill discounting	-	731.15
	725.00	1,381.15
	996.05	10,543.83

** The Company through banks and other source facilitate channel finance for inventory funding facility for its customers. Such arrangements do not qualify for de-recognition due to some liability of loss is still with the Company. Consequently at the year-end, the amount of liability of loss which remains with the Company are shown as unsecured loan.*

Information about the Company's exposure to credit and currency risks, related to borrowings are disclosed in note 44.

(A) Terms of repayment

Name of the lender	Interest rate	Repayment schedule	Year of maturity	31 March 2021	31 March 2020
HDFC Bank Limited	3 year MCLR	Repayable at quarterly rest: 6 of ₹ 150.00 lakhs and 4 of ₹ 300.00 lakhs	2023-24	2,098.82	2,697.93
HDFC Bank Limited	1 year MCLR +0.60%	Repayable at quarterly rest: 0 of ₹ 200.00 lakhs	2020-21	-	599.88
HDFC Bank Limited	3 months MCLR +0.45%	Repayable at quarterly rest: 8 of ₹ 180.00 lakhs	2022-23	1,437.21	-
HDFC Bank Limited	3 months MCLR +0.45%	Repayable at quarterly rest: 17 of ₹ 70.00 lakhs	2024-25	1,187.41	-
				4,723.44	3,297.81
Total				4,723.44	3,297.81

(B) Details of security

(a) Term loans of ₹ **4,723.44 lakhs** (31 March 2020: ₹ 3,297.81 lakhs) are secured by:

i) First pari-passu charge on immovable fixed assets of the Company situated at Kriparampur (West Bengal).

ii) First pari passu charge on all movable fixed assets of the company, present and future, except assets specifically charged to other lenders.

iii) Second pari passu charge on all the current assets of the Company.

(b) Secured Loan against vehicles are in respect of finance of vehicles, secured by hypothecation of the respective vehicles, which is repayable in 37 to 60 months and with interest rate ranging between 6.90% p.a to 9.44% p.a.

(c) Rupee loan repayable on demand of ₹ **Nil lakhs** (31 March 2020: ₹ 4,190.87 lakhs) are secured by:

i) First pari passu charge on all the current assets of the Company.

ii) Second pari passu charge on all movable fixed assets of the company, present and future, except assets specifically charged to other lenders.

iii) Second pari-passu charge on immovable fixed assets of the Company situated at Kriparampur (West Bengal).

(d) Foreign currency loan - buyers credit of ₹ **271.05 lakhs** (31 March 2020: ₹ 1,631.82 lakhs) and Rupee loans - bill discounting of ₹ **Nil lakhs** (31 March 2020: ₹ 3,339.99 lakhs) is secured by letter of credit/stand by letter of credit issued by banks using fund based limit of the Company.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

22. Other financial liabilities

	March 31, 2021	March 31, 2020
Non-current		
Security deposits from customers	1.00	1.00
	1.00	1.00
Current		
Current maturities of non current borrowings (refer note 21)	1,596.27	1,199.00
Current maturities of loan against vehicles (refer note 21)	44.85	181.66
Interest accrued but not due on borrowings	31.40	48.64
Liability for capital goods	23.33	46.07
Employee benefits payable (refer note c below)	1,594.85	1,206.95
Unclaimed dividend	6.21	6.56
	3,296.91	2,688.88

(a) There is no amount due and outstanding to be credited to Investor Education and Protection Fund as at 31 March 2021.

(b) Information about the Company's exposure to currency and liquidity risks related to the above financial liabilities is disclosed in note 44.

(c) It includes remuneration payable to related parties, refer note 41.

23. Provisions

See accounting policy in note 3(i) and (j)

	March 31, 2021	March 31, 2020
Non-current		
Provisions for employee benefits		
Liability for compensated absences	545.67	517.59
	545.67	517.59
Current		
Provision for Litigation {refer note (a) below}	1516.03	2897.80
Provisions for employee benefits		
Net defined benefit liability - gratuity	10.33	13.58
Liability for compensated absences	52.64	48.15
	1,579.00	2,959.53

(a) Movement of provisions (Current)

	Provision for litigation
Balance as at 1 April 2019	-
Add: Provisions made during the year 2019-20	2,897.80
Less: Amount paid during the year 2019-20	-
Balance as at 31 March 2020	2,897.80
Add: Provisions made during the year 2020-21	243.85
Less: Amount paid during the year 2020-21	1,625.62
Balance as at 31 March 2021	1,516.03

The Hon'ble Supreme Court of India vide its Order dated 22 April 2020 upheld the Special Leave Petition filed by the Union of India and Others in Civil Appeal Nos.2256-2263 of 2020 arising out of S.L.P. (C) Nos.28194-28201/ 2010 in respect of availing of area

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

based exemption under Central Excise. The Company is one of the Respondents in the subject matter. Based on the management's assessment, the Company may have to refund maximum principal amount of ₹ 2,709.36 lakhs in respect of excess refund received from the Excise Department for the period from 01.04.2008 to 30.06.2017. Further, the Company has estimated an interest amount of ₹ 2,120.31 lakhs from the date of various refund till 31.03.2020 at the prescribed rate. However, the applicability of interest is litigative in nature. The Company also draws reference to Clause No. 4.3.6 of the Composite Scheme of Arrangement between Greenply Industries Limited and Greenpanel Industries Limited, duly approved by the Hon'ble National Company Law Tribunal, Guwahati Bench on 28.06.2019, as per which the above principal amount along with interest, if any, shall be shared by Greenply Industries Limited and Greenpanel Industries Limited in the ratio of 60:40. Therefore, the Company has recorded provision of its share of 60% for principal and interest amounting to ₹ 1,625.62 lakhs and ₹ 1,272.18 lakhs respectively. In addition to the above, the Company has also written off amount of ₹ 2,099.25 lakhs in respect of pending refund receivable from the Excise Department for the period from 01.04.2008 to 16.05.2015, as appearing in the books. Accordingly, the total impact of the aforesaid judgment in the financial result for the year ended 31 March 2020 was ₹ 4,997.05 lakhs. Considering the nature and size of transaction, the Company has already disclosed the above mentioned impact as an ""exceptional items"" in the financial result for the year ended 31 March 2020.

During current year ended 31 March 2021, the Company has paid under protest its share of liability of ₹ 1,625.62 lakhs (being 60% of the total demand as referred above) as on 31 March 2021. Also the Company has made a provision of ₹ 60.12 lakhs and ₹ 243.84 lakhs towards interest which is included in the finance costs for the quarter and year ended 31 March 2021 respectively. The Company continues to work with its legal counsel on this matter and will take all the necessary steps as may be appropriate from time to time.

24. Trade payables

	March 31, 2021	March 31, 2020
Dues to micro and small enterprises (refer note 48)	49.89	184.16
Dues to other than micro and small enterprises	18,338.80	17,160.64
Dues to related parties (refer note 41)	1,649.03	1,367.57
Acceptances	-	3,128.73
	20,037.72	21,841.10

Information about the Company's exposure to currency and liquidity risks related to trade payables is disclosed in note 44.

25. Derivatives

See accounting policy in note 3(c)(v)

	March 31, 2021	March 31, 2020
Derivative Liability		
Foreign exchange forward contracts	32.05	-
	32.05	-
Derivative Asset		
Foreign exchange forward contracts	-	137.00
	-	137.00

Information about the Company's exposure to interest rate and currency risks related to derivatives is disclosed in note 44.

26. Other current liabilities

	March 31, 2021	March 31, 2020
Statutory dues	1,042.60	1,182.48
Advance from customers	759.70	377.88
	1,802.30	1,560.36

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

27. Revenue from operations

See accounting policy in note 3(k) and (l)

	Year ended 31 March 2021	Year ended 31 March 2020
Sale of products		
Finished goods	69,516.09	90,720.70
Stock-in-trade	31,651.37	35,586.38
	101,167.46	126,307.08
Other operating revenue		
Government grants		
- Refund of goods and service tax (refer note 49)	371.70	460.78
	371.70	460.78
	101,539.16	126,767.86
Reconciliation of revenue from sale of products with the contracted price		
Contracted price	108,595.53	134,565.40
Less : Reduction towards variable consideration components.	7,428.07	8,258.32
Sale of products	101,167.46	126,307.08

a) The Company is in the business of manufacture and sale of plywood and allied products.Sales are recognised when control of the products has transferred, being when the products are dispatched/delivered to the dealer, the dealer has full discretion over the channel and price to sell the products, and there is no unfulfilled obligation that could affect the dealer's acceptance of the products. The Company does not give significant credit period resulting in no significant financing component.

b) For contract balances i.e. trade receivables and advance from customers, refer note 13 and 26.

28. Other income

		Year ended 31 March 2021		Year ended 31 March 2020
Interest on fixed deposits with banks and others		316.86		57.07
Interest on other financial assets		3.71		-
Income from related party:				
- Interest on loan given to wholly owned subsidiaries (refer note 41)		114.33		153.14
- Commission on guarantee given to wholly owned subsidiaries and joint venture (refer note 41)		180.26		202.98
Liabilities no longer required written back		28.49		77.67
Interest on income tax refund		24.78		-
Foreign exchange fluctuations(net)		-		122.64
Loss allowance				
- loss allowance	296.55		-	
- Bad debts	(161.83)		-	
		134.72		-
Gain on fair valuation of investments at fair value through profit and loss		19.68		-
Miscellaneous income		86.72		5.22
		909.55		618.72

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

29. Cost of materials consumed

	Year ended 31 March 2021	Year ended 31 March 2020
Inventory of raw materials at the beginning of the year	6,258.89	6,387.75
Add: Purchases	35,505.25	49,525.56
Less: Inventory of raw materials at the end of the year	(6,467.44)	(6,258.89)
	35,296.70	49,654.42

30. Purchase of stock in trade

	Year ended 31 March 2021	Year ended 31 March 2020
Purchase of stock-in-trade	23,937.27	27,714.84
	23,937.27	27,714.84

31. Changes in inventories of finished goods, work-in-progress and stock in trade

See accounting policy in note 3(f)

		Year ended 31 March 2021	Year ended 31 March 2020
Opening inventories			
Finished goods		1,838.06	2,868.35
Stock in trade		3,042.99	2,407.29
Work-in-progress		2,700.54	2,049.23
	(A)	7,581.59	7,324.87
Closing inventories			
Finished goods		1,700.56	1,838.06
Stock in trade		3,406.97	3,042.99
Work-in-progress		1,069.08	2,700.54
	(B)	6,176.61	7,581.59
	(A-B)	1,404.98	(256.72)

32. Employees benefits expense

See accounting policy in note 3(i)

	Year ended 31 March 2021	Year ended 31 March 2020
Salaries,wages and bonus	11,851.44	13,026.80
Contribution to provident and other funds {refer note 32(a) below}	552.79	647.46
Expenses related to post-employment defined benefit plan	185.78	188.11
Expenses related to compensated absences {refer note 32(b) below}	192.68	352.38
Expenses on Employees Stock Options Scheme (refer note 38)	46.74	-
Staff welfare expenses	295.44	345.08
	13,124.87	14,559.83

Salaries, wages and bonus includes ₹ **1861.8 lakhs** (31 March 2020 ₹ 2,708.57 lakhs) relating to outsource manpower cost.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

Note:

(a) **Defined contribution plan :** The Company makes contributions to a governement administered fund, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident and Pension Fund, which is a defined contribution plan. The Company has no obligations other than to make the specified contributions. The contributions are charged to the Standalone Statement of Profit and Loss as they accrue. The amount recognised as an expense towards contribution to Provident fund aggregates to ₹ **518.93 lakhs** (31 March 2020: ₹ 602.20 lakhs).

The Company contributes its Employee State Insurance (ESI) contribution with Employees' State Insurance Corporation (ESIC) maintained by Government agencies, contributions made by the Company for ESI is based on the current salaries. In the ESI scheme, contributions are also made by the employees. The annual contribution amount of ₹ **33.86 lakhs** (31 March 2020: ₹ 45.26 lakhs) has been charged to the Standalone Statement of Profit and Loss in relation to the above defined contribution scheme.

(b) **Defined benefit plan:** Retirement benefits in the form of gratuity is considered as defined benefit obligations and is provided for on the basis of third party actuarial valuation, using the projected unit credit method, as at the date of the Balance Sheet. Every Employee who has completed five years or more of service is entitled to gratuity on terms not less favourable than the provisions of The Payment of Gratuity Act, 1972. The scheme is funded with insurance company.

		Year ended 31 March 2021	Year ended 31 March 2020
(c)	**Acturial valuation of gratuity liability**		
	Defined benefit cost		
	Current service cost	184.87	182.47
	Interest expense on defined benefit obligation	125.19	96.58
	Interest income on plan assets	(124.28)	(90.94)
	Defined benefit cost in Statement of Profit and Loss	185.78	188.11
	Remeasurements from financial assumptions	19.76	97.08
	Remeasurements from experience adjustments	(65.39)	58.55
	Remeasurements from financial assumption on plan assets	6.60	(12.86)
	Defined benefit cost in Other Comprehensive Income (OCI)	(39.03)	142.78
	Total defined benefit cost in Statement of Profit and Loss and OCI	146.75	330.89
	Movement in defined benefit obligation		
	Balance at the beginning of the year	1,790.22	1,403.89
	Interest cost	125.19	96.58
	Current service cost	184.87	182.48
	Actuarial (gains)/ losses recognised in other comprehensive income	(45.63)	155.63
	Benefits paid	(152.43)	(48.36)
	Balance at the end of the year	1,902.22	1,790.22
	Movement in fair value of plan assets		
	Balance at the beginning of the year	1,776.64	1,299.10
	Interest income	124.28	90.94
	Employer contributions	150.00	422.10
	Benefits paid	(152.43)	(48.36)
	Return on plan assets	(6.60)	12.86
	Balance at the end of the year	1,891.89	1,776.64

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

		Year ended 31 March 2021	Year ended 31 March 2020
	Net asset/(liability) recongnised in the Standalone Balance Sheet		
	Present value of defined benefit obligation	(1,902.22)	(1,790.22)
	Fair value of plan asset	1,891.89	1,776.64
	Net asset/(liability)	(10.33)	(13.58)
	Sensitivity analysis for significant assumptions:		
	Increase/(Decrease) in present value of defined benefit obligation at the end of the year		
	Salary escalation - Increase by 1%	154.58	144.89
	Salary escalation - Decrease by 1%	(136.47)	(131.31)
	Withdrawal rates - Increase by 1%	4.98	3.82
	Withdrawal rates - Decrease by 1%	(6.05)	(8.36)
	Discount rates - Increase by 1%	(129.08)	(124.70)
	Discount rates - Decrease by 1%	148.27	139.29

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be corelated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied when calculating the defined benefit obligation recognised in the Balance Sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

		31 March 2021	31 March 2020
	Actuarial assumptions		
	Mortality table	IALM 2012-2014	IALM 2006-2008
	Discount rate (per annum)	6.90%	7.00%
	Rate of escalation in salary (per annum)	6.00%	6.00%
	Withdrawal rate	1% - 8%	1% - 8%
	Maturity profile of defined benefit obligation		
	Not later than 1 year	235.44	243.91
	Later than 1 year and not later than 5 years	832.39	771.57
	More than 5 years	676.54	614.71
	Weighted average duration of defined benefit obligation (in years)	4.95	4.95
(d)	**The major categories of plan assets as a percentage of the fair value of total plan assets**	In %	In %
	Fund with HDFC Life Insurance Company Limited	71.39%	71.90%
	Fund with Kotak Mahindra Life Insurance Company Limited	28.61%	28.10%
		100.00%	100.00%

(e) The Company's expected contribution during next year is ₹ **199.95 lakhs** (March 31,2020 ₹ 169.60 lakhs)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

33. Finance costs

See accounting policy in note 3(p)

	Year ended 31 March 2021	Year ended 31 March 2020
Interest expense on financial liabilities measured at amortised cost	**859.99**	1,471.38
Interest on Lease Liability (refer note 5)	**114.81**	124.26
Other borrowing cost	**130.06**	89.55
	1,104.86	1,685.19

34. Depreciation and amortisation expense

See accounting policy in note 3(d)(iii) and (e)(iii)

	Year ended 31 March 2021	Year ended 31 March 2020
Depreciation of property, plant and equipment (refer note 4)	**1,431.71**	1,875.80
Depreciation of Right of use Assets (refer note 5)	**170.13**	175.07
Amortisation of intangible assets (refer note 7)	**52.78**	55.73
	1,654.62	2,106.60

35. Other expenses

	Year ended 31 March 2021		Year ended 31 March 2020
Consumption of stores and spares	**835.62**		1,193.84
Power and fuel	**1,928.98**		2,208.12
Rent (refer note 5)	**794.14**		758.48
Repairs to:			
- Buildings	**24.99**		133.27
- Plant and equipment	**415.74**		602.19
- Others	**455.73**		516.91
Insurance	**685.07**		449.23
Rates and taxes	**226.81**		313.78
Travelling expenses	**665.84**		979.15
Freight and delivery expenses	**5,595.34**		6,546.79
Export expenses	**-**		0.80
Advertisement and sales promotion	**3,372.47**		5,096.27
Commission paid to independent directors	**60.00**		55.00
Directors sitting fees	**25.20**		27.20
Payment to auditors [refer note 35 (i)]	**49.38**		71.49
Donation	**2.46**		7.60
Expenditure on corporate social responsibility [refer note 35 (ii)]	**236.15**		328.19
Loss on sale and discard of property, plant and equipment	**88.80**		52.28
Loss on fair valuation of investments at fair value through profit and loss	**-**		0.25
Legal and Professional fees	**444.20**		514.67
Commission expenses	**796.08**		748.42
Loss allowance			
- Bad debts		171.84	
- loss allowance		226.09	
	-		397.93
Foreign exchange fluctuations(net)	**203.77**		-
Miscellaneous expenses	**1,178.39**		1,319.34
	18,085.16		22,321.20

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

35 (i) Payment to auditors

	31 March 2021	31 March 2020
As auditors:		
- Statutory audit fees	**34.00**	34.00
- Limited review of quarterly results	**9.50**	9.50
In other capacity		
- Certification fees	**4.00**	3.50
- Other services	**-**	21.00
Reimbursement of expenses	**1.88**	3.49
	49.38	71.49

35 (ii) Details of corporate social responsibility (CSR) expenditure

	Year ended 31 March 2021	Year ended 31 March 2020
(a) Gross amount required to be spent by the Company during the year	**229.15**	325.33
(b) Amount spent during the year in cash on :		
(i) Construction/acquisition of any asset	**-**	-
(ii) On purposes other than (i) above		
- Contribution towards Plantation activities	**-**	10.19
- Contribution to trust i.e. Greenply Foundation	**236.15**	318.00
	236.15	328.19
Amount yet to be paid in cash	**-**	-

36. Exceptional items

	Year ended 31 March 2021	Year ended 31 March 2020
Provision for excise duty liability and interest {refer note 23(a)}	**-**	2,897.80
Excise duty refund receivable written off {refer note 23(a)}	**-**	2,099.25
	-	**4,997.05**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

37. Income tax and deferred tax net (assets) / liability

See accounting policy in note 3(o)

		Year ended 31 March 2021	Year ended 31 March 2020
(a)	**Amount recognised in Profit and Loss**		
	Current tax	1,688.85	1,945.87
	Taxes pertaining to earlier years	(41.46)	-
	Income tax	1,647.39	1,945.87
	Deferred tax	399.74	(601.40)
	Deferred tax	399.74	(601.40)
	Tax expense recognised in Statement of Profit and Loss	2,047.13	1,344.47
	Deferred tax in other comprehensive income	9.82	(35.93)
	Tax expense in Total Comprehensive Income	2,056.95	1,308.54
(b)	**Reconciliation of effective tax rate for the year**		
	Profit before tax	7,840.25	4,604.17
	Applicable Income tax rate	25.168%	25.168%
	Tax impact relating to :		
	Computed tax expense	1,973.23	1,158.78
	Income tax of earlier years	(41.46)	-
	Impact of tax rate change	-	114.97
	Non-deductible expenses for tax purposes	78.20	45.33
	Other differences	37.16	25.39
	Tax expense in Statement of Profit and Loss	2,047.13	1,344.47

(c) Movement in deferred tax liabilities and assets balances:

	31 March 2021	31 March 2021
Deferred tax assets (net)	346.88	291.21
Deferred tax liabilities	(985.60)	(1,339.49)
Less: Deferred tax assets	(638.72)	(1,048.28)

(d) Movement in deferred tax (asset) / liability

Movement in deferred tax asset / liability	1 April 2020	Movement through Statement of Profit and Loss	Movement through Other Comprehensive income	31 March 2021
Deferred tax liabilities				
Property, plant and equipment and intangible assets	291.21	55.67	-	346.88
Deferred tax assets				
Provisions for employee benefits	(199.25)	(22.36)	9.82	(211.79)
Expenses allowed for tax purposes when paid	(888.42)	347.77	-	(540.65)
Provisions for Trade receivables	(213.20)	64.93	-	(148.27)
Other temporary differences	(38.62)	(46.27)	-	(84.89)
	(1,048.28)	399.74	9.82	(638.72)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

Movement in deferred tax asset / liability	1 April 2019	Movement through Statement of Profit and Loss	Movement through Other Comprehensive income	31 March 2020
Deferred tax liabilities				
Property, plant and equipment and intangible assets	312.41	(21.20)	-	291.21
Deferred tax assets				
Provisions for employee benefits	(197.31)	33.99	(35.93)	(199.25)
Expenses allowed for tax purposes when paid	(220.90)	(667.52)	-	(888.42)
Provisions for Trade receivables	(225.01)	11.81	-	(213.20)
Other temporary differences	(80.14)	41.52	-	(38.62)
	(410.95)	(601.40)	(35.93)	(1,048.28)

38. Share based payments

(a) Employee stock option scheme

See accounting policy in note 3(y)

The "Greenply Employee Stock Option Plan 2020" (herewith refered to as "ESOP Scheme 2020") was approved by the Nomination and Remuneration Committee (NRC) of Board of Directors of the Company, in their meeting held on 14 August 2020. Approval of the Shareholders were received on 15 October 2020 (for approval of ESOPs) and 23 December 2020 (modification of ESOPs previously approved) with respect to ESOP Scheme 2020. The Scheme is designed to provide incentives to eligible employees to deliver long term returns. Under the Scheme each Option entitles the holder thereof to apply for and be allotted one equity shares of the Company of Re.1 each upon payment of the exercise price at the time of exercise of options by employees. The exercise period commences from the date of vesting of the Options and expires at the end of 4 years from the date of vesting. The options was granted on 17th March 2021 to all the eligible employees.

Vesting schedule of the said options is as follows :-

Mr. Manoj Tulsian, Joint Managing Director & CEO (Options Granted 10,00,000)

- After 12 Months from the date of grant : 35 % of the options granted
- After 24 Months from the date of grant : 35 % of the options granted
- After 30 Months from the date of grant : 30 % of the options granted

For Employees other than Mr. Manoj Tulsian, Joint Managing Director & CEO (Options Granted 3,44,500)

- After 12 Months from the date of grant : 50 % of the options granted
- After 24 Months from the date of grant : 50 % of the options granted

Measurement of fair value

The fair value of ESOP Scheme 2020 as on the date of grant was determined using the Black Scholes Model which takes into account the share price at the measurement date, expected price volatility of the underlying share, the expected dividend yield and risk free interest rate and carrying amount of liability included in employee benefit obligations.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

The fair value of the options and the inputs used in the measurement of fair value as on the grant date are as follows:

Particulars	Vest-1	Vest-2	Vest-3
Grant date	17-Mar-21	17-Mar-21	17-Mar-21
Fair value at grant date (₹)	134.57	137.43	139.04
Share price at grant date (₹)	181.85	181.85	181.85
Exercise price (₹)	55.00	55.00	55.00
Expected volatilty	43.92%	40.73%	40.73%
Expected Life (expected weighted average life)	3.00	4.00	4.51
Expected dividend	0.22	0.22	0.22
Risk free interest rate (based on zero-yield curve for Government Securities)	5.16%	5.59%	5.77%

Expected volatility - since each vest has been considered as a separate grant, we have considered the volatility for periods, corresponding to the expected lives of different vests, prior to the grant date. Volatility has been calculated based on the daily closing market price of the Companys stock price on NSE over the years.

Reconciliation of outstanding share options

	31 March 2021
Number of Options Outstanding at the beginning of the year	-
Number of Options granted during the year	1,344,500
Number of Options forfeited/lapsed during the year	9,500
Number of Options vested during the year	-
Number of Options exercised during the year	-
Number of Shares arising as a result of exercise of options	-
Number of Options outstanding at the end of the year	1,335,000
Number of Options exercisable at the end of the year	-

(b) Expense arising from share based payment transactions

Total expenses arising from share-based payment transactions recognised in Statement of Profit and Loss as part of employee benefit expense are as follows:

Particulars	Year ended 31 March 2021	Year ended 31 March 2020
Expenses on Employees Stock Options Scheme	46.74	-
	46.74	-

39. Earnings per share

	Year ended 31 March 2021	Year ended 31 March 2020
Basic and diluted earnings per share		
(i) Profit for the year, attributable to the equity shareholders	5,793.12	3,259.70
(ii) Weighted average number of equity shares		
- Number of equity shares at the beginning of the year	122,627,395	122,627,395
- Number of equity shares at the end of the year	122,627,395	122,627,395
Weighted average number of equity shares for computing basic earning per share	122,627,395	122,627,395
Weighted average number of equity shares for computing diluted earning per share*	122,627,395	122,627,395
Basic and diluted earnings per share (₹) [(i)/(ii)]	4.72	2.66

** The company during the current year has issued stock options to various employees however the same is anti dilutive in nature hence accordingly there has been no effect in diluted earnings per share for the current year.*

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

40. Contingent liability and commitments

(to the extent not provided for)

	31 March 2021	31 March 2021
Contingent liabilities		
(a) Claims against the Group not acknowledged as debts:		
(i) Excise duty, sales tax and other indirect tax in dispute	3,345.99	2,830.84
(ii) Consumer court cases in dispute	63.76	20.47
b) The Supreme Court, in a judgement dated 28 February 2019, has stipulated the components of salary that need to be taken into account for computing the contribution to provident fund under the Employees Provident Fund Act,1952. The Company is awaiting clarification in interpreting aspects of the judgement and effective date of its application from the government authorities. The Company will account for the impact of the judgement after such clarity and does not expect the impact to be material.		
c) Guarantees outstanding		
(i) Guarantee given to bank in respect of financial assitance to a joint venture company & step down wholly owned subsidiary (refer note 41)	6,909.52	6,850.87
(ii) Standby letter of credit issued on behalf of the Company to secure the financial assistance to its subsidiary (refer note 41)	6,497.24	6,718.10
Guarantee outstanding: The Company has issued guarantee in favour of banker on behalf of its step down subsidiary company Greenply Gabon SA for the purpose of availing term loan.This guarantee was issued in Euro. The Company had issued guarantee in favour of banker on behalf of its joint venture company - Greenply Alkemal (Singapore) Pte. Limited for the purpose of availing working capital loan. This guarantee was issued in USD. The Company had issued Standby letter of credit in favour of banks on behalf of its wholly owned subsidiary company - Greenply Middle East Limited, for the purpose of availing working capital loan. This guarantee was issued in USD.		
Capital and other commitments		
(i) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	487.78	69.49

Claim against the Company not acknowledged as debt:

Cash outflows for the above are determinable only on receipt of judgments pending at various forums/ authorities. The Company has reviewed all its pending litigations and preceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial position.

41. Related party disclosure

a) Related parties where control exists

Wholly owned subsidiary company:

i) Greenply Holdings Pte. Limited, Singapore

ii) Greenply Middle East Limited, Dubai

iii) Greenply Gabon SA, Gabon (Subsidiary of Greenply Middle East Limited, Dubai)

Company in which a Subsidiary is a Joint Venture Partner:

i) Greenply Alkemal (Singapore) Pte. Limited, Singapore
(Joint venture of Greenply Holdings Pte. Limited, Singapore with Alkemal Singapore Pte. Limited, Singapore)

ii) Greenply Industries (Myanmar) Private Limited (Wholly owned subsidiary of Greenply Alkemal (Singapore) Pte. Limited.)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

b) Related parties with whom transactions have taken place during the year.

(i) Key Management Personnel (KMP)

i) Mr. Rajesh Mittal, Chairman cum Managing Director (w.e.f 14 August 2019)

ii) Mr. Sanidhya Mittal, Joint Managing Director (w.e.f 14 August 2019)

iii) Mr. Manoj Tulsian, Joint Managing Director & CEO (w.e.f 11 February 2020)

vi) Mr. Mukesh Agarwal, Chief Financial Officer (w.e.f 14 August 2019)

v) Mr. Kaushal Kumar Agarwal, Company Secretary & Sr. Vice President - Legal

(ii) Non- executive Directors

i) Mr. Susil Kumar Pal, Independent Director

ii) Mr. Vinod Kumar Kothari, Independent Director

iii) Mr. Upendra Nath Challu, Independent Director

iv) Ms. Sonali Bhagwati Dalal, Independent Director

v) Mr. Anupam Kumar Mukerji, Independent Director (resigned w.e.f 01 April 2020)

(iii) Relatives of Key Management Personnel (KMP)

i) Mrs. Karuna Mittal (Wife of Mr. Rajesh Mittal)

ii) Mrs. Surbhi Poddar (Daughter of Mr. Rajesh Mittal)

(iv) Enterprises controlled by Key Management Personnel or their relatives

i) RS Homcon Limited

ii) Mastermind Shoppers Private Limited

iii) Greenlam Industries Limited

iv) Greenpanel Industries Limited

v) Greenply Foundation

vi) RKS Family Foundation

c) Related party transactions

Name of the related party	Nature of transaction	31 March 2021	31 March 2020
Greenply Middle East Limited	Purchase of products	2,119.75	3,036.03
	Commission on guarantee	124.62	137.44
	Interest income	114.33	153.14
	Loan refund	218.10	280.35
Greenply Alkemal (Singapore) Pte. Limited	Purchase of products	399.01	1,112.90
	Commission on guarantee	22.16	21.63
Greenply Gabon SA	Commission on guarantee	33.48	43.91
	Sale of stores and spares	-	28.76
Greenpanel Industries Limited	Purchase of products	36.88	82.81
	Other Income	0.01	-
	Sale of products	71.24	-
Greenlam Industries Limited	Purchase of products	79.42	38.99
Greenply Foundation	Contribution towards corporate social responsibility	236.15	-
RKS Family Foundation	Sale of products	183.79	-
Mr. Rajesh Mittal	Remuneration	369.93	360.72
	Rent paid	4.88	4.17
	Security deposit given	-	2.50

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

Name of the related party	Nature of transaction	31 March 2021	31 March 2020
Mr. Sanidhya Mittal	Remuneration	137.42	146.40
	Rent paid	4.88	4.17
Mr. Manoj Tulsian	Remuneration	283.44	29.81
Mr. Kaushal Kumar Agarwal	Remuneration	59.78	55.34
Mr. Mukesh Agarwal	Remuneration	68.95	66.98
Mr. Anupam Kumar Mukerji	Remuneration	-	16.75
Mr. Susil Kumar Pal	Remuneration	22.60	17.75
Mr. Upendra Nath Challu	Remuneration	22.60	17.50
Mr. Vinod Kumar Kothari	Remuneration	22.60	18.00
Ms. Sonali Bhagwati Dalal	Remuneration	17.40	12.20
Mrs. Karuna Mittal	Rent paid	4.88	4.17
Mrs. Surbhi Poddar	Remuneration	25.55	26.49
Prime Holdings Private Limited	Purchase of Assets	-	578.09
RS Homcon Limited	Rent paid	12.79	12.65
Mastermind Shoppers Private Limited	Rent paid	18.22	18.50

d) Outstanding balances

Name of the related party	Nature of transaction	31 March 2021	31 March 2020
Greenply Middle East Limited	Loan given	1,827.63	2,116.52
	Trade payables	1,574.66	1,182.62
	Guarantee given	6,497.24	6,718.10
	Interest receivable	26.28	36.90
	Commission on guarantee receivable	29.61	33.59
Greenply Alkemal (Singapore) Pte. Limited	Trade payables	74.37	176.73
	Guarantee given	2,193.15	2,267.70
	Commission on guarantee receivable	5.40	5.65
Greenply Gabon SA	Guarantee given	4,716.37	4,583.17
	Commission on guarantee receivable	7.27	11.43
	Trade receivables	-	28.76
Greenlam Industries Limited	Trade payables	-	8.22
Greenpanel Industries Limited	Other receivables	-	114.07
RKS Family Foundation	Trade receivables	183.79	-
Mr. Rajesh Mittal	Remuneration	122.50	-
	Security deposit	2.50	2.50
Mr. Manoj Tulsian	Remuneration	81.50	-
Mr. Sanidhya Mittal	Remuneration	122.50	-
RS Homcon Limited	Security deposit	2.57	2.57
Mastermind Shoppers Private Limited	Security deposit	2.90	2.90

e) Key Management Personnel compensation

Key management personnels compensation comprised of the following:

	31 March 2021	31 March 2020
Nature of transaction		
Short-term employee benefits	855.11	560.88
Other long-term benefits	64.41	98.37
Total compensation to key management personnel	919.52	659.25

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for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

As the future liability for gratuity and compensated encashment is provided on an actuarial basis for the Company as a whole, the amount pertaining to the key management personnel is not ascertainable and, therefore, not included above. Based on the recommendation of the Nomination and Remuneration Committee, all decisions relating to the remuneration of the KMPs are taken by the Board of Directors of the Company, in accordance with shareholders' approval, wherever necessary.

f) Terms and conditions of transactions with related parties

Purchase and sales from/to related parties are made in the ordinary course of business and on terms equivalent to those that prevail in arm's length transactions with other vendors. Outstanding balances at the year-end is unsecured and settlement occurs in cash.

The Company has not recorded any impairment of receivables relating to amounts owed by a related parties. This assessment is undertaken in each financial year through examining the financial position of the related parties and the market in which the related party operates.

The loan given to related parties are on terms at arm's length price. Outstanding balances at the year-end is unsecured and settlement occurs in cash. The interest on loan given to subsidaries is fixed at arm length rate at 12 months USD Libor plus 500 basis points.

The guarantee given to related parties are on terms at arm's length price. The commission on such guarantee has been recovered at arm length price as per safe harbour rules of Income Tax Act,1961.

g) Details of loans, investments and guarantee covered under Section 186(4) of the Companies Act, 2013

(i) Details of loans

Loan given to Greenply Middle East Limited bears interest rate of 12 months USD Libor plus 5% p.a. and is repayable at various dates on or before 11 February 2024 and the said loan has been given for business requirements. (refer note 10).

(ii) Details of investments

Particulars of investments as required under Section 186(4) of the Companies Act, 2013 have been disclosed in note 8.

(iii) Details of guarantee given / (closed) during the year :

Nature and purpose of guarantee given along with closing balances have been disclosed in note 40.

Name of the Company	Date of undertaking	Purpose	31 March 2021
Nil	Nil	Nil	Nil

Name of the Company	Date of undertaking	Purpose	31 March 2020
Greenply Middle East Limited	25 January 2020	Short-term loan facility	755.90
Greenply Middle East Limited	04 December 2019	Short-term loan facility	(795.55)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

42. Accounting classifications and fair values

See accounting policy in note 3(c) and 3(w)

The fair values of financial assets and liabilities, together with the carrying amounts shown in the Standalone Balance Sheet are as follows:

	31 March 2021		31 March 2020	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial assets at amortised cost				
Investments	4,222.22	4,222.22	4,222.22	4,222.22
Loans and deposits	2,327.81	2,327.81	2,576.05	2,576.05
Other financial assets	1,449.49	1,449.49	1,115.88	1,115.88
Trade receivables	16,332.22	16,332.22	30,792.56	30,792.56
Cash and cash equivalents	1,427.54	1,427.54	934.57	934.57
Other bank balances	10,984.89	10,984.89	31.00	31.00
	36,744.17	36,744.17	39,672.28	39,672.28
Financial assets at fair value through profit and loss				
Level 1				
Investments	0.54	0.54	0.24	0.24
Level 2				
Derivatives	-	-	137.00	137.00
Level 3				
Investments	313.38	313.38	209.00	209.00
	313.92	313.92	346.24	346.24
Total Financial Assets	37,058.09	37,058.09	40,018.52	40,018.52
Financial liabilities at amortised cost				
Borrowings (including current maturities of non current borrowings)	5,850.65	5,850.65	14,308.80	14,308.80
Lease liabilites	1,121.47	1,121.47	1,145.24	1,145.24
Other financial liabilities (excluding current maturities of non current borrowings)	1,656.79	1,656.79	1,309.22	1,309.22
Trade payables	20,037.72	20,037.72	21,841.10	21,841.10
	28,666.63	28,666.63	38,604.36	38,604.36
Financial liabilities at fair value through profit and loss				
Level 2				
Derivatives (refer note 25)	32.05	32.05	-	-
	32.05	32.05	-	-
Total Financial Liabilities	28,698.68	28,698.68	38,604.36	38,604.36

43. Fair value measurement

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

The Company has established the following fair value hierarchy that categories the value into 3 levels. The inputs to valuation techniques used to measure fair value of financial instruments are:

Level 1: The hierarchy uses quoted prices in active markets for identical assets or liabilities. The fair value of all bonds which are traded in the stock exchanges is valued using the closing price or dealer quotations as at the reporting date.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

Level 2: The fair value of financial instruments that are not traded in an active market (for example traded bonds, over the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on company specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

Financial assets and liabilities measured at fair value - recurring fair value measurements are as follows:

	31 March 2021	31 March 2020
Financial assets - Level 1		
Investments	0.54	0.24
Financial assets - Level 2		
Derivatives	-	137.00
Financial assets - Level 3		
Investments	313.38	209.00
Financial liabilities - Level 2		
Derivatives	32.05	-

The management assessed that trade receivables, cash and cash equivalent, other bank balances, trade payable, cash credits and other financial assets and liabilities approximate their carrying amounts largely due to the current maturities of these instruments.

The following methods and assumptions were used to estimate the fair values:

(a) The fair value of the quoted investments are based on market price at the respective reporting date.

(b) The fair value of derevatives (forward foreign exchange contracts,etc) is calculated as the present value determined using forward exchange rates and interest rate curve of the respective currencies based on report obtained from banking partners.

(c) The fair value of unquoted investments included in level 3 is determined using discounted cash flows, net asset value approach. Significant unobservable inputs comprise long term growth rates, market conditions of the specific industry etc. However, the changes in the fair values due to changes in unobservable inputs will not be material to the financial statements.

There were no tranfer of financial assets or liabilities measured at fair value between level 1 and level 3, or tranfer into or out of level 3 during the year ended 31 March 2021 and 31 March 2020.

44. Financial risk management

The Company has exposure to the following risks arising from financial instruments:

(i) Credit risk

(ii) Liquidity risk

(iii) Market risk"

Risk management framework

The Company's principal financial liabilities, other than derivatives, comprises of borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company operations. The Company's principal financial assets, other than derivatives include trade and other receivables, investments and cash and cash equivalents that derive directly from its operations.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

The Company's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Company's primary risk management focus is to minimise potential adverse effects of market risk on its financial performance.

The Company uses derivative financial instruments to mitigate foreign exchange related risk exposures. The Company's exposure to credit risk is influenced mainly by the individual characteristic of each customer and the concentration of risk from the top few customers. The Company's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities.

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital.

The sources of risks which the Company is exposed to and their management is given below:

Risk	Exposure Arising from	Measurement	Management
Credit risk	Trade receivables, Investments, Derivative financial instruments, Loans and deposits	Ageing analysis, Credit rating	Diversification of Credit limit and credit worthiness monitoring, credit based approval process.
Liquidity risk	Borrowings and Other liabilities	Rolling cash flow forecasts	Adequate unused credit lines and borrowing facilities.
Market risk Foreign exchange risk	Committed commercial transaction Financial asset and liabilities not denominated in INR	Sensitivity analysis	Forward foreign exchange contracts.
Interest rate	Borrowings at variable rates	Sensitivity analysis Interest rate movements	The company has laid policies and guidelines to minimise impact of interest rate risk.

(i) Credit risk

Credit risk is the risk of financial loss of the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally form the Company receivables from customers and loans. Credit arises when a customer or counterparty does not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing/ investing activities, including deposits with bank, foreign exchange transactions and financial guarantees. The Company has no significant concentration of credit risk with any counterparty. The carrying amount of financial assets represent the maximum credit risk exposure.

Trade receivable

The management has established a credit policy under which each new customer is analysed individually for creditworthiness before the Company's standard payment and delivery terms and conditions are offered. The Company's review includes external ratings, if they are available, financial statements, credit agency information, industry information and in some cases bank references.

Exposure to credit risks

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry. Details of concentration percentage of revenue generated from top customer and top five customers are stated below:

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

Particulars	31 March 2021	31 March 2020
Revenue from top customer	4.61%	4.54%
Revenue from top five customers	9.06%	8.94%

Trade receivables are primarily unsecured and are derived from revenue earned from customers. Credit risk is managed through credit approvals, establishing credit limits and by continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. As per simplified approach, the Company makes provision of expected credit losses on trade receivables using a provision matrix to mitigate the risk of default payments amd makes appropriate provisions at each reporting date whenever it is for longer period and involves higher risk. The movement of expected credit loss provision is as follows:

Particulars	Year ended 31 March 2021	Year ended 31 March 2020
Balance at the beginning	730.72	504.63
Movement in loss allowance	(296.55)	226.09
Balance at the end	434.17	730.72

(ii) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Company's finance team is responsible for liquidity, finding as well as settlement management. In addition, Processes and policies related to such risks are overseen by senior management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows.

The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Exposure to liquidity risk

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

31 March 2021	< 1 year	1 - 5 years	> 5 years	Total
Borrowings (including current maturities)*	2,977.00	3,475.05	-	6,452.05
Trade payables	20,037.72	-	-	20,037.72
Lease liabilites*	263.19	869.95	344.87	1,478.01
Other financial liabilities	1,624.39	1.00		1,625.39
Derivatives	32.05	-	-	32.05
	24,934.35	4,346.00	344.87	29,625.22

31 March 2020	< 1 year	1 - 5 years	> 5 years	Total
Borrowings (including current maturities)*	12,224.06	2,684.86	-	14,908.92
Trade payables	21,841.10	-	-	21,841.10
Lease liabilites*	255.89	919.06	344.87	1,519.82
Other financial liabilities	1,259.58	1.00	-	1,260.58
	35,580.63	3,604.92	344.87	39,530.42

** including estimated interest*

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

(iii) Market risk

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, commodity prices, equity prices and other market changes that effect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and borrowings. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the management.

(a) Currency risk

Foreign currency risk is the risk impact related to fair value or future cash flows of an exposure in foreign currency, which fluctuate due to changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the foreign currency borrowings, import of raw materials and spare parts, capital expenditure, exports of finished goods. The Company evaluates exchange rate exposure arising from foreign currency transactions. The Company follows established risk management policies and standard operating procedures. It uses derivative instruments like foreign currency swaps and forwards to hedge exposure to foreign currency risk.

Exposure to currency risk

The Company's exposure to foreign currency at the end of the reporting period are as follows:

Particulars	Currency	31 March 2021		31 March 2020	
		Amount in Foreign currency in Lakhs	₹ in Lakhs	Amount in Foreign currency in Lakhs	₹ in Lakhs
- Hedged exposures *					
Borrowings - Buyers credit	USD	3.71	271.05	20.60	1,557.37
			271.05		1,557.37
Trade payables	USD	32.44	2,371.82	25.28	1,910.65
			2371.82		1,910.65
- Unhedged exposures					
Borrowings - Buyers credit	USD	-	-	0.98	74.45
			-		74.45
Trade payables	EURO	0.29	24.74	0.62	51.50
	USD	2.97	217.12	10.36	783.05
			241.86		834.55
Cash and cash equivalents	USD	-	-	0.06	4.69
			-		4.69
Loans to subsidaries	USD	25.00	1,827.63	28.00	2,116.52
			1,827.63		2,116.52
Trade receivables	USD	-	-	0.38	28.76

** These foreign exchange liabilities are covered with forward contract having a maturity of less than one year.*

Sensitivity analysis

A reasonably possible strengthening (weakening) of the USD and EURO against Indian Rupee at 31 March would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss by the amount shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

Particulars	Effect	Nature	31 March 2021	31 March 2020
USD (1% Movement)	Strengthening	Increase in Profit	16.11	12.92
USD (1% Movement)	Weakening	Decrease in Profit	(16.11)	(12.92)
USD (1% Movement)	Strengthening	Increase in Equity, net of tax	12.06	9.67
USD (1% Movement)	Weakening	Decrese in Equity, net of tax	(12.06)	(9.67)
EUR (1% Movement)	Strengthening	Increase in Profit	(0.25)	(0.51)
EUR (1% Movement)	Weakening	Decrease in Profit	0.25	0.51
EUR (1% Movement)	Strengthening	Increase in Equity, net of tax	(0.19)	(0.38)
EUR (1% Movement)	Weakening	Decrese in Equity, net of tax	0.19	0.38

(b) 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 exposure to the risk of changes in market interest rates related primarily to the Company's current borrowing with floating interest rates. The Company constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

Exposure to interest rate risk

The interest rate profile of the Company's interest bearing financial instruments at the end of the reporting period are as follows:

Particulars	31 March 2021	31 March 2020
Fixed rate instruments		
Financial assets	-	-
Financial liabilities	(402.21)	(6,170.12)
	(402.21)	(6,170.12)
Variable rate instruments		
Financial assets	1,827.63	2,116.52
Financial liabilities	(4,723.44)	(7,488.68)
	(2,895.81)	(5,372.16)

Sensitivity analysis

Fixed rate instruments that are carried at amortised cost are not subject to interest rate risk for the purpose of sensitive analysis.

A reasonably possible change of 100 basis points in variable rate instruments at the reporting dates would have increased or decreased profit or loss by the amounts shown below:

Particulars	Effect	Nature	31 March 2021	31 March 2020
Variable rate instruments	Strengthening	Decrease in Profit	(28.96)	(53.72)
	Weakening	Increase in Profit	28.96	53.72
	Strengthening	Decrese in Equity, net of tax	(21.67)	(40.20)
	Weakening	Increase in Equity, net of tax	21.67	40.20
Cash flow sensitivity (net)	Strengthening	Decrease in Profit	(28.96)	(53.72)
	Weakening	Increase in Profit	28.96	53.72
	Strengthening	Decrese in Equity, net of tax	(21.67)	(40.20)
	Weakening	Increase in Equity, net of tax	21.67	40.20

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

45. Capital management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The management monitors the return on capital, as well as the level of dividends to equity shareholders.

The Company's objective when managing capital are to: (a) to maximise shareholders value and provide benefits to other stakeholders and (b) maintain an optimal capital structure to reduce the cost of capital.

For the purpose of the Company's capital management, capital includes issued equity share capital and other equity reserves attributable to the equity holders.

The Company monitors capital using debt-equity ratio, which is total debt less liquid investments divided by total equity.

Particulars	31 March 2021	31 March 2020
Total debt (Bank and other borrowings) (refer note 21 and 22)	5,850.65	14,308.80
Less: Cash and cash equivalents (refer note 14)	1,427.54	934.57
Adjusted net debt	4,423.11	13,374.23
Equity (refer note 19 and 20)	41,074.49	35,695.93
Debt to Equity (net)	0.11	0.37

In addition the Company has financial covenants realting to the banking facilities that it has taken from all the lenders like interest service coverage ratio, Debt to EBITDA, current ratio etc. which is maintained by the Company.

46. Segments information (Ind AS 108)

In accordance with Ind AS 108 "Operating Segments", segment information has been given in the consolidated financial statements of the Company, and therefore, no separate disclosure on segment information is given in these standalone financial statements.

47. The Company has established a comprehensive system of maintenance of information and documents as required by the transfer pricing regulations under Sections 92-92F of the Income-Tax Act, 1961. Since the law requires existence of such information and documentation to be contemporaneous in nature, the Company continuously updates its documents for the international transactions entered into with the associated enterprises during the financial year. The management is of the opinion that its international transactions are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense for the year and that of provision for taxation.

48. Due to Micro enterprises and small enterprises

		31 March 2021	31 March 2020
(a)	the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;		
	- Principal	49.89	184.16
	- Interest	-	-
(b)	the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 , along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	190.83	-
(c)	the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	1.36	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

	31 March 2021	31 March 2020
(d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	1.36	-
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

49. Government grant (Ind AS 20): Other operating revenue includes incentives against scheme of budgetary support under Goods and Services Tax Regime for the units set-up in Tizit, Nagaland of ₹ **371.70 lakhs** (31 March 2020 ₹ 460.78 lakhs).

50. Distribution made and proposed dividend

	Year ended 31 March 2021	Year ended 31 March 2020
Cash dividend on equity shares declared and paid		
Final dividend for the year ended on 31 March 2020:	490.51	490.51
₹ 0.40 per share (31 March 2019: ₹ 0.40 per share)		
Dividend distribution tax on final dividend	-	100.83
Total dividend paid	490.51	591.34
Proposed dividend on equity shares		
Final dividend for the year ended on 31 March 2021:	490.51	490.51
₹ 0.40 per share (31 March 2020: ₹ 0.40 per share)		
Total dividend proposed	490.51	490.51

Proposed dividends on equity shares are subject to approval by the shareholders at the ensuing annual general meeting and are not recognised as a liability as at 31 March 2021.

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Jayanta Mukhopadhyay
Partner
Membership No. 055757

Place : Kolkata
Date : 14th June 2021

For and on behalf of Board of Directors of
Greenply Industries Limited
CIN: L20211AS1990PLC003484

Rajesh Mittal
Chairman cum Managing Director
DIN No. 00240900

Manoj Tulsian
Joint Managing Director & CEO
DIN No. 05117060

Mukesh Agarwal
Chief Financial Officer

Kaushal Kumar Agarwal
Company Secretary & Sr. VP-Legal

Place : Kolkata
Date : 14th June 2021

INDEPENDENT AUDITORS' REPORT

To
The Members of
Greenply Industries Limited

Report on the Audit of Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Greenply Industries Limited (hereinafter referred to as the 'Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), and its joint ventures, which comprise the consolidated balance sheet as at 31 March 2021, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements of such subsidiaries and joint ventures as were audited by the other auditors, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its joint ventures as at 31 March 2021, of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and its joint ventures in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in the "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Description of Key Audit Matter

Revenue recognition – dealers' incentives

See note 3(k) and 27 to the consolidated financial statements

The key audit matter	How the matter was addressed in our audit
The Holding Company gives incentives to its dealers through various schemes.	In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence:
Due to various schemes and a large variety of contractual terms across dealers, the computation of estimation of these incentives is becomes complex and involves significant judgement . The amount of such incentive is also significant. In view of the above, we determined this matter to be a key audit matter.	• Evaluated the appropriateness of the Holding Company's accounting policy relating to the incentives to its dealers; • Evaluated the design and implementation of key internal controls over computation of incentives and actual utilisation against the corresponding liability. We also tested the operating effectiveness of such controls for a sample of transactions; • Performed retrospective review of the management's estimate by comparing utilisation of incentives with previously recognised corresponding liability. We also considered the developments during the year and subsequent to the year-end (including the impact of COVID 19) that would significantly affect the measurement of the year end incentive liability.

Other Information

The Holding Company's management and Board of Directors are responsible for the Other Information. The Other Information comprises the information included in the Holding Company's annual report, but does not include the consolidated financial statements and our auditors' report thereon.

Our opinion on the consolidated financial statements does not cover the Other Information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the Other Information and, in doing so, consider whether the Other Information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this Other Information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group including its joint ventures in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group and of its joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company. and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group and of its joint ventures are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its joint ventures are responsible for overseeing the financial reporting process of each company.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on the internal financial controls with reference to the consolidated financial statements and the operating effectiveness of such controls based on our audit.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.

- Conclude on the appropriateness of Management and Board of Directors' use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group and its joint ventures to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group and its joint ventures to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in the section titled 'Other Matter' in this audit report.

We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

We did not audit the financial statements of three (3) subsidiaries, whose financial statements reflect total assets of ₹ 30,990.75 lakhs as at 31 March 2021, total revenues of ₹ 28,441.96 lakhs and net cash outflows amounting to ₹ 602.56 lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss (and other comprehensive income) of ₹ 236.53 lakhs for the year ended 31 March 2021, in respect of 2 joint ventures, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint ventures, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and joint ventures is based solely on the audit reports of the other auditors.

These subsidiaries and joint ventures are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial statements of such subsidiaries and joint ventures located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries and joint ventures located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

A. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statements of such subsidiaries and joint ventures as were audited by other auditors, as noted in the 'Other Matter' paragraph, we report, to the extent applicable, 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 purposes of our audit of the aforesaid consolidated financial statements.

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

c) The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under section 133 of the Act.

e) On the basis of the written representations received from the directors of the Holding Company as on 31 March 2021 taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding Company is disqualified as on 31 March 2021 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 with reference to consolidated financial statements of the Holding Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

B. With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiaries and joint ventures, as noted in the 'Other Matter' paragraph:

i. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2021 on the consolidated financial position of the Group and its joint ventures. Refer Note 8 and Note 40 (a),(b),(c) to the consolidated financial statements.

ii. The Group and its joint ventures did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended 31 March 2021.

iii. There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Holding Company during the year ended 31 March 2021.

iv. The disclosures in the consolidated financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these consolidated financial statements since they do not pertain to the financial year ended 31 March 2021.

C. With respect to the matter to be included in the Auditors' report under section 197(16):

In our opinion and according to the information and explanations given to us, the remuneration paid by the Holding Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's registration number: 101248W/W-100022

Jayanta Mukhopadhyay
Partner
Place: Kolkata — Membership no: 055757
Date: 14 June 2021 — ICAI UDIN: 21055757AAAACC2716

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS OF GREENPLY INDUSTRIES LIMITED FOR THE YEAR ENDED 31 MARCH 2021

Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

[Referred to in paragraph (A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Opinion

In conjunction with our audit of the consolidated financial statements of the Group as of and for the year ended 31 March 2021, we have audited the internal financial controls with reference to consolidated financial statements of Greenply Industries Limited (hereinafter referred to as "the Holding Company").

In our opinion, the Holding Company, have, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at 31 March 2021, based on the internal financial controls with reference to consolidated financial statements criteria established by the Holding Company considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Holding Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note. 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 Holding 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 Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. 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 with reference to consolidated financial statements were 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of the internal controls based on the assessed risk. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the consolidated 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 with reference to consolidated financial statements.

Meaning of Internal Financial controls with Reference to Consolidated Financial Statements

A company's internal financial controls with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to consolidated 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 consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the 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 consolidated financial statements.

Inherent Limitations of Internal Financial controls with Reference to Consolidated Financial Statements

Because of the inherent limitations of internal financial controls with reference to consolidated 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 with reference to consolidated financial statements to future periods are subject to the risk that the internal financial controls with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**
Chartered Accountants
Firm's registration number: 101248W/W-100022

Jayanta Mukhopadhyay
Partner
Place: Kolkata — Membership no: 055757
Date: 14 June 2021 — ICAI UDIN: 21055757AAAACC2716

CONSOLIDATED BALANCE SHEET

as at March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

	Note	March 31, 2021	March 31, 2020
Assets			
(1) Non-current assets			
(a) Property, plant and equipment	4	**27,923.48**	27,839.43
(b) Capital work-in-progress	6	**624.35**	516.58
(c) Right of use assets	5	**2,771.91**	2,916.66
(d) Intangible assets	7	**149.86**	671.85
(e) Investments accounted for using the equity method	8	**1,938.01**	2,174.54
(f) Financial assets			
(i) Investments	9	**313.92**	209.24
(ii) Loans and deposits	10	**109.15**	162.05
(iii) Other financial assets	17	**310.07**	-
(g) Non-current tax assets (net)	11	**1,167.90**	1,307.77
(h) Deferred tax assets (net)	37	**638.72**	1,048.28
(i) Other non-current assets	16	**1,374.90**	1,220.50
Total non-current assets		**37,322.27**	38,066.90
(2) Current assets			
(a) Inventories	12	**17,919.80**	17,710.08
(b) Financial assets			
(i) Trade receivables	13	**19,390.00**	35,651.39
(ii) Cash and cash equivalents	14	**1,813.30**	994.39
(iii) Bank balances other than cash and cash equivalents	15	**10,984.89**	31.00
(iv) Loans and deposits	10	**427.77**	331.82
(v) Derivatives	25	**-**	137.00
(vi) Other financial assets	17	**1,076.26**	1,045.39
(c) Other current assets	18	**2,578.74**	2,251.00
Total current assets		**54,190.76**	58,152.07
Total assets		**91,513.03**	96,218.97
Equity and liabilities			
Equity			
(a) Equity share capital	19	**1,226.27**	1,226.27
(b) Other equity	20	**42,444.83**	36,565.07
Total equity		**43,671.10**	37,791.34
Liabilities			
(1) Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	21	**7,208.43**	5,808.62
(ii) Lease liabilities	5	**858.28**	909.62
(iii) Other financial liabilities	22	**1.00**	1.00
(b) Provisions	23	**545.67**	517.59
Total non-current liabilities		**8,613.38**	7,236.83
(2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	21	**8,507.40**	17,902.60
(ii) Lease liabilites	5	**263.19**	235.62
(iii) Trade payables	24		
Total outstanding dues of micro and small enterprises		**49.89**	184.16
Total outstanding dues of creditors other than micro and small enterprises		**20,380.61**	22,986.85
(iv) Derivatives	25	**32.05**	-
(v) Other financial liabilities	22	**5,953.17**	5,130.28
(b) Other current liabilities	26	**2,463.24**	1,791.76
(c) Provisions	23	**1,579.00**	2,959.53
Total current liabilities		**39,228.55**	51,190.80
Total liabilities		**47,841.93**	58,427.63
Total equity and liabilities		**91,513.03**	96,218.97

Significant accounting policies 3

The accompanying notes form an integral part of the consolidated financial statements

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Jayanta Mukhopadhyay
Partner
Membership No. 055757

Place : Kolkata
Date : 14th June 2021

For and on behalf of Board of Directors of
Greenply Industries Limited
CIN: L20211AS1990PLC003484

Rajesh Mittal
Chairman cum Managing Director
DIN No. 00240900

Manoj Tulsian
Joint Managing Director & CEO
DIN No. 05117060

Mukesh Agarwal
Chief Financial Officer

Kaushal Kumar Agarwal
Company Secretary & Sr. VP-Legal

Place : Kolkata
Date : 14th June 2021

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

		Note	Year ended March 31, 2021	Year ended March 31, 2020
I.	Revenue from operations	27	**116,534.44**	142,042.69
II.	Other income	28	**676.92**	204.00
III.	**Total income (I+II)**		**117,211.36**	142,246.69
IV.	**Expenses**			
	Cost of materials consumed	29	**42,891.74**	54,521.15
	Purchase of stock in trade	30	**26,041.44**	29,331.55
	Changes in inventories of finished goods, work-in-progress and stock in trade	31	**(524.55)**	(304.13)
	Employees benefits expense	32	**14,946.44**	16,291.55
	Finance costs	33	**1,664.97**	2,079.39
	Depreciation and amortisation expense	34	**2,307.89**	2,571.91
	Other expenses	35	**21,508.55**	26,639.42
	Total expenses (IV)		**108,836.48**	131,130.84
V.	Share of profit/(loss) of a joint venture		**(236.53)**	(49.26)
Vi.	**Profit before exceptional items and tax (III-IV+V)**		**8,138.35**	11,066.59
VII.	**Exceptional items**	36	**-**	(4,997.05)
VIII.	**Profit before tax (VI-VII)**		**8,138.35**	6,069.54
	Tax expense	37		
	Current tax [including taxes pertaining to earlier years ₹ **41.46 lakhs** (Previous Year: ₹ Nil)]		**(1,647.39)**	(1,945.87)
	Deferred tax (charge)/credit		**(399.74)**	601.40
iX.	**Tax expense**		**(2,047.13)**	(1,344.47)
X.	**Profit for the year (VIII+IX)**		**6,091.22**	4,725.07
XI.	**Other comprehensive income**			
	Items that will not be reclassified subsequently to profit or loss:			
	Remeasurements of defined benefit (asset)		**39.03**	(142.78)
	Income tax relating to items that will not be reclassified to profit or loss		**(9.82)**	35.93
	Other comprehensive income not to be reclassified subsequently to profit or loss (net of tax)		**29.21**	(106.85)
	Items that will be reclassified subsequently to profit or loss:			
	Exchange differences in translating financial statements of foreign operations reclassified to profit or loss		**-**	-
	Exchange differences in translating financial statements of foreign operations		**203.10**	242.07
	Net other comprehensive income to be reclassified subsequently to profit or loss		**203.10**	242.07
	Other comprehensive income for the year (net of tax)		**232.31**	135.22
XII.	**Total comprehensive income for the year attributable to owners of the company (X+XI)**		**6,323.53**	4,860.29
XIII.	**Earnings per equity share**	39		
	[Face value of equity share ₹ **1 each** (previous year ₹ 1 each)]			
	- Basic (₹)		**4.97**	3.85
	- Diluted (₹)		**4.97**	3.85

Significant accounting policies 3

The accompanying notes form an integral part of the consolidated financial statements

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Jayanta Mukhopadhyay
Partner
Membership No. 055757

Place : Kolkata
Date : 14th June 2021

For and on behalf of Board of Directors of
Greenply Industries Limited
CIN: L20211AS1990PLC003484

Rajesh Mittal
Chairman cum Managing Director
DIN No. 00240900

Manoj Tulsian
Joint Managing Director & CEO
DIN No. 05117060

Mukesh Agarwal
Chief Financial Officer

Kaushal Kumar Agarwal
Company Secretary & Sr. VP-Legal

Place : Kolkata
Date : 14th June 2021

CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

		Year ended March 31, 2021	Year ended March 31, 2020
A.	**Cash flows from operating activities**		
	Profit before Tax	8,138.35	6,069.54
	Adjustments for:		
	Depreciation and amortisation expense	2,307.89	2,571.91
	Finance costs	1,664.97	2,079.39
	(Gain)/Loss on fair valuation of quoted investments	(19.68)	0.25
	Loss allowance on trade receivables (net)	(127.31)	397.93
	Loss on sale/discard of property, plant and equipment and intangible assets	76.99	52.28
	Liability no longer required written back	(28.49)	(77.67)
	Interest income	(321.42)	(68.14)
	Commission on guarantee given to joint venture	(22.16)	(21.63)
	Unrealised foreign exchange fluctuations (net)	(66.28)	160.56
	Share of (profit)/loss from a joint venture	236.53	49.26
	Share based payment expense	46.74	-
	Cash generated from operation before working capital changes	3,747.78	5,144.14
	Operating cash flows before working capital changes	11,886.13	11,213.68
	Working capital adjustments:		
	Decrease/(Increase) in trade receivables	16,387.36	(5,544.36)
	(Increase)/Decrease in other non- current financial assets	(306.58)	2,348.89
	Decrease/(Increase) in other non current assets and loans	103.64	(423.70)
	(Increase)/Decrease in other current financial assets	(31.12)	(178.96)
	(Increase)/Decrease in other current assets and loans	(423.47)	331.43
	(Increase) in inventories	(209.72)	(766.37)
	(Decrease)/Increase in trade payables	(2,689.63)	53.65
	(Decrease) in other non current financial liabilities	-	(430.08)
	Increase in other current financial liabilities	455.60	5.43
	Increase/(Decrease) in other current liabilities	671.48	(792.72)
	(Decrease)/Increase in provisions	(1,557.26)	2,782.25
		12,400.30	(2,614.54)
	Cash generated from operations	24,286.43	8,599.14
	Income tax paid (net)	(1,507.52)	(2,835.03)
	Net cash generated from operating activities	22,778.91	5,764.11
B.	**Cash flows from investing activities**		
	Acquisition of property, plant and equipment and capital work-in-progress	(2,262.73)	(5,592.88)
	Acquisition of intangible assets	(0.80)	(75.48)
	Proceeds from sale of property, plant and equipment and intangible assets	495.43	75.55
	Payments for purchase of investments	(85.00)	(280.00)
	Proceeds from sale of investments	-	71.00
	(Investment) in fixed deposits with banks (having maturity of more than 3 months)	(10,954.24)	(2.31)
	Commission received on guarantee given to joint venture	22.41	15.98
	Interest received	317.72	68.14
	Net cash used in investing activities	(12,467.21)	(5,720.00)
C.	**Cash flows from financing activities**		
	Proceeds from non-current borrowings	5,098.58	181.08
	(Repayment)/Proceeds from current borrowings	(8,945.76)	2,841.54
	(Repayment) of non current borrowings	(3,272.97)	(2,376.12)
	Interest paid	(1,441.55)	(1,789.79)
	Repayment towards lease liabilities including interest	(163.96)	(164.37)

CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

	Year ended March 31, 2021	Year ended March 31, 2020
Dividend paid	(490.51)	(490.51)
Dividend distribution tax paid	-	(100.83)
Net cash used in financing activities	(9,216.17)	(1,899.00)
Net increase / (decrease) in cash and cash equivalents (A+B+C)	1,095.53	(1,854.89)
Cash and cash equivalents at beginning of the year (less bank overdrafts) (refer note 14)	(1,569.04)	414.30
Effect of exchange rate fluctuations on cash held	82.29	(128.45)
Cash and cash equivalents as at end of the year (refer note 14)	(391.22)	(1,569.04)

Notes:

(i) Consolidated Statement of Cash Flows has been prepared under the indirect method as set out in Ind AS 7 specified under Section 133 of the Companies Act, 2013.

(ii) Acquisition of property, plant and equipment includes movements of capital work-in-progress (including capital advances and liability for capital goods) during the year.

(iii) Cash and cash equivalents includes bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

(iv) Change in liabilities arising from financing activities:

Particulars	**As on 1 April 2020**	**Cash flows**	**Fair value changes**	**As on 31 March 2021**
Non-current Borrowings including current maturities (refer note 21)	8,838.50	1,825.61	-	10,664.11
Current Borrowings (refer note 21)	15,339.17	(8,945.76)	(90.53)	6,302.88

Particulars	As on 1 April 2019	Cash flows	Fair value changes	As on 31 March 2020
Non-current Borrowings including current maturities (refer note 21)	10,887.14	(2,195.04)	146.41	8,838.50
Current Borrowings (refer note 21)	12,497.62	2,841.54	-	15,339.17

The following is the movement in lease liabilities during the year

Particulars	**March 31, 2021**	**March 31, 2020**
Opening Balance	1,145.24	-
On account of adoption of Ind AS 116	-	1,001.86
Additions	29.53	185.09
Interest on lease liabilities	114.81	124.26
Disposals/ cancelled	4.15	1.60
Payment of lease liabilities	163.96	164.37
Closing Balance	1,121.47	1,145.24

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Jayanta Mukhopadhyay
Partner
Membership No. 055757

Place : Kolkata
Date : 14th June 2021

For and on behalf of Board of Directors of
Greenply Industries Limited
CIN: L20211AS1990PLC003484

Rajesh Mittal
Chairman cum Managing Director
DIN No. 00240900

Manoj Tulsian
Joint Managing Director & CEO
DIN No. 05117060

Mukesh Agarwal
Chief Financial Officer

Kaushal Kumar Agarwal
Company Secretary & Sr. VP-Legal

Place : Kolkata
Date : 14th June 2021

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

a) Equity share capital

Particulars	Note	Amount
Balance as at 1 April 2019		1,226.27
Changes in equity share capital during the year	19	-
Balance as at 31 March 2020		**1,226.27**
Changes in equity share capital during the year	19	-
Balance as at 31 March 2021		**1,226.27**

b) Other equity

Particulars	Note	Reserves and surplus		Items of OCI	Total
		Retained earnings	Share options outstanding reserve	Exchange differences on translation	
Balance as at 1 April 2019		32,409.78	-	(113.66)	32,296.12
Total comprehensive income for the year ended 31 March 2019					
Profit for the year		4,725.07	-	-	4,725.07
Other comprehensive income (net of tax)		(106.85)	-	242.07	135.22
Total comprehensive income		4,618.22	-	242.07	4,860.29
Transactions with owners, recorded directly in equity					
Contributions by and distributions to owners					
Final dividend on equity shares	50	(490.51)	-	-	(490.51)
Dividend distribution tax on final dividend	50	(100.83)	-	-	(100.83)
Total contributions by and distributions to owners		(591.34)	-	-	(591.34)
Total transactions with owners		(591.34)	-	-	(591.34)
Balance as at 31 March 2020		36,436.66	-	128.41	36,565.07
Balance as at 1 April 2020		**36,436.66**	**-**	**128.41**	**36,565.07**
Total comprehensive income for the year ended 31 March 2020					
Profit for the year		**6,091.22**	**-**	**-**	**6,091.22**
Other comprehensive income (net of tax)		**29.21**	**-**	**203.10**	**232.31**
Total comprehensive income		**6,120.43**	**-**	**203.10**	**6,323.53**
Transactions with owners, recorded directly in equity					
Contributions by and distributions to owners					
Final dividend on equity shares	**50**	**(490.51)**	**-**	**-**	**(490.51)**
Total contributions by and distributions to owners		**(490.51)**	**-**	**-**	**(490.51)**
Total transactions with owners		**(490.51)**	**-**	**-**	**(490.51)**
Recognition of share based payment expense			**46.74**		**46.74**
Balance as at 31 March 2021		**42,066.58**	**46.74**	**331.51**	**42,444.83**

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

Description, nature and purpose of reserve:

(i) **Retained earnings:** Retained earnings are the profits by the group has earned till date, less any transfer to general reserve, dividends or other distributions paid to shareholders. It also includes remeasurement gain/loss of defined benefit plan.

(ii) **Other comprehensive income (OCI):** It comprises of exchange differences in translating financial statements of foreign operations.

(iii) **Share options outstanding reserve:** This reserve relates to stock options granted by the group to eligible employees under Greenply Employee Stock Option Plan 2020 (Scheme). This reserve is transferred to securities premium or retained earnings on exercise or cancellations of vested options.

Significant accounting policies 3

The accompanying notes form an integral part of the consolidated financial statements

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Jayanta Mukhopadhyay
Partner
Membership No. 055757

Place : Kolkata
Date : 14th June 2021

For and on behalf of Board of Directors of
Greenply Industries Limited
CIN: L20211AS1990PLC003484

Rajesh Mittal
Chairman cum Managing Director
DIN No. 00240900

Manoj Tulsian
Joint Managing Director & CEO
DIN No. 05117060

Mukesh Agarwal
Chief Financial Officer

Kaushal Kumar Agarwal
Company Secretary & Sr. VP-Legal

Place : Kolkata
Date : 14th June 2021

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

1. Reporting entity

Greenply Industries Limited ('the Holding Company' or the 'Company') is a public company domiciled in India having its registered office situated at Makum Road, P.O. Tinsukia, Assam-786125, India. The Holding Company has been incorporated under the provisions of the Companies Act, 1956 and its equity shares are listed on National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) in India. The Holding Company is primarily involved in manufacturing of plywood and trading of plywood and allied products.

The Holding Company has following subsidiary companies and joint ventures namely:

(a) Greenply Holdings Pte. Limited incorporated in Singapore. It has invested in a Joint Venture Company viz. Greenply Alkemal (Singapore) Pte. Limited., incorporated in Singapore, is engaged in trading of veneers. Greenply Alkemal (Singapore) Pte. Limited has invested in a wholly owned subsidiary company - Greenply Industries (Myanmar) Private Limited which is engaged in manufacturing and trading of veneer and lumber.

(b) Greenply Middle East Limited, incorporated in Dubai, is engaged in trading of veneers. It has invested in a wholly owned subsidiary company - Greenply Gabon SA, Gabon, West Africa, is engaged in manufacturing and trading of veneer and lumber.

The Holding Company together with its subsidiaries and joint ventures collectively referred to as "the Group".

2. Basis of preparation

a. Statement of compliance

These consolidated financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended, notified under Section 133 of the Companies Act, 2013 ('Act') and other relevant provisions of the Act.

The consolidated financial statements are authorised for issue by the Board of Directors of the Company at their meeting held on 14 June 2021.

The details of the Group's accounting policies are included in note 3.

b. Functional and presentation currency

These consolidated financial statements are presented in Indian Rupees (₹), which is also the Holding Company's functional currency. All amounts have been rounded off to the nearest lakhs, unless otherwise stated.

c. Basis of measurement

The consolidated financial statements have been prepared on historical cost basis, except for the following items:

Items	Measurement
Derivative financial instruments	Fair value
Certain financial assets and financial liabilities	Fair value
Net defined benefit (asset)/ liability	Present value of defined benefit obligations as per actuarial valuation

d. Use of estimates and judgements

In preparing these consolidated financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Management believes that the estimates used in the preparation of the consolidated financial statements are prudent and reasonable. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the consolidated financial statements for the every period ended is included in the following notes:

- Note 4 – useful life and residual value of property, plant and equipment;

- Note 32 – measurement of defined benefit obligations: key actuarial assumptions;

- Note 37 – recognition of deferred tax assets;

- Note 40 – recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources;"

- Note 43 – fair value measurement of investments;

- Note 44 – impairment of financial assets: key assumptions used in estimating recoverable cash flows.

Estimation of uncertainties relating to the global health pandemic from COVID 19

In view of pandemic relating to COVID-19, the Group has considered internal and external information available up to the date of approval of these consolidated financial statement and has performed analysis based on current estimates in assessing the recoverability of its assets including trade receivables, inventories, investments, other financial and non-financial assets, for possible impact on these consolidated financial statement. The Group has also assessed the impact of this whole situation on its capital and financial resources, profitability, liquidity position, etc. On the basis of its present assessment and current indicators of future economic conditions, the Group expects to recover the carrying amounts of these assets and does not anticipate any material impact on these consolidated financial statement. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration. The Group will continue to monitor any material changes to future economic conditions and the consequent impact on its business, if any.

e. Measurement of fair values

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Group has an established control framework with respect to the measurement of fair values. The management has overall responsibility for overseeing all significant fair value measurements and regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the management assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Significant valuation matters are reported to the Holding Company's audit committee.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

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The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in note 43."

f. Basis of consolidation

(i) **Subsidiaries**

These Consolidated financial statements are prepared in accordance with Ind AS on Consolidated Financial Statements"(Ind AS - 110), specified under Section 133 of the Companies Act, 2013.

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the Consolidated financial statements from the date on which control commences until the date on which control ceases. Subsidiaries considered in the Consolidated financial statements are:

Name of the Company	Country of Incorporation	Percentage of Holding (%)	
		March 31, 2021	March 31, 2020
Greenply Holdings Pte. Limited	Singapore	100%	100%
Greenply Middle East Limited	Dubai	100%	100%
Greenply Gabob SA*	Gabon	100%	100%

wholly owned subsidiary of Greenply Middle East Limited

(ii) **Loss of control**

When the Group losses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and other components of equity. Any interest retained in the former subsidiary is measured at fair value at the date the control is lost. Any resulting gain or loss is recognised in consolidated statement of profit or loss.

(iii) **Transactions eliminated on consolidation**

The financial statements of the Holding Company and its subsidiaries used in the consolidation procedures are drawn upto the same reporting date i.e. 31 March 2021

The financial statements of the Holding Company and its subsidiary companies are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses.

Intra-group balances and transactions, and any unrealised income and expenses arising from intragroup transactions, are eliminated. Unrealised gains arising from transactions with subsidiaries are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment."

(iv) **Equity accounted investees**

The Group's interest in equity accounted investee comprises interest in joint venture.

A joint venture is an arrangement in which the Group has joint control and has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Interests in joint ventures are accounted for using the equity method. They are initially recognised at cost which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of profit or loss and OCI of equity accounted investees until the date on which joint control ceases. Joint venture considered in the Consolidated financial statements are:

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Name of the Company	Country of Incorporation	Percentage of Holding (%)	
		March 31, 2021	March 31, 2020
Greenply Alkemal (Singapore) Pte. Limited*	Singapore	50%	50%

** includes its wholly owned subsidiary company - Greenply Industries (Myanmar) Private Limited, (Myanmar)*

3. Significant accounting policies

a. Current and non-current classification

All assets and liabilities are classified as current or non-current as per the Group's normal operating cycle and other criteria set out in the Schedule III to the Act.

Assets

An asset is classified as current when it satisfies any of the following criteria:

(i) it is expected to be realised in, or is intended for sale or consumption in the Group's normal operating cycle;

(ii) it is held primarily for the purpose of being traded;

(iii) it is expected to be realised within 12 months after the reporting date; or

(iv) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include current portion of non-current financial assets.

All other assets are classified as non-current."

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

(i) it is expected to be settled in the Group's normal operating cycle;

(ii) it is held primarily for the purpose of being traded;

(iii) it is due to be settled within 12 months after the reporting date; or

(iv) the Group does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities.

All other liabilities are classified as non-current.

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

Operating cycle

For the purpose of current/non-current classification of assets and liabilities, the Group has ascertained its normal operating cycle as twelve months. This is based on the nature of business and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

b. (i) Foreign currency transactions

Transactions in foreign currencies are translated into the respective functional currency of the Group at the exchange rates prevailing at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign

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currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction."

Exchange differences are recognised in the Consolidated Statement of Profit and Loss in the period in which they arise.

(ii) Foreign operations

The assets and liabilities of foreign operations (subsidiaries) like fair value adjustments arising on acquisition, are translated into INR, the functional currency of the Group, at the exchange rates at the reporting date. The income and expenses of foreign operations are translated into INR at an average rate.

The Group has elected not to apply Ind AS 103 - Business Combinations retrospectively to past business combinations that occurred before the transition date of 1 April 2015. Consequently, the Group has kept the same classification for the past business combinations as in its previous GAAP financial statements.

When a foreign operation is disposed off in its entirety or partially such that control, significant influence or joint control is lost, the cumulative amount of exchange differences related to that foreign operation recognized in Other Comprehensive Income (OCI) is reclassified to profit or loss as part of the gain or loss on disposal. If the Group disposes of part of its interest in a subsidiary but retains control, then the relevant proportion of the cumulative amount is re-allocated to Non-controlling Interest (NCI)."

c. Financial instruments

(i) Recognition and initial measurement

Trade receivables and contract assets are initially recognised when they are originated, and are measured at transaction price. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument. A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

(ii) Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified and measured at:

- Amortised cost; or
- Fair value through Profit or Loss (FVTPL).

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Group changes its business model for managing financial assets."

Financial assets at amortised cost

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

(a) the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and

(b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Financial assets at FVTPL

All financial assets which are not classified and measured at amortised cost or Fair value through other comprehensive income (FVOCI) as described above are measured at FVTPL. On initial recognition, the Group may irrevocably

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designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest (SPPI).

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition.

In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition."

Financial assets: Subsequent measurement

Financial assets at FVTPL: These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in Consolidated Statement of Profit and Loss.

Financial assets at amortised cost: These assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. The amortised cost is reduced by impairment losses, if any. Interest income, foreign exchange gains and losses and impairment are recognised in Consolidated Statement of Profit and Loss. Any gain or loss on derecognition is recognised in Consolidated Statement of Profit and Loss.

In making this assessment, the group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the group's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but

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for the year ended March 31, 2021

unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL.

Financial liabilities through FVTPL

A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in Consolidated Statement of Profit and Loss. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

Financial liabilities at amortised cost

Other financial liabilities are subsequently measured at amortised cost using the effective interest rate (EIR) method. Interest expense and foreign exchange gains and losses are recognised in Consolidated Statement of Profit and Loss. Any gain or loss on derecognition is also recognised in Consolidated Statement of Profit and Loss.

Financial guarantee liabilities

Financial guarantees issued by the Group are those contracts that require payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value net off transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

(iii) Derecognition

Financial assets

The Group derecognises a financial asset:

- when the contractual rights to the cash flows from the financial asset expire, or

- it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in Consolidated Statement of Profit and Loss.

(iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(v) Derivative financial instruments

The Group holds derivative financial instruments, such as foreign currency forward contracts, to hedge its foreign currency exposures.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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Derivatives are initially measured at fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are recognised in Consolidated Statement of Profit and Loss. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

d. Property, plant and equipment

(i) Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

The cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Borrowing costs directly attributable to the acquisition or construction of those qualifying property, plant and equipment, which necessarily take a substantial period of time to get ready for their intended use, are capitalised. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate components of property, plant and equipment.

A fixed asset is eliminated from the financial statements on disposal or when no further benefit is expected from its use. Any gain or loss on disposal of an item of property, plant and equipment is recognised in Consolidated Statement of Profit and Loss. Property, plant and equipment under construction are disclosed as Capital work-in-progress. Assets retired from active use and held for disposal are stated at the lower of their net book value and fair value less cost to sell and shown under 'Current assets'.

(ii) Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group. Ongoing repairs and maintenance are expensed as incurred.

(iii) Depreciation

Depreciation for the year is recognised in the Consolidated statement of Profit and Loss. Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight line method, in the manner specified in Part C of Schedule II of the Act. The estimated useful lives of items of property, plant and equipment are consistent with the Schedule II of the Companies Act, 2013, which are as follows:

Buildings	- 3 to 60 years
Plant and Equipments	- 10 to 25 years
Furniture and Fixtures	- 10 years
Vehicles	- 8 to 10 years
Office Equipments	- 3 to 10 years

Freehold land is not depreciated. Useful lives and residual values are reviewed at each financial year end and adjusted as appropriate. Depreciation on additions (discard/disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (discarded/disposed off).

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e. Intangible assets

(i) **Recognition and measurement**

Acquired Intangible assets:

Intangible assets are initially measured at cost and subsequently measured at cost less accumulated amortisation and any accumulated impairment losses.

Internally generated intangible assets:

Expenditure pertaining to research is expensed out as an when incurred. Expenditure incurred on development is capitalised if such expenditure leads to creation of an asset, otherwise such expenditure is charged to consolidated statement of profit and loss.

(ii) **Subsequent expenditure**

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

(iii) **Amortisation**

Amortisation is the systematic allocation of the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method, and is included in depreciation and amortisation in Consolidated Statement of Profit and Loss.

The estimated useful lives are as follows:

- Trademarks	5 years
- Computer software	5 years

Useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

f. Inventories

Inventories which comprise raw materials, work-in-progress, finished goods, stock-in-trade, packing materials, stores and spares are measured at the lower of cost and net realisable value.

The cost of inventories is ascertained on the 'weighted average' basis. Cost comprise direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition.

Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value. The comparison of cost and net realisable value is made on an item-by-item basis.

The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products.

In the case of finished goods and work-in-progress, cost includes an appropriate share of fixed production overheads based on normal operating capacity.

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

Assessment of net realisable value is made at each subsequent reporting date. When the circumstances that previously caused inventories to be written down below cost no longer exist or when there is clear evidence of an increase in net realisable value because of changed economic circumstances, the amount of the write-down is reversed.

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g. Impairment

(i) **Impairment of financial instruments: financial assets**

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at the end of each reporting period. A financial asset is 'credit- impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

The Group recognises loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivable with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime of the ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognised as an impairment gain or loss in the Consolidated Statement of Profit and Loss.

In case of trade receivables, the Group follows the simplified approach permitted by Ind AS 109 Financial Instruments for recognition of impairment loss allowance. The application of simplified approach does not require the Group to track changes in credit risk. The Group calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and includes subsequent information. Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

(ii) **Impairment of non-financial assets**

The Group's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 CGU (or the asset).

The Group's corporate assets (e.g. corporate office for providing support to various CGUs) do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs. An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the Consolidated Statement of Profit and Loss.

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Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

In respect of assets for which impairment loss has been recognised in prior periods, the Group reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

h. Non-current assets (or disposal groups) held for sale and discontinued operations

Non-current assets, or disposal groups comprising assets and liabilities are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

Such assets, or disposal groups, are generally measured at the lower of their carrying amount and fair value less costs to sell. Any resultant loss on a disposal group is allocated first to goodwill, and then to remaining assets and liabilities on pro rata basis, except that no loss is allocated to inventories, financial assets, deferred tax assets, employee benefit assets, and biological assets, which continue to be measured in accordance with the Group's other accounting policies. Losses on initial classification as held for sale and subsequent gains and losses on re-measurement are recognised in profit or loss.

Once classified as held-for-sale, intangible assets and property, plant and equipment are no longer amortised or depreciated.

Non-current assets classified as held for sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the Consolidated Balance Sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the Consolidated Balance Sheet.

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the Consolidated Statement of Profit and Loss."

i. Employee benefits

(i) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A short term liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

(ii) Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into Employees' Provident Fund established under The Employees' Provident Fund and Miscellaneous Provisions Act 1952, employes state insurance and employee pension scheme, and will have no legal or constructive obligation to pay further amounts. The Group makes specified monthly contributions under employee provident fund to Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in Consolidated Statement of Profit and Loss in the periods during which the related services are rendered by employees.

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Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

(iii) Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's gratuity benefit scheme is a defined benefit plan. The Group's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed by an independent qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements. The Group recognises all actuarial gains and losses arising from defined benefit plan immediately in the Consolidated Statement of Other comprehensive income (OCI)."

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in Other comprehensive income (OCI). The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in Consolidated Statement of Profit and Loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in Consolidated Statement of Profit and Loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

(iv) Other long-term employee benefits

The Group's net obligation in respect of long-term employee benefits other than post-employment benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Such benefits are in form of leave encashment that accrue to employees in return of their service. The calculation of other long term employee benefits is performed by an independent qualified actuary using the projected unit credit method. Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in statement of Profit and Loss. Net interest expense and other expenses related to defined benefit plans are recognised in Consolidated Statement of Profit and Loss.

(v) Termination benefits

Termination benefits are expensed at the earlier of when the Group can no longer withdraw the offer of those benefits and when the Group recognises costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the reporting date, then they are discounted.

j. Provisions (other than for employee benefits)

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

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Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

k. Revenue

Sale of goods

The Group manufactures, sales and trades in plywood and allied products. Sales are recognised when control of the products has transferred, being when the products are dispatched/delivered to the dealer, the customer has full discretion over the channel and price to sell the products, and there is no unfulfilled obligation that could affect the customer's acceptance of the products. Delivery occurs when the products have been shipped to the specific location, the risk of obsolescence and loss have been transferred to the dealer, and either the dealer has accepted the products in accordance with the sales contract, the acceptance provisions have lapsed, or the Group has objective evidence that all criteria for acceptance have been satisfied.

The products are often sold with various dealers' incentive such as volume discounts based on aggregate sales over a 12 months period, cash discount on payment within specified period, promotional gifts on achieving specific targets, quality claims if claims made in the specified period and other promotional expenses. Revenue from these sales is recognised based on the price specified in the contract, net of the estimated volume discounts, cash discounts, quality claims and promotional expenses. Revenue is only recognised to the extent that it is highly probable that a significant reversal will not occur. A refund liability (netted off with trade receivables) is recognised for expected volume discount payables, expected cash discount payables and expected quality claims in relation to sales made until the end of reporting period. Provision (included in other current liabilities) is recognised for expected sales promotional expenses against the sales made until the end of reporting period. No element of financing is deemed present as the sales are made with a credit term of 30-90 days, which is consistent with market practice.

Generally, the Group receives short term advances from its customers. Using the practical expedient in Ind AS 115, the Group does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised goods to the customer and when the customer pays for that goods will be one year or less.

l. Government grants

Grants from Government are recognised at their fair value where there is reasonable assurance that the grant will be received and the Group will comply with the conditions attached thereto.

Government grants related to revenue are recognised in the Consolidated Statement of Profit and Loss on a systematic and rational basis in the periods in which the group recognises the related costs for which the grants are intended to compensate and are netted off with the related expenditure. If not related to a specific expenditure, it is taken as income and presented under "Other Operating Revenue".

m. Leases and Right to use assets

With effect from 01 April 2019, the Group has applied Ind AS 116 using the modified retrospective approach. The details of accounting policies under Ind AS 17 are disclosed separately if they are different from those under Ind AS 116.

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

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– the contract involves the use of an identified asset – this may be specified explicitly or implicitly and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;

– the Group has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and

– the Group has the right to direct the use of the asset. The Group has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Group has the right to direct the use of the asset if either:

-- the Group has the right to operate the asset; or

-- the Group designed the asset in a way that predetermines how and for what purpose it will be used.

This policy is applied to contracts entered into, or changed, on or after 1 April 2019.

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices. However, for the leases of land and buildings in which it is a lessee, the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

Under Ind AS 116: (as a lessee)

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

– fixed payments, including in-substance fixed payments;

– variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;

– amounts expected to be payable under a residual value guarantee; and

– the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option.

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for the year ended March 31, 2021

m. Leases and Right to use assets (continued)

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents right-of-use assets that do not meet the definition of investment property and lease liabilities separately in the statement of financial position

Short-term leases and leases of low-value assets:

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases of office premises that have a lease term of 12 months or less and leases of low-value assets.

n. Recognition of dividend income, interest income or expense and insurance claim

Dividend income is recognised in Consolidated Statement of Profit and Loss on the date on which the Group's right to receive payment is established.

Interest income or expense is recognised using the effective interest method. The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

Insurance claim due to uncertainty in realisation are accounted for on acceptance basis.

o. Income tax

Income tax expense comprises of current tax and deferred tax. Current tax and deferred tax is recognised in the Consolidated Statement of Profit and Loss except to the extent that it relates to a business combination, or items recognised directly in equity or in OCI.

(i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are off set only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

(ii) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes (tax base). Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

- temporary differences related to investments in subsidiaries and joint arrangements to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and

- taxable temporary differences arising on the initial recognition of goodwill."

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Group recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised.

Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to off set current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

p. Borrowing costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

Where there is an unrealised exchange loss which is treated as an adjustment to interest and subsequently there is a realised or unrealised gain in respect of the settlement or translation of the same borrowing, the gain to the extent of the loss previously recognised as an adjustment is recognised as an adjustment to interest."

q. Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

r. Dividends

Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Board of Directors of the Group.

s. Cash and cash equivalents

Cash and cash equivalents include cash and cash-on-deposit with banks. The Group considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents. Bank overdraft are repayable on demand and form an integral part of an entity's cash management. Bank overdraft are included as a component of cash and cash equivalents for the purpose of statement of cash flows.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

t. **Cash flow statement**

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are segregated.

u. **Earnings per share**

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

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

v. **Operating segment**

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Chief Operating Decision Maker (CODM) to make decisions about resources to be allocated to the segments and assess their performance. The CODM consists of the Chairman cum Managing Director, Joint Managing Director & CEO and Chief Financial Officer.

The Group's business activity fall within a single operating segment, namely 'plywood and allied products'.

w. **Determination of fair values**

Fair values have been determined for measurement and disclosure purposes based on the following methods. Where applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

(i) **Non-derivative financial assets**

Non-derivative financial assets are initially measured at fair value. If the financial asset is not subsequently accounted for at fair value through profit or loss, then the initial measurement includes directly attributable transaction costs. These are measured at amortised cost or at FVTPL. Investments in quoted and unquoted equity instruments are measured at FVTPL.

(ii) **Trade and other receivables**

The fair values of trade and other receivables are estimated at the present value of future cash flows, discounted at the market rate of interest at the measurement date. Short-term receivables with no stated interest rate are measured at the original invoice amount if the effect of discounting is immaterial. Fair value is determined at initial recognition and, for disclosure purposes, at each annual reporting date.

(iii) **Derivative financial instruments**

The Group uses derivative financial instruments, such as forward currency contracts and interest rate swaps to hedge its foreign currency risks and interest rate risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value.

(iv) **Other non-derivative financial liabilities**

Other non-derivative financial liabilities are measured at fair value, at initial recognition and for disclosure purposes, at each annual reporting date. Fair value is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the measurement date.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

x. **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 group or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. The Group does not recognise a contingent liability but disclosures its existence in the consolidated financial statements.

y. **Share-based payments**

Share-based compensation benefits are provided to employees via Greenply Employee Stock Options Scheme 2020.

Employee Options

The fair value of the options granted under the Greenply Employee Stock Options Scheme 2020 is recognised as an employee benefits expense in the statement of profit and loss with a corresponding increase in equity. The fair value at grant date is determined using the Black Scholes Model which takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and risk free interest rate for the term of the option.

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates for the remaining vesting period of the number of options that are expected to vest based on the service conditions. It recognises the impact of the revision to original estimates in the remaining vesting period, if any, in the statement of profit or loss, with a corresponding adjustment to equity.

3A. Standards issued but not yet effective

Ministry of Corporate Affairs (MCA) notifies new standards or amendments to the existing standards. There is no such notification which would have been applicable from 01 April 2021.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

4. Property, plant and equipment

See accounting policy in note 3(d) and (g)

(a) Reconciliation of carrying amount

Particulars	Freehold land	Buildings	Plant and equipment	Furniture and fixtures	Vehicles	Office equipment	Total
Cost (Gross carrying amount)							
Balance at 1 April 2019	4,957.57	11,576.15	14,327.58	1,562.90	1,885.23	867.98	35,177.41
Additions	827.38	1,463.10	2,096.62	183.41	303.90	120.61	4,995.02
Disposals/ discard	-	(123.84)	(176.19)	(16.01)	(163.18)	(15.88)	(495.10)
Exchange differences on translation of foreign operations	379.23	203.07	205.83	7.06	14.65	1.22	811.06
Balance at 31 March 2020	6,164.18	13,118.48	16,453.84	1,737.36	2040.60	973.93	40,488.39
Balance at 1 April 2020	**6,164.18**	**13,118.48**	**16,453.84**	**1,737.36**	**2,040.60**	**973.93**	**40,488.39**
Additions	**-**	**460.89**	**860.68**	**188.54**	**303.53**	**125.80**	**1,939.44**
Disposals/ discard	**-**	**-**	**(289.57)**	**(63.06)**	**(120.63)**	**(34.08)**	**(507.34)**
Exchange differences on translation of foreign operations	**159.29**	**93.79**	**96.93**	**2.50**	**5.80**	**0.47**	**358.78**
Balance at 31 March 2021	**6,323.47**	**13,673.16**	**17,121.88**	**1,865.34**	**2229.30**	**1,066.12**	**42,279.27**
Accumulated depreciation							
Balance at 1 April 2019	-	1,912.75	6,925.67	532.30	590.87	645.35	10,606.94
Depreciation for the year	-	442.61	1,391.20	147.71	248.57	110.84	2,340.93
Adjustments/ disposals	-	(72.51)	(121.26)	(9.38)	(134.53)	(29.59)	(367.27)
Exchange differences on translation of foreign operations	-	19.37	41.54	1.34	5.64	0.47	68.36
Balance at 31 March 2020	-	2,302.22	8,237.15	671.97	710.55	727.07	12,648.96
Balance at 1 April 2020	**-**	**2,302.22**	**8,237.15**	**671.97**	**710.55**	**727.07**	**12,648.96**
Depreciation for the year	**-**	**516.28**	**1,060.14**	**163.94**	**256.81**	**87.80**	**2,084.97**
Adjustments/ disposals	**-**	**-**	**(240.18)**	**(48.45)**	**(85.58)**	**(30.70)**	**(404.91)**
Exchange differences on translation of foreign operations	**-**	**7.54**	**15.91**	**0.50**	**2.68**	**0.14**	**26.77**
Balance at 31 March 2021	**-**	**2,826.04**	**9,073.02**	**787.96**	**884.46**	**784.31**	**14,355.79**
Carrying amounts (net)							
Balance at 31 March 2020	6,164.18	10,816.26	8,216.69	1,065.39	1330.05	246.86	27,839.43
Balance at 31 March 2021	**6,323.47**	**10,847.12**	**8,048.86**	**1,077.38**	**1,344.84**	**281.81**	**27,923.48**

(b For contractual commitment with respect to property, plant and equipment, refer note 40.

(c) Security

As at 31 March 2021, property, plant and equipment with a carrying amount of ₹ **12,510.31 lakhs** (31 March 2020: ₹ 12,308.52 lakhs) are subject to first charge to secured borrowings (see note 21).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

5. Right-of-use assets and leases

See accounting policy in note 3(m).

The Group has adopted Ind AS 116 "Leases",effective from 1 April 2019 and applied the standard to its leases, under modified retrospective approach and on the date of transition recognised Right-of-use assets equal to lease liabilities. The Group has accordingly, recognised a right-of-use asset and a corresponding lease liability amounting to ₹ 233.15 lakhs as at 1 April 2019. Further, an amount of ₹ 2,675.09 lakhs has been reclassified from non-current/ current assets to right-of-use assets for upfront operating lease payments and lease premium payable of ₹ 768.71 lakhs from liability for capital goods to lease liabilities as on the date of transition (1 April 2019).

The Group's lease arrangement is in respect of lands taken on lease for the period ranging between 90-99 years, office premises/ godown taken on lease for the period 2 years and vehicles taken on lease for the period 2-5 years.

Following are the changes in the carrying value of right-of- use assets during the year.

Particulars	Leasehold Land	Office premises/ godown	Vehicles	Total
Balance at 1 April 2019	-	-	-	-
Reclassified on account of adoption of Ind AS 116 as at 1 April 2019	2,690.87	-	217.37	2,908.24
Additions	-	104.27	80.82	185.09
Disposals/ cancelled	-	-	1.60	1.60
Depreciation for the year	30.43	52.13	92.51	175.07
Balance at 31 March 2020	2,660.44	52.14	204.08	2,916.66
Balance at 1 April 2020	**2,660.44**	**52.14**	**204.08**	**2,916.66**
Additions	**-**	**-**	**29.53**	**29.53**
Disposals/ cancelled	**-**	**-**	**4.15**	**4.15**
Depreciation for the year	**30.42**	**52.14**	**87.57**	**170.13**
Balance at 31 March 2021	**2,630.02**	**-**	**141.89**	**2,771.91**

Movement is Lease Liabilities is as follows:

	March 31, 2021	March 31, 2020
Opening Balance	**1,145.24**	-
On account of adoption of Ind AS 116 as at 1 April 2019	-	1,001.86
Additions	**29.53**	185.09
Interest on lease liabilities	**114.81**	124.26
Disposals/ cancelled	**4.15**	1.60
Payment of lease liabilities	**163.96**	164.37
Closing Balance	**1,121.47**	1,145.24

The aggregate finance cost on lease liabilities is included under finance costs (refer note 33).

	March 31, 2021	March 31, 2020
Current lease liabilities	**263.19**	235.62
Non-current lease liabilities	**858.28**	909.62
Total	**1,121.47**	1,145.24

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

	March 31, 2021	March 31, 2020
Less than one year	263.19	255.89
One to five years	869.95	919.06
More than five years	344.87	344.87
Total	1,478.01	1,519.82

The Group does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

The Group incurred ₹ **821.50 lakhs** (31 March 2020: ₹ 784.02 lakhs) for the year ended 31 March 2021 towards expenses relating to short term leases and leases of low value assets included under Rent (refer note 35).

The total cash outflow for leases is ₹ **985.46 lakhs** (31 March 2020: ₹ 948.39 lakhs) for the year ended 31 March 2021, including cash outflow for short term and leases of low value assets.

6. Capital work-in-progress

See accounting policy in note 3(d) and (g)

	March 31, 2021	March 31, 2020
At the beginning of the year	516.58	1,596.54
Additions during the year	456.88	179.72
Capitalised during the year	(352.20)	(1,294.57)
Exchange differences on translation of foreign operations	3.09	34.89
At the end of the year	624.35	516.58

Notes:

(a) As at 31 March 2021, properties under capital work-in-progress with a carrying amount of ₹ **450.95 lakhs** (31 March 2020: ₹ Nil lakhs) are subject to first charge to secured borrowings (see note 21).

7. Other intangible assets

See accounting policy in note 3(e) and (g)

Reconciliation of carrying amount

	Licenses (indefinite life)	Trade marks	Computer software	Total
Cost (Gross carrying amount)				
Balance at 1 April 2019	570.35	22.87	542.85	1,136.07
Additions	-	-	210.24	210.24
Adjustments*	(100.35)	-	-	(100.35)
Exchange differences on translation of foreign operations	-	-	0.65	0.65
Balance at 31 March 2020	470.00	22.87	753.74	1,246.61
Balance at 1 April 2020	**470.00**	**22.87**	**753.74**	**1,246.61**
Additions	**-**	**-**	**0.80**	**0.80**
Disposals/write-off	**(470.00)**	**-**	**-**	**(470.00)**
Exchange differences on translation of foreign operations	**-**	**-**	**0.27**	**0.27**
Balance at 31st March 2021	-	22.87	754.81	777.68
Accumulated amortisation				
Balance at 1 April 2019	-	16.05	502.19	518.24
Amortisation for the year	-	4.58	51.33	55.91
Exchange differences on translation of foreign operations	-	-	0.64	0.64
Balance at 31 March 2020	-	20.61	554.15	574.76
Balance at 1 April 2020	-	**20.61**	**554.15**	**574.76**
Amortisation for the year	-	**2.26**	**50.53**	**52.79**
Adjustments/ disposals	-	-	-	-
Exchange differences on translation of foreign operations	-	-	**0.27**	**0.27**
Balance at 31st March 2021	-	22.87	604.95	627.82
Carrying amounts (net)				
Balance at 31 March 2020	470.00	2.26	199.59	671.85
Balance at 31st March 2021	-	-	149.86	149.86

Licenses (indefinite life):

For Licenses of the Group that are regarded to have indefinite useful lives represents license to set-up and operate wood peeling plant. medium density fibreboard plant and particle board plant. There is no foreseeable limit to the period over which these licenses will be valid and are expected to generate cash flows for the Group.

**Adjustment represents transfer of license for setting-up a medium density fibreboard plant and particle board plant in Hardoi, Uttar Pradesh from intangibles to capital advance. National Green Tribunal (NGT) vide its order dated 18 February 2020 has quash notice dated 1 March 2019 issued by the State of Uttar Pradesh (ministry of forest) for establishing new wood-based industries/ saw mills and all provisional licenses given in pursuance thereof. Order of NGT is challenged by the State of Uttar Pradesh (ministry of forest) in Supreme Court. As on 31 March 2021, the case is pending.*

8. Investment accounted for using the equity method

See accounting policy in note 3(c) and (g)

	March 31, 2021	March 31, 2020
Non-current investments		
Unquoted		
Investment in joint venture		
3,750,000 (31 March 2020: 3,750,000) equity shares of Greenply Alkemal (Singapore) Pte. Limited, (face value USD 1 each, fully paid-up)	1,938.01	2,174.54
Aggregate value of unquoted investments	1,938.01	2,174.54
Aggregate amount of impairment in value of investments	-	-
Equity accounted investees		
Interest in a joint venture	1,938.01	2,174.54

Joint Venture

Greenply Alkemal (Singapore) Pte. Limited is a joint arrangement in which the Group has 50% ownership interest. It is one of the Group's strategic raw material supplier and is principally engaged in the business of trading and marketing of commercial veneers and panel products. Greenply Alkemal (Singapore) Pte. Limited is not publicly listed.

Greenply Alkemal (Singapore) Pte. Limited is structured as a separate legal entity and the Group has an interest in the net assets of Greenply Alkemal (Singapore) Pte. Limited. Accordingly, the Group has classified its interest in Greenply Alkemal (Singapore) Pte. Limited as a joint venture.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

The following table summarise the financial information of Greenply Alkemal (Singapore) Pte. Limited and the carrying amount of the Group's interest in Greenply Alkemal (Singapore) Pte. Limited.

	March 31, 2021	March 31, 2020
Percentage ownership interest	50%	50%
Non-current assets	4,253.64	4628.99
Current assets (including cash and cash equivalents – 31 March 2021: ₹ **200.30 lakhs**, 31 March 2020: ₹ 90.20 lakhs)	2,581.24	2949.17
	6,834.88	7578.16
Non-current liabilities (non-current financial liabilities other than trade payables and other financial liabilities and provisions – 31 March 2021: ₹ **Nil lakhs**, 31 March 2020: ₹ Nil lakhs)	(1,827.83)	(1877.40)
Current liabilities (current financial liabilities other than trade payables and other financial liabilities and provisions– 31 March 2021: ₹ **985.69 lakhs**, 31 March 2020: ₹ 1,244.76 lakhs)	(1,131.04)	(1351.69)
	(2,958.87)	(3229.09)
Net assets	3,876.01	4349.07
Group's share of net assets	1,938.01	2174.54
Carrying amount of interest in joint venture	1,938.01	2174.54

	Year ended 31 March 2021	Year ended 31 March 2020
Percentage ownership interest	50%	50%
Revenue	4,285.29	7,525.65
Depreciation and amortisation	(349.29)	(337.89)
Interest expense	(413.16)	(518.61)
Income tax expense	(1.71)	(2.32)
Profit/(Loss)	(473.05)	(98.52)
Other comprehensive income/(loss)	-	-
Total comprehensive income/(loss)	(473.05)	(98.52)
Group's share of Profit/(loss)	(236.53)	(49.26)
Group's share of other comprehensive income/(loss)	-	-
Group's share of total comprehensive income/(loss)	(236.53)	(49.26)

During the years ended 31 March 2021 and 31 March 2020, the Group did not receive dividends from the joint venture.

9. Investments

See accounting policy in note 3(c) and (g)

	March 31, 2021	March 31, 2020
Non-current investments		
Unquoted		
Investment accounted for using the equity method		
11,40,000 (31 March 2020: 11,40,000) equity shares of Nemani Panels Private Limited (face value ₹ 10 each, fully paid-up)	133.38	114.00
18,00,000 (31 March 2020: 9,50,000) equity shares of Panchjanya ply & Boards Private Limited (face value ₹10 each, fully paid-up)	180.00	95.00
Quoted		
Equity instruments carried at fair value through profit and loss (FVTPL)		
3,400 (31 March 2020: 3,400) equity shares of Indian Overseas Bank Limited (face value ₹ 10 each, fully paid-up)	0.54	0.24
	313.92	209.24
Aggregate book value of quoted investments	0.54	0.24
Aggregate market value of quoted investments	0.54	0.24
Aggregate value of unquoted investments	313.38	209.00
Aggregate amount of impairment in value of investments	-	-

10. Loans and deposits

(Unsecured, considered good)

	March 31, 2021	March 31, 2020
Non-current		
Security deposits*	57.95	116.47
Loan to employees	51.20	45.58
	109.15	162.05
Current		
Security deposits*	387.80	307.85
Loan to employees	39.97	23.97
	427.77	331.82
	536.92	493.87

**For security deposit given to related parties refer note 41.*

11. Non-current tax assets

See accounting policy in note 3(o)

	March 31, 2021	March 31, 2020
Advance income tax (Net of provision for tax)	1,167.90	1,307.77
	1,167.90	1,307.77

12. Inventories

(Valued at the lower of cost and net realisable value)

See accounting policy in note 3(f)

	March 31, 2021	March 31, 2020
Raw materials	6,444.13	6,615.03
[including in transit ₹ **886.90 Lakhs** (31 March 2020 ₹ 650.90 lakhs)]		
Work-in-progress	1,098.48	2,949.80
Finished goods	6,274.72	4,260.03
[including in transit ₹ **3,705.13 lakhs** (31 March 2020 ₹ 1,216.21 lakhs)]		
Stock in trade	3,406.97	3,042.99
[including in transit ₹ **968.37 lakhs** (31 March 2020 ₹ 377.93 lakhs)]		
Stores and spares	695.50	842.23
[including in transit ₹ **Nil lakhs** (31 March 2020 ₹ Nil lakhs)]		
	17,919.80	17,710.08

For carrying amount of inventories pledged as securities against borrowings, refer note 21.

The write-down of inventories to net realisable value during the year by the Group amounted to ₹ **Nil** (31 March 2020: ₹ 172.63 lakhs). These are recognised as expenses during the respective period and included in changes in inventories of stock-in-trade.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

13. Trade receivables

	March 31, 2021	March 31, 2020
Current		
Unsecured		
- Considered good	19,830.06	36,380.19
- Credit impaired	1.42	1.92
	19,831.48	36,382.11
Less: Loss allowances	441.48	730.72
Net trade receivables	19,390.00	35,651.39

Notes:

(a) No trade or other receivables are due from directors or other officers of the Group either severally or jointly with any other person.

(b) Information about the Group's exposure to credit and currency risks, and loss allowances related to trade receivables are disclosed in note 44.

(c) For receivables secured against borrowings, see note 21.

14. Cash and cash equivalents

See accounting policy in note 3(s)

	March 31, 2021	March 31, 2020
Cash on hand	87.37	79.08
Cheques in hand	-	171.00
Balances with banks		
- On current accounts	1,725.93	243.57
- On deposit accounts (with original maturities up to 3 months)	-	500.74
Cash and cash equivalents in balance sheet	1,813.30	994.39
Bank overdrafts	(2,204.52)	(2,563.43)
Cash and cash equivalents in the consolidated statement of cash flows	(391.22)	(1,569.04)

15. Bank balances other than cash and cash equivalents

See accounting policy in note 3(s)

	March 31, 2021	March 31, 2020
Bank deposits due to mature after 3 months of original maturities but within 12 months from the reporting date*	10,978.68	24.44
Earmarked balances with banks for unpaid dividend accounts	6.21	6.56
	10,984.89	31.00

** Out of above ₹ **25.29 Lakh** (31 March 2020: ₹ 24.44 lakh) pledged/lodged with various government authorities as security*

16. Other non-current assets

(Unsecured, considered good)

	March 31, 2021	March 31, 2020
Capital advances	1,132.69	927.55
Advances other than capital advances		
Deposits against demand under appeal and/or under dispute	55.05	126.42
Amount due from government authorities	55.07	140.52
Prepaid expenses	106.08	-
Security deposits	26.01	26.01
	1,374.90	1,220.50

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

17. Other financial assets

(Unsecured, considered good)

	March 31, 2021	March 31, 2020
Non-current		
Other receivables	310.07	-
	310.07	-
Current		
Government grants receivable (refer note 17.1)	715.90	819.32
Insurance claim receivable	195.57	106.35
Other receivables	159.39	114.07
Commision receivable from joint venture (refer note 41)	5.40	5.65
	1,076.26	1,045.39

17.1 Government grant receivable represents incentives against scheme of budgetary support under Goods and Services Tax Regime for the unit set-up in Tizit, Nagaland.

18. Other current assets

(Unsecured, considered good)

	March 31, 2021	March 31, 2020
To parties other than related parties		
Advances to suppliers	1708.94	1,201.54
Advances to employees	134.52	118.19
Others		
Prepaid expenses	521.88	600.42
Amount due from government authorities	213.40	330.85
	2578.74	2,251.00

19. Equity share capital

See accounting policy in note 3(q)

	March 31, 2021	March 31, 2020
Authorised		
160,000,000 (31 March 2020: 160,000,000) equity shares of ₹ 1 each	1,600.00	1,600.00
Issued, subscribed and fully paid-up		
122,627,395 (31 March 2020: 122,627,395) equity shares of ₹ 1 each	1,226.27	1,226.27

(a) Reconciliation of equity shares outstanding at the beginning and at the end of the reporting year

	March 31, 2021		March 31, 2020	
	Number	Amount	Number	Amount
Balance at the beginning and at the end of the year	122,627,395	1,226.27	122,627,395	1,226.27

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

(b) Rights, preferences and restrictions attached to equity shares

The Holding Company has a single class of equity shares with par value of ₹ 1 per share. Accordingly, all equity shares rank equally with regard to dividends and share in the Holding Company's residual assets on winding up. The equity shareholders are entitled to receive dividend as declared by the Holding Company from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to its share of the paid-up equity capital of the Holding Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable has not been paid. Failure to pay any amount called up on shares may lead to their forfeiture.

On winding up of the Holding Company, the holders of equity shares will be entitled to receive the residual assets of the Holding Company, remaining after distribution of all preferential amounts, in proportion to the number of equity shares held.

Note:

Shares held in abeyance

In compliance with the provisions of the Companies Act, 2013, 3,020 equity shares of the Holding Company held by 5 shareholders have been held in abeyance.

(c) Particulars of shareholders holding more than 5% shares of fully paid up equity shares

	March 31, 2021		March 31, 2020	
	Number	%	Number	%
Equity shares of ₹ 1 each				
S.M. Management Private Limited	32,926,324	26.85%	32,715,641	26.68%
Prime Holdings Private Limited	12,042,800	9.82%	12,042,800	9.82%
HSBC Bank (Mauritius) Limited - Jwalamukhi Investment Holdings	-	0.00%	11,708,698	9.55%
Shiv Prakash Mittal and Shobhan Mittal - Trade Combines	11,702,380	9.54%	11,702,380	9.54%
HDFC Trustee Company Limited	10,762,907	8.78%	11,027,655	8.99%

(d) Stock option schemes

'Information relating to Employee Stock Option Plan, including details of options issued, exercised and lapsed during the financial year and options outstanding at the end of the reporting period, is set out in Note 38.

(e) The Holding Company for the period of five years immediately preceding the reporting date has not:

(i) Allotted any class of shares as fully paid pursuant to contract(s) without payment being received in cash.

(ii) Allotted fully paid up shares by way of bonus shares.

(iii) Bought back any class of shares.

20. Other equity

	March 31, 2021	March 31, 2020
Retained earnings		
Balance at the commencement of the year	36,436.66	32,409.78
Add: Profit for the year	6,091.22	4,725.07
Less: Dividend on equity shares	490.51	490.51
Less: Dividend distribution tax	-	100.83
Add: Remeasurements of the net defined benefit plans	29.21	(106.85)
Balance at the end of the year	42,066.58	36,436.66

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

	March 31, 2021	March 31, 2020
Share option outstanding reserve		
At the commencement of the year	-	-
Add: Provision during the year	46.74	-
Balance at the end of the year	46.74	-
Other comprehensive income (OCI)		
Balance at the commencement of the year	128.41	(113.66)
Exchange differences in translating financial statements of foreign operations	203.10	242.07
Balance at the end of the year	331.51	128.41
	42,444.83	36,565.07

(a) Description, nature and purpose of reserve:

(i) **Retained earnings:** Retained earnings are the profits by the group has earned till date, less any transfer to general reserve, dividends or other distributions paid to shareholders. It also includes remeasurement gain of defined benefit plans.

(ii) **Other comprehensive income (OCI):** It comprises of exchange differences in translating financial statements of foreign operations.

(iii) **Share options outstanding reserve:** This reserve relates to stock options granted by the group to eligible employees under Greenply Employee Stock Option Plan 2020 (Scheme). This reserve is transferred to securities premium or retained earnings on exercise or cancellations of vested options.

(b) Disaggregation of changes in items of OCI

	March 31, 2021	March 31, 2020
Retained earnings		
Exchange differences in translating financial statements of foreign operations	331.51	128.41
	331.51	128.41

21. Borrowings

See accounting policy in note 3 (c) and (p)

	March 31, 2021	March 31, 2020
Non-current borrowings		
Secured		
Term loans		
From banks		
Foreign currency loans	5,809.51	5,073.53
Rupee loans	4,723.44	3,297.81
	10,532.95	8,371.34
Less: Current maturities of non-current borrowings (refer note 22)	3,410.83	2,848.22
	7,122.12	5,523.12
Loan against vehicles	131.16	467.16
Less: Current maturities of loan against vehicles (refer note 22)	44.85	181.66
	86.31	285.50
	7,208.43	5,808.62

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

	March 31, 2021	March 31, 2020
Current borrowings		
Secured		
From banks		
Foreign currency loan - buyers credit	271.05	1,631.82
Foreign currency loans - repayable on demand	4,011.01	3,906.01
Bank overdraft	2,204.52	2,563.43
Rupee loans - repayable on demand	-	4,190.87
Rupee loans - bill discounting	-	3,339.99
	6,486.58	15,632.12
Unsecured		
From banks		
Channel finance assurance facility*	725.00	650.00
Foreign loans - bill discounting	1,295.82	889.33
Rupee loans - bill discounting	-	731.15
	2,020.82	2,270.48
	8,507.40	17,902.60

** The Group through banks and other source facilitate channel finance for inventory funding facility for its customers. Such arrangements do not qualify for de-recognition due to some liability of loss is still with the Group. Consequently at the year-end, the amount of liability of loss which remains with the Group are shown as unsecured loan.*

Information about the Group's exposure to credit and currency risks, and loss allowances related to borrowings are disclosed in note 44.

(A) Terms of repayment

Name of the lender	Interest rate	Repayment schedule	Year of maturity	31 March 2021	31 March 2020
(i) Foreign currency term loans					
Axis Bank Limited [**USD 16.65 lakhs** (31 March 2020: USD 21.64 lakhs)]	3 month Libor +2.75%	Repayable at quarterly rest: 10 of USD 1.67 lakhs	2023-24	1,217.20	1,636.15
Export-Import Bank of India [**EURO 30.94 lakhs** (31 March 2020: Euro 41.25 lakhs)]	3 month Euribor +3.25%	Repayable at quarterly rest: 9 of EURO 3.43 lakhs	2023-24	2,652.96	3,437.38
BGFI Bank [**XAF 1500 lakhs** (31 March 2020: XAF Nil)]	9.50%	Repayable at quarterly rest: 12	2024-25	1,939.35	-
				5,809.51	5,073.53
(ii) Rupee term loans					
HDFC Bank Limited	3 year MCLR	Repayable at quarterly rest: 6 of ₹ 150.00 lakhs and 4 of ₹ 300.00 lakhs	2023-24	2,098.82	2,697.93
HDFC Bank Limited	1 year MCLR +0.60%	Repayable at quarterly rest: 0 of ₹ 200.00 lakhs	2020-21	-	599.88
HDFC Bank Limited	3 months MCLR +0.45%	Repayable at quarterly rest: 8 of ₹ 180.00 lakhs	2022-23	1,437.21	-
HDFC Bank Limited	3 months MCLR +0.45%	Repayable at quarterly rest: 17 of ₹ 70.00 lakhs	2024-25	1,187.41	-
				4,723.44	3,297.81
Total				10,532.95	8,371.34

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

(B) Details of security

(a) Term loan of Greenply Middle East Limited from Axis Bank Limited of ₹ **1217.20 lakhs** (31 March 2020: ₹ 1,636.15 lakhs) is secured by Standby letter of credit.

(b) Term loan of Greenply Gabon SA from Export Import Bank of India of ₹ **2,652.96 lakhs** (31 March 2020: ₹ 3,437.38 lakhs) is secured by exclusive charge on the movable project assets including current assets at Gabon and Corporate gurantee from the Holding Company. Pledge of 100% shares of the Greenply Gabon SA held by Greenply Middle East Limited U.A.E.

(c) Term Loan of Greenply Gabon SA from BGFI Bank ₹ **1,939.35 lakhs** (31 March 2020: ₹ Nil lakhs) is secured by (i) an irrevocable domiciliation of receipts up to 60% of turnover (ii) a pledge of goodwill. This bank medium Term Loan repayble on demand and bearing interest rate 8.5% p.a. repayble in 4 years commencing quarterly from 30/07/2021.

(d) Rupee term loans of ₹ **4,723.44 lakhs** (31 March 2020: ₹ 3,297.81 lakhs) are secured by:

i) First pari passu charge on immovable fixed assets of the Holding Company situated at Kriparampur (West Bengal).

ii) First pari passu charge on all movable fixed assets of the Holding Company, present and future, except assets specifically charged to other lenders.

iii) Second pari passu charge on all the current assets of the Holding Company.

(e) Secured Loan against vehicles are in respect of finance of vehicles, secured by hypothecation of the respective vehicles, which is repayable in 37 to 60 months and with interest rate ranging between 6.90% p.a to 9.44% p.a.

(f) Rupee loan repayable on demand of ₹ **Nil lakhs** (31 March 2020: ₹ 4,190.87 lakhs) are secured by:

i) First pari passu charge on all the current assets of the Holding Company.

ii) Second pari passu charge on all movable fixed assets of the Holding Company, present and future, except assets specifically charged to other lenders.

iii) Second pari passu charge on immovable fixed assets of the Holding Company situated at Kriparampur (West Bengal).

(g) Working capital loans of Greenply Middle East Limited of ₹ **4,011.01 lakhs** (31 March 2020: ₹ 3,906.01 lakhs) and Bank overdraft of Greenply Middle East. Limited of ₹ **2204.52 lakhs** (31 March 2020: ₹ 2,563.43 lakhs) are secured by Standby letter of credit issued by Axis Bank Limited, India and CITI Bank, India on behalf of the Holding Company.

(h) Foreign currency loan - buyers credit and bill discounting of ₹ **271.05 lakhs** (31 March 2020: ₹ 1,631.82 lakhs) and Rupee loans - bill discounting of ₹ **Nil lakhs** (31 March 2020: ₹ 3,339.99 lakhs) is secured by standby letter of credit/letter of credit issued by banks using fund based limit of the Holding Company.

22. Other financial liabilities

	March 31, 2021	March 31, 2020
Non-current		
Security deposits from customers	1.00	1.00
	1.00	1.00
Current		
Current maturities of non current borrowings (refer note 21)	3,410.83	2,848.22
Current maturities of loan against vehicles (refer note 21)	44.85	181.66
Interest accrued but not due on borrowings	73.17	117.87
Liability for capital goods	686.99	700.45
Employee benefits payable (refer note c below)	1,731.12	1,275.52
Unclaimed dividend	6.21	6.56
	5,953.17	5,130.28

(a) There is no amount due and outstanding to be credited to Investor Education and Protection Fund as at 31 March 2021.

(b) Information about the Group's exposure to currency and liquidity risks related to the above financial liabilities is disclosed in note 44.

(c) It includes remuneration payable to related parties, refer note 41.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

23. Provisions

See accounting policy in note 3(i) and (j)

	March 31, 2021	March 31, 2020
Non-current		
Provisions for employee benefits:		
Liability for compensated absences	545.67	517.59
	545.67	517.59
Current		
Provision for Litigation (refer note below)	1,516.03	2,897.80
Provisions for employee benefits:		
Net defined benefit liability - gratuity	10.33	13.58
Liability for compensated absences	52.64	48.15
	1,579.00	2,959.53

(a) Movement of provisions (Current)

	Provision for litigation
Balance as at 1 April 2020	-
Add: Provisions made during the year 2019-20	2,897.80
Less: Amount paid during the year 2019-20	-
Balance as at 31 March 2021	2,897.80
Add: Provisions made during the year 2020-21	243.85
Less: Amount paid during the year 2020-21	1,625.62
Balance as at 31 March 2021	1,516.03

The Hon'ble Supreme Court of India vide its Order dated 22 April 2020 upheld the Special Leave Petition filed by the Union of India and Others in Civil Appeal Nos.2256-2263 of 2020 arising out of S.L.P. (C) Nos.28194-28201/ 2010 in respect of availing of area based exemption under Central Excise. The Parent Company is one of the Respondents in the subject matter. Based on the management's assessment, the Parent Company may have to refund maximum principal amount of ₹ 2,709.36 lakhs in respect of excess refund received from the Excise Department for the period from 01.04.2008 to 30.06.2017. Further, the Parent Company has estimated an interest amount of ₹ 2,120.31 lakhs from the date of various refund till 31.03.2020 at the prescribed rate. However, the applicability of interest is litigative in nature. The Parent Company also draws reference to Clause No. 4.3.6 of the Composite Scheme of Arrangement between Greenply Industries Limited and Greenpanel Industries Limited, duly approved by the Hon'ble National Company Law Tribunal, Guwahati Bench on 28.06.2019, as per which the above principal amount along with interest, if any, shall be shared by Greenply Industries Limited and Greenpanel Industries Limited in the ratio of 60:40. Therefore, the Parent Company has recorded provision of its share of 60% for principal and interest amounting to ₹ 1,625.62 lakhs and ₹ 1,272.18 lakhs respectively during the previous year ended 31 March 2020. In addition to the above, the Parent Company has also written off amount of ₹ 2,099.25 lakhs in respect of pending refund receivable from the Excise Department for the period from 01.04.2008 to 16.05.2015, as appearing in the books. Accordingly, the total impact of the aforesaid judgment in the financial result for the year ended 31 March 2020 was ₹ 4,997.05 lakhs. Considering the nature and size of transaction, the Group has already disclosed the above mentioned impact as an "exceptional items"" in the financial result for the year ended 31 March 2020.

During current year ended 31 March 2021, the Parent company has paid under protest its share of liability of ₹ 1,625.62 lakhs (being 60% of total demand as reffered above) as on 31 March 2021. Also the Company has made a provision of ₹ 60.12 lakhs and ₹ 243.84 lakhs towards interest which is included in the finance costs for the quarter and year ended 31 March 2021 respectively. The Parent Company continues to work with its legal counsel on this matter and will take all the necessary steps as may be appropriate from time to time.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

24. Trade payables

	March 31, 2021	March 31, 2020
Dues to micro and small enterprises (refer note 48)	49.89	184.16
Dues to other than micro and small enterprises	20,306.24	19673.17
Dues to related parties (refer note 41)	74.37	184.95
Acceptances	-	3128.73
	20,430.50	23,171.01

Information about the Group's exposure to currency and liquidity risks related to trade payables is disclosed in note 44.

25. Derivatives

See accounting policy in note 3(c)(v)

	March 31, 2021	March 31, 2020
Derivative Liability		
Foreign exchange forward contracts	32.05	-
	32.05	-
Derivative Asset		
Foreign exchange forward contracts	-	137.00
	-	137.00

Information about the Group's exposure to interest rate and currency risks related to derivatives is disclosed in note 44.

26. Other current liabilities

	March 31, 2021	March 31, 2020
Statutory dues	1,075.75	1,212.73
Advance from customers	1,387.49	579.03
	2,463.24	1,791.76

27. Revenue from operations

See accounting policy in note 3(k) and (l)

	Year ended 31 March 2021	Year ended 31 March 2020
Sale of products		
Finished goods	84,511.37	105,995.53
Stock-in-trade	31,651.37	35,586.38
	116,162.74	141,581.91
Other operating revenue		
Government grants		
- Refund of goods and service tax (refer note 49)	371.70	460.78
	371.70	460.78
	116,534.44	142,042.69
Reconciliation of revenue from sale of products with the contracted price		
Contracted price	123,590.81	149,840.23
Less : Reduction towards variable consideration components.	7,428.07	8,258.32
Sale of products	116,162.74	141,581.91

a) The Group is in the business of manufacture and sale of plywood and allied products. Sales are recognised when control of the products has transferred, being when the products are dispatched/delivered to the customer, the customer has full discretion over the channel and price to sell the products, and there is no unfulfilled obligation that could affect the customer's acceptance of the products. The Group does not give significant credit period resulting in no significant financing component.

b) For contract balances i.e. trade receivables and advance from customers, refer note 13 and 26.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

c) For information on revenue from contracts with customers disaggregated on the basis of geographical region, refer note 46.

28. Other income

		Year ended 31 March 2021		Year ended 31 March 2020
Interest on fixed deposits with banks and others		317.71		68.14
Interest on other financial assets		3.71		-
Income from related party:				
- Commission on guarantee given to joint venture (refer note 41)		22.16		21.63
Liabilities no longer required written back		28.49		77.67
Interest on income tax refund		24.78		-
Foreign exchange fluctuations(net)		-		21.57
Loss allowance				
- loss allowance	289.14		-	
- Bad debts	(161.83)	127.31	-	-
Gain on fair valuation of investments at fair value through profit and loss		19.68		-
Miscellaneous income		133.08		14.99
		676.92		204.00

29. Cost of materials consumed

	Year ended 31 March 2021	Year ended 31 March 2020
Inventory of raw materials at the beginning of the year	6,615.03	6,582.14
Add: Purchases	42,720.84	54,554.04
Less: Inventory of raw materials at the end of the year	(6,444.13)	(6,615.03)
	42,891.74	54,521.15

30. Purchase of stock in trade

	Year ended 31 March 2021	Year ended 31 March 2020
Purchase of stock-in-trade	26,041.44	29,331.55
	26,041.44	29,331.55

31. Changes in inventories of finished goods, work-in-progress and stock in trade

See accounting policy in note 3(f)

		Year ended 31 March 2021	Year ended 31 March 2020
Opening inventories			
Work-in-progress		2,949.80	2,049.23
Finished goods		4,260.03	5,281.86
Stock in trade		3,042.99	2,407.29
	(A)	10,252.82	9,738.38
Closing inventories			
Work-in-progress		1,098.48	2,949.80
Finished goods		6,274.72	4,260.03
Stock in trade		3,406.97	3,042.99

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for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

		Year ended 31 March 2021	Year ended 31 March 2020
	(B)	10,780.17	10,252.82
Effect of foreign exchange fluctuations	(C)	2.80	210.31
	(A-B+C)	(524.55)	(304.13)

32. Employees benefits expense

See accounting policy in note 3(i)

	Year ended 31 March 2021	Year ended 31 March 2020
Salaries,wages and bonus	13,437.90	14,558.53
Contribution to provident and other funds {refer note 32(a) below}	617.67	736.16
Expenses related to post-employment defined benefit plan	185.78	188.11
Expenses related to compensated absences {refer note 32(b) below}	192.68	352.38
'Expenses on Employees Stock Options Scheme (refer note 38)	46.74	-
Staff welfare expenses	465.67	456.37
	14,946.44	16,291.55

Salaries, wages and bonus includes ₹ **2560.18 lakhs** (31 March 2020: ₹ 2,997.15 lakhs) relating to outsource manpower cost.

Notes:

(a) **Defined contribution plan:** The Group makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident and Pension Fund, which is a defined contribution plan. The Group has no obligations other than to make the specified contributions. The contributions are charged to the Consolidated Statement of Profit and Loss as they accrue. The amount recognised as an expense towards contribution to Provident fund aggregates to ₹ **583.81 lakhs** (31 March 2020: ₹ 690.90 lakhs).

The Group contributes its Employee State Insurance (ESI) contribution with Employees' State Insurance Corporation (ESIC) maintained by Government agencies, contributions made by the Group for ESI is based on the current salaries. In the ESI scheme, contributions are also made by the employees. The annual contribution amount of ₹ **33.86 lakhs** (31 March 2020: ₹ 45.26 lakhs) has been charged to the Consolidated Statement of Profit and Loss in relation to the above defined contribution scheme.

(b) **Defined benefit plan:** Retirement benefits in the form of gratuity is considered as defined benefit obligations and is provided for on the basis of third party actuarial valuation, using the projected unit credit method, as at the date of the Balance Sheet. Every Employee who has completed five years or more of service is entitled to gratuity on terms not less favourable than the provisions of The Payment of Gratuity Act, 1972. The scheme is funded with an insurance company only by the parent company.

	Year ended 31 March 2021	Year ended 31 March 2020
(c) **Actuarial valuation of gratuity liability**		
Defined benefit cost		
Current service cost	184.87	182.47
Interest expense on defined benefit obligation	125.19	96.58
Interest income on plan assets	(124.28)	(90.94)
Defined benefit cost in Statement of Profit and Loss	185.78	188.11
Remeasurements from financial assumptions	19.76	97.08
Remeasurements from experience adjustments	(65.39)	58.55
Remeasurements from financial assumptions on plan assets	6.60	(12.86)
Defined benefit cost in Other Comprehensive Income (OCI)	(39.03)	142.77
Total defined benefit cost in Statement of Profit and Loss and OCI	146.75	330.88

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(All Amount in ₹ Lakhs, unless otherwise stated)

	Year ended 31 March 2021	Year ended 31 March 2020
Movement in defined benefit obligation		
Balance at the beginning of the year	**1,790.22**	1,403.89
Interest cost	**125.19**	96.58
Current service cost	**184.87**	182.48
Actuarial losses/(gains) recognised in other comprehensive income	**(45.63)**	155.63
Benefits paid	**(152.43)**	(48.36)
Balance at the end of the year	**1,902.22**	1,790.22
Movement in fair value of plan assets		
Balance at the beginning of the year	**1,776.64**	1,299.10
Interest income	**124.28**	90.94
Employer contributions	**150.00**	422.10
Benefits paid	**(152.43)**	(48.36)
Remeasurements from financial assumptions on plan assets	**(6.60)**	12.86
Balance at the end of the year	**1,891.89**	1,776.64
Net asset/(liability) recognised in the Consolidated Balance Sheet		
Present value of defined benefit obligation	**(1,902.22)**	(1,790.22)
Fair value of plan asset	**1,891.89**	1,776.64
Net asset/(liability)	**(10.33)**	(13.58)
Sensitivity analysis		
Increase/(Decrease) in present value of defined benefit obligation at the end of the year		
Salary escalation - Increase by 1%	**154.58**	144.89
Salary escalation - Decrease by 1%	**(136.47)**	(131.31)
Withdrawal rates - Increase by 1%	**4.98**	3.82
Withdrawal rates - Decrease by 1%	**(6.05)**	(8.36)
Discount rates - Increase by 1%	**(129.08)**	(124.70)
Discount rates - Decrease by 1%	**148.27**	139.29

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied when calculating the defined benefit obligation recognised in the Balance Sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

	Actuarial assumptions		
	Mortality table	**IALM 2012-2014**	IALM 2006-2008
	Discount rate (per annum)	**6.90%**	7.00%
	Rate of escalation in salary (per annum)	**6.00%**	6.00%
	Withdrawal rate	**1% - 8%**	1% - 8%
	Expected benefit payments		
	Not later than 1 year	**235.44**	243.91
	Later than 1 year and not later than 5 years	**832.39**	771.57
	More than 5 years	**676.54**	614.71
	Weighted average duration of defined benefit obligation (in years)	**4.95**	4.95
(d)	**The major categories of plan assets as a percentage of the fair value of total plan assets**	**In %**	In %
	Fund with HDFC Life Insurance Company Limited	**71.39%**	71.90%
	Fund with Kotak Mahindra Life Insurance Company Limited	**28.61%**	28.10%
		100.00%	100.00%

(e) The Group's expected contribution during next year is ₹ **199.95 lakhs** (31 March, 2020 ₹ 169.90 lakhs)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

33. Finance costs

See accounting policy in note 3(p)

	Year ended 31 March 2021	Year ended 31 March 2020
Interest expense on financial liabilities measured at amortised cost	**1,385.54**	1865.58
Interest on Lease Liabilities (refer note 5)	**114.81**	124.26
Other borrowing cost	**164.62**	89.55
	1,664.97	2,079.39

34. Depreciation and amortisation expense

See accounting policy in note 3(d)(iii) and (e)(iii)

	Year ended 31 March 2021	Year ended 31 March 2020
Depreciation of property, plant and equipment (refer note 4)	**2,084.97**	2,340.93
Depreciation of Right of use Assets (refer note 5)	**170.13**	175.07
Amortisation of intangible assets (refer note 7)	**52.79**	55.91
	2,307.89	2,571.91

35. Other expenses

	Year ended 31 March 2021	Year ended 31 March 2020
Consumption of stores and spares	**1,029.74**	1,386.19
Power and fuel	**2,072.64**	2,302.16
Rent (refer note 5)	**821.50**	784.02
Repairs to:		
- Buildings	**24.99**	133.27
- Plant and equipment	**415.74**	602.19
- Others	**582.38**	592.04
Insurance	**793.56**	518.37
Rates and taxes	**247.43**	456.35
Travelling expenses	**752.44**	1,126.35
Freight and delivery expenses	**5,611.15**	6,567.51
Export expenses	**1,889.90**	2,594.41
Advertisement and sales promotion	**3,372.47**	5,109.82
Commission paid to independent directors	**60.00**	55.00
Directors sitting fees	**25.20**	27.20
Payment to auditors [refer note 35 (i)]	**49.38**	71.49
Donation	**2.46**	7.60
Expenditure on corporate social responsibility [refer note 35 (ii)]	**236.15**	328.19
Loss on sale/discard of property, plant and equipment	**76.99**	52.28
Loss on fair valuation of investments at fair value through profit and loss	**-**	0.25
Legal and Professional fees	**593.96**	676.08
Commission expenses	**895.90**	784.19

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for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

	Year ended 31 March 2021		Year ended 31 March 2020	
Loss allowance and bad debts				
- Bad debts	-		171.84	
- Loss allowance	-	-	226.09	397.93
Foreign exchange fluctuations (net)		67.44		-
Miscellaneous expenses		1,887.13		2,066.53
		21,508.55		26,639.42

35 (i) Payment to auditors

	31 March 2021	31 March 2020
As auditors:		
- Statutory audit fees	34.00	34.00
- Tax audit	-	-
- Limited review of quarterly results	9.50	9.50
In other capacity		
- Certification fees	4.00	3.50
- Other services	-	21.00
Reimbursement of expenses	1.88	3.49
	49.38	71.49

35 (ii) Details of corporate social responsibility (CSR) expenditure

	Year ended 31 March 2021	Year ended 31 March 2020
(a) Gross amount required to be spent by the Parent Company during the year	229.15	325.33
(b) Amount spent during the year in cash on :		
(i) Construction/acquisition of any asset	-	-
(ii) On purposes other than (i) above		
- Contribution towards Plantation activities	-	10.19
- Contribution to trust i.e. Greenply Foundation	236.15	318.00
	236.15	328.19
Amount yet to be paid in cash	-	-

36. Exceptional items

	Year ended 31 March 2021	Year ended 31 March 2020
Provision for excise duty liability and interest {refer note 23(a)}	-	2,897.80
Excise duty refund receivable written off {refer note 23(a)}	-	2,099.25
	-	4,997.05

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(All Amount in ₹ Lakhs, unless otherwise stated)

37. Income tax and deferred tax assets (net)

See accounting policy in note 3(o)

	Year ended 31 March 2021	Year ended 31 March 2020
(a) Amount recognised in Profit and Loss		
Current tax	1,688.85	1,945.87
Taxes pertaining to earlier years	(41.46)	-
Income tax	1,647.39	1,945.87
Deferred tax	399.74	(601.40)
Deferred tax	399.74	(601.40)
Tax expense recognised in Statement of Profit and Loss	2,047.13	1,344.47
Deferred tax in other comprehensive income	9.82	(35.93)
Tax expense in Total Comprehensive Income	2,056.95	1,308.54
(b) Reconciliation of effective tax rate for the year		
Profit before tax	8,138.35	6,069.54
Applicable Income Tax rate	25.168%	25.168%
Computed tax expense	2,048.26	1,527.58
Tax impact relating to:		
Exempt income of subsidiaries	(134.56)	(381.20)
Share of (profit)/loss of joint venture	59.53	12.40
Income tax of earlier years	(41.46)	-
Impact of tax rate change	-	114.97
Non-deductible expenses for tax purposes	78.20	45.33
Other differences (net)	37.16	25.39
Tax expense in Statement of Profit and Loss	2,047.13	1,344.47

(c) Movement in deferred tax liabilities and assets balances:

	31 March 2021	31 March 2021
Deferred tax liabilities	346.88	291.21
Less: Deferred tax assets	(985.60)	(1,339.49)
Net deferred tax (assets)/liabilities	(638.72)	(1,048.28)

(d) Movement in deferred tax asset / liability

Movement in deferred tax asset / liability	1 April 2020	Movement through Statement of Profit and Loss	Movement through Other Comprehensive income	31 March 2021
Deferred tax liabilities				
Property, plant and equipment and intangible assets	291.21	55.67	-	346.88
Deferred tax assets				
Provisions for employee benefits	(199.25)	(22.36)	9.82	(211.79)
Expenses allowed for tax purposes when paid	(888.42)	347.77	-	(540.65)
Provisions for Trade receivables	(213.20)	64.93	-	(148.27)
Other temporary differences	(38.62)	(46.27)	-	(84.89)
	(1,048.28)	399.74	9.82	(638.72)

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Movement in deferred tax asset / liability	1 April 2019	Movement through Statement of Profit and Loss	Movement through Other Comprehensive income	31 March 2020
Deferred tax liabilities				
Property, plant and equipment and intangible assets	312.41	(21.20)	-	291.21
Deferred tax assets				
Provisions for employee benefits	(197.31)	33.99	(35.93)	(199.25)
Expenses allowed for tax purposes when paid	(220.90)	(667.52)	-	(888.42)
Provisions for Trade receivables	(225.01)	11.81	-	(213.20)
Other temporary differences	(80.14)	41.52	-	(38.62)
	(410.95)	(601.40)	(35.93)	(1,048.28)

38. Share based payments

(a) Employee stock option scheme

See accounting policy in note 3(y)

The "Greenply Employee Stock Option Plan 2020" (herewith reffered to as "ESOP Scheme 2020") was approved by the Nomination and Remuneration Committee (NRC) of Board of Directors of the Parent Company, in their meeting held on 14 August 2020. Approval of the Shareholders were received on 15 October 2020 (for approval of ESOPs) and 23 December 2020 (modification of ESOPs previously approved) with respect to ESOP Scheme 2020. The Scheme is designed to provide incentives to eligible employees to deliver long term returns. Under the Scheme each Option entitles the holder thereof to apply for and be allotted one equity shares of the Parent Company of Re.1 each upon payment of the exercise price at the time of exercise of options by employees. The exercise period commences from the date of vesting of the Options and expires at the end of 4 years from the date of vesting. The options was granted on 17th March 2021 to all the eligible employees.

Vesting schedule of the said options is as follows :-

Mr. Manoj Tulsian, Joint Managing Director & CEO (Options Granted 10,00,000)

- After 12 Months from the date of grant : 35 % of the options granted
- After 24 Months from the date of grant : 35 % of the options granted
- After 30 Months from the date of grant : 30 % of the options granted

For Employees other than Mr. Manoj Tulsian, Joint Managing Director & CEO (Options Granted 3,44,500)

- After 12 Months from the date of grant : 50 % of the options granted
- After 24 Months from the date of grant : 50 % of the options granted

Measurement of fair value

The fair value of ESOP Scheme 2020 as on the date of grant was determined using the Black Scholes Model which takes into account the share price at the measurement date, expected price volatility of the underlying share, the expected dividend yield and risk free interest rate and carrying amount of liability included in employee benefit obligations.

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(All Amount in ₹ Lakhs, unless otherwise stated)

The fair value of the options and the inputs used in the measurement of fair value as on the grant date are as follows:

Particulars	Vest-1	Vest-2	Vest-3
Grant date	17-Mar-21	17-Mar-21	17-Mar-21
Fair value at grant date (₹)	134.57	137.43	139.04
Share price at grant date (₹)	181.85	181.85	181.85
Exercise price (₹)	55.00	55.00	55.00
Expected volatilty	43.92%	40.73%	40.73%
Expected Life (expected weighted average life)	3.00	4.00	4.51
Expected dividend	0.22	0.22	0.22
Risk free interest rate (based on zero-yield curve for Government Securities)	5.16%	5.59%	5.77%

Expected volatility - since each vest has been considered as a separate grant, we have considered the volatility for periods, corresponding to the expected lives of different vests, prior to the grant date. Volatility has been calculated based on the daily closing market price of the Parent Companys stock price on NSE over the years.

Reconciliation of outstanding share option

	31 March 2021
Number of Options Outstanding at the beginning of the year	-
Number of Options granted during the year	1,344,500
Number of Options forfeited/lapsed during the year	9,500
Number of Options vested during the year	-
Number of Options exercised during the year	-
Number of Shares arising as a result of exercise of options	-
Number of Options outstanding at the end of the year	1,335,000
Number of Options exercisable at the end of the year	-

(b) Expense arising from share based payment transactions

Total expenses arising from share-based payment transactions recognised in Statement of consolidated Profit and Loss as part of employee benefit expense are as follows:

	31 March 2021	31 March 2020
Expenses on Employees Stock Options Scheme	46.74	-
	46.74	-

39. Earnings per share

	31 March 2021	31 March 2020
Basic and diluted earnings per share		
(i) Profit for the year, attributable to the equity shareholders	6,091.22	4,725.07
(ii) Weighted average number of equity shares		
- Number of equity shares at the beginning of the year	122,627,395	122,627,395
- Number of equity shares at the end of the year	122,627,395	122,627,395
Weighted average number of equity shares for computing basic earning per share	122,627,395	122,627,395
Weighted average number of equity shares for computing diluted earning per share*	122,627,395	122,627,395
Basic and diluted earnings per share (₹) [(i)/(ii)]	4.97	3.85

** The Parent company during the current year has issued stock options to various employees however the same is anti dilutive in nature hence accordingly there has been no effect in diluted earnings per share for the current year.*

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for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

40. Contingent liability and commitments

(to the extent not provided for)

		31 March 2021	31 March 2021
Contingent liabilities			
(a)	**Claims against the Group not acknowledged as debts:**		
(i)	Excise duty, sales tax and other indirect tax matters in dispute/ appeal	**3,345.99**	2830.84
(ii)	Consumer court cases in dispute	**63.76**	20.47
b)	The Supreme Court, in a judgement dated 28 February 2019, has stipulated the components of salary that need to be taken into account for computing the contribution to provident fund under the Employees Provident Fund Act,1952. The Holding Company will account for the impact of the judgement after clarification is obtained in interpreting aspects of the judgement and after knowing the effective date of its application. The Holding Company does not expect the impact to be material.		
c)	**Guarantees outstanding**		
(i)	Guarantee given to bank in respect of financial assitance to a joint venture company (refer note 41)	**2,193.15**	2,267.70
	Guarantee outstanding: The Holding company had issued guarantee in favour of banker on behalf of its joint venture company - Greenply Alkemal (Singapore) Pte. Limited for the purpose of availing working capital loan. This guarantee was issued in USD.		
	Capital and other commitments		
(i)	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	**532.90**	1194.71

Claim against the Group not acknowledged as debt:

Cash outflows for the above are determinable only on receipt of judgments pending at various forums/ authorities. The Group has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. The Group does not expect the outcome of these proceedings to have a materially adverse effect on its financial position.

41. Related party disclosure

a) Related parties where control exists

Company in which a subsidiary is a Joint Venture Partner:

i) **Greenply Alkemal (Singapore) Pte. Limited, Singapore**

(Joint venture of Greenply Holdings Pte. Limited, Singapore with Alkemal Singapore Pte. Limited, Singapore)

ii) **Greenply Industries (Myanmar) Private Limited (Wholly owned subsidiary of Greenply Alkemal (Singapore) Pte. Limited.)**

b) Related parties with whom transactions have taken place during the year.

(i) Key Management Personnel (KMP)

i) Mr. Rajesh Mittal, Chairman cum Managing Director (w.e.f 14 August 2019)

ii) Mr. Sanidhya Mittal, Joint Managing Director (w.e.f 14 August.2019).

iii) Mr. Manoj Tulsian, Joint Managing Director & CEO (w.e.f 11 February 2020).

vi) Mr. Kaushal Kumar Agarwal, Company Secretary & Sr VP - Legal.

v) Mr. Mukesh Agarwal, Chief Financial Officer (w.e.f 14 August 2019).

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(All Amount in ₹ Lakhs, unless otherwise stated)

(ii) Non-executive Directors

i) Mr. Susil Kumar Pal, Independent Director

ii) Mr. Vinod Kumar Kothari, Independent Director

iii) Mr. Upendra Nath Challu, Independent Director

iv) Ms. Sonali Bhagwati Dalal, Independent Director

v) Mr. Anupam Kumar Mukerji, Independent Director (resigned w.e.f 01 April 2020)

(iii) Relatives of Key Management Personnel (KMP)

i) Mrs. Karuna Mittal (Wife of Mr. Rajesh Mittal)

ii) Mrs. Surbhi Poddar (Daughter of Mr. Rajesh Mittal)

(iv) Enterprises controlled by Key Management Personnel or their relatives

i) RS Homcon Limited

ii) Mastermind Shoppers Private Limited

iii) Greenlam Industries Limited

iv) Greenpanel Industries Limited

iv) Greenply Foundation

v) RKS Family Foundation

c) Related party transactions

Name of the related party	Nature of transaction	31 March 2021	31 March 2020
Greenply Alkemal (Singapore) Pte. Limited	Purchase of products	**399.01**	1,112.90
	Commission on guarantee	**22.16**	21.63
Greenpanel Industries Limited	Purchase of products	**36.88**	82.81
	Other Income	**0.01**	-
	Sale of products	**71.24**	-
Greenlam Industries Limited	Purchase of products	**79.42**	38.99
Greenply Foundation	Contribution towards corporate social responsibility	**236.15**	-
RKS Family Foundation	Sale of products	**183.79**	-
Mr. Rajesh Mittal	Remuneration	**369.93**	360.72
	Rent paid	**4.88**	4.17
	Security deposit given	**-**	2.50
Mr. Sanidhya Mittal	Remuneration	**137.42**	146.40
	Rent paid	**4.88**	4.17
Mr. Manoj Tulsian	Remuneration	**283.44**	29.81
Mr. Kaushal Kumar Agarwal	Remuneration	**59.78**	55.34
Mr. Mukesh Agarwal	Remuneration	**68.95**	66.98
Mr. Anupam Kumar Mukerji	Commission and sitting fees	**-**	16.75
Mr. Susil Kumar Pal	Commission and sitting fees	**22.60**	17.75
Mr. Upendra Nath Challu	Commission and sitting fees	**22.60**	17.50
Mr. Vinod Kumar Kothari	Commission and sitting fees	**22.60**	18.00
Ms. Sonali Bhagwati Dalal	Commission and sitting fees	**17.40**	12.20
Mrs. Surbhi Poddar	Remuneration	**25.55**	26.49
Mrs. Karuna Mittal	Rent paid	**4.88**	4.17
Prime Holdings Private Limited	Purchase of Assets	**-**	578.09
RS Homcon Limited	Rent paid	**12.79**	12.65
Mastermind Shoppers Private Limited	Rent paid	**18.22**	18.50

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(All Amount in ₹ Lakhs, unless otherwise stated)

d) Outstanding balances

Name of the related party	Nature of transaction	31 March 2021	31 March 2020
Greenply Alkemal (Singapore) Pte. Limited	Trade payables	74.37	176.73
	Guarantee given	2,193.15	2,267.70
	Commission on guarantee receivable	5.40	5.65
Greenlam Industries Limited	Trade payables	-	8.22
Greenpanel Industries Limited	Other receivables	-	114.07
Mr. Rajesh Mittal	Remuneration	122.50	-
RKS Family Foundation	Trade receivables	183.79	-
Mr. Rajesh Mittal	Security deposit	2.50	2.50
Mr. Manoj Tulsian	Remuneration	81.50	-
Mr. Sanidhya Mittal	Remuneration	122.50	-
RS Homcon Limited	Security deposit	2.57	2.57
Mastermind Shoppers Private Limited	Security deposit	2.90	2.90

e) Key Management Personnel compensation

Key management personnels compensation comprised of the following:

	31 March 2021	31 March 2020
Nature of transaction		
Short-term employee benefits	855.11	560.88
Other long-term benefits	64.41	98.37
Total compensation key management personnel	919.52	659.25

As the future liability for gratuity and compensated encashment is provided on an actuarial basis for the Holding Company as a whole, the amount pertaining to each key management personnel is not separately ascertainable and, therefore, not included above. Based on the recommendation of the Nomination and Remuneration Committee, all decisions relating to the remuneration of the KMPs are taken by the Board of Directors of the Holding Company, in accordance with shareholders' approval, wherever necessary.

f) Terms and conditions of transactions with related parties

Purchase and sales from/to related parties are made in the ordinary course of business and on terms equivalent to those that prevail in arm's length transactions with other vendors. Outstanding balances at the year-end are unsecured and will be settled in cash and cash equivalents.

The Group has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken in each financial year through examining the financial position of the related parties and the market in which the related party operates.

The guarantees given to related party are on terms at arm's length price. The commission on such guarantees have been recovered at arm length price as per safe harbour rules of Income Tax Act,1961.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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(All Amount in ₹ Lakhs, unless otherwise stated)

42. Accounting classifications and fair values

See accounting policy in note 3(c) and 3(w)

The fair values of financial assets and liabilities, together with the carrying amounts shown in the Consolidated Balance Sheet are as follows:

	31 March 2021		31 March 2020	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial assets at amortised cost				
Loans and deposits	536.92	536.92	493.87	493.87
Other financial assets	1,386.33	1,386.33	1,045.39	1,045.39
Trade receivables	19,390.00	19,390.00	35,651.39	35,651.39
Cash and cash equivalents	1,813.30	1,813.30	994.39	994.39
Bank balances other than cash and cash equivalents	10,984.89	10,984.89	31.00	31.00
	34,111.44	34,111.44	38,216.04	38,216.04
Financial assets at fair value through profit and loss				
Level 1				
Investments	0.54	0.54	0.24	0.24
Level 2				
Derivatives	-	-	137.00	137.00
Level 3				
Investments	313.38	313.38	209.00	209.00
	313.92	313.92	346.24	346.24
Total Financial Assets	34,425.36	34425.36	38,562.28	38,562.28
Financial liabilities at amortised cost				
Borrowings (including current maturities of non current borrowing)	19,171.51	19,171.51	26,741.10	26,741.10
Lease liabilites	1,121.47	1,121.47	1,145.24	1,145.24
Other financial liabilities (excluding current maturities of non current borrowing)	2,498.49	2,498.49	2,101.40	2,101.40
Trade payables	20,430.50	20,430.50	23,171.01	23,171.01
	43,221.97	43,221.97	53,158.75	53,158.75
Financial liabilities at fair value through profit and loss				
Level 2				
Derivatives	32.05	32.05	-	-
Total Financial Liabilities	43,254.02	43,254.02	53,158.75	53,158.75

43. Fair value measurement

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

The Group has established the following fair value hierarchy that categories the value into 3 levels. The inputs to valuation techniques used to measure fair value of financial instruments are:

Level 1: The hierarchy uses quoted prices in active markets for identical assets or liabilities. The fair value of all bonds which are traded in the stock exchanges is valued using the closing price or dealer quotations as at the reporting date.

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(All Amount in ₹ Lakhs, unless otherwise stated)

Level 2: The fair value of financial instruments that are not traded in an active market (for example traded bonds, over the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on company specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

Financial assets and liabilities measured at fair value - recurring fair value measurements are as follows:

	31 March 2021	31 March 2020
Financial assets - Level 1		
Investments	0.54	0.24
Financial assets - Level 2		
Derivatives	-	137.00
Financial assets - Level 3		
Investments	313.38	209.00
Financial liabilities - Level 2		
Derivatives	32.05	-

The management assessed that trade receivables, cash and cash equivalent, other bank balances, trade payable, cash credits, borrowings and other financial assets and liabilities approximate their carrying amounts largely due to the current maturities of these instruments.

The following methods and assumptions were used to estimate the fair values:

(a) The fair value of the quoted investments are based on market price at the respective reporting date.

(b) The fair value of derevatives (forward foreign exchange contracts,etc) is calculated as the present value determined using forward exchange rates and interest rate curve of the respective currencies based on report obtained from banking partners.

(c) The fair value of unquoted investments included in level 3 is determined using discounted cash flows, net asset value approach. Significant unobservable inputs comprise long term growth rates, market conditions of the specific industry etc. However, the changes in the fair values due to changes in unobservable inputs will not be material to the financial statements.

There were no tranfer of financial assets or liabilities measuredat fair value between level 1 and level 3, or tranfer into or out of level 3 during the year ended 31 March 2020 and 31 March 2021.

44. Financial risk management

The Group has exposure to the following risks arising from financial instruments:

(i) Credit risk

(ii) Liquidity risk

(iii) Market risk

Risk management framework

The Group's principal financial liabilities, other than derivatives, comprises of borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Group operations. The Group's principal financial assets, other than derivatives include trade and other receivables, investments and cash and cash equivalents that derive directly from its operations.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

The Group's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Group's primary risk management focus is to minimise potential adverse effects of market risk on its financial performance.

The Group uses derivative financial instruments to mitigate foreign exchange related risk exposures. The Group's exposure to credit risk is influenced mainly by the individual characteristic of each customer and the concentration of risk from the top few customers. The Group's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Group's activities.

This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing risk, and the Group's management of capital.

The sources of risks which the Group is exposed to and their management is given below:

Risk	Exposure Arising from	Measurement	Management
Credit risk	Trade receivables, Investments, Derivative financial instruments, Loans	Ageing analysis, Credit rating	Diversification of Credit limit and credit worthiness monitoring, credit based approval process.
Liquidity risk	Borrowings and Other liabilities	Rolling cash flow forecasts	Adequate unused credit lines and borrowing facilities.
Market risk Foreign exchange risk	Committed commercial transaction, Financial asset and liabilities not denominated in INR	Sensitivity analysis	Forward foreign exchange contracts.
Interest rate	Non current borrowings at variable rates	Sensitivity analysis Interest rate movements	The Group has held policies and guidelines to minimise impact of interest rate risk.

(i) Credit risk

Credit risk is the risk of financial loss of the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group receivables from customers and loans. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing/investing activities, including deposits with bank, foreign exchange transactions and financial guarantees. The Group has no significant concentration of credit risk with any counterparty. The carrying amount of financial assets represent the maximum credit risk exposure.

Trade receivable

The management has established a credit policy under which each new customer is analysed individually for creditworthiness before the Group's standard payment and delivery terms and conditions are offered. The Group's review includes external ratings, if they are available, financial statements, credit agency information, industry information and in some cases bank references.

Exposure to credit risks

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry. Details of concentration percentage of revenue generated from top customer and top five customers are stated below:

	31 March 2021	31 March 2020
Revenue from top customer	4.03%	4.06%
Revenue from top five customers	8.89%	8.15%

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Trade receivables are primarily unsecured and are derived from revenue earned from customers. Credit risk is managed through credit approvals, establishing credit limits and by continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business. As per simplified approach, the Group makes provision of expected credit loss on trade receivables using a provision matrix to mitigate the risk of default payments amd makes appropriate provisions at each reporting date whenever is for longer period and involves higher risk. The movement of expected credit loss provision is as follows:

	Year ended 31 March 2021	Year ended 31 March 2020
Balance at the beginning	730.72	504.63
Movement in loss allowance	(289.14)	226.09
Exchange differences on translation of foreign operations	(0.10)	-
Balance at the end	**441.48**	730.72

(ii) Liquidity risk

Liquidity risk is defined as the risk that the Group will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Group's finance team is responsible for liquidity, as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Group's liquidity position through rolling forecasts on the basis of expected cash flows.

The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

Exposure to liquidity risk

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

31 March 2021	< 1 year	1 - 5 years	> 5 years	Total
Borrowings (including current maturities)*	15,100.13	5,521.40	-	20,621.53
Trade payables	20,430.50	-	-	20,430.50
Lease liabilites*	263.19	869.95	344.87	1,478.01
Other financial liabilities	2,424.32	1.00	-	2,425.32
Derivatives	32.05	-	-	32.05
	38,250.19	6,392.35	344.87	44,987.41

31 March 2020	< 1 year	1 - 5 years	> 5 years	Total
Borrowings (including current maturities)*	21,477.29	6,272.86	-	27,750.15
Trade payables	23,171.01	-	-	23,171.01
Lease liabilites*	255.89	919.06	344.87	1,519.82
Other financial liabilities	1,982.53	1.00	-	1,983.53
	46,886.72	7,192.92	344.87	54,424.51

** including estimated interest*

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for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

(iii) Market risk

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of a financial instrument . The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, commodity prices, equity prices and other market changes that effect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and borrowings. The Group uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the management.

(a) Currency risk

The Group is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales, purchases and borrowings are denominated and the respective functional currencies of Group companies. Foreign currency risk is the risk impact related to fair value or future cash flows of an exposure in foreign currency, which fluctuate due to changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the foreign currency borrowings, import of raw materials and spare parts, capital expenditure, exports of finished goods. The Group evaluates exchange rate exposure arising from foreign currency transactions. The Group follows established risk management policies and standard operating procedures. It uses derivative instruments like foreign currency forwards to hedge exposure to foreign currency risk.

Exposure to currency risk

The Group's exposure to foreign currency at the end of the reporting period are as follows:

Particulars	Currency	31 March 2021		31 March 2020	
		Amount in Foreign currency in Lakhs	₹ in Lakhs	Amount in Foreign currency in Lakhs	₹ in Lakhs
- Hedged exposures *					
Borrowings - Buyers credit	USD	3.71	271.05	20.60	1,557.37
			271.05		1,557.37
Trade payables	USD	32.44	2,371.82	25.28	1,910.65
			2371.82		1,910.65
- Unhedged exposures					
Borrowings	USD	-	-	11.77	889.69
			-		889.69
Borrowings - Buyers credit	USD	-	-	0.98	74.45
			-		74.45
Trade payables	EURO	0.29	24.74	0.62	51.50
	USD	3.90	285.24	10.50	793.63
			309.98		845.13
Cash and cash equivalents	EURO	2.04	174.53	0.04	3.33
	USD	-	-	0.06	4.69
			174.53		8.02
Trade receivables	EURO	7.91	677.90	17.95	1,495.78
	USD	3.53	258.32	3.30	249.45
			936.22		1,745.23

** These foreign exchange liabilities are covered with forward contract having a maturity of less than one year.*

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for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

Sensitivity analysis

A reasonably possible strengthening (weakening) of the USD and EURO against Indian Rupee at 31 March would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss by the amount shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Particulars	Nature	Effect	31 March 2021	31 March 2020
USD (1% Movement)	Strengthening	Decrease in Profit	(0.27)	(15.04)
USD (1% Movement)	Weakening	Increase in Profit	0.27	15.04
USD (1% Movement)	Strengthening	Increase in Equity, net of tax	2.24	(9.30)
USD (1% Movement)	Weakening	Decrese in Equity, net of tax	(2.24)	9.30
EUR (1% Movement)	Strengthening	Increase in Profit	8.28	(15.51)
EUR (1% Movement)	Weakening	Decrease in Profit	(8.28)	15.51
EUR (1% Movement)	Strengthening	Increase in Equity, net of tax	12.57	(0.39)
EUR (1% Movement)	Weakening	Decrese in Equity, net of tax	(12.57)	0.39

(b) 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 Group exposure to the risk of changes in market interest rates related primarily to the Group's current borrowing with floating interest rates. The Group constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

Exposure to interest rate risk

The interest rate profile of the Group 's interest bearing financial instruments at the end of the reporting period are as follows:

Particulars	31 March 2021	31 March 2020
Fixed rate instruments		
Financial assets	-	-
Financial liabilities	(4,621.00)	(8,848.94)
	(4,621.00)	(8,848.94)
Variable rate instruments		
Financial assets	-	-
Financial liabilities	(13,825.51)	(17,242.16)
	(13,825.51)	(17,242.16)

Sensitivity analysis

Fixed rate instruments that are carried at amortised cost are not subject to interest rate risk for the purpose of sensitive analysis.

A reasonably possible change of 100 basis points in variable rate instruments at the reporting dates would have increased or decreased profit or loss by the amounts shown below:

Particulars	Effect	Nature	31 March 2021	31 March 2020
Variable rate instruments	Strengthening	Decrease in Profit	(138.26)	(172.42)
	Weakening	Increase in Profit	138.26	172.42
	Strengthening	Decrese in Equity, net of tax	(130.97)	(153.57)
	Weakening	Increase in Equity, net of tax	130.97	153.57
Cash flow sensitivity (net)	Strengthening	Decrease in Profit	(138.26)	(172.42)
	Weakening	Increase in Profit	138.26	172.42
	Strengthening	Decrese in Equity, net of tax	(130.97)	(153.57)
	Weakening	Increase in Equity, net of tax	130.97	153.57

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(All Amount in ₹ Lakhs, unless otherwise stated)

45. Capital management

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain development of the business. The management monitors the return on capital, as well as the level of dividends to equity shareholders.

The Group's objective when managing capital are to: (a) to maximise shareholders value and provide benefits to other stakeholders and (b) maintain an optimal capital structure to reduce the cost of capital.

For the purpose of the Group's capital management, capital includes issued equity share capital and other equity reserves attributable to the equity holders.

The Group monitors capital using debt-equity ratio, which is total debt less liquid investments divided by total equity.

	31 March 2021	31 March 2020
Total debt (Bank and other borrowings) (refer note 21 and 22)	19171.51	26,741.10
Less: Cash and cash equivalents (refer note 14)	1813.30	994.39
Adjusted net debt	17358.21	25,746.71
Equity (refer note 19 and 20)	43671.10	37,791.34
Debt to Equity (net)	0.40	0.68

In addition, the Group has financial covenants relating to the banking facilities that it has taken from all the lenders like interest service coverage ratio, Debt to EBITDA, current ratio etc. which is maintained by the Group.

46. Operating segments

Basis of segment

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group' s other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Group's Chief operating decision maker (CODM) to make decisions about resources to be allocated to the segments and assess their performance.

The group is exclusively enaged in the business of 'plywood and allied products'. As per Ind AS 108 ""operating segment, specified under section 133 of the companies Act, 2013 there are no reporatable segment applicable to the Group.

The Group's revenue from external customers by location of operations and information abount its non- current assets by location of assets are detailed below:-

A. Geographical information

Particulars	Within India		Outside India		Total	
	31 March 2021	31 March 2020	31 March 2021	31 March 2020	31 March 2021	31 March 2020
External revenue by location of customers	103,394.10	132,523.82	12,768.64	9,058.09	116,162.74	141,581.91
Non current assets other than finacial assets and deferred tax assets.	25,594.01	26,336.74	10,356.40	10,310.59	35,950.41	36,647.33

B. Major customer

The Group does not receive 10% or more of its revenues from transactions with any single external customer.

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for the year ended March 31, 2021

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47. The Group has established a comprehensive system of maintenance of information and documents as required by the transfer pricing regulations under Sections 92-92F of the Income-Tax Act, 1961. Since the law requires existence of such information and documentation to be contemporaneous in nature, the Holding Company continuously updates its documents for the international transactions entered into with the associated enterprises during the financial year. The management is of the opinion that its international transactions are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense for the year and that of provision for taxation.

48. Dues to Micro and small enterprises

		31 March 2021	31 March 2020
(a)	The amounts remaining unpaid to Micro and Small suppliers as at the end of each accounting year		
	- Principal	49.89	184.16
	- Interest	-	-
(b)	The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	190.83	-
(c)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	1.36	-
(d)	The amount of interest accrued and remaining unpaid at the end of each accounting year"	1.36	-
(e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	-	-

49. Government grant (Ind AS 20): Other operating revenue includes incentives against scheme of budgetary support under Goods and Services Tax Regime for the units set-up in Tizit, Nagaland of ₹ **371.70 lakhs** (31 March 2020 ₹ 460.78 lakhs).

50. Distribution made and proposed dividend

	Year ended 31 March 2021	Year ended 31 March 2020
Cash dividend on equity shares declared and paid		
Final dividend for the year ended on 31 March 2020:	490.51	490.51
₹ 0.40 per share (31 March 2019: ₹ 0.40 per share)		
Dividend distribution tax on final dividend	-	100.83
Total dividend paid	490.51	591.34
Proposed dividend on equity shares		
Final dividend for the year ended on 31 March 2021:	490.51	490.51
₹ 0.40 per share (31 March 2020: ₹ 0.40 per share)		
Total dividend proposed	490.51	490.51

Proposed dividends on equity shares are subject to approval by the shareholders at the ensuing annual general meeting and are not recognised as a liability as at 31 March 2021.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2021

(All Amount in ₹ Lakhs, unless otherwise stated)

51. Additional information pursuant to paragraph 2 of Division II of schedule III to the Companies Act 2013.

	Net assets (total assets minus total liabilities)		Share in profit or loss	
	As % of consolidated net assets	₹ in Lakhs	As % of consolidated profit or loss	₹ in Lakhs
Holding Company				
Greenply Industries Limited	94.05%	41,074.49	95.11%	5,793.12
Subsidiaries:				
Foreign				
Greenply Holdings Pte. Limited	-0.01%	(4.50)	-0.12%	(7.35)
Greenply Middle East Limited ^	7.02%	3,064.93	8.89%	541.98
Joint venture:				
Foreign				
Greenply Alkemal (Singapore) Pte. Limited	-1.06%	(463.82)	-3.88%	(236.53)
Non-controlling interests in all subsidiaries	0.00%	-	0.00%	-
At 31 March 2021	100.00%	43,671.10	100.00%	6,091.22

	Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated other comprehensive income	₹ in Lakhs	As % of consolidated other comprehensive income	₹ in Lakhs
Holding Company				
Greenply Industries Limited	12.57%	29.21	92.06%	5,822.33
Subsidiaries:				
Foreign				
Greenply Holdings Pte. Limited	0.00%	-	-0.12%	(7.35)
Greenply Middle East Limited ^	87.43%	203.10	11.80%	745.08
Joint venture:				
Foreign				
Greenply Alkemal (Singapore) Pte. Limited	0.00%	-	-3.74%	(236.53)
Non-controlling interests in all subsidiaries	0.00%	-	0.00%	-
At 31 March 2021	100.00%	232.31	100.00%	6,323.53

^ includes a wholly owned step down subsidiary company - Greenply Gabon SA

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
Firm Registration No. 101248W/W-100022

Jayanta Mukhopadhyay
Partner
Membership No. 055757

Place : Kolkata
Date : 14th June 2021

For and on behalf of Board of Directors of
Greenply Industries Limited
CIN: L20211AS1990PLC003484

Rajesh Mittal
Chairman cum Managing Director
DIN No. 00240900

Manoj Tulsian
Joint Managing Director & CEO
DIN No. 05117060

Mukesh Agarwal
Chief Financial Officer

Kaushal Kumar Agarwal
Company Secretary & Sr. VP-Legal

Place : Kolkata
Date : 14th June 2021

CORPORATE INFORMATION

Board of Directors

Mr. Rajesh Mittal,
Chairman cum Managing Director

Mr. Manoj Tulsian,
Joint Managing Director & CEO

Mr. Sanidhya Mittal,
Joint Managing Director

Mr. Susil Kumar Pal

Mr. Vinod Kumar Kothari

Ms. Sonali Bhagwati Dalal

Mr. Upendra Nath Challu

Audit Committee

Mr. Susil Kumar Pal,
Chairman

Mr. Vinod Kumar Kothari

Mr. Upendra Nath Challu

Mr. Rajesh Mittal

Stakeholders Relationship Committee

Mr. Susil Kumar Pal,
Chairman

Mr. Rajesh Mittal

Mr. Sanidhya Mittal

Nomination & Remuneration Committee

Mr. Susil Kumar Pal, Chairman

Mr. Upendra Nath Challu

Mr. Vinod Kumar Kothari

Mr. Rajesh Mittal

Corporate Social Responsibility Committee

Mr. Vinod Kumar Kothari

Mr. Upendra Nath Challu

Mr. Rajesh Mittal

Mr. Sanidhya Mittal

Operational Committee

Mr. Rajesh Mittal

Mr. Sanidhya Mittal

Mr. Susil Kumar Pal

Mr. Vinod Kumar Kothari

Risk Management Committee

Mr. Manoj Tulsian, Chairman

Mr. Sanidhya Mittal

Mr. Susil Kumar Pal

Mr. Upendra Nath Challu

Mr. Mukesh Agarwal

Chief Financial Officer

Mr. Mukesh Agarwal

Chief Investor Relations Officer

Mr. Mukesh Agarwal,
CFO

Company Secretary & Vice President-Legal

Mr. Kaushal Kumar Agarwal

Bankers/Financial Institutions

Axis Bank Ltd.
Citi Bank, N.A.
DBS Bank India Ltd.
HDFC Bank Ltd.
IDBI Bank Ltd.
State Bank of India
Yes Bank Ltd.

Statutory Auditors

M/s. B S R & Co. LLP
Godrej Waterside, Unit No. 603
6th Floor, Tower - 1
Plot No.5, Block - DP, Sector -V
Salt Lake, Kolkata 700 091, India

Registrar & Share Transfer Agent

M/s. S. K. Infosolutions Pvt. Ltd.
D/42, Katju Nagar Colony, Ground Floor,
Near South City Mall, PO & PS - Jadavpur
Kolkata, West Bengal-700032
Phone: (033) 2412-0027/0029
Fax: (033) 2412-0027

Registered Office:

Makum Road, P.O. Tinsukia,
Assam - 786 125

CIN: L20211AS1990PLC003484

Corporate Office:

"Madgul Lounge"
5th & 6th Floor
23 Chetla Central Road
Kolkata - 700 027, India
Phone: (033)-3051-5000
Fax: (033)-3051-5010
Email: investors@greenply.com
Website: www.greenply.com

Units

Plywood and allied Products

- Tizit, Nagaland
- Kriparampur, West Bengal
- Bamanbore, Gujarat

Concept, Content & Design
WYATT Prism COMMUNICATIONS
(info@wyatt.co.in)

Greenply
Industries Limited

www.greenply.com