

# BOARD'S REPORT

## Dear Shareholders,

Your Directors have pleasure in presenting their 70<sup>th</sup> Annual Report on the business and operations of the Company and the Audited Financial Statements for the financial year ended March 31, 2017.

## PERFORMANCE HIGHLIGHTS (STANDALONE)

Particulars	(₹ in Crores)	
	FY 2016-17	FY 2015-16
Revenue from operations	3,809.31	3,424.32
Other Income [including Foreign Exchange Gain / (Loss) – net]	357.15	471.92
Total Income	4,166.46	3,896.24
R&D Expenses	64.91	68.76
Other Expenses [including Foreign Exchange Gain / (Loss) – net]	1,908.79	2,047.59
EBIDTA excluding FOREX impact	2,305.09	1,628.46
Foreign Exchange Gain / (Loss)	(112.33)	151.43
EBIDTA	2,192.76	1,779.89
% margin	52.6	45.7
Less:		
Finance Costs	1,178.34	786.88
Depreciation	94.49	79.55
Profit before Exceptional Items and Tax	919.93	913.46
Add: Exceptional Items	-	70.19
Profit before Tax	919.93	983.65
Less:		
Income Tax provision		
- Current	195.42	260.17
- Deferred	(52.27)	(272.22)
Profit for the year	776.78	995.70
% margin	18.64	25.56
Other Comprehensive Income / (Expense) for the year, net of tax expense	845.21	(694.25)
Total Comprehensive Income / (Expense) for the year	1,621.99	301.45
Earnings Per Share (Basic / Diluted) (₹)	45.01	57.70
Transfer to Debenture Redemption Reserve	131.79	438.58

Note: Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

## DIVIDEND

The Board has recommended equity dividend of ₹ 21 per equity share i.e. @ 1,050 % on the outstanding equity shares of ₹ 2 each for the financial year ended March 31, 2017.

The above dividend will be paid to eligible members within a period of four days from the date of the forthcoming Annual General Meeting, after approval of Members (i.e. from August 2, 2017 to August 5, 2017).

As per Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations'), your Company has formulated a Dividend Distribution Policy which is available on the website of the Company and the weblink to the same is <http://www.piramal.com/investors/policies-codes>.

## CHANGES IN SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

Changes in subsidiaries, joint ventures or associate companies during the year under review are listed in Annexure A to this Report.

## FINANCIAL DETAILS OF SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013, a statement containing salient features of financial statements of subsidiaries, associates and joint venture companies in Form AOC 1 is attached to the Accounts. The separate audited financial statements of the subsidiaries shall be kept open for inspection at the Registered Office of the Company during working hours for a period of 21 days before the date of the Annual General Meeting.

The separate financial statements of the subsidiaries are also available on the website of your Company at <http://www.piramal.com/investors/financial-reports#parentVerticalTab2> and will also be made available upon request of any Member of the Company who is interested in obtaining the same.

## SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR 2017

### Acquisition of four brands from Pfizer

In May 2016, the Company acquired four brands from Pfizer Limited for a consideration of ₹ 120.8 Crores (inclusive of transaction costs). The acquisition includes brands namely: Ferradol, Neko, Sloan's and Waterbury's Compound and additionally, trademark rights for Ferradol and Waterbury's Compound for Bangladesh and Sri Lanka.

### Acquisition of Ash Stevens Inc., a US based CDMO for High Potency APIs (HPAPIs)

In August 2016, the Company acquired 100% stake in Ash Stevens Inc., a US based CDMO, for a consideration of US\$ 44.8 million (inclusive of transaction costs). Ash Stevens has vast contract manufacturing experience and is one of the leaders in High Potency API (HPAPI) manufacturing. The facility has approvals from US, EU, Australia, Japan, Korea and Mexico regulatory agencies.

### Strategic Partnership with Bain Capital Credit to invest in restructuring situations in India

In August 2016, the Company and Bain Capital Credit signed a Memorandum of Understanding (MOU) to create a strategic partnership to invest in restructuring situations in India. The platform's mandate is to identify and turnaround businesses (in sectors other than real estate) that require restructuring but have fundamentally strong growth prospects.

### Acquisition of a portfolio of injectable anaesthesia and pain management products from Janssen

In October 2016, the Company's wholly owned step down subsidiary in the UK, Piramal Critical Care Ltd, acquired Janssen's injectable anaesthesia and pain management products for an initial consideration of US\$ 161.2 million (inclusive of transaction costs) and up to an additional consideration of US\$ 20 million.

### Launched Flexi Lease Rental Discounting (LRD) for Commercial Assets

In November 2016, the Company expanded its portfolio to offer Flexi LRD for completed commercial assets that include office and retail space.

### Announced plans to enter Retail Housing Finance

In January 2017, the Company (through its subsidiary) applied to the National Housing Bank (NHB) for incorporating a Housing Finance Company (HFC) as its subsidiary.

### Partnership with Ivanhoé Cambridge to Invest in Residential Development in India

In February 2017, the Company entered a strategic partnership with Ivanhoé Cambridge, a real estate subsidiary of CDPQ (Caisse de dépôt et placement du Québec), to provide long term equity capital to blue chip residential developers.

### Acquisition of intrathecal spasticity and pain management business from Mallinckrodt LLC

In March 2017, the Company's wholly owned step down subsidiary in the UK, Piramal Critical Care Ltd acquired the intrathecal spasticity and pain management business from Mallinckrodt LLC, for an initial consideration of US\$ 171 million and an additional consideration of up to US\$ 32 million, payable depending on financial performance of the acquired assets over the next 3 years.

### Augments integrated capabilities by expanding sterile manufacturing capabilities in Lexington

The Company's US\$ 23.9 million investment to increase its capacity and capabilities in manufacturing is being rolled out in phases. Phase-I expansion at Lexington is nearing completion. The next phase of expansion will begin immediately, and is expected to be operational by the end of CY2018.

## SIGNIFICANT EVENTS AFTER BALANCE SHEET DATE

### Board of Directors approves raising of funds of up to ₹ 5,000 Crores

In order to support future growth, the Board of Directors of the Company approved raising of funds to the extent of ₹ 5,000 Crores on May 12, 2017.

## OPERATIONS REVIEW

Total income from operations on a standalone basis for the year grew by 11.24% to ₹ 3,809.31 Crores as compared to ₹ 3,424.32 Crores in FY 2016. Profit before interest, depreciation and tax (PBITDA) for FY 2017 on a standalone basis grew by 23.20% to ₹ 2,192.76 Crores as compared to ₹ 1,779.89 Crores in FY 2016. Growth in PBITDA was driven by strong revenue performance across most of the businesses. Net Profit for the year was ₹ 776.78 Crores as compared to ₹ 995.70 Crores in FY 2016. Earnings per share were ₹ 45.01 for the year as compared to ₹ 57.70 per share during the previous year.

A detailed discussion of operations for the year ended March 31, 2017 is provided in the Management Discussion and Analysis Report, which is presented in a separate section forming part of this Annual Report.

## SUBSIDIARY COMPANIES

### Piramal Healthcare Inc. [Consolidated]

Piramal Healthcare Inc. [consolidated] includes financials of its wholly owned subsidiaries Piramal Critical Care Inc., Piramal Pharma Inc. and Piramal Pharma Solutions Inc. (upto December 2016). Net sales of Piramal Healthcare Inc. [consolidated] for FY 2017 were at ₹ 928.03

Crores. Profit before interest, depreciation and tax for the year was at ₹ 371.93 Crores. Piramal Healthcare Inc. [consolidated] reported a net profit of ₹ 153.17 Crores for the year.

#### **PEL Pharma Inc. [Consolidated]**

PEL Pharma Inc. [consolidated] includes financials of its wholly owned subsidiaries Piramal Pharma Solutions Inc. (from December 2016) and Ash Stevens LLC (acquired in August 2016).

Net sales of PEL Pharma Inc. [consolidated] for FY 2017 were at ₹ 119.82 Crores. Profit before interest, depreciation and tax for the year was at ₹ 13.36 Crores. PEL Pharma Inc. [consolidated] reported a net loss of ₹ 17.78 Crores for the year.

#### **Piramal Dutch IM Holdco B.V. [Consolidated]**

Piramal Dutch IM Holdco B.V. [consolidated] includes financials of its wholly owned subsidiaries PEL-DRG Dutch Holdco B.V. and Decision Resources Group. Net sales of this group for FY 2017 were at ₹ 1,222.80 Crores. Profit before interest, depreciation and tax for the year was at ₹ 204.33 Crores. Net loss for the year was at ₹ 158.88 Crores for the year.

#### **Piramal Healthcare UK Limited**

Net sales of Piramal Healthcare UK Limited for FY 2017 were at ₹ 682.23 Crores. Profit before interest, depreciation and tax for the year was at ₹ 75.10 Crores. Piramal Healthcare UK Limited reported a net profit of ₹ 36.62 Crores for the year.

#### **Piramal Healthcare (Canada) Limited**

Net sales of Piramal Healthcare (Canada) Limited for FY 2017 were at ₹ 171.17 Crores. Profit before interest, depreciation and tax for the year was at ₹ 35.65 Crores. Piramal Healthcare (Canada) Limited reported a net profit of ₹ 56.38 Crores for the year.

#### **Piramal Critical Care Limited [Consolidated]**

Piramal Critical Care Limited (consolidated) includes financials of its wholly owned subsidiary Piramal Critical Care South Africa (Pty) Ltd. Net sales of Piramal Critical Care Limited (consolidated) for FY 2017 were at ₹ 309.38 Crores. Profit before interest, depreciation and tax for the year was at ₹ 184.53 Crores. Piramal Critical Care Limited (consolidated) reported a net profit of ₹ 93.76 Crores for the year.

#### **Piramal Critical Care Italia SPA**

Net sales of Piramal Critical Care Italia SPA for FY 2017 were at ₹ 26.95 Crores. Loss before interest, depreciation and tax for the year was at ₹ 0.23 Crores. Piramal Critical Care Italia SPA reported a net loss of ₹ 1.44 Crores for the year.

#### **Piramal Critical Care Deutschland GmbH**

Net sales of Piramal Critical Care Deutschland GmbH for FY 2017 were at ₹ 6.29 Crores. Loss before interest, depreciation and tax for the year was at ₹ 4.27 Crores. Piramal Critical Care Deutschland GmbH reported a net loss of ₹ 5.10 Crores for the year.

#### **Piramal Imaging SA [Consolidated]**

Piramal Imaging SA (consolidated) includes financials of its wholly-owned subsidiaries Piramal Imaging GmbH and Piramal Imaging Limited. Net sales of Piramal Imaging SA (consolidated) for FY 2017 were at ₹ 80.18 Crores. Loss before interest, depreciation and tax for the year was at ₹ 67.69 Crores. Piramal Imaging SA (consolidated) reported a net loss of ₹ 157.55 Crores for the year.

#### **Piramal Finance Limited**

Income from operations for FY 2017 was at ₹ 1,463.57 Crores. Profit before depreciation and tax for the year was at ₹ 293.13 Crores. Piramal Finance Limited reported a net profit of ₹ 193.28 Crores for the year.

#### **Piramal Fund Management Private Limited [Consolidated]**

Piramal Fund Management Private Limited (consolidated) includes financials of Indiareit Investment Management Co. and Piramal Asset Management Private Limited. Income from operations for FY 2017 was at ₹ 134.65 Crores. Profit before depreciation and tax for the year was at ₹ 52.29 Crores. Piramal Fund Management Private Limited (consolidated) reported a net profit of ₹ 35.68 Crores for the year.

### **JOINT VENTURES AND ASSOCIATE COMPANIES**

Investment in Joint Ventures and Associates are accounted for using the equity method of accounting. Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise PEL's share of post-acquisition profits or losses and other comprehensive income of joint ventures and associates. Dividends received or receivable from associates or joint ventures are recognised as a reduction in the carrying amount of the investment.

Convergence Chemicals Private Limited is a 51:49 subsidiary of PEL. This entity is the result of a joint venture between PEL and Navin Fluorine International Limited, which has been set up to develop, manufacture and sell speciality fluorochemicals. Convergence Chemicals Private Limited reported a loss of ₹ 0.63 Crores in FY 2017.

PEL has an effective 20% equity stake in Shriram Capital Limited. Share of profit of Shriram Capital Limited considered in consolidation for FY 2017 amounts to ₹ 146.00 Crores.

PEL owns 49% equity stake in Allergan India Private Limited. Share of profit of Allergan India Private Limited considered in consolidation for FY 2017 amounts to ₹ 28.11 Crores.

PEL's share of profit / (loss) of ₹ (2.80) Crores, ₹ (1.10) Crores and ₹ 0.01 Crores in Bluebird Aero Systems Limited, Context Matters Inc. and Piramal Phytocare Limited respectively have been considered in consolidation for FY 2017.

**DEPOSITS**

Your Company has not accepted any deposits from the public and as such, no amount of principal or interest was outstanding as on the balance sheet date.

**STATUTORY AUDITORS AND AUDITORS' REPORT**

The Auditors Report does not contain any qualification, reservation or adverse remark on the financial statements for the year ended March 31, 2017.

In terms of Section 139(2) of the Companies Act, 2013, the existing Auditors, M/s Price Waterhouse hold office until the conclusion of this Annual General Meeting ('AGM'). It is therefore required to appoint new auditors of the Company who will hold office for a period of 5 years i.e. until the conclusion of the 75<sup>th</sup> AGM of the Company, to be held in calendar year 2022, subject to ratification by the members of the Company at every AGM.

It is proposed to appoint M/s Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration Number 117366W/W-100018) issued by the Institute of Chartered Accountants of India, as the new Statutory Auditors of the Company for a period of 5 consecutive years commencing from the conclusion of the ensuing AGM, subject to ratification by the members at every AGM during their tenure.

M/s Deloitte Haskins & Sells LLP, Chartered Accountants, have confirmed that they are eligible for appointment as Statutory Auditors at this AGM. Accordingly, approval of shareholders is being sought at this AGM for their appointment for a period of 5 years.

**CORPORATE SOCIAL RESPONSIBILITY**

The Annual Report on Corporate Social Responsibility activities for FY 2017 is enclosed as Annexure B.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

Particulars regarding Conservation of energy, technology absorption and foreign exchange earnings and outgo are given as Annexure C to this Report.

**EXTRACT OF ANNUAL RETURN**

The extract of the Annual Return in Form MGT-9 is annexed herewith as Annexure D.

**DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Mr. Anand Piramal was appointed by the Board as an Additional Director (Non – Executive) with effect from May 12, 2017 and holds office upto the date of the ensuing Annual General Meeting. The Board recommends his appointment as Non – Executive Director of the Company, liable to retire by rotation, at the ensuing Annual General Meeting.

There were no other changes in Directors or Key Managerial Personnel.

The Company has received declarations from all its Independent Directors, confirming that they meet the criteria of independence as prescribed under the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations.

In accordance with the provisions of the Companies Act, 2013, Mr. Vijay Shah retires by rotation at the ensuing Annual General Meeting and is eligible for re-appointment.

Approval of shareholders is also being sought for the re-appointment of Mr. Ajay G. Piramal, Chairman and Ms. Nandini Piramal, Executive Director for a period of 5 years with effect from April 1, 2017, which the Board recommends.

**BOARD EVALUATION**

Evaluation of performance of all Directors is undertaken annually. The Company has implemented a system of evaluating performance of the Board of Directors and of its Committees and individual Directors on the basis of a structured questionnaire which comprises evaluation criteria taking into consideration various performance related aspects.

The Board of Directors has expressed their satisfaction with the evaluation process.

**NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS**

During the year seven Board Meetings were convened and held, details of which are given in the Report on Corporate Governance forming part of the Annual Report.

**VIGIL MECHANISM / WHISTLE BLOWER POLICY FOR DIRECTORS AND EMPLOYEES**

The Company has established a Vigil Mechanism, which includes a Whistle Blower Policy, for its Directors and Employees, to provide a framework to facilitate responsible and secure reporting of concerns of unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct & Ethics. The details of establishment of Vigil Mechanism/ Whistle Blower Policy are posted on the website of the Company and the weblink to the same is <http://www.piramal.com/investors/policies-codes>.

**AUDIT & RISK MANAGEMENT COMMITTEE**

The Audit & Risk Management Committee comprises three members, all of whom are Independent Directors.

1. Mr. N. Vaghul – Chairman
2. Mr. Keki Dadiseth
3. Dr. R.A. Mashelkar

Further details on the Audit & Risk Management Committee are provided in the Report on Corporate Governance forming part of the Annual Report.

### NOMINATION AND REMUNERATION POLICIES

The Board of Directors has formulated a Policy which lays down a framework for selection and appointment of Directors and Senior Management and for determining qualifications, positive attributes and independence of Directors.

The Board has also formulated a Policy relating to remuneration of Directors, members of Senior Management and Key Managerial Personnel.

Details of the Nomination Policy and the Remuneration Policy are given in Annexure E.

### PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Reference may be made to Note nos. 6 and 13 of the financial statements for loans to bodies corporate and to Note no. 26(2) for guarantees provided by the Company.

As regards details of Investments in bodies corporate, details of the same are given in Note no. 4 of the financial statements.

### RELATED PARTY TRANSACTIONS

During the year, the Company had entered into contract/arrangement/transaction with related parties which were on arms' length basis but which were considered material in accordance with the policy of the Company on materiality of related party transactions. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3) (h) of the Companies Act, 2013 in Form AOC 2 is enclosed as Annexure F.

Systems are in place for obtaining prior omnibus approval of the Audit Committee on an annual basis for transactions with related parties which are of a foreseeable and repetitive nature. The transactions entered into pursuant to the omnibus approval so granted and a statement giving details of all transactions with related parties are placed before the Audit Committee for their review on a periodic basis.

Your Company has formulated a policy for dealing with related party transactions which is also available on website of the Company at <http://www.piramal.com/investors/policies-codes>.

### MANAGERIAL REMUNERATION

#### A) Remuneration to Directors and Key Managerial Personnel

- i. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during FY 2017, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for FY 2017 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Sr. No.	Name of Director / KMP and Designation	Remuneration of Director/ KMP for FY 2017 (₹ in Lakhs)	% increase / decrease in Remuneration in FY 2017	Ratio of remuneration of each Whole - Time Director to median remuneration of employees
1	Ajay G. Piramal Chairman	1,118.04	10.00%	215.37
2	Swati A. Piramal Vice Chairperson	512.44	10.00%	98.71
3	Nandini Piramal Executive Director	372.68	10.00%	71.79
4	Vijay Shah Executive Director	655.06	16.25%	126.19
5	Gautam Banerjee Independent Director	30.00	N.A.	N.A.
6	Keki Dadiseth Independent Director	35.50	N.A.	N.A.
7	S. Ramadorai Independent Director	29.00	N.A.	N.A.
8	Deepak Satwalekar Independent Director	38.00	N.A.	N.A.
9	R. A. Mashelkar Independent Director	40.00	N.A.	N.A.
10	Goverdhan Mehta Independent Director	33.00	N.A.	N.A.
11	Siddharth Mehta Independent Director	31.00	N.A.	N.A.

Sr. No.	Name of Director / KMP and Designation	Remuneration of Director/ KMP for FY 2017 (₹ in Lakhs)	% increase / decrease in Remuneration in FY 2017	Ratio of remuneration of each Whole - Time Director to median remuneration of employees
12	N. Vaghul Independent Director	41.50	N.A.	N.A.
13	Rajesh Laddha Chief Financial Officer	441.56	11.98%	N.A.
14	Leonard D'Souza Company Secretary	94.83	15.35%	N.A.

Note: Independent Directors are entitled to sitting fees and commission as per the statutory provisions and within the limits approved by shareholders. Remuneration details for Independent Directors, in the above table, comprises sitting fees and commission. Details in the corresponding columns are applicable for Whole-time Directors and KMPs. Mr. Vijay Shah, Mr. Rajesh Laddha and Mr. Leonard D'Souza also receive ESOPs under the Company's ESOP Scheme.

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| <p>ii. The median remuneration of employees of the Company during FY 2017 was ₹ 5,19,124;</p> <p>iii. In the financial year, there was an decrease of 0.5% in the median remuneration of employees;</p> <p>iv. There were 4,013 permanent employees on the rolls of the Company as on March 31, 2017;</p> <p>v. Average percentage increase made in the salaries of employees other than the managerial personnel in the last financial year i.e. FY 2017 was 13%. As regards comparison of Managerial Remuneration of FY 2017 over FY 2016, details of the same are given in the above table at sr. no. (i);</p> <p>vi. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.</p> | <p>II) The following details are given in the Report on Corporate Governance forming part of this Annual Report:</p> <p>(i) all elements of remuneration package of all the Directors;</p> <p>(ii) details of fixed component and performance linked incentives of Whole-Time Directors along with the performance criteria;</p> <p>(iii) service contracts, notice period, severance fees of Whole-Time Directors;</p> <p>(iv) stock option details of Whole-Time Director;</p> <p>III) Requisite details relating to ESOPs are available on your Company's website, the weblink to which is <a href="http://www.piramal.com/investors/financial-reports#parentVerticalTab2">http://www.piramal.com/investors/financial-reports#parentVerticalTab2</a>.</p> |
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#### B) Employee Particulars

Details of employee remuneration as required under provisions of Section 197 of the Companies Act, 2013 and Rule 5(2) & 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in a separate statement and forms part of the Annual Report. Further, this report is being sent to the Members excluding the said statement. The said statement is available for inspection of members at the Registered Office of the Company during working hours upto the date of the Annual General Meeting and shall be made available to any shareholder on request. The said statement is also available on your Company's website, the weblink to which is <http://www.piramal.com/investors/financial-reports#parentVerticalTab2>.

- I) None of the Whole-Time Directors received any commission nor any remuneration from any of the Company's subsidiaries.

#### SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013, and the Rules made thereunder, the Company has appointed M/s. N. L. Bhatia & Associates, Practicing Company Secretaries as the Secretarial Auditor of the Company. The Secretarial Audit Report is annexed as Annexure G and forms an integral part of this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

#### CORPORATE GOVERNANCE CERTIFICATE

The Report on Corporate Governance as stipulated in the Listing Regulations forms part of the Annual Report. The requisite Certificate from M/s. N.L. Bhatia & Associates, Practicing Company Secretaries, confirming compliance with the conditions of Corporate Governance as stipulated under the Listing Regulations, is annexed hereto as Annexure H and forms part of this Report.



**RISK MANAGEMENT POLICY**

The Company has a robust Risk Management framework to identify, measure, manage and mitigate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business strategy and enhance the Company's competitive advantage. This risk framework thus helps in managing market, credit and operational risks and quantifies potential impact at a Company level.

**DIRECTORS' RESPONSIBILITY STATEMENT**

Your Directors state that:

- (a) in the preparation of the annual financial statements for the year ended March 31, 2017, the applicable accounting standards have been followed with no material departures;
- (b) the Directors have selected such accounting policies 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 as at March 31, 2017 and of the profit of the Company for the year ended on that date;
- (c) the Directors have 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;
- (d) the Directors have prepared the annual financial statements on a going concern basis;
- (e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively; and
- (f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

**COST AUDIT**

M/s. G.R. Kulkarni & Associates, Cost Accountants have been duly appointed as Cost Auditors for conducting Cost Audit in respect of products manufactured by the Company which are covered under the Cost Audit Rules for current financial year ending March 31, 2018. They were also the cost auditors for the previous year ended March 31, 2017. As required by Section 148 of the Companies Act, 2013, necessary resolution has been included in the Notice convening the Annual General Meeting, seeking ratification by Members to the remuneration proposed to be paid to the Cost Auditors for the financial year ending March 31, 2018.

**BUSINESS RESPONSIBILITY REPORT**

The 'Business Responsibility Report' of your Company for the year 2016-17 as required under Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as Annexure I.

**OTHERS**

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. The details relating to deposits, covered under Chapter V of the Act, since neither has the Company accepted deposits during the year under review nor were there any deposits outstanding during the year.
2. Details relating to issue of equity shares including sweat equity shares and shares with differential rights as to dividend, voting or otherwise, since there was no such issue of shares.
3. None of the Whole-Time Directors of the Company received any remuneration nor commission from any of its subsidiaries.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

Your Directors further state that during the year under review, there were no cases filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**ACKNOWLEDGEMENTS**

We take this opportunity to thank the employees for their dedicated service and contribution to the Company.

We also thank our banks, business associates and our shareholders for their continued support to the Company.

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

Place: Mumbai  
Date: May 12, 2017

**Chairman**

## ANNEXURE A

Changes in Company's Subsidiaries, Joint Ventures or Associate Companies during FY2017:

### Companies which have become subsidiaries:

- a. Piramal Capital Limited
- b. Piramal Housing Finance Private Limited
- c. Piramal Critical Care South Africa (Pty) Ltd.
- d. DRG Singapore Pte. Ltd.
- e. Ash Stevens LLC
- f. PEL Pharma Inc.
- g. Searchlight Health Private Limited
- h. Shriekha Business Consultancy Private Limited

### Entities which have ceased to be subsidiaries of the Company:

- a. Healthcare Business Insights LLC (Merged with Decision Resources Inc.) and its subsidiaries:

- i. Cost & Quality Academy, LLC
- ii. Information Technology Academy, LLC
- iii. Labor & Productivity Academy, LLC
- iv. Supply Chain Academy, LLC
- v. Solution Provider Academy, LLC
- vi. Revenue Cycle Academy, LLC
- vii. Revenue Cycle 360, LLC

- b. DR/MRG Holdings LLC (Merged with DR/ Decision Resources LLC)

### Entities which have become Associates:

- a. Context Matters Inc.

No entity has become a Joint Venture during FY 2017.

No entity has ceased to be a Joint Venture / Associate Company during FY 2017.

## ANNEXURE B

Annual Report on Corporate Social Responsibility activities for the financial year 2016-17

### 1. A BRIEF OUTLINE OF THE COMPANY'S CORPORATE SOCIAL RESPONSIBILITY ('CSR') POLICY, INCLUDING OVERVIEW OF PROJECTS OR PROGRAMS PROPOSED TO BE UNDERTAKEN AND A REFERENCE TO THE WEB-LINK TO THE CSR POLICY AND PROJECTS OR PROGRAMS.

Piramal Foundation is the strategic CSR arm of the group. Piramal Foundation develops innovative solutions to resolve issues that are critical roadblocks towards unlocking India's economic potential. The Foundation believes that considerable positive change can occur, when we collaborate with likeminded partners and nurture projects that are scalable ensuring a long term impact.

The CSR Policy of the Company is guided by the core values of the Group, namely, Knowledge Action Care and Impact. CSR has become mandatory from FY 2014-15 under the Companies Act, 2013. However, the Company and its Promoter Group have been pursuing CSR initiatives even before it was mandated by law. Other Piramal Group companies also collaborate with the Company in making investments in its CSR initiatives.

Each social project that is chosen to be funded and nurtured lies within one of the broad areas of healthcare, education and empowerment. These projects are implemented through Piramal Swasthya Management & Research Institute ('Piramal Swasthya') and Piramal Foundation of Education Leadership ('PFEL'), which are subsidiaries of / controlled by PEL. As regards, Piramal Udgam Data Management Solutions ('PUDMS'), while its BPO activities have

largely ceased, its Women Empowerment activities are now being undertaken by PFEL.

- **Piramal Swasthya**, strives to provide accessible and affordable healthcare across demographics with a stress on the most vulnerable in society.

To implement this on the ground and make sure the healthcare services reach the remotest sections of the country, Piramal Swasthya provides three clinically certified services, starting with the Health Information Helpline - which is essentially a health contact centre – that acts as an all-in-one medical advisor, counsellor and grievance addresser. The Telemedicine service brings the healthcare specialists closer to the patient by providing round the clock access to the patient's medical data via an electronic health record; and Mobile Health Services are essentially a deployment of Mobile Medical Units where paramedics, healthcare experts, travel to remote locations and try and address the humongous challenge of accessibility of healthcare in rural India.

Key achievements during FY 2017:

- Piramal Swasthya launched one of India's largest community outreach program with 277 Mobile Medical Units across 13 districts of Andhra Pradesh, in collaboration with Government of Andhra Pradesh. The program aims to reduce the infant and maternal mortality rates and prevalence of non-communicable disease in the target regions. Another community outreach program was started in Ganganagar,



Rajasthan with 6 Mobile Medical Units. Piramal Swasthya also collaborated with Shriram Transport Finance Company to launch 7 Mobile Medical Units across 7 different states of the country and a day clinic in Mumbai;

- Piramal Swasthya has also screened a population of more than 23,000 across 34 villages of Digwal, Telangana to identify the prevalence of Diabetes and Hypertension. This project was funded by Medtronics Foundation and would be taken further for treatment of all the screened cases in the target areas;
- In Assam, Piramal Swasthya has reinitiated non-communicable disease intervention along with World Diabetes Foundation. Swasthya's Assam Call Center and Village health outreach program also reached a mark of serving nearly 2 Crore beneficiaries in the state in collaboration with State Government of Assam;
- Piramal Swasthya has also received "Community Healthcare Organization" of the year Award 2016 at the Amul-Medics-Times Now India under Health & Wellness category;
- **Piramal Foundation of Education Leadership (PFEL)**, provides quality education in the government educational system, the objective being to shape the leaders who will dedicate themselves to making a positive difference in society.

It believes in creating positive interventions at every level of the education ecosystem - from headmasters, teachers, community leaders, government education officials to motivated youth from India's leading colleges and policy makers in the education department.

PFEL also provides employment to rural women in Bagar, Rajasthan who operate in the back office and call center of PFEL.

During FY 2017, the number of schools covered by PFEL were more than 5000 with more than 5,85,000 children studying in them. This has been achieved across six States with more than, 400 Fellows, 360 Staff and 6 Knowledge Partners.

Key Achievements of PFEL during the year were:

- Won NITI Aayog contract to implement State Transformation Program in education in three states;
- Received acknowledgement from Hon'ble Prime Minister Mr. Narendra Modi in Mann Ki Baat for achieving more than 28,000 re-enrolments in Jhunjhunu, Rajasthan;
- Improved end-line learning outcomes in Rajasthan from 38% in 2014-15 to 54% in 2016-17;
- Launched its first State Transformation Program in Jammu & Kashmir covering more than 200 State and District officials;

The CSR Policy is posted on the Company's website, the web link to which is: <http://www.piramal.com/investors/policies-codes>

## 2. COMPOSITION OF THE CSR COMMITTEE

Name	Category
Prof. Goverdhan Mehta – Chairman	Non - Executive, Independent Director
Ms. Nandini Piramal	Executive, Promoter Director
Mr. Vijay Shah	Executive Director

The composition of the Committee is in compliance with Section 135 of the Companies Act, 2013.

## 3. AVERAGE NET PROFIT OF THE COMPANY FOR LAST THREE FINANCIAL YEARS

Average Net Profits of ₹ 458.32 Crores

## 4. PRESCRIBED CSR EXPENDITURE

CSR Expenditure of ₹ 9.17 Crores

## 5. DETAILS OF CSR SPENT DURING THE FINANCIAL YEAR:

- (a) Total amount spent for the financial year – ₹ 27.03 Crores
- (b) Amount unspent, if any – Not Applicable

(c) Manner in which the amount spent during the financial year is detailed below.

(₹ in Crores)

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No	CSR Project / Activity	Sector	Locations	Amount outlay (budget) project or program wise	Amount spent on the projects or programs	Cumulative expenditure up to the reporting period	Amount spent directly or through Implementing Agency
1.	Building Leadership of Government Schools	Education	Rajasthan	17.79	17.39	46.88	Implementing Agency - Piramal Foundation for Education Leadership
2.	Operating a Rural BPO & providing livelihood to women in Rajasthan	Women Empowerment	Rajasthan	0.66	0.24	1.73	Implementing Agency - Piramal Udgam Data Management Solutions
3.	Providing Primary Healthcare to Rural population	Healthcare	Rajasthan Telangana Andhra Pradesh Assam Karnataka Maharashtra	45.00	8.69	9.79	Implementing Agency- Piramal Swasthya Management & Research Institute
4.	Establishment of Children's Hospital	Healthcare	Maharashtra	0.00	0.00	7.00	Donation to Society for Rehabilitation of Crippled Children
5.	Establishment of Educational Training Centre	Education	Pan India	2.00	0.00	4.00	Donation to Pratham Education Foundation
6.	Informal Education of Tribal children	Education	Madhya Pradesh	0.20	0.20	0.52	Donation to Friends of Tribal Society
7.	Leadership Training and Career Guidance Camps for youth with limited access, Training programs for teachers	Education	Gujarat Andhra Pradesh Tamil Nadu Karnataka Maharashtra Goa	0.16	0.16	0.46	Donation to M.R.Pai Foundation
8.	Donations to support CSR activities under Schedule VII of Companies Act, 2013	Various CSR activities	Pan India	0.20	0.15	0.45	PEL's matching contribution to Give India under Employee Payroll Giving Program
9.	Rehabilitation & Care of those with Chemical Dependency and HIV-AIDS, including relevant Statistical Research	Healthcare	Maharashtra Goa Karnataka West Bengal Manipur Nagaland Meghalaya Gujarat Uttar Pradesh	0.00	0.00	0.11	Donation to Kripa Foundation
10.	Empowering women who are subjected to Domestic Violence and relevant Advocacy for State's effective response action	Women Empowerment	Maharashtra Haryana Gujarat Rajasthan	0.10	0.10	0.30	Donation to Impact Foundation India
11.	Care of visually challenged by giving sight and fighting against preventable blindness	Healthcare	Maharashtra	0.00	0.00	1.00	Donation to Vision Foundation India
12.	Providing artificial limbs and rehabilitating patients	Healthcare	Maharashtra	0.10	0.10	0.30	Donation to Yuvak Pratishthan
	<b>TOTAL (A)</b>			<b>66.21</b>	<b>27.03</b>	<b>72.54</b>	
13.	Management and Overhead Costs for running the Company's CSR Programs	Corporate Social Responsibility	Pan India	7.15	5.79	14.59	Directly
	<b>TOTAL (B)</b>			<b>7.15</b>	<b>5.79</b>	<b>14.59</b>	
	<b>TOTAL (A+B)</b>			<b>73.36</b>	<b>32.82</b>	<b>87.13</b>	

Note:

- a) In addition to what is stated above, subsidiaries of PEL and Group Companies contributed towards the following CSR activities:
- i) Building Leadership of Government Schools (Education Sector) : ₹ 5.76 Crores by way of donation to Piramal Foundation for Education Leadership (Implementing Agency);
  - ii) Enabling Primary Healthcare (Healthcare Sector) : ₹ 7.04 Crores by way of donation to Piramal Swasthya Management and Research Institute (Implementing Agency);

As mentioned above, the Promoter Group and the Company have been involved in CSR activities even before this requirement became mandatory. One of the significant CSR initiatives being undertaken by the Promoter Group is through Piramal Sarvajal, to innovate, demonstrate, enable and promote affordable safe-drinking water solutions using top-of-the-line technology, making pure, affordable drinking water accessible to the underserved sections of the Society, through community based solutions. However, no contribution was made by PEL or its subsidiaries to the Promoter Group for this CSR initiative, during the period under report.

**6. IN CASE THE COMPANY HAS FAILED TO SPEND THE TWO PER CENT OF THE AVERAGE NET PROFIT OF THE LAST THREE FINANCIAL YEARS OR ANY PART THEREOF, THE COMPANY SHALL PROVIDE THE REASONS FOR NOT SPENDING THE AMOUNT IN ITS BOARD REPORT.**

Not Applicable

**7. RESPONSIBILITY STATEMENT OF THE CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

The implementation and monitoring of Corporate Social Responsibility (CSR) Policy, is in compliance with CSR objectives and policy of the Company.

**Prof. Goverdhan Mehta**  
(Chairman - CSR Committee)

**Nandini Piramal**  
(Executive Director)

# ANNEXURE C

**Particulars of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Companies (Accounts) Rules, 2014 for the year ended March 31, 2017**

## A. CONSERVATION OF ENERGY

### (i) Steps taken for conservation of energy

During the year, the Company introduced the following measures at its plant locations to conserve energy:

#### Pithampur

1. Commissioning of energy efficient Screw Air Compressor to reduce power consumption and maintenance cost and to improve output.
2. Installation of Hot Water Coils and automated Air Handling System in O-block for energy savings and to enhance safety and Current Good Manufacturing Practices (cGMP) compliance.
3. Replacement of Old diesel engine with fuel efficient Reconditioned Engine to reduce specific Fuel consumption, improve exhaust air quality and power back-up capability.

#### Ennore

1. Replacement of 14 conventional lights with 20 watt LED lamps leading to energy savings
2. Replacement of 400 watt conventional discharge lamps with 100 watt LED lamps in street lights resulting in energy savings
3. Installation of Energy Management System to view on-line energy consumption so as to identify potential energy savings areas.

#### Mahad

1. Replacement of silica gel air dryer with new heatless energy efficient air dryer to reduce power consumption.
2. Modified chilled water piping for balancing heat load leading to reduction of chiller running hours.
3. Installation of air receiver between air drier and the user point to reduce power consumption of air compressor.
4. Installation of Variable Frequency Drives (VFD) for Air Handling Units in dry powder area resulting in power saving.

#### Digwal

1. Installation of energy efficient air compressor by replacing conventional reciprocating Air compressor.

2. Installation of vertical high efficiency pumps & motors for chilled water system.
3. Replacement of conventional reciprocating brine compressor with high efficiency Screw Chiller
4. Installation of Variable Frequency Drives (VFD) for Pumps at Effluent Treatment Plant & Centrifuges in production block to reduce energy consumption

#### Ahmedabad

1. Reduction of power consumption by 36,742 kW through LED installation and energy conservation awareness.
2. Switched to Nitrogen tanks from Nitrogen generators, thereby saving power consumption of generator.

The Company's Plants have collectively made capital investments in energy conservation equipment aggregating to ₹ 2.89 Crores.

### (ii) Steps taken by the Company for utilizing alternate sources of energy

The Company continuously explores avenues for using alternate sources of energy keeping in mind several parameters including environment, production and cost efficiencies. The Company is currently exploring initiatives for generating solar power energy for some of its plants.

## B. TECHNOLOGY ABSORPTION

### Pithampur

1. Capacity augmentation by incorporating latest technology to high speed Capsule Filling line.
2. Created additional capability of Top Spray technology during manufacturing by modifying granulation equipment.
3. Modification in water pretreatment system by installing Pre-Ultrafiltration and Reverse Osmosis to get consistent water quality and enhanced output.
4. Created additional capability in Quality control to reduce dependency on external Labs and help cost reduction.

### Ennore

1. Addition of new Nuclear Magnetic Resonance (NMR) spectrometer to existing analytical capabilities for product delivery
2. Cost effective synthesis of Chiral compounds using enzymes.

3. Reaction conditions optimized using Advanced Flow Reactor (AFR) and learnings implemented in batch processing helped in reducing safety related risks at scale.

**Mahad**

1. Bio metric door locking system provided in stores and QC for authorized entry thereby enhancing security and increasing compliance.
2. New High-Performance Liquid Chromatographs (HPLC) complying with USFDA requirements installed in Quality Control dept.

**Digwal**

1. A new amino alcohol route developed last year has been validated on commercial scale.
2. Empower-III server installed for all R&D analytical equipment to meet US FDA audit requirements.

**Ahmedabad**

1. Expanded analytical laboratory by creating a separate work space for GMP clinical testing and method validations.
2. Five new High-Performance Liquid Chromatographs (HPLC) including three Ultra Performance Liquid Chromatographs (UPLC) added to improve throughput analysis
3. Compatibility studies for non-oral drug administration like Nasogastric tube undertaken.
4. New automatic blister packaging machine installed for robust and precise packaging solutions.

**Expenditure on R&D**

The Company incurred an expenditure of ₹ 73.07 Crores on Research and Development during FY2017.

**C. FOREIGN EXCHANGE EARNINGS AND OUTGO**

During the year, foreign exchange earnings were ₹ 1,500.08 Crores as against outgo of ₹ 514.98 Crores.

# ANNEXURE D

**FORM NO. MGT 9**  
**EXTRACT OF ANNUAL RETURN**  
as on financial year ended on 31.03.2017

Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management & Administration) Rules, 2014.

## I REGISTRATION & OTHER DETAILS:

i	CIN	L24110MH1947PLC005719
ii	Registration Date	April 26, 1947
iii	Name of the Company	Piramal Enterprises Limited
iv	Category/Sub-category of the Company	Company Limited by Shares/Indian Non Government Company
v	Address of the Registered office & contact details	Piramal Tower, Ganpatrao Kadam Marg, Lower Parel, Mumbai- 400 013. Tel No: (91 22) 3046 6666 Fax No: (91 22) 3046 7855
vi	Whether listed company	Yes
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Pvt. Ltd. C 101, 247 Park, L B S Marg, Vikhroli (West), Mumbai 400 083. Tel: ( 91 22) 4918 6000 Fax: ( 91 22) 4918 6060 Email: piramal.irc@linkintime.co.in

## II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company are given below:-

Sl. No.	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company#
1	Pharmaceuticals	210 - Manufacture of pharmaceuticals, medicinal, chemical and botanical products	49.24%
2	Financial Services	649 - Other financial service activities, except insurance and pension funding	43.87%

# On the basis of Gross Turnover

## III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

Sl. No.	Name of the Company	Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held #	Applicable Section
1	PHL Fininvest Private Limited	Piramal Tower, 8 <sup>th</sup> Floor, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400 013	U67120MH1994PTC078840	Subsidiary	100.00	2(87)(ii)
2	Piramal Finance Limited (formerly Piramal Finance Private Limited)	1 <sup>st</sup> Floor, Piramal Tower Annexe, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400 013	U99999MH1974PLC129493	Subsidiary	100.00	2(87)(ii)
3	Piramal Fund Management Private Limited	Ground Floor, Piramal Tower, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400 013	U67190MH2005PTC154781	Subsidiary	100.00	2(87)(ii)
4	Piramal Systems & Technologies Private Limited	1 <sup>st</sup> Floor, Piramal Tower Annexe, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400 013	U93030MH2011PTC218110	Subsidiary	100.00	2(87)(ii)
5	Piramal Investment Advisory Services Private Limited	1 <sup>st</sup> Floor, Piramal Tower Annexe, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400 013	U65191MH2013PTC244440	Subsidiary	100.00	2(87)(ii)
6	Piramal Udgam Data Management Solutions	Piramal Tower, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400 013	U85191MH2011NPL224565	Subsidiary	100.00*	2(87)(i)
7	Piramal Foundation for Education Leadership	10 <sup>th</sup> Floor, Piramal Tower, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400 013	U80903MH2011NPL220842	Subsidiary	100.00*	2(87)(i)
8	Piramal International	C/o CIM Corporate Services Ltd., Les Cascades, Edith Cavell Street, Port Louis, Mauritius	NA	Subsidiary	100.00	2(87)(ii)
9	Piramal Holdings (Suisse) SA	Rue des Pierres-du-Niton, 17, 1207 Geneva, Switzerland	NA	Subsidiary	100.00	2(87)(ii)
10	Piramal Pharma Inc.	160 Greentree Drive, Street 101, Dover, Kent, Delaware 19904, USA	NA	Subsidiary	100.00	2(87)(ii)
11	Piramal Healthcare Inc.	160 Greentree Drive, Street 101, Dover, Kent, Delaware 19904, USA	NA	Subsidiary	100.00	2(87)(ii)



Sl. No.	Name of the Company	Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held #	Applicable Section
12	Piramal Critical Care Limited	Suite 4, Ground Floor Heathrow Boulevard - East Wing, 280 Bath Road, West Drayton, England, UB7 0DQ	NA	Subsidiary	100.00	2(87)(ii)
13	Piramal Healthcare UK Limited	Whalton Road, Morpeth, Northumberland, NE61 3YA, UK	NA	Subsidiary	100.00	2(87)(ii)
14	Piramal Healthcare Pension Trustees Limited	Whalton Road, Morpeth, Northumberland, NE61 3YA, UK	NA	Subsidiary	100.00	2(87)(ii)
15	Piramal Healthcare (Canada) Limited	110 Industrial Parkway North, Aurora, Ontario L4G 3H4, Canada	NA	Subsidiary	100.00	2(87)(ii)
16	Piramal Imaging Limited	Langstone Technology Park, Langstone Road, Havant, Hampshire, PO9 1SA, UK	NA	Subsidiary	100.00	2(87)(ii)
17	Piramal Critical Care Italia, SPA	37057 San Giovanni Lupatoto - VIA XXIV Maggio, 62/A Verona, Italy	NA	Subsidiary	100.00	2(87)(ii)
18	Piramal Critical Care Inc.	1209 Orange Street, Wilmington, New Castle, Delaware, 19801, USA	NA	Subsidiary	100.00	2(87)(ii)
19	Indiareit Investment Management Company	IFS Court, Twenty Eight Cybercity, Ebene, Mauritius	NA	Subsidiary	100.00	2(87)(ii)
20	Piramal Technologies SA	C/o Pascale Nguyen, 13 Route de l'Ecole, 1753 Matran, Switzerland	NA	Subsidiary	100.00	2(87)(ii)
21	Piramal Imaging SA	Route de l'Ecole, 13, c/o Pascale Nguyen, 1753 Matran, Switzerland	NA	Subsidiary	98.34	2(87)(ii)
22	Piramal Imaging GmbH	Tegeler Straße 6 - 7, 13353 Berlin, Germany	NA	Subsidiary	100.00	2(87)(ii)
23	Piramal Dutch Holdings N.V.	Haaksbergweg 71, 1101 BR Amsterdam, the Netherlands	NA	Subsidiary	100.00	2(87)(ii)
24	Piramal Critical Care Deutschland GmbH	Am Söldnermoos 17, 85399 Hallbergmoos, Landkreis Freising, Germany	NA	Subsidiary	100.00	2(87)(ii)
25	Decision Resources Inc.	CT Corporation, 1209 Orange Street Wilmington, DE 19801	NA	Subsidiary	100.00	2(87)(ii)
26	Piramal Asset Management Private Limited	9 Battery Road #15-01 Straits Trading Building Singapore (049910)	NA	Subsidiary	100.00	2(87)(ii)
27	Decision Resources International Inc.	CT Corporation, 155 Federal Street, Suite 700, Boston, MA 02110	NA	Subsidiary	100.00	2(87)(ii)
28	Decision Resources Group UK Limited	Hill House, 1 Little New Street, London EC4A 3TR, UK	NA	Subsidiary	100.00	2(87)(ii)
29	DR/ Decision Resources LLC	CT Corporation, 1209 Orange Street Wilmington, DE 19801	NA	Subsidiary	100.00	2(87)(ii)
30	DRG UK Holdco Limited	Hill House, 1 Little New Street, London EC4A 3TR, UK	NA	Subsidiary	100.00	2(87)(ii)
31	Millennium Research Group Inc.	175 Bloor Street East South Tower Suite 400 Toronto, Ontario, Canada M4W 3R8	NA	Subsidiary	100.00	2(87)(ii)
32	Sigmatic Limited	Hill House, 1 Little New Street, London EC4A 3TR, UK	NA	Subsidiary	100.00	2(87)(ii)
33	Decision Resources Group Asia Limited	3806, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong	NA	Subsidiary	100.00	2(87)(ii)
34	Convergence Chemicals Private Limited	Plot No D- 2/11/A G.I.D.C., Phase-II Dahej Tal Vagra, Dahej, Gujarat - 392130	U24100GJ2014PTC081290	Subsidiary	51.00	2(87)(ii)
35	Allergan India Private Limited	Prestige Obelisk, Level 2, Kasturba Road, Bangalore-560001	U33201KA1994PTC023162	Associate	49.00	2(6)
36	Piramal Foundation (formerly Piramal Healthcare Foundation)	Piramal Tower, Peninsula Corporate Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400 013	U85100MH2011NPL220227	Subsidiary	100.00*	2(87)(i)
37	PEL Finhold Private Limited	Piramal Tower Annexe, Ganpatrao Kadam Marg, Lower Parel (West), Mumbai - 400 013	U65190MH2014PTC257414	Subsidiary	100.00	2(87)(ii)
38	Piramal Pharma Solutions Inc. (Formerly known as Coldstream Laboratories Inc.)	1575 McGrathiana Parkway, Lexington, Kentucky 40511 USA	NA	Subsidiary	100.00	2(87)(ii)

Sl. No.	Name of the Company	Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held #	Applicable Section
39	Activate Networks Inc.	CT Corporation, 1209 Orange Street Wilmington, DE 19801	NA	Subsidiary	100.00	2(87)(ii)
40	DRG Holdco Inc.	2711 Centerville Road Street 400, Wilmington, New Castle, 19808, Delaware, USA	NA	Subsidiary	100.00	2(87)(ii)
41	Piramal IPP Holdings LLC	2711 Centerville Road Street 400, Wilmington, New Castle, 19808, Delaware, USA	NA	Subsidiary	100.00	2(87)(ii)
42	Piramal Assets Reconstruction Private Limited	10 <sup>th</sup> Floor, Piramal Tower, Peninsula Corporate Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400 013	U67190MH2016PTC272471	Subsidiary	100.00	2(87)(ii)
43	PEL Asset Resurgence Advisory Private Limited	10 <sup>th</sup> Floor, Piramal Tower, Peninsula Corporate Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400 013	U74900MH2016PTC273377	Subsidiary	100.00	2(87)(ii)
44	PEL-DRG Dutch Holdco B.V.	Haaksbergweg 71, 1101 BR Amsterdam, the Netherlands	NA	Subsidiary	100.00	2(87)(ii)
45	Piramal Dutch IM Holdco B.V.	Haaksbergweg 71, 1101 BR Amsterdam, the Netherlands	NA	Subsidiary	100.00	2(87)(ii)
46	Piramal Consumer Products Private Limited	8 <sup>th</sup> Floor, Piramal Tower, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400 013	U74120MH2012PTC233525	Subsidiary	100.00	2(87)(ii)
47	DRG Analytics & Insights Private Limited	1 <sup>st</sup> Floor, Tower B, Prestige Shantiniketan, Krishnarajapuram Hobli, Bangalore South Taluk, Bangalore-560048	U74900KA2015FTC080238	Subsidiary	100.00	2(87)(ii)
48	Piramal Critical Care South Africa (Pty) Ltd	Office 2, Ground Floor, Kipersol Hous, Stonemill Office Park, 300 Acacia Road Darrenwood, Gauteng 2194	NA	Subsidiary	100.00	2(87)(ii)
49	DRG Singapore Pte. Ltd.	RHT Corporate Advisory Pte. Ltd 6 Battery Road, #, 0-01 Singapore 049909	NA	Subsidiary	100.00	2(87)(ii)
50	Ash Stevens LLC	2711, Centerville Road, Suite 400, Wilmington, DE 19808.	NA	Subsidiary	100.00	2(87)(ii)
51	PEL Pharma Inc.	2711, Centerville Road, Suite 400, County of New Castle, Wilmington, DE 19808.	NA	Subsidiary	100.00	2(87)(ii)
52	Piramal Housing Finance Private Limited	1 <sup>st</sup> Floor, Piramal Tower Annexe, G.K. Marg, Lower Parel, Mumbai - 400 013	U65999MH2017PTC291071	Subsidiary	100.00	2(87)(ii)
53	Piramal Capital Limited	10 <sup>th</sup> Floor, Piramal Tower, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400 013	U65999MH2016PLC284108	Subsidiary	100.00	2(87)(ii)
54	Bluebird Aero Systems Private Limited	8 Hamatechet Street, Kadima, 60920, Israel	NA	Associate	27.83	2(6)
55	Searchlight Health Private Limited	Level 1, am@10, MB Towers, H.No. 8-2-624/A/1 Road No. 10, Banjara Hills, Hyderabad, TG 500033	U85100TG2007PTC054589	Subsidiary	51.00	2(87)(ii)
56	Shrilekha Business Consultancy Private Limited	Shriram House, No.4, Burkit Road T Nagar Chennai, Chennai TN 600017	U74999TN2017PTC114086	Subsidiary	74.95	2(87)(ii)
57	Zebra Management Services Private Limited	101/105 B Wing Shiv Chambers, Sector 11 CBD Belapur ,Navi Mumbai- 400 614	U74140MH2002PTC211185	Subsidiary	74.95@	2(87)(ii)
58	Shriram Capital Limited	Shriram House, No.4, Burkit Road, T. Nagar, Chennai- 600017	U65993TN1974PLC006588	Associate	20.00@	2(6)
59	Context Matters Inc.	49 west, 38 <sup>th</sup> Street, 10 <sup>th</sup> Floor, New York, NY 10018,USA	NA	Associate	22.7	2(6)

\* These companies are limited by guarantees and are wholly controlled subsidiaries of PEL

@ Representing controlling interest

# Representing aggregate % of shares held by the Company and/or its subsidiaries

**IV SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAK UP AS % TO TOTAL EQUITY)**
**(i) Category - wise shareholding**
**Category of Shareholders**

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	Demat	Physical			
<b>A. Promoters</b>							
<b>(1) Indian</b>							
a) Individual/HUF	641,506	0	641,506	0	641,506	0.37	0.00
b) Central Government / State Government	0	0	0	0	0	0.00	0.00
c) Bodies Corporates	52,010	0	52,010	0	8,652,010	0.03	5.01
d) Bank/FI	0	0	0	0	0	0.00	0.00
e) Any other - Trusts	88,306,417	0	88,306,417	0	79,454,571	51.18	46.05
<b>SUB TOTAL (A) (1):</b>	<b>88,999,933</b>	<b>0</b>	<b>88,999,933</b>	<b>0</b>	<b>88,748,087</b>	<b>51.58</b>	<b>51.43</b>
<b>(2) Foreign</b>							
a) NRIs- Individuals	0	0	0	0	0	0.00	0.00
b) Other Individuals	0	0	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0	0	0.00	0.00
d) Banks/FI	0	0	0	0	0	0.00	0.00
e) Any other	0	0	0	0	0	0.00	0.00
<b>SUB TOTAL (A) (2):</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>TOTAL SHAREHOLDING OF PROMOTER (A) = (A)(1)+(A)(2)</b>	<b>88,999,933</b>	<b>0</b>	<b>88,999,933</b>	<b>0</b>	<b>88,748,087</b>	<b>51.58</b>	<b>51.43</b>
<b>B. Public Shareholding</b>							
<b>(1) Institutions</b>							
a) Mutual Funds	651,434	4,394	655,828	4,394	588,110	0.38	0.34
b) Banks/FI	4,138,034	954	4,138,988	954	4,559,447	2.40	2.64
c) Central Govt.	213	0	213	0	213	0.00	0.00
d) State Govt.	0	0	0	0	0	0.00	0.00
e) Venture Capital Fund	0	0	0	0	0	0.00	0.00
f) Insurance Companies	1,242,420	0	1,242,420	0	1,010,000	0.72	0.59
g) FIs / FPIs	46,546,146	256	46,546,402	256	47,586,732	26.97	27.58
h) Foreign Venture Capital Funds	0	0	0	0	0	0.00	0.00
i) Others (specify) : Foreign Banks	333	0	333	0	333	0.00	0.00
<b>SUB TOTAL (B) (1):</b>	<b>52,578,580</b>	<b>5,604</b>	<b>52,584,184</b>	<b>5,604</b>	<b>53,744,835</b>	<b>30.47</b>	<b>31.15</b>
<b>(2) Non Institutions</b>							
a) Bodies corporates							
i) Indian	2,611,926	52,721	2,664,647	49,646	2,270,008	1.55	1.32
ii) Overseas	3,946	0	3,946	0	3,946	0.00	0.00
b) Individuals							
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	13,778,625	4,188,876	17,967,501	4,023,696	18,254,393	10.41	10.58
ii) Individuals shareholders holding nominal share capital in excess of ₹ 1 lakh	2,803,217	0	2,803,217	0	1,935,959	1.63	1.12
c) Others (specify)							
i) Non Resident Indians (Repat)	273,258	26,810	300,068	26,228	319,114	0.17	0.18

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	% of Total Shares	Demat	Physical	% of Total Shares	
ii) Non Resident Indians (Non Repat)	325,789	2,465	0.19	479,296	2,465	0.28	0.09
iii) Foreign Companies	0	4,316,911	2.50	0	4,316,911	2.50	0.00
iv) Clearing Member	143,525	0	0.08	179,308	0	0.10	0.02
v) Trusts	4,175	0	0.00	20,158	0	0.01	0.01
vi) Foreign Nationals	1,200	0	0.00	0	0	0.00	0.00
vii) Foreign Banks	0	0	0.00	0	0	0.00	0.00
viii) Hindu Undivided Family	359,130	0	0.21	375,759	0	0.22	0.01
<b>SUB TOTAL (B) (2):</b>	<b>20,304,791</b>	<b>8,587,783</b>	<b>16.74</b>	<b>19,738,371</b>	<b>8,418,946</b>	<b>16.31</b>	<b>(0.43)</b>
<b>TOTAL PUBLIC SHAREHOLDING (B) = (B)(1)+(B)(2)</b>	<b>72,883,371</b>	<b>8,593,387</b>	<b>47.21</b>	<b>73,483,206</b>	<b>8,424,550</b>	<b>47.46</b>	<b>0.25</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>							
<b>D. Non Promoter Non Public</b>							
Employee Benefit Trust (under SEBI (Share Based Employee Benefits) Regulations, 2014)	2,086,409	0	2,086,409	1,907,257	0	1,907,257	1.11 (0.10)
<b>GRAND TOTAL (A+B+C+D)</b>	<b>163,969,713</b>	<b>8,593,387</b>	<b>100.00</b>	<b>164,138,550</b>	<b>8,424,550</b>	<b>172,563,100</b>	<b>100.00</b>
<b>(ii) Shareholding of Promoters</b>							
Sl. No.	Shareholder's Name	Shareholding at the beginning of the year		Shareholding at the end of the year		% change in shareholding during the year	
		No. of shares of the company	% of shares pledged / encumbered to total shares	No. of shares of the company	% of shares pledged / encumbered to total shares		
1	The Sri Krishna Trust [Trustees: Ajay G. Piramal and Swati A. Piramal]	83,905,941	0.00	75,458,452	43.72	0.00	(4.90)
2	PRL Realtors LLP	0	0.00	8,600,000	4.98	0.00	4.98
3	Piramal Welfare Trust [Formerly known as Piramal Enterprises Executive Trust] [Trustee: Piramal Corporate Services Limited]	3,472,285	2.01	3,067,928	1.78	0.00	(0.23)
4	The Ajay G Piramal Foundation	833,250	0.48	833,250	0.48	0.00	0.00
5	Mr. Anand Piramal	265,406	0.15	265,406	0.15	0.00	0.00
6	Mr. Ajay G. Piramal (Karta of Gopikisan Piramal HUF)	102,658	0.06	102,658	0.06	0.00	0.00
7	Ms. Nandini A Piramal	96,406	0.06	96,406	0.06	0.00	0.00
8	Piramal Life Sciences Limited Senior Employees Option Scheme [Trustee: Ajay G. Piramal]	94,941	0.06	94,941	0.06	0.00	0.00
9	Mr. Peter D DeYoung	88,000	0.05	88,000	0.05	0.00	0.00
10	Aasan Info Solutions India Ltd	52,010	0.03	52,010	0.03	0.00	0.00
11	Ms. Anya Piramal Deyoung	43,000	0.02	43,000	0.02	0.00	0.00
12	Master Dev Piramal Deyoung	38,000	0.02	38,000	0.02	0.00	0.00
13	Mr. Ajay G. Piramal (Karta of Ajay G Piramal HUF)	5,221	0.00	5,221	0.00	0.00	0.00
14	Dr. (Mrs.) Swati A. Piramal	1,167	0.00	1,167	0.00	0.00	0.00
15	Mr. Ajay G. Piramal	1,044	0.00	1,044	0.00	0.00	0.00
16	Mrs. Lalita G Piramal	604	0.00	604	0.00	0.00	0.00
<b>TOTAL</b>		<b>88,999,933</b>	<b>51.58</b>	<b>88,748,087</b>	<b>51.43</b>	<b>0.00</b>	<b>(0.15)</b>

**(iii) Change in Promoters' Shareholding (as at the respective weekly beneficial position date)**

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	The Sri Krishna Trust [Trustees: Mr. Ajay G. Piramal and Dr. (Mrs.) Swati A. Piramal]				
	<b>At the beginning of the year</b>	<b>83,905,941</b>	<b>48.62</b>	<b>83,905,941</b>	<b>48.62</b>
	11.11.2016 - Inter se Transfer	(200,000)	(0.12)	83,705,941	48.50
	18.11.2016 - Transfer	225,545	0.13	83,931,486	48.64
	25.11.2016 - Transfer	117,399	0.06	84,048,885	48.70
	30.12.2016 - Transfer	9,567	0.01	84,058,452	48.70
	24.03.2017 - Inter se Transfer	(8,600,000)	(4.98)	75,458,452	43.72
	<b>At the end of the year</b>			<b>75,458,452</b>	<b>43.72</b>
2	PRL Realtors LLP				
	<b>At the beginning of the year</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>
	24.03.2017 - Inter se Transfer	8,600,000	4.98	8,600,000	4.98
	<b>At the end of the year</b>			<b>8,600,000</b>	<b>4.98</b>
3	Piramal Welfare Trust [Formerly known as Piramal Enterprises Executive Trust] [Trustee: Piramal Corporate Services Limited]				
	<b>At the beginning of the year</b>	<b>3,472,285</b>	<b>2.01</b>	<b>3,472,285</b>	<b>2.01</b>
	08.07.2016 - Transfer	(2,000)	(0.00)	3,470,285	2.01
	15.07.2016 - Transfer	(33,000)	(0.02)	3,437,285	1.99
	12.08.2016 - Transfer	(3,699)	(0.00)	3,433,586	1.99
	19.08.2016 - Transfer	(6,710)	(0.00)	3,426,876	1.99
	09.09.2016 - Transfer	(129,133)	(0.08)	3,297,743	1.91
	23.09.2016 - Transfer	(10,500)	(0.01)	3,287,243	1.90
	07.10.2016 - Transfer	(4,000)	(0.00)	3,283,243	1.90
	14.10.2016 - Transfer	(1,947)	(0.00)	3,281,296	1.90
	02.12.2016 - Transfer	(170,754)	(0.10)	3,110,542	1.80
	09.12.2016 - Transfer	(17,710)	(0.01)	3,092,832	1.79
	30.12.2016 - Transfer	(2,666)	(0.00)	3,090,166	1.79
	03.02.2017 - Transfer	(2,833)	(0.00)	3,087,333	1.79
	10.03.2017 - Transfer	(18,850)	(0.01)	3,068,483	1.78
	17.03.2017 - Transfer	(555)	(0.00)	3,067,928	1.78
	<b>At the end of the year</b>			<b>3,067,928</b>	<b>1.78</b>
4	Dr. (Mrs.) Swati A. Piramal				
	<b>At the beginning of the year</b>	<b>1,167</b>	<b>0.00</b>	<b>1,167</b>	<b>0.00</b>
	11.11.2016 - Inter se Transfer	200,000	0.12	201,167	0.12
	09.12.2016 - Transfer	(200,000)	(0.12)	1,167	0.00
	24.03.2017 - Inter se Transfer	8,600,000	4.98	8,601,167	4.98
	31.03.2017 - Inter se Transfer	(8,600,000)	(4.98)	1,167	0.00
	<b>At the end of the year</b>			<b>1,167</b>	<b>0.00</b>
5	Swati Piramal Trust [Trustees: Mr. Ajay G. Piramal and Dr. (Mrs.) Swati A. Piramal]				
	<b>At the beginning of the year</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>
	11.11.2016 - Inter se Transfer	200,000	0.12	200,000	0.12
	11.11.2016 - Inter se Transfer	(200,000)	(0.12)	0	0.00
	24.03.2017 - Inter se Transfer	8,600,000	4.98	8,600,000	4.98
	24.03.2017 - Inter se Transfer	(8,600,000)	(4.98)	0	0.00
	<b>At the end of the year</b>			<b>0</b>	<b>0.00</b>



**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)**

Sl. No.	For each of the Top 10 Shareholders	Share holding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Morgan Stanley Asia (Singapore) PTE.				
	<b>At the beginning of the year</b>	<b>6,827,060</b>	<b>3.96</b>	<b>6,827,060</b>	<b>3.96</b>
	22.04.2016 - Transfer	28,000	0.02	6,855,060	3.98
	29.04.2016 - Transfer	20,946	0.01	6,876,006	3.99
	06.05.2016 - Transfer	15,394	0.01	6,891,400	4.00
	20.05.2016 - Transfer	9,007	0.00	6,900,407	4.00
	03.06.2016 - Transfer	(6,327)	(0.00)	6,894,080	4.00
	10.06.2016 - Transfer	(1,449)	(0.00)	6,892,631	4.00
	17.06.2016 - Transfer	874	0.00	6,893,505	4.00
	24.06.2016 - Transfer	(18,866)	(0.01)	6,874,639	3.99
	30.06.2016 - Transfer	1,600	0.00	6,876,239	3.99
	08.07.2016 - Transfer	25,700	0.01	6,901,939	4.00
	15.07.2016 - Transfer	(1,167)	(0.00)	6,900,772	4.00
	22.07.2016 - Transfer	(433)	(0.00)	6,900,339	4.00
	12.08.2016 - Transfer	222	0.00	6,900,561	4.00
	26.08.2016 - Transfer	(503)	(0.00)	6,900,058	4.00
	02.09.2016 - Transfer	(412)	(0.00)	6,899,646	4.00
	23.09.2016 - Transfer	(40,254)	(0.03)	6,859,392	3.97
	07.10.2016 - Transfer	(3,328)	(0.00)	6,856,064	3.97
	14.10.2016 - Transfer	(22,635)	(0.01)	6,833,429	3.96
	21.10.2016 - Transfer	(1,875)	(0.00)	6,831,554	3.96
	28.10.2016 - Transfer	(2,819)	(0.00)	6,828,735	3.96
	04.11.2016 - Transfer	(13,436)	(0.01)	6,815,299	3.95
	11.11.2016 - Transfer	(10,400)	(0.01)	6,804,899	3.95
	18.11.2016 - Transfer	(47,738)	(0.03)	6,757,161	3.92
	25.11.2016 - Transfer	(6,594)	(0.00)	6,750,567	3.92
	02.12.2016 - Transfer	(4,504)	(0.00)	6,746,063	3.92
	09.12.2016 - Transfer	(4,707)	(0.00)	6,741,356	3.91
	16.12.2016 - Transfer	(753)	(0.00)	6,740,603	3.91
	23.12.2016 - Transfer	(7,776)	(0.01)	6,732,827	3.90
	06.01.2017 - Transfer	(1,214)	(0.00)	6,731,613	3.90
	13.01.2017 - Transfer	(6,852)	(0.01)	6,724,761	3.89
	20.01.2017 - Transfer	(3,603)	(0.00)	6,721,158	3.89
	27.01.2017 - Transfer	(947)	(0.00)	6,720,211	3.89
	03.02.2017 - Transfer	(252)	(0.00)	6,719,959	3.89
	10.02.2017 - Transfer	(84,999)	(0.05)	6,634,960	3.84
	03.03.2017 - Transfer	(4,510)	(0.00)	6,630,450	3.84
	10.03.2017 - Transfer	(355)	(0.00)	6,630,095	3.84
	31.03.2017 - Transfer	(2,141)	(0.00)	6,627,954	3.84
	<b>At the end of the year</b>			<b>6,627,954</b>	<b>3.84</b>
2	East Bridge Capital Master Fund Limited				
	<b>At the beginning of the year</b>	<b>4,623,690</b>	<b>2.68</b>	<b>4,623,690</b>	<b>2.68</b>
	03.06.2016 - Transfer	594,822	0.34	5,218,512	3.02
	17.06.2016 - Transfer	65,791	0.04	5,284,303	3.06
	05.08.2016 - Transfer	166,978	0.10	5,451,281	3.16
	18.11.2016 - Transfer	357,662	0.21	5,808,943	3.37



Sl. No.	For each of the Top 10 Shareholders	Share holding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	25.11.2016 - Transfer	16,625	0.01	5,825,568	3.38
	16.12.2016 - Transfer	159,998	0.09	5,985,566	3.47
	23.12.2016 - Transfer	20,000	0.01	6,005,566	3.48
	10.02.2017 - Transfer	2,100	0.00	6,007,666	3.48
	<b>At the end of the year</b>			<b>6,007,666</b>	<b>3.48</b>
3	Life Insurance Corporation of India				
	<b>At the beginning of the year</b>	<b>4,079,301</b>	<b>2.36</b>	<b>4,079,301</b>	<b>2.36</b>
	20.05.2016 - Transfer	(22,616)	(0.01)	4,056,685	2.35
	08.07.2016 - Transfer	(5,000)	(0.00)	4,051,685	2.35
	12.08.2016 - Transfer	(10,523)	(0.01)	4,041,162	2.34
	09.09.2016 - Transfer	26,359	0.02	4,067,521	2.36
	16.09.2016 - Transfer	214,872	0.12	4,282,393	2.48
	23.09.2016 - Transfer	12,403	0.01	4,294,796	2.49
	30.09.2016 - Transfer	113,593	0.07	4,408,389	2.56
	07.10.2016 - Transfer	51,768	0.03	4,460,157	2.59
	<b>At the end of the year</b>			<b>4,460,157</b>	<b>2.59</b>
4	Aberdeen Global Indian Equity Limited				
	<b>At the beginning of the year</b>	<b>7,600,000</b>	<b>4.40</b>	<b>7,600,000</b>	<b>4.40</b>
	08.04.2016 - Transfer	(108,966)	(0.06)	7,491,034	4.34
	15.04.2016 - Transfer	(84,021)	(0.05)	7,407,013	4.29
	22.04.2016 - Transfer	(407,013)	(0.23)	7,000,000	4.06
	27.05.2016 - Transfer	(768,115)	(0.45)	6,231,885	3.61
	03.06.2016 - Transfer	(532,809)	(0.30)	5,699,076	3.31
	10.06.2016 - Transfer	(50,276)	(0.03)	5,648,800	3.28
	22.07.2016 - Transfer	(15,400)	(0.01)	5,633,400	3.27
	29.07.2016 - Transfer	(82,536)	(0.05)	5,550,864	3.22
	05.08.2016 - Transfer	(143,720)	(0.08)	5,407,144	3.14
	12.08.2016 - Transfer	(30,344)	(0.02)	5,376,800	3.12
	26.08.2016 - Transfer	(38,600)	(0.02)	5,338,200	3.10
	09.09.2016 - Transfer	(141,293)	(0.08)	5,196,907	3.02
	16.09.2016 - Transfer	(244,707)	(0.14)	4,952,200	2.88
	23.09.2016 - Transfer	(44,750)	(0.03)	4,907,450	2.85
	30.09.2016 - Transfer	(199,049)	(0.12)	4,708,401	2.73
	07.10.2016 - Transfer	(54,442)	(0.03)	4,653,959	2.70
	14.10.2016 - Transfer	(28,729)	(0.02)	4,625,230	2.68
	21.10.2016 - Transfer	(70,427)	(0.04)	4,554,803	2.64
	28.10.2016 - Transfer	(17,359)	(0.01)	4,537,444	2.63
	24.02.2017 - Transfer	(11,200)	(0.01)	4,526,244	2.62
	03.03.2017 - Transfer	(46,145)	(0.03)	4,480,099	2.59
	10.03.2017 - Transfer	(118,200)	(0.06)	4,361,899	2.53
	17.03.2017 - Transfer	(58,061)	(0.03)	4,303,838	2.50
	24.03.2017 - Transfer	(82,353)	(0.05)	4,221,485	2.45
	31.03.2017 - Transfer	(36,446)	(0.02)	4,185,039	2.43
	<b>At the end of the year</b>			<b>4,185,039</b>	<b>2.43</b>
5	Indiahold Limited				

Sl. No.	For each of the Top 10 Shareholders	Share holding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>At the beginning of the year</b>	<b>4,316,911</b>	<b>2.50</b>	<b>4,316,911</b>	<b>2.50</b>
	<b>At the end of the year</b>			<b>4,316,911</b>	<b>2.50</b>
6	Piramal Enterprises Limited Senior Employees Welfare Trust [Formerly known as Piramal Healthcare Limited Senior Employee Option Scheme] [Trustees: Mr. R.A. Shah and Mr. G.B. Doshi] <sup>5</sup>				
	<b>At the beginning of the year</b>	<b>2,086,409</b>	<b>1.21</b>	<b>2,086,409</b>	<b>1.21</b>
	15.04.2016 - Transfer	(833)	(0.00)	2,085,576	1.21
	08.07.2016 - Transfer	(7,806)	(0.01)	2,077,770	1.20
	15.07.2016 - Transfer	(1,050)	(0.00)	2,076,720	1.20
	12.08.2016 - Transfer	(4,967)	(0.00)	2,071,753	1.20
	26.08.2016 - Transfer	(53,004)	(0.03)	2,018,749	1.17
	09.09.2016 - Transfer	(29,601)	(0.02)	1,989,148	1.15
	23.09.2016 - Transfer	(18,034)	(0.01)	1,971,114	1.14
	07.10.2016 - Transfer	(20,044)	(0.01)	1,951,070	1.13
	14.10.2016 - Transfer	(4,360)	(0.00)	1,946,710	1.13
	04.11.2016 - Transfer	(420)	(0.00)	1,946,290	1.13
	25.11.2016 - Transfer	(850)	(0.00)	1,945,440	1.13
	02.12.2016 - Transfer	(23,979)	(0.02)	1,921,461	1.11
	27.01.2017 - Transfer	(3,955)	(0.00)	1,917,506	1.11
	03.03.2017 - Transfer	(4,874)	(0.00)	1,912,632	1.11
	24.03.2017 - Transfer	(1,000)	(0.00)	1,911,632	1.11
	31.03.2017 - Transfer	(4,375)	(0.00)	1,907,257	1.11
	<b>At the end of the year</b>			<b>1,907,257</b>	<b>1.11</b>
7	Vanguard Emerging Markets Stock Index Fund, A series of Vanguard International Equity Index Fund				
	<b>At the beginning of the year</b>	<b>1,395,017</b>	<b>0.81</b>	<b>1,395,017</b>	<b>0.81</b>
	08.04.2016- Transfer	4,620	0.00	1,399,637	0.81
	22.04.2016- Transfer	3,640	0.00	1,403,277	0.81
	10.06.2016- Transfer	3,496	0.00	1,406,773	0.81
	17.06.2016- Transfer	(7,558)	(0.00)	1,399,215	0.81
	24.06.2016- Transfer	(8,034)	(0.01)	1,391,181	0.80
	22.07.2016- Transfer	2,934	0.00	1,394,115	0.80
	29.07.2016- Transfer	8,952	0.01	1,403,067	0.81
	05.08.2016- Transfer	7,224	0.00	1,410,291	0.81
	12.08.2016- Transfer	7,560	0.00	1,417,851	0.81
	19.08.2016- Transfer	10,752	0.01	1,428,603	0.82
	09.09.2016- Transfer	4,830	0.00	1,433,433	0.82
	23.09.2016- Transfer	(59,320)	(0.03)	1,374,113	0.79
	14.10.2016- Transfer	805	0.00	1,374,918	0.79
	21.10.2016- Transfer	12,075	0.01	1,386,993	0.80
	28.10.2016- Transfer	(13,432)	(0.01)	1,373,561	0.79
	04.11.2016- Transfer	(5,352)	(0.00)	1,368,209	0.79
	11.11.2016- Transfer	10,465	0.01	1,378,674	0.80
	25.11.2016- Transfer	12,719	0.01	1,391,393	0.81
	02.12.2016- Transfer	7,245	0.00	1,398,638	0.81
	06.01.2017- Transfer	3,816	0.00	1,402,454	0.81
	13.01.2017- Transfer	8,109	0.01	1,410,563	0.82
	20.01.2017- Transfer	3,816	0.00	1,414,379	0.82

Sl. No.	For each of the Top 10 Shareholders	Share holding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	03.02.2017 - Transfer	8,600	0.01	1,422,979	0.83
	17.02.2017 - Transfer	3,180	0.00	1,426,159	0.83
	24.03.2017 - Transfer	6,930	0.00	1,433,089	0.83
	31.03.2017 - Transfer	6,776	0.00	1,439,865	0.83
	<b>At the end of the year</b>			<b>1,439,865</b>	<b>0.83</b>
8	Elara India Opportunities Fund Limited				
	<b>At the beginning of the year</b>	<b>1,273,368</b>	<b>0.74</b>	<b>1,273,368</b>	<b>0.74</b>
	06.05.2016 - Transfer	(10,000)	(0.01)	1,263,368	0.73
	<b>At the end of the year</b>			<b>1,263,368</b>	<b>0.73</b>
9	FIAM Group Trust For Employee Benefit Plans - FIAM Emerging Markets Commingled Pool *				
	<b>At the beginning of the year</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>
	15.04.2016 - Transfer	816	0.00	816	0.00
	22.04.2016 - Transfer	94,003	0.05	94,819	0.05
	20.05.2016 - Transfer	82,384	0.05	177,203	0.10
	27.05.2016 - Transfer	739,369	0.43	916,572	0.53
	25.11.2016 - Transfer	21,185	0.01	937,757	0.54
	02.12.2016 - Transfer	62,362	0.04	1,000,119	0.58
	09.12.2016 - Transfer	18,058	0.01	1,018,177	0.59
	30.12.2016 - Transfer	34,845	0.02	1,053,022	0.61
	06.01.2017 - Transfer	12,087	0.01	1,065,109	0.62
	13.01.2017 - Transfer	60,727	0.04	1,125,836	0.66
	20.01.2017 - Transfer	66,629	0.04	1,192,465	0.70
	27.01.2017 - Transfer	2,151	0.00	1,194,616	0.70
	<b>At the end of the year</b>			<b>1,194,616</b>	<b>0.70</b>
10	Government of Singapore				
	<b>At the beginning of the year</b>	<b>1,146,625</b>	<b>0.66</b>	<b>1,146,625</b>	<b>0.66</b>
	08.04.2016 - Transfer	(39,212)	(0.03)	1,107,413	0.63
	15.04.2016 - Transfer	(696)	(0.00)	1,106,717	0.63
	22.04.2016 - Transfer	(34,294)	(0.02)	1,072,423	0.61
	29.04.2016 - Transfer	(16,445)	(0.01)	1,055,978	0.60
	06.05.2016 - Transfer	(29,109)	(0.02)	1,026,869	0.59
	13.05.2016 - Transfer	(696)	(0.00)	1,026,173	0.58
	03.06.2016 - Transfer	96,230	0.05	1,122,403	0.63
	10.06.2016 - Transfer	28,733	0.02	1,151,136	0.65
	08.07.2016 - Transfer	(21,118)	(0.01)	1,130,018	0.64
	22.07.2016 - Transfer	(1,778)	(0.00)	1,128,240	0.64
	29.07.2016 - Transfer	(15,545)	(0.01)	1,112,695	0.63
	05.08.2016 - Transfer	(24,932)	(0.01)	1,087,763	0.62
	12.08.2016 - Transfer	(8,881)	(0.00)	1,078,882	0.62
	02.09.2016 - Transfer	(5,109)	(0.00)	1,073,773	0.62
	09.09.2016 - Transfer	1,220	0.00	1,074,993	0.62
	07.10.2016 - Transfer	9,633	0.01	1,084,626	0.64
	04.11.2016 - Transfer	(2,738)	(0.00)	1,081,888	0.64
	11.11.2016 - Transfer	(2,629)	(0.00)	1,079,259	0.63
	02.12.2016 - Transfer	26,491	0.02	1,105,750	0.65

Sl. No.	For each of the Top 10 Shareholders	Share holding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	16.12.2016 - Transfer	2,493	0.00	1,108,243	0.65
	30.12.2016 - Transfer	8,299	0.00	1,116,542	0.66
	06.01.2017 - Transfer	7,733	0.00	1,124,275	0.66
	03.02.2017 - Transfer	(46,301)	(0.04)	1,077,974	0.62
	10.02.2017 - Transfer	(16,158)	(0.01)	1,061,816	0.61
	03.03.2017 - Transfer	(6,131)	(0.00)	1,055,685	0.61
	10.03.2017 - Transfer	2,267	0.00	1,057,952	0.61
	31.03.2017 - Transfer	(23,277)	(0.01)	1,034,675	0.60
	<b>At the end of the year</b>			<b>1,034,675</b>	<b>0.60</b>
11	General Insurance Corporation of India <sup>†</sup>				
	<b>At the beginning of the year</b>	<b>1,242,420</b>	<b>0.72</b>	<b>1,242,420</b>	<b>0.72</b>
	08.04.2016 - Transfer	(12,420)	(0.01)	1,230,000	0.71
	20.05.2016 - Transfer	(8,971)	(0.01)	1,221,029	0.70
	27.05.2016 - Transfer	(3,373)	(0.00)	1,217,656	0.70
	05.08.2016 - Transfer	(9,336)	(0.01)	1,208,320	0.69
	12.08.2016 - Transfer	(8,320)	(0.00)	1,200,000	0.69
	30.09.2016 - Transfer	(15,000)	(0.01)	1,185,000	0.68
	09.12.2016 - Transfer	(25,000)	(0.01)	1,160,000	0.67
	16.12.2016 - Transfer	(32,372)	(0.02)	1,127,628	0.65
	13.01.2017 - Transfer	(27,628)	(0.02)	1,100,000	0.63
	20.01.2017 - Transfer	(12,328)	(0.01)	1,087,672	0.62
	10.03.2017 - Transfer	(40,000)	(0.02)	1,047,672	0.60
	17.03.2017 - Transfer	(17,672)	(0.01)	1,030,000	0.59
	31.03.2017 - Transfer	(20,000)	(0.01)	1,010,000	0.58
	<b>At the end of the year</b>			<b>1,010,000</b>	<b>0.58</b>
12	Abu Dhabi Investment Authority - Gulab <sup>‡</sup>				
	<b>At the beginning of the year</b>	<b>1,377,003</b>	<b>0.80</b>	<b>1,377,003</b>	<b>0.80</b>
	29.04.2016 - Transfer	(65,857)	(0.04)	1,311,146	0.76
	06.05.2016 - Transfer	(77,961)	(0.05)	1,233,185	0.71
	20.05.2016 - Transfer	(118,421)	(0.07)	1,114,764	0.64
	03.06.2016 - Transfer	86,896	0.05	1,201,660	0.69
	10.06.2016 - Transfer	(88,293)	(0.05)	1,113,367	0.64
	17.06.2016 - Transfer	(30,000)	(0.02)	1,083,367	0.62
	12.08.2016 - Transfer	(23,000)	(0.01)	1,060,367	0.61
	02.09.2016 - Transfer	(17,547)	(0.01)	1,042,820	0.60
	30.09.2016 - Transfer	240	0.00	1,043,060	0.60
	07.10.2016 - Transfer	712	0.00	1,043,772	0.60
	02.12.2016 - Transfer	(28,472)	(0.02)	1,015,300	0.58
	23.12.2016 - Transfer	(95,395)	(0.05)	919,905	0.53
	30.12.2016 - Transfer	(20,576)	(0.01)	899,329	0.52
	20.01.2017 - Transfer	671	0.00	900,000	0.52
	03.03.2017 - Transfer	(6,900)	(0.00)	893,100	0.52
	<b>At the end of the year</b>			<b>893,100</b>	<b>0.52</b>

<sup>†</sup>Not in the list of Top 10 shareholders as on 01.04.2016. The same is reflected above since the shareholder was one of the top 10 shareholders as on 31.03.2017

<sup>‡</sup>Ceased to be in the list of Top 10 shareholders as on 31.03.2017. The same is reflected above since the shareholder was one of the Top 10 shareholders as on 01.04.2016

§ Classified as Non Promoter Non Public

**(v) Shareholding of Directors & KMP**

Sl. No.	For each of the Directors & KMP	Shareholding at the beginning of the Year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
<b>1</b>	<b>Mr. Ajay G. Piramal (member of Promoter Group)</b>				
	At the beginning of the year	108,923	0.06	108,923	0.06
	At the end of the year			108,923	0.06
<b>2</b>	<b>Dr. (Mrs.) Swati A. Piramal (member of Promoter Group)</b>				
	At the beginning of the year	1,167	0.00	1,167	0.00
	11.11.2016 - Inter se Transfer	200,000	0.12	201,167	0.12
	09.12.2016 - Transfer	(200,000)	(0.12)	1,167	0.00
	24.03.2017 - Inter se Transfer	8,600,000	4.98	8,601,167	4.98
	31.03.2017 - Inter se Transfer	(8,600,000)	(4.98)	1,167	0.00
	At the end of the year			1,167	0.00
<b>3</b>	<b>Mr. Deepak Satwalekar</b>				
	At the beginning of the year	10,000	0.01	10,000	0.01
	At the end of the year			10,000	0.01
<b>4</b>	<b>Prof. Goverdhan Mehta</b>				
	At the beginning of the year	5,000	0.00	5,000	0.00
	At the end of the year			5,000	0.00
<b>5</b>	<b>Mr. Keki Dadiseth</b>				
	At the beginning of the year	5,000	0.00	5,000	0.00
	At the end of the year			5,000	0.00
<b>6</b>	<b>Mr. N.Vaghul</b>				
	At the beginning of the year	10,000	0.01	10,000	0.01
	At the end of the year			10,000	0.01
<b>7</b>	<b>Dr. R. A. Mashelkar</b>				
	At the beginning of the year	8,125	0.00	8,125	0.00
	At the end of the year			8,125	0.00
<b>8</b>	<b>Ms. Nandini Piramal (member of Promoter Group)</b>				
	At the beginning of the year	96,406	0.06	96,406	0.06
	At the end of the year			96,406	0.06
<b>9</b>	<b>Mr. Vijay Shah</b>				
	At the beginning of the year	35,148	0.02	35,148	0.02
	23.08.2016 - ESOP	34,916	0.02	70,064	0.04
	30.11.2016 - ESOP	6,000	0.00	76,064	0.04
	At the end of the year			76,064	0.04
<b>10</b>	<b>Mr. Gautam Banerjee</b>				
	At the beginning of the year	NIL	NIL	NIL	NIL
	At the end of the year			NIL	NIL
<b>11</b>	<b>Mr. Siddharth Mehta</b>				
	At the beginning of the year	NIL	NIL	NIL	NIL
	At the end of the year			NIL	NIL
<b>12</b>	<b>Mr. S. Ramadorai</b>				
	At the beginning of the year	5,000	0.00	5,000	0.00
	At the end of the year			5,000	0.00

Sl. No.	For each of the Directors & KMP	Shareholding at the beginning of the Year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
<b>13</b>	<b>Mr. Anand Piramal *</b>				
	At the beginning of the year	265,406	0.15	265,406	0.15
	At the end of the year			265,406	0.15
<b>14</b>	<b>Mr. Rajesh Laddha</b>				
	At the beginning of the year	72,834	0.04	72,834	0.04
	08.09.2016 - ESOP	148,334	0.09	221,168	0.13
	05.10.2016 - ESOP	12,666	0.01	233,834	0.14
	06.02.2017 - Transfer	(2,000)	(0.00)	231,834	0.14
	15.02.2017 - Transfer	(4,467)	(0.00)	227,367	0.14
	16.02.2017 - Transfer	(533)	(0.00)	226,834	0.14
	17.02.2017 - Transfer	(10,000)	(0.01)	216,834	0.13
	20.02.2017 - Transfer	(2,000)	(0.00)	214,834	0.13
	At the end of the year			214,834	0.13
<b>15</b>	<b>Mr. Leonard D'Souza</b>				
	At the beginning of the year	7,822	0.00	7,822	0.00
	20.05.2016 - Transfer	(1,200)	(0.00)	6,622	0.00
	22.08.2016 - Transfer	(1,800)	(0.00)	4,822	0.00
	19.09.2016 - ESOP	2,945	0.00	7,767	0.00
	At the end of the year			7,767	0.00

\* Appointed as an Additional Director (Non - Executive) w.e.f. May 12, 2017

## V INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
(₹ in Crores)				
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	2,447.94	11,043.35	-	13,491.28
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	(5.60)	74.02	-	68.42
<b>TOTAL (I+II+III)</b>	2,442.34	11,117.36	-	13,559.70
<b>Change in Indebtedness during the financial year</b>				
Addition	5,576.16	33,677.01	-	39,253.17
Reduction:				
Loans Transferred	3,150.00	9,425.00	-	12,575.00
Loans Repayment	2,135.20	27,900.63	-	30,035.83
Exchange Difference (gain)/Loss	(3.32)	(4.71)	-	(8.03)
<b>NET CHANGE</b>	287.65	(3,653.33)	-	(3,365.68)
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	2,689.86	7,390.02	-	10,079.88
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	0.78	174.75	-	175.53
<b>TOTAL (I+II+III)</b>	2,690.64	7,564.77	-	10,255.41



**VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**
**A) Remuneration to Managing Director, Whole time director and/or Manager:**

Sl. No.	Particulars of Remuneration	Name of the MD/WTD/Manager				Total Amount
		Ajay G. Piramal	Swati A. Piramal	Nandini Piramal	Vijay Shah	
1	Gross salary					
(a)	Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	74,486,285	33,094,660	25,172,544	40,381,131	173,134,620
(b)	Value of perquisites u/s 17(2) of the Income tax Act, 1961	68,699	39,600	39,600	1,299,600	1,447,499
(c)	Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-	-
2	Stock option	-	-	-	#	-
3	Sweat Equity	-	-	-	-	-
4	Commission as % of profit	-	-	-	-	-
	others (specify)	-	-	-	-	-
5	Others, please specify : Performance Pay for FY2016	29,040,000	13,310,000	9,680,000	16,100,000	68,130,000
	<b>TOTAL (A)</b>	<b>103,594,984</b>	<b>46,444,260</b>	<b>34,892,144</b>	<b>57,780,731</b>	<b>242,712,119</b>
	Ceiling as per the Act: @5% of Profits for each Director	360,365,000	360,365,000	360,365,000	360,365,000	
	@10% of Profits for all Directors					720,730,000

#Mr. Vijay Shah also receives ESOPs under the Company's ESOP Scheme.

**B) Remuneration to other directors:**

Particulars of Remuneration									Total Amount
	Gautam Banerjee	Keki Dadiseth	R. A. Mashelkar	Goverdhan Mehta	Siddharth Mehta	S. Ramadorai	Deepak Satwalekar	N. Vaghul	
(a) Fee for attending board / committee meetings	700,000	1,250,000	1,700,000	1,000,000	800,000	600,000	1,500,000	1,850,000	9,400,000
(b) Commission	2,300,000	2,300,000	2,300,000	2,300,000	2,300,000	2,300,000	2,300,000	2,300,000	18,400,000
(c) Others, please specify	-	-	-	-	-	-	-	-	-
<b>TOTAL (1)</b>	<b>3,000,000</b>	<b>3,550,000</b>	<b>4,000,000</b>	<b>3,300,000</b>	<b>3,100,000</b>	<b>2,900,000</b>	<b>3,800,000</b>	<b>4,150,000</b>	<b>27,800,000</b>
<b>Other Non - Executive Directors</b>	-	-	-	-	-	-	-	-	-
(a) Fee for attending board / committee meetings	-	-	-	-	-	-	-	-	-
(b) Commission	-	-	-	-	-	-	-	-	-
(c) Others, please specify.	-	-	-	-	-	-	-	-	-
<b>TOTAL (2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>TOTAL (B)=(1+2)</b>	<b>3,000,000</b>	<b>3,550,000</b>	<b>4,000,000</b>	<b>3,300,000</b>	<b>3,100,000</b>	<b>2,900,000</b>	<b>3,800,000</b>	<b>4,150,000</b>	<b>27,800,000</b>
<b>TOTAL MANAGERIAL REMUNERATION (A+B)#</b>									<b>261,112,119</b>
<b>Overall Ceiling as per the Act</b>									<b>792,803,000</b>

(Being 11% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013. Sitting fees paid is within the limit of ₹ 1,00,000 per meeting as prescribed under the Act)

# Exclusive of Sitting Fees

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

(₹)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total
		Mr. Rajesh Laddha CFO	Mr. Leonard D'Souza Company Secretary	
1	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	41,687,166	9,600,169	51,287,335
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	221,422	317,377	538,798
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-
2	Stock Option <sup>#</sup>	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	as % of profit	-	-	-
	- Others (specify)	-	-	-
5	Others, specify	-	-	-
		-	-	-
	<b>TOTAL</b>	<b>41,908,588</b>	<b>9,917,546</b>	<b>51,826,134</b>

<sup>#</sup>Mr. Rajesh Laddha & Mr. Leonard D'Souza also receive ESOPs under the Company's ESOP Scheme.

**VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES** -There were no penalties/ punishment/compounding of offences for breach of any section of the Companies Act against the Company or its Directors or other officers in default, if any, during the year.

## ANNEXURE E

### NOMINATION POLICY

#### I. Preamble

The Nomination and Remuneration Committee ('NRC') of Piramal Enterprises Limited (the 'Company'), has adopted the following policy and procedures with regard to identification and nomination of persons who are qualified to become directors and who maybe appointed in senior management.

This policy is framed in compliance with the applicable provisions of Regulation 19 read with Part D of the Schedule II of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ('the Regulations') and Section 178 and other applicable provisions of the Companies Act, 2013.

#### II. Criteria for identifying persons for appointment as Directors and Senior Management:

##### A. Directors

1. Candidates for Directorship should possess appropriate qualifications, skills and expertise in one or more fields of finance, law, general corporate management, information management, science and innovation, public policy, financial services, sales & marketing and other disciplines as may be identified by the NRC and/or the Board from time to time, that may be relevant to the Company's business.
2. Such candidates should also have a proven record of professional success.
3. Every candidate for Directorship on the Board should have the following positive attributes:
  - a) Possesses a high level of integrity, ethics, credibility and trustworthiness;
  - b) Ability to handle conflict constructively and possess the willingness to address critical issues proactively;
  - c) Is familiar with the business of the Company and the industry in which it operates and displays a keen interest in contributing at the Board level to the Company's growth in these areas;
  - d) Possesses the ability to bring independent judgment to bear on the Board's deliberations especially on issues of strategy, performance, risk management and resource planning;
  - e) Displays willingness to devote sufficient time and attention to the Company's affairs;

f) Values Corporate Governance and possesses the skills and ability to assist the Company in implementing good corporate governance practices;

g) Possesses leadership skills and is a team player.

#### 4. Criteria for Independence applicable for selection of Independent Directors

a) Candidates for Independent Directors on the Board of the Company should comply with the criteria for Independence as stipulated in the Companies Act 2013 and the Regulations, as amended or re-enacted or notified from time to time. Such candidates should also comply with other applicable regulatory requirements relating to Independence or as may be laid down by the Board from time to time.

b) Such candidates shall submit a Declaration of Independence to the NRC / Board, initially and thereafter, annually, based upon which, the NRC / Board shall evaluate compliance with this criteria for Independence.

#### 5. Change in status of Independence

Every Independent Director shall be required to inform the NRC / Board immediately in case of any change in circumstances that may put his or her independence in doubt, based upon which, the NRC / Board may take such steps as it may deem fit in the best interest of the organization.

#### 6. Extension of existing term of Independent Directors

Upon the expiry of the prevailing term and subject to the eligibility of the Independent Director ('ID'), under the applicable provisions of the Act, Rules, Listing Regulations and other applicable law(s), as prevailing from time to time, the Board may, on the recommendations of the NRC and subject to the outcome of performance evaluation and in compliance with applicable regulatory requirements, at its discretion, recommend to the shareholders an extension or renewal of the ID's existing term for such period as it may deem fit and proper, in the best interest of the organization.

##### B. Members of Senior Management

1. For the purpose of this Policy, the term 'Senior Management' means all executives of the Company who are heading any business or function of the Company.

2. The eligibility criteria for appointments to Senior Management and continuity thereof shall include integrity and ethics, in addition to possessing qualifications, expertise, experience and special competencies relevant to the position for which purpose the executive is being or has been appointed.
3. Any candidate being considered for the post of Senior Management should be willing to comply fully with the PEL – Code of Conduct for Senior Management and PEL – Code of Conduct for Prevention of Insider Trading and other applicable policies, in force from time to time.

### III. Process for identification & shortlisting of candidates

#### A. Directors

1. The NRC shall identify the need for appointment of new Directors on the Board on the basis of the evaluation process for Board as a whole and of individual Directors or as it may otherwise determine.
2. Candidates for Board membership maybe identified from a number of sources, including but not limited to past and present members of the Board and Directors database.
3. NRC shall evaluate proposals for appointment of new Directors on the basis of qualification criteria and positive attributes referred to hereinabove and make its recommendations to the Board.

#### B. Members of Senior Management

1. The NRC shall consider the recommendations of the management while evaluating the selection of executives in Senior Management. The NRC may also identify potential candidates for appointment to Senior Management through referrals and recommendations from past and present members of the Board or from such other sources as it may deem fit and proper.
2. The NRC shall evaluate proposals for appointments to Senior Management on the basis of eligibility criteria referred to hereinabove and such other criteria as it may deem appropriate.
3. Based on such evaluation, the NRC shall shortlist the desired candidate and make its recommendations to the Board for appointment.

### IV. Removal

#### A. Directors

1. If a Director incurs any disqualification mentioned under the Companies Act, 2013 or any other applicable law, regulations,

statutory requirement, the NRC may recommend to the Board with reasons recorded in writing, the removal of the said Director subject to the provisions of and compliance with the statutory provisions.

2. Such recommendations may also be made on the basis of performance evaluation of the Directors or as may otherwise be thought fit by the NRC.

#### B. Members of Senior Management

1. The NRC shall consider the recommendations of the management while making recommendations to the Board for dismissal / removal of those in Senior Management.
2. Such recommendations may also be made on the basis of performance evaluation of members of Senior Management to the extent applicable or as may otherwise be thought fit by the NRC.

### V. Review

The NRC shall periodically (at least on an annual basis) review the effectiveness of this Policy and recommend any revisions that maybe required to this Policy to the Board for consideration and approval.

## REMUNERATION POLICY

### I. Preamble

- 1.1. The Nomination and Remuneration Committee ('NRC') of Piramal Enterprises Limited (the 'Company'), has adopted the following policy and procedures with regard to remuneration of Directors, Key Managerial Personnel and other employees.
- 1.2. The Remuneration Policy ('Policy') is framed in compliance with the applicable provisions of Regulation 19 read with Part D of the Schedule II of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ('the Regulations') and Section 178 and other applicable provisions of the Companies Act, 2013.
- 1.3 This Policy reflects the Company's core values viz. Knowledge, Action, Care and Impact.

### II. Designing of Remuneration Packages

- 2.1. While designing remuneration packages, the following factors are taken into consideration:
  - a. Ability to attract, motivate and retain the best talent in the industries in which the Company operates;
  - b. Current industry benchmarks;
  - c. Cost of living;

- d. Maintenance of an appropriate balance between fixed, performance linked variable pay and long term incentives reflecting long and short term performance objectives aligned to the working of the Company and its goals;
- e. Achievement of Key Result Areas ('KRAs') of the employee, the concerned department / function and of the Company.

### III. Remuneration to Directors

#### A. Non- Executive/ Independent Directors:

The Non- Executive / Independent directors are entitled to the following:

- i. **Sitting Fees:** The Non- Executive / Independent Director receive remuneration in the form of sitting fees for attending meetings of Board or Committee thereof of the Company and its subsidiaries where such Director maybe so appointed. The Independent Directors also receive sitting fees for attending separate meetings of the Independent Directors. Provided that the amount of such fees shall not exceed such amount per meeting as may be prescribed by the Central Government from time to time.
- ii. **Commission:** Commission may be paid within the monetary limit approved by shareholders subject to compliance with applicable regulatory requirements.

#### B. Remuneration to Whole – Time Directors

1. The remuneration to be paid to the Whole – Time Directors shall be in compliance with the applicable regulatory requirements, including such requisite approvals as required by law.
2. Increments may be recommended by the Committee to the Board which shall be within applicable regulatory limits.
3. The Board may at the recommendation of the NRC and its discretion, may consider the payment of such additional remuneration within the framework of applicable laws and regulatory requirements.

### IV. Remuneration to Key Managerial Personnel and Senior Management

Remuneration to Key Managerial Personnel and other Senior Management shall be as per the HR Policy of the Company in force from time to time and in compliance with applicable regulatory requirements. Total remuneration comprises of:

- i. A fixed Basic Salary;
- ii. Perquisites as per Company Policy;
- iii. Retirement benefits as per Company Rules and statutory requirements;
- iv. Performance linked incentive (on an annual basis) based on the achievement of pre-set KRAs and long term incentives based on value creation.

In addition to the above mentioned remuneration package, Key Managerial Personnel and Senior Management may also be provided Employee Stock Options (ESOPs) in compliance with applicable regulatory requirements.

### V. Remuneration to Other Employees

The remuneration packages of other employees are also formulated in accordance with HR Policy of the Company in force from time to time. In addition to basic salary and other components forming part of overall salary package, employees are also provided with perquisites and retirement benefits as per the HR Policy of the Company and statutory requirements, where applicable.

### VI. Disclosure

As per existing Applicable Regulatory Requirements, the Remuneration Policy shall be disclosed in the Board's Report.

### VII. Review

The NRC shall periodically (at least on an annual basis) review the effectiveness of this Policy and recommend any revisions that maybe required to this Policy to the Board for consideration and approval.

# ANNEXURE F

## FORM NO. AOC – 2

[Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 ('the Act') and Rule 8(2) of the Companies (Accounts) Rules, 2014]

**Form for disclosure of particulars of contracts/ arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Act including certain arm's length transactions under third proviso thereto**

### 1. Details of contracts or arrangements or transactions not at arm's length basis:

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2017, which were not at arm's length basis.

### 2. Details of material contracts or arrangement or transactions at arm's length basis:

The details of material contracts or arrangements or transactions at arm's length basis for the year ended March 31, 2017 are as follows:

Sr. No	Name(s) of the related party & nature of relationship	Nature, salient features of contracts / arrangements / transactions	Duration of the contracts / arrangements / transactions	Date(s) of approval by the Board, if any	Amount paid
1.	Piramal Finance Limited (formerly known as Piramal Finance Private Limited) (Wholly owned subsidiary of the Company) ('Piramal Finance')	The Company has down-sold a portion of its lending portfolio forming part of its financial services business to Piramal Finance	August 1, 2016 to October 31, 2016	August 1, 2016	₹ 1,439.69 crores
2.	PRL Agastya Private Limited (Part of the promoter group) ('PRL Agastya')	The Company in the process of acquiring office premises at Kurla, Mumbai from PRL Agastya in accordance with the shareholders' approval accorded at the AGM held on August 1, 2016.	August 2016 - Ongoing	April 1, 2016	₹ 408.03 Crores

For and on behalf of the  
Board of Directors

Place: Mumbai

Date: May 12, 2017

Chairman



## ANNEXURE G

To,  
The Members,  
Piramal Enterprises Limited

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial records 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 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 the 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 Account 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 the Management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

For **N. L. Bhatia & Associates**  
UIN: P1996MH055800  
Practicing Company Secretaries

**N L Bhatia**  
Managing Partner  
FCS No. 1176  
CP. No. 422

Place: Mumbai  
Date: May 12, 2017

## SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2017

[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,  
**Piramal Enterprises Limited**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Piramal Enterprises Limited (herein after called “the Company”). 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.

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also 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, the Company has, during the audit period covering the financial year ended on March 31, 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2017 according to the provisions of:

- i. The Companies Act, 2013 (‘the Act’) and the Rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the Rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 (‘FEMA’) and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-
  - 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, 2009;- **Not Applicable for the financial year ended March 31, 2017**
- d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- f. 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;
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;- **Not Applicable for the financial year ended March 31, 2017;**
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;-**Not Applicable for the financial year ended March 31, 2017; and**
- i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

**Amongst the various laws which are applicable to the Company, following are the laws which are specifically applicable to the Company:**

- i. Drugs and Cosmetics Act, 1940 and Drugs and Cosmetics Rules, 1940
- ii. Drugs (Price Control) Order, 2013
- iii. Pharmaceutical Policy 2002
- iv. Good Clinical Practice Guidelines
- v. NABL Accreditation India Requirements
- vi. Foods Standard & Safety Act (FSSA), 2006, Food Safety and Standards Rules, 2011, Food Safety and Standards (Licensing and Registration of Food Businesses), Regulations, 2011

- vii. The Narcotic Drugs and Psychotropic Substances Act, 1985
- viii. The Legal Metrology Act & Legal Metrology (Packaged Commodities) Rules, 2011
- ix. The Drugs and Magic Remedies (Objectionable Advertisements) Act, 1954 and Rules, 1955
- x. Gujarat Special Economic Zone Act, 2004
- xi. Maharashtra Prohibition Act, 1949 (Bombay Act No. XXV of 1949)
- xii. Tamil Nadu Spirituous Preparations (Control) Rules, 1984.
- xiii. National Ambient Air Quality Standards (NAAQS), 2009
- xiv. Hazardous Wastes (Management, Handling and Trans boundary Movement) Rules, 2008
- xv. Manufacture, Storage and Import of Hazardous Chemical Rules, 1989
- xvi. Bio-Medical Waste (Management and Handling) Rules, 1998
- xvii. The Chemical Weapons Convention Act, 2000
- xviii. Ozone Depleting Substance (R&C) Rules, 2000
- xix. Maharashtra Non-Biodegradable Wastes Act, 2006

We have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI)
- ii. The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

**We further report that;** The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, Board Committee 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes where applicable. **All the decisions at the Board Meetings were passed unanimously and with requisite majority in General meeting.**

**We further report that;** 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. All the notices and orders received by the Company pursuant to the above mentioned laws have been adequately dealt with/ duly replied/ complied with.

**We further report that,** during the period under review,

1. Company has transferred the Financial Business of the Company to Piramal Finance Limited (erstwhile Piramal Finance Private Limited), wholly owned subsidiary of the Company.
2. Company is in the process of transferring unclaimed shares to Investor Education & Protection Fund

**We further report that;** during the audit period the Members at the Annual General Meeting held on August 1, 2016 approved and authorised the Board:

1. To increase the limits of inter – corporate Investments to ₹ 44,000 crores over and above the Applicable Statutory Limits prevailing from time to time.
2. To increase the borrowing power not exceeding ₹ 44,000 Crores, over and above the aggregate of the paid-up share capital of the Company and its free reserves as prevailing from time to time.

3. To pay Commission to Non-Executive Directors of the Company.
4. To issue secured / unsecured redeemable Non-Convertible Debentures (NCDs) on private placement, up to an aggregate amount which shall be within the overall borrowing limit approved by the shareholders under Section 180 (1) (c) of the Companies Act, 2013.

During the audit period, the Company has allotted:

1. 3,000 rated, listed, redeemable, unsecured NCDs of the nominal value of ₹ 10,00,000 each aggregating to ₹ 300 crores;
2. 24,500 rated, listed, redeemable, secured NCDs of the nominal value of ₹ 10,00,000 each aggregating to ₹ 2,450 crores and 15,000 rated, listed, redeemable, secured NCDs of the nominal value of ₹ 5,00,000 (being partly paid up) each aggregating to ₹ 750 crores; and
3. 5,000 rated, unlisted, redeemable, secured NCDs of the nominal value of ₹ 10,00,000 each aggregating to ₹ 500 crores.

For **N. L. Bhatia & Associates**  
Practicing Company Secretaries  
UIN: P1996MH055800

**N L Bhatia**  
Managing Partner  
FCS No. 1176  
CP. No. 422

Place: Mumbai

Date: May 12, 2017

## ANNEXURE H

### CERTIFICATE ON CORPORATE GOVERNANCE

To,  
The Members of  
Piramal Enterprises Limited

We have examined all the relevant records of Piramal Enterprises Limited ("the Company") for the purpose of certifying compliance of the conditions of the Corporate Governance under Chapter IV to the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 (Listing Regulations) for the period from April 1, 2016 to March 31, 2017. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of certification.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation process adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. This certificate is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations and information furnished to us, we certify that the Company has complied with all the conditions of Corporate Governance as stipulated in the said Listing Regulations.

We further 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.

For **N. L. Bhatia & Associates**  
Practicing Company Secretaries  
UIN: P1996MH055800

**N L Bhatia**  
Managing Partner  
FCS No. 1176  
CP. No. 422

Place: Mumbai  
Date: May 12, 2017

# ANNEXURE I

## BUSINESS RESPONSIBILITY REPORT

### SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1. **Corporate Identity Number (CIN) of the Company:**  
L24110MH1947PLC005719
2. **Name of the Company:**  
Piramal Enterprises Limited
3. **Registered Address:**  
Piramal Tower, Ganpatrao Kadam Marg, Lower Parel, Mumbai- 400 013.
4. **Website:**  
[www.piramal.com](http://www.piramal.com)
5. **E-mail id:**  
[complianceofficer.pel@piramal.com](mailto:complianceofficer.pel@piramal.com)
6. **Financial Year Reported:**  
Financial year 2016-17
7. **Sector(s) that the Company is engaged in (industrial activity code-wise)**
  - 210: Manufacturing of pharmaceuticals, medicinal, chemical and botanical products
  - 649: Other Financial service activities, except insurance and pension funding
8. **List three key products/services that the Company manufactures/ provides (as in balance sheet)**
  - Pharmaceutical
  - Financial Services
  - Information Management
9. **Total number of locations where business activity is undertaken by the Company:**
  - i. Number of International Locations: We have 5 locations of which 2 are in UK, 3 are in USA and 1 in Canada
  - ii. Number of National Locations: We have 8 locations spread across Mumbai (2) & Mahad (1) in Maharashtra, Pithampur (1) in Madhya Pradesh, Zaheerabad (1) in Telangana, Chennai (1) in Tamil Nadu and Ahmedabad (2) in Gujarat
10. **Markets served by the Company – Local/State/National/ International:**  
We serve Local / State / International markets.

### SECTION B: FINANCIAL DETAILS OF THE COMPANY

- |  |                        |
|--|------------------------|
| 1. Paid Up Capital (₹)   | ₹ 34.51 Crores         |
| 2. Total Turnover (₹)  | ₹ 3,809.31 Crores      |
| 3. Total Profit after Taxes (₹)  | ₹ 776.78 Crores        |
| 4. Total Spending on Corporate Social Responsibility (CSR) as percentage of Profit after Tax (%) | ₹ 27.03 Crores (3.48%) |
| 5. List of activities in which the expenditure in 4 above has been incurred.                     |                        |
| a. Children Education  | b. Youth Leadership    |
| c. Women Empowerment   | d. Healthcare          |
| e. Rural Development   | f. Donation            |

### SECTION C: OTHER DETAILS

1. **Does the company have any Subsidiary Company/Companies?**  
Yes, PEL has subsidiary companies, both in India and Overseas.
2. **Do the Subsidiary Company/Companies participate in the Business Responsibility ('BR') Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)**  
Subsidiary companies of PEL conduct their standalone activities related to their business operations. Currently they do not participate in our BR initiatives.
3. **Do any other entity / entities (e.g. Supplier, distributor etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes indicate the percentage of such entities? (Less than 30%, 30 – 60% and More than 60%)**  
Yes, Less than 30%,  
PEL engages periodically with its suppliers and vendors for raising the awareness on various safety parameters. Our vendor meets serve as a platform in bridging the gaps and help us build a strong business and ethical relationship. PEL has also developed a "Code of Conduct" for its suppliers and vendors which entails responsible practices that needs to be complied by them.

### SECTION D: BR INFORMATION

1. **Details of Director/Directors responsible for BR**
  - a) **Details of the Director/Director responsible for implementation of the Business Responsibility policy/policies**

Name	DIN Number	Designation
Mr. Vijay Shah	00021276	Executive Director
  - b) **Details of the Business Responsibility Head**

DIN Number (if applicable)	NA
Name	Mr. Bharat Londhe
Designation	Head- Environment Health and Safety
Telephone number	022 30956790
e-mail id	<a href="mailto:bharat.londhe@piramal.com">bharat.londhe@piramal.com</a>



## 2. Principle-wise (as per NVGs) BR Policy/Policies

### a) Details of compliance (Reply in Y/N)

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Do you have policy/policies for...	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the policy been formulated in consultation with relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
		All the policies have been formulated in consultation with the Management of the Company.								
3	Does the policy conform to any national /international standards? If yes, specify? (50 words)	Y	Y	Y	Y	Y	Y	Y	Y	Y
		The policies are in – line with the applicable national and international standards and compliant with the principles of the National Voluntary Guidelines (NVG).								
4	Has the policy been approved by the Board? If yes, has it been signed by the MD/owner/CEO/appropriate Board Director?	Y	N	N	Y	N	N	N	Y	N
		The policies related to P1, P4 and P8 have been approved by the Board. Our other policies are internally approved and in process of Board approval.								
5	Does the Company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?	PEL has appointed a Whole-time Director who is responsible for implementation of BR policies and a BR head to oversee the BR performance.								
6	Indicate the link to view the policy online?	Y	N	N	Y	N	N	N	Y	N
		The policies can be viewed on <a href="http://www.piramal.com/investors/policies-codes">http://www.piramal.com/investors/policies-codes</a>								
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	N	N	Y	N	N	N	Y	N
8	Does the Company have in-house structure to implement its 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 policy/policies?	The queries regarding to BR polices can be sent to <a href="mailto:bharat.londhe@piramal.com">bharat.londhe@piramal.com</a>								
10	Has the Company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	Y	N	N	Y	N	N	N	Y	N

### b) If answer against any principle, is 'No', please explain why: (Tick up to 2 options):

NA

S. No	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	The company has not understood the principles									
2	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles									
3	The company does not have financial or manpower resources available for the task									
4	It is planned to be done in the next 6 months									
5	It is planned to be done in the next year									
6	Any other reason (please specify)									

## 3. Governance related to BR

### a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year.

BR performance is reviewed annually by Board of Directors.

### b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

The Business Responsibility Report is published along with annual report of PEL for Financial year 2016-17.

## SECTION E: PRINCIPLE WISE PERFORMANCE

### Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

#### 1. Does the policy relating to ethics, bribery and corruption cover only the company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs /Others?

Our Company is guided by its value and culture of "Doing Well and Doing Good". The way in which we do business is a reflection of our

commitment towards the Company's morals. We believe that individual success and organizational growth cannot be exclusive of responsible and ethical business practices. Our Code of Conduct and ethics focuses the attention of each employee on their conduct, provide guidance relating to handling of conflict of interest, ethical issues, provide mechanism to report potential conflicts or unethical conduct and help foster a culture of honesty & accountability across PEL and its subsidiaries. Our purpose provides clear guidance to our people and ensures that we identify the right partners to create mutual, enduring value. We have developed a separate Business Code for Contractors (BCC) to safeguard the interest of all those who are directly and indirectly associated with PEL. The Contractor shall use all efforts to ensure that all members of its group of companies and all of its sub-vendors involved in the supply of products and/or services to Piramal group of companies comply with the requirements as set out in this BCC.

**2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.**

The Code of Conduct and Ethics sets out standards for reporting on concerns related to violation of this code. It is the Company's policy to encourage the communication of bonafide concerns relating to the lawful and ethical conduct of business and related matters.

The whistle blower policy aims to provide a channel to all Employees and Directors to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct & Ethics. This helps us to maintain and encourage high moral standards, financial integrity, transparency and good governance in its business dealings.

This policy covers all malpractices and all unethical, illegal or improper activities which have taken place / suspected to have taken place, including but not limited to the following:

1. Abuse of authority
2. Negligence causing substantial and specific danger to public health and safety
3. Financial irregularities including fraud or suspected fraud
4. Criminal offence
5. Pilferation of confidential / proprietary information
6. Misappropriation of company funds / property
7. Breach of Code of Conduct & Ethics Policy
8. Sexual Harassment
9. Any other unethical or immoral or illegal events

During this year, we have not received any complaints from our stakeholders related to unethical practices.

As regards shareholders and debenture holders, their grievance statement is reviewed on a quarterly basis by the Stakeholders Grievance Committee of the Board of Directors. During FY 2017, there were a total of 18 grievances, of which, 1 was outstanding as on March 31, 2017, which has since been rectified.

**Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle**

**1. List up to 3 products or services whose design has incorporated social or environmental concerns, risks, and/or opportunities.**

- a) Mebeverine HCl
- b) Verapamil HCl
- c) Vitamins

PEL emphasizes on product innovation through various initiatives to reduce its social and environmental footprints.

**2. For each product, provide the following details in respect of resources (energy, water, raw material etc.) per unit of product.**

- (i) Reduction during sourcing/production/distribution achieved since the previous year throughout the value chain?
- (ii) Reduction during usage by consumers (energy, water) has been achieved since the previous year?

Innovation in the process of manufacturing products has motivated PEL to achieve reduction in consumption of various resources. Details are incorporated product wise below.

**a) Mebeverine HCl**

An anti-spasmodic medication used to treat Irritable Bowel Syndrome (IBS), relapsing disorder characterized by abdominal pain/discomfort and altered bowel habits. Intestinal motility impairment and visceral hypersensitivity are the key factors among its multifactorial pathogenesis, both of which require effective treatment.

Significant process improvements have been done to enhance the capacity of Mebeverine HCl in enhancing the capacity to almost 85%. This has reduced power and fuel cost. Further by improving the solvent recovery, this has also reduced the usage of fresh solvent to 90%.

**b) Verapamil HCl**

It is a medication used for the treatment of high blood pressure, chest pain from not enough blood flow to the heart, and supraventricular tachycardia. It may also be used for the prevention of migraines and headaches. Verapamil was approved for medical use in the United States in 1981. It is on the World Health Organization's List of Essential Medicines, the most effective and safe medicines needed in a health system.

Significant improvements have been done in manufacturing this Active Pharma Ingredient (API) by eliminating one step of the process. This was achieved by analyzing the process and by establishing that the quality of API remains unaffected. The process improvement have helped us in reducing the solvent usage by 100%. Further by eliminating the unit operations like centrifugation and drying, we have reduced the overall power and fuel cost involved in the process.

Even capacity has increased to the tune of 80% which in turn has reduced the fuel & power cost.

**c) Vitamins**

It is an organic compound and a vital nutrient that an organism requires in limited amounts. Vitamins have been produced as commodity chemicals and made widely available as inexpensive semisynthetic and synthetic-source multivitamin dietary and food supplements and additives.

Significant improvements have been done in manufacturing this API, by modifying the process from double flow to single flow which helped in improving the cycle time of the process and reduced the power and fuel cost. Additionally this has also improved the solvent recovery by 10% thereby reducing the consumption of fresh solvent.

Even capacity has increased to the tune of 30%, which in turn has reduced the fuel & power cost.

**3. Does the company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably? Provide details thereof, in about 50 words or so.**

PEL expects and encourages its supply chain partners to adopt sustainability practices within its operations through the uptake of its robust policies and procedures. At PEL, we believe that while we earn profits, we do it in a sustainable manner. This is driven by our Sustainable Procurement Policy which is based on the principles of inclusive growth. Our supplier selection process is based on the triple bottom line framework that includes economic, environmental and social factors. We lay emphasis on consequences of design, materials, manufacture, production, logistics, service delivery, operations, maintenance, recycling, and disposal and suppliers capability to address these consequences.

PEL has also developed a standard operating procedure (SOP) for procurement of materials from suppliers and vendors.

This procedure evaluates suppliers and vendors on sustainability front including:

- a) Material wise risk assessment

- b) Compliance to all environmental and labour laws and regulations
- c) Carbon footprint
- d) Health and safety parameters

Through the above mentioned procedures we procure almost 50 – 60% of our goods and services sustainably.

**4. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?**

PEL encourages local procurements subject to the procurement meeting applicable quality parameters. Packing materials and commodity items are procured from local suppliers and in this manner, we help in their economic development.

Our officials regularly audit the suppliers on various technical parameters such as technological up gradations, Effluent Treatment Plant (ETP) requirements and other process related issues.

There are instances where our technical team has provided guidance to suppliers in making the processes more efficient in terms of recoveries and yields, thereby increasing their efficiency and profitability.

**5. Does the company have mechanism to recycle products and waste? If yes, what is the percentage of recycling products and waste?**

PEL is conscious about its impact on the environment as a result of its operations. Waste management is part of all our activities and processes in the manufacturing plants/units.

Water is one of the most important ingredients in pharmaceutical manufacturing process and the industry holds a dubious distinction of generating enormous amounts of effluents per unit product manufactured. Our Digwal, Ennore and Pithampur sites are zero liquid discharge facilities and the treated water is recycled and reused for daily plant activities.

We recycle 10-20% of our other waste in the following manner:

- a) Solvents are recovered through solvent recovery plant and reused wherever possible.
- b) Fly ash generated from plant is used for brick manufacturing.
- c) Paper is recycled through an authorized vendor.
- d) Metal waste generated as scrap is sold to an authorized vendor.

**Principle 3: Businesses should promote the wellbeing of all employees**

**1. Please indicate the total number of employees-**

PEL has 4013 employees as on March 31, 2017.

**2. Please indicate the total number of employees hired on temporary/ contractual/casual basis –**

PEL hired 2634 on temporary/contractual basis for the year 2016- 2017.

**3. Please indicate the number of permanent women employees –**

PEL has 302 permanent women employees as on March 31, 2017.

**4. Please indicate the number of permanent employees with disability –**

PEL has 3 employees with disability as on March 31, 2017.

**5. Do you have an employee association that is recognized by management?**

We have recognized trade unions at Pithampur, Digwal & Mahad sites.

**6. What percentage of your permanent employees are a member of this recognized employee association?**

At PEL, 16% of permanent employees are members of recognized employee associations.

**7. Please indicate the 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.**

The Company does not have any child labour, forced labour and involuntary labour and neither does it tolerate sexual harassment. PEL has a robust grievance handling mechanism to address the cases against child labour, forced labour, sexual harassment and others. PEL is very firm on these issues and incase of any violation is found, strict action will be taken by the Company.

The details of cases received under different sections is presented below:

Category	No. of complaints during financial year	No. of complaints pending at the end of the financial year
Child Labour / Forced Labour / Involuntary Labour	Nil	Nil
Sexual Harassment	Nil	Nil
Discriminatory employment	Nil	Nil

**8. What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?**

PEL organizes several programmes for skill and knowledge up-gradation for its employees in a structured and phased manner. Safety is part of our culture and ingrained in all our processes and activities. All employees receive safety training as part of their

induction module at the time of joining. The details of our training records with respect to safety and skill up gradation are provided in the table:

Employee category	% Employees that were given safety training	% Employees that were given skill up gradation training
Permanent employees	100%	100%
Number of Temporary/ contractual/casual Employees	100%	70%
Number of permanent women employees	100%	60%
Number of employees with disabilities	100%	100%

**Principle 4: Businesses should respect the interests of, and be responsive to the needs of all stakeholders, especially those who are disadvantage vulnerable, and marginalized.**

**1. Has the company mapped its internal and external stakeholders? Yes/No**

PEL has mapped all its internal and external stakeholders as follows:

- Employees
- Customers
- Shareholders
- Investors
- Regulatory bodies
- Suppliers
- Vendors
- Distributors
- Communities
- Donors

**2. Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders?**

PEL has identified its disadvantaged, vulnerable & marginalized stakeholders from some of the above categories of stakeholders. These include:

- Young mothers
- Pregnant women
- Adolescent girls
- Infants, neonates, children under 5 years
- Patients suffering from Diabetes and/or Hypertension or have a risk of having such diseases
- Community and Influential leaders
- Accredited Social Health Activist (ASHAs), Auxiliary Nurse Midwife (ANMs), Government/Non-Government field staff.
- Rural backward community
- Tribal community
- Rural youth
- Children

**3. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable, and marginalized stakeholders? If so, provide details thereof, in about 50 words or so.**

PEL has taken many initiatives to engage with the following identified disadvantaged, vulnerable & marginalized stakeholders. Few of our major interventions are mentioned below:

**a) Health Initiatives**

• **For Young Mothers, Pregnant Women, Adolescent, Infants, Neonates, Children under 5 years and Patients:**

Awareness regarding the services is provided in the communities by door to door interaction, through ASHAs/ ANMs and other community volunteers. Patients are educated on healthy practices to be followed and are encouraged to pass on the knowledge to their friends and family members.

Pregnant women and family members are also educated on healthy practices, nutrition and how to cook nutritive diet with locally available resources, immunization and nearest health facilities available.

• **For Community leaders and ASHAs, ANMs, Government/ Non-Government field staff**

PEL conducts awareness session for community leaders on Piramal Swasthya services, healthy practices to be followed and encouragement to motivate community to avail such services.

PEL organizes training & capacity building on “field service delivery” for workers for ASHAs and ANMs, which includes resolving concerns through experience sharing.

• **For Supporting Government Health Initiatives**

Our solutions like Remote Health Advisory and Intervention Services and community outreach models are complementing and supplementing the Government healthcare system. Our engagement with various stakeholders is enabling larger coverage and deepening the traction with the communities.

**b) Education Initiatives**

• **For Children at Government schools**

PEL has taken initiatives such as “School Leadership Development Program” (SLDP), “District Transformation Program” (DTP) for helping children facing issues on limited access to quality education, old teaching methodologies, lack of confidence, migration and involvement in child labour.

• **For Rural backward community**

PEL’s community intervention process supports rural

community. Piramal fellows help community members to explore means of livelihood, understand the importance of education for their children, and deal with problems within the community.

• **For Tribal Community**

PEL supports the rural and the tribal community members to explore means of livelihood and evaluate alternate sources of income for the sustenance. We inculcate in them the value of education for the children and encourage them to motivate the community members to join them in spreading the awareness. We also organize workshops to tackle issues such as alcoholism, female feticide, eve-teasing, etc. for the community members.

• **The Piramal Fellowship Program**

The Piramal Fellowship Program is a two-year Fellowship that aims to develop a cadre of leaders exposed to the complexities of bringing change in social and public systems. The Program is designed to provide youth with the opportunity for personal transformation through self-discovery and thereby, contribute to the causes surrounding them. The Piramal Fellows work closely with government school HMs in order to inculcate leadership qualities, better administrative skills and updated teaching skills.

• **For Rural youth**

Piramal fellow community organizes programmes to encourage rural youth to become mentors and role model for school going children and giving them a purpose and value.

• **For School Management Committee (SMC)**

PEL organizes interaction sessions with SMC’s and educates them on their role and responsibility. These interactions also encourage SMC’s to be more active and interested in school development programs.

**c) Slum Rehabilitation Initiative – Financial Capital**

Indiareit Mumbai Redevelopment Fund (“Fund”) was launched in 2012 as a follow on scheme of Indiareit Fund with the objective of investing in portfolio comprising primarily of Slum Rehabilitation (SR) projects involving redevelopment of MHADA colonies and cessed properties in Mumbai.

Slums constitute an integral part of Mumbai’s cityscape for several decades and there were over 400 slum rehabilitation schemes in progress during 2012, thereby providing capital deployment opportunities. The key objective of SR is the transformation of the financial hub of the country into a well-designed and finely structured epicenter.

The benefits to the society at large are enumerated below:

- SR allows slum dwellers access to self-contained houses and ownership with access to basic amenities like water, power, sewage, sanitation, healthcare & education.
- It is estimated that more than 55% of Mumbai's population stays in slums. SR helps improve quality of life with education institutions, healthcare facilities and better social infrastructure including playgrounds and community centers within the development for slum dwellers.
- Slum dwellers form an integral part of the Mumbai metropolis and deserve better treatment to bring them into the mainstream of social, cultural and economic fabric of the city. SR helps in achieving the social objective of providing low-cost housing at no extra cost to the exchequer.
- SR facilitates the Government's agenda of removal of slums and encroachments which is imperative for Mumbai to become a world-class city.

**Principle 5: Businesses should respect and promote human rights**

**1. Does the policy of the company on human rights cover only the company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?**

The Piramal's Code of Conduct covers clauses on human rights as part of the annexure which is applicable for all the group companies/ suppliers/ vendors/NGOs associated with PEL. This is developed to safeguard the interest of all who are directly or indirectly associated with the group. All the agreements with suppliers and vendors set out the minimum requirements of compliance with these clauses failing which PEL reserves the right to terminate any purchase or other agreement with the Contractor if it or any member of its group does not comply with the business Code of Conduct, without incurring any liability towards the Contractor.

**2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?**

There have been no complaints against breach of human rights aspects in the reporting period.

**Principle 6: Business should respect, protect, and make efforts to restore 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.**

PEL has a defined Environment, Health and Safety (EHS) policy and it is extended to all our group companies, joint ventures, suppliers,

contractors, and other business associates.

**2. Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc.**

PEL undertakes various initiatives to address climate change and global environmental issues. The details of the initiatives are mentioned below:

- PEL has developed internal systems to capture scope 1 and 2 Green House Gas (GHG) emissions which is recorded periodically. With these systems, we aim to identify key emission sources, measure, manage and report our GHG emissions. The methodology implemented for calculating the GHG emissions is the international accounting framework provided by the GHG Protocol.
- The tree census program implemented by PEL aimed at capturing the data regarding tree species and tree numbers. The program was successfully completed in the past year.
- PEL is considering and practicing impact on climate in all business operations. Over the past years, Company has taken several steps towards reducing its carbon footprint through energy conservation, efficiency initiatives etc. At three of our plant locations namely, Ennore, Mahad and Pithampur the conventional fossil fuel based boiler has been replaced with an agro briquette based boiler. This has not only helped in utilizing the agricultural waste but also reduced the emission of CO<sub>2</sub> due to burning of fossil fuels.

**3. Does the company identify and assess potential environmental risks? Y/N**

PEL has identified climate change risks as one of the important factors influencing the future growth plans. The changes in global climatic patterns can bring significant uncertainties in the local and regional weather conditions. Rising temperatures and extreme climate events may create hindrances in raw material sourcing. Energy availability and costs too are going to be another concern for the Company.

PEL has been recording its direct and indirect energy consumption for the past seven years and intends to use this data to implement a phase wise program to reduce fossil fuel consumption leading to reduction in GHG emissions. Improving energy efficiency in the existing plants and its processes is also one of the key focus areas for the Company.



**4. Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?**

We have taken several initiatives to reduce our GHG emissions, however so far we have not registered any projects under Clean Development Mechanism (CDM).

**5. Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.**

PEL has taken several steps towards achieving energy efficiency and adopting cleaner technologies. Few of our key initiatives are mentioned below:

**a) Pithampur**

- Improvement in the condensate recovery system.
- Measures taken to fix leakage of steam and ensuring effective function of steam trap.
- Obtained selected quality of agri briquette to get better Steam - Fuel ratio which minimizes the use of fuel in boiler to get higher tonnage of steam.
- Replaced some of the vapor absorption chiller with a new energy efficient screw chiller, thereby leading to reduction in steam consumption.
- Replaced cooling water circulation pump with energy efficient pumps, thereby leading to reduction in power consumption in chilling systems.

**b) Ennore**

- Replaced all the conventional fluorescent lamps with LED lamps.
- Installed energy saving devices for centrifuges.
- Installed latest energy efficient screw chiller.

**c) Mahad**

- Introduced flat belt drives which has added to reduction in power consumption for all high HP Motors.
- Replaced all compact florescent lights with energy efficient LED lights.

**d) Digwal**

- Improved our fluidized firing chambers operation modulation which reduced the fuel consumption.

- We control O<sub>2</sub> % in boiler flue gas by installation of online oxygen monitor and VFD for ID fan for reducing the fuel consumption.
- Installed new energy efficient kerosene chilling system with screw compressor resulting in energy conservation.
- Achieved energy saving through replacement of previous old pumps with high efficiency pumps.
- Installed energy efficient magnetic bearing chiller.

**e) Mumbai R&D**

- Converted our chilled water system for air conditions to VRV system to reduce water consumption and low down the water wastages.
- Replaced all compact florescent lights with energy efficient LED lights.

**f) Ahmedabad, Discovery Solutions**

- Installation of steam isolation valve to reduce the condensate losses and steam load of boiler thereby reducing the fuel oil consumption.
- The Air Handling Unit (AHU) is operated on their DX units to maintain temperature conditions in area. This measure has reduced the use of 100TR chiller during non-working hours, holidays and weekly offs resulting in 1.9% reduction in total power consumption.

**g) Ahmedabad, Pharmaceutical Development Services**

- Replaced our CFL lights with LED lights in entire site.
- Installed automation systems for all emergency lights systems.
- The Company continuously explores avenues for using alternate sources of energy keeping in mind several parameters including environment, production and cost efficiencies. The Company is currently exploring initiatives for procuring power generated through wind energy for some of its plants.

**6. Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?**

PEL always monitors its waste generation limits and ensures that waste generation is within the permissible limits given by Central Pollution Control Board (CPCB)/ State Pollution Control Board (SPCB).

**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.**

PEL has no pending notices from CPCB/SPCB as on March 31, 2017.

**Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner**

**1. Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:**

PEL is member of various trade unions, chambers and associations in India which are as follows:

- All India Organization of Chemists & Druggists – (AIOCD)
- Federation of Indian Chambers of Commerce & Industry – (FICCI)
- Confederation of Indian Industry – (CII)
- Organisation of Pharmaceutical Producers of India – (OPPI)
- Associated Chamber of Commerce and Industry – (ASSOCHAM)
- Alternative Investment Policy Advisory Committee – (AIPAC)
- India's National Innovation Foundation – (INIF)
- Reliance Innovation Council – (RIC)
- National Institute of Advance Studies – (NIAS)
- Society for Rehabilitation of Crippled Children – (SRCC)

**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)**

The Company focuses on the advancement/ improvement of public good through our well defined CSR activities. Company's Senior Management represents the Company in various industry forums. They understand their responsibility while representing PEL in such associations, and while they engage in constructive dialogues and discussions, they refrain from influencing public policy with vested interests.

**Principle 8: Businesses should support inclusive growth and equitable development**

**1. Does the company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.**

PEL has always been at the forefront when it comes to CSR interventions. We have designed programmes and initiatives for betterment of communities and society around us. As part of its overall CSR Policy, the Company implements Employee Social Impact (ESI), one of its ongoing programmes offering volunteering opportunities for its employees. ESI is an effort within the Piramal Foundation, dedicated to inspire and nurture commitment to social

responsibility at an individual level by creating opportunities for strategic volunteering for the employees of Piramal Group. Impact assessment in terms of number of hours contributed by the group is performed for its ESI initiatives and for the financial year 2016-17, total number of volunteering hours stood at 27,809.

Our key CSR focus areas are:

- Health
- Education
- Gender equality
- Environment sustainability
- Rural development
- Women empowerment

**2. Are the programmes/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?**

PEL has a dedicated in-house team which is responsible for the CSR activities. However, PEL may undertake CSR activities either directly by itself or through any of the following entities that have been established and may be established by it:

- Any one or more companies established by the Company or its subsidiary or associate company under Section 8 of the Companies Act, 2013.
- Registered Trust
- Registered Society

**3. Have you done any impact assessment of your initiative?**

Impact assessment studies are conducted by PEL for its CSR initiatives. The prime focus of these studies is to understand the gain outs for the targeted beneficiaries. The gaps identified in the studies serves as a base for the future initiatives.

**4. What is your company's direct contribution to community development projects Amount in ₹ and the details of the projects undertaken.**

PEL has spent ₹ 27.03 Crores on its CSR activities during the FY 2016-17.

**a) Remote Health Advisory & Intervention Services.**

104 Remote Health Advisory & Intervention Service providing 24x7 helpline for healthcare advices to the beneficiaries anywhere in a given state. Beneficiaries can dial 104 toll free helpline number and connect to a health advisor and/ or doctor. Health advisor and/or doctor could address the health query through use of advanced medical algorithms and disease summaries, which can be accessed easily through medical health software while referring to patient's Electronic Health record online.

**b) Community Outreach Program - Mobile Medical Units.**

PEL has initiated mobile medical units as part of community outreach program with the aim at tackling barriers faced by rural people in accessing primary healthcare. As part of this fixed day mobile outreach, medical vans with doctors and paramedic team visits a community/village at a regular frequency to conduct diagnostic and lab testing. The test reports are uploaded to the electronic health record in real time which can be accessed by the individual. Mobile vans are equipped with medical devices, medicines and health workers and we deploy them to the most remote of rural and tribal villages which have no access to public health system. Our objective is to extend the services of public health system to people with risk of chronic diseases and women for issues related to maternity or child health care.

**c) Telemedicine.**

Telemedicine services offer specialist advice to the most remote places through wifi, fixed and/or wireless internet and video switch on open source platform. It focuses upon bringing much needed specialist healthcare to remotest of areas where there are very few or no health workers. Medically validated equipment and digital interface supported by our software provides an easy and accurate data flow between a patient in a remote location and the specialist operating in an urban area/city.

**d) ASARA Tribal Health Program.**

Piramal Swasthya as part of its Mother and Child initiative, has designed an intervention for tribal areas of Araku, Andhra Pradesh called "ASARA" to combat the stubbornly high Maternal Mortality and Infant Mortality Rates (MMR/IMR) in the region. "ASARA" project is an initiative to provide free maternal health care services to the pregnant women in Araku Mandal through community outreach program & specialist services. It covers 181 habitations of Araku Mandal, catering to a population of approximately 43,000 people. As a part of this program each house hold in the habitations are visited by appointed Auxiliary Nurse Midwife ('ANM') in teams along with the outreach workers, Piramal Swasthya trained and deployed outreach workers who can use motor cycles/vehicles to travel to the nearest track or road head in the remote locations. They carry ANMs on a motorcycle in the unpaved muddy road till the available access and from there the ANM walks a distance ranging from 5 to 15 kms to reach the households in these habitations.

**e) ASHWAS Non Communicable Disease Intervention.**

To fulfil our aim of improving the prevention, detection and management of diabetes and hypertension through a multi-component, multi-level, comprehensive intervention

program, Piramal Swasthya has come up with its non-communicable disease intervention program in Digwal, Telangana called - ASHWAS. ASHWAS is a mobile medical unit and day clinic at Digwal to cover 34 villages in the project area. ASHWAS project aims to reduce the prevalence of diabetes and hypertension in the project area and bring it on par with district indicators by ensuring 100% screening and diagnosis for "at risk" patients.

Day clinic services, awareness, counselling and health care outreach is provided to people with limited access to primary health care through this service. Patients requiring specialist intervention are referred to the specialist doctors sitting in the telemedicine center at Hyderabad. Mobile vans travel 24 days a month to villages, following a schedule shared with the ASHA/ANMs of the respective villages. Transport is arranged for patients in need of further consultation.

**f) Primary Health Centre ('PHC') Integration Model (Rajasthan, Himachal Pradesh, Jharkhand).**

PHC Integration model is a unique intervention by Piramal Swasthya which aims at providing specialist consultations to remote populations at primary health centers. Rural remote PHCs with limited or no availability of medical health professionals and basic healthcare facilities are connected with specialist hub to provide consultations & treatment. PHCs are connected with the help of uninterrupted wifi network and tele-health software to deliver high quality services.

**g) Prevention of Parent to Child Transmission of HIV AIDS.**

Prevention of Parent to Child Transmission ('PPTCT') of HIV AIDS is a unique program initiated by Piramal Swasthya in partnership with PLAN International (India) in 17 districts of Rajasthan. Under this initiative, every pregnant woman and new-born is tested for Human Immunodeficiency Virus (HIV) and every positive case is treated.

**h) Principle Leadership Development Program ('PLDP')**

PLDP works on leadership and core competencies of school principals & teachers and also engages the community to facilitate ownership of schools and bring about large scale public system change in the Education by aligning administrators, training school staff, mobilizing communities and optimizing processes to attain high learning levels of students.

**i) District Transformation Program ('DTP')**

DTP is a low cost, scalable model that will improve students' learning outcomes by developing people, improving processes and enabling technology. Along with working with the teachers, principals and communities, the District Transformation Program also focuses on working with the senior and middle management in the government education system.

**5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.**

PEL monitors CSR projects on regular intervals from the project inception stage till completion. Post the project closure, PEL keeps track on impacts of its CSR projects on the beneficiaries.

Through our impact assessment we try to understand the gaps in the project and address them in future interventions.

**Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner**

**1. What percentage of customer complaints/consumer cases are pending as on the end of financial year.**

PEL's consumer products division is the pioneer in the pharmaceutical sector to initiate a 24x7 customer care center that is equipped with a fully functional automated routing and recording system. It has a robust mechanism to address both query and grievances of the stakeholder. We have designed an escalation matrix to deliver resolution within a defined Turn Around Time ('TAT'). Our customer relationship model is based on 2 approaches;

In-case of query: Customer Care Associate ('CCA') is furnished with a robust and a dynamic FAQ to address the query. In case the query is not part of the FAQs, a revert confirmation is provided within 24 hrs to the stakeholder as per the escalation matrix.

In-case of complaints: CCA records the complaint and collects the required data regarding the same to take corrective actions. In case of unsatisfactory response, a three level escalation matrix is developed to enable speedy and satisfactory response to the stakeholder.

Both in case of query or complaint, a Customer Satisfaction ('C-Sat') is obtained from the stakeholder to rate the experience level and consent is undertaken from the stakeholder for the complaint closure.

There are no consumer complaints pending as on end of financial year.

**2. Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/ No/N.A. /Remarks(additional information)**

Yes. The PEL consumer products division follows all applicable mandatory laws & regulations related to product information and labelling. The Company proactively displays the toll free consumer care number on the packaging of the product and regularly monitors it for any query or grievance.

We provide information about product, usage instructions and precautions either on the product packaging or include patient information leaflet as part of our product packaging.

**3. Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behavior during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.**

There are no cases pending against PEL by any stakeholder regarding unfair trade practices, irresponsible, advertising and/or anti-competitive behavior, as on March 31, 2017.

**4. Did your company carry out any consumer survey/ consumer satisfaction trends?**

At PEL we recognize that customer satisfaction is an important pillar for business growth and have instilled a robust feedback mechanism using Net Promoter Score ('NPS') metrics.

We collect this on continuous basis from consumers/customers and share the trends with stakeholders for action planning.

Also, with the focus of delivering best products and services to our customers we have

- Mandated Consent Based Closure ('CBC') for the complaints
- Dedicated central team to ensure response/resolution within defined TAT
- Striving field force that delivers amazing experience to the Consumer/ Customer/ Trade partners
- Engagement platforms i.e. Consumer champions to ensure seamless experience to each Customer

Company has a Customer Satisfaction Index ('CSI') which helps company provide a positive experience to the customers which translates to repeat business, customer loyalty and profits. Through a multilayered process that incorporates customized feedback mechanisms. The Customer Centricity Team evaluates the CSI scores based on the parameters of delivery, quality, service, people, value and innovation.